

# TTEC Policy Against Corruption

## I. PURPOSE

Corruption violates public trust and has lasting negative consequences on fair trade, political, economic, and social development in the global marketplace. It destroys shareholder value by tainting companies and their brands, blackballing companies from doing business with top tier commercial and government clients, and subjecting organizations and their executives to expensive and protracted public inquiries and investigations. Simply put, while corrupt conduct may, once in a while, help win one or two business opportunities, in the long run, it is bad for business. Even an allegation of corruption can lead to negative business impact.

This policy outlines how TTEC does business in order to reduce, and whenever possible, eliminate the risk of corruption and bribery from our business, as we seek to provide an exceptional service to the world's largest companies, governments, and their customers.

This *Policy Against Corruption* ("Policy") reflects TTEC's commitment to doing business with integrity, and explains the specific requirements and prohibitions applicable to our operations, as we strive to comply with various anti-corruption laws in countries where we do business, including the US Foreign Corrupt Practices Act, the UK Bribery Act, Brazil's Clean Companies Act, Mexico's Federal Anticorruption in Public Contracts Act and the Philippines' Anti-Graft and Corrupt Practices Act, and similar laws in other jurisdictions, including those laws that have been enacted to implement commitments under the agreements of Member States of the Organization for Economic Cooperation and Development (OECD) and the Organization of American States (OAS). These various laws shall be referred to in this Policy, collectively, as "Global Anti-Corruption Laws".

## II. POLICY STATEMENT

It is the policy of TTEC, Inc. (TTEC) that all our business segments, subsidiaries, employees, affiliates, partners and members of our Supply Chain must comply with the requirements of all relevant Global Anti-Corruption Laws.

### Prohibited Conduct

TTEC expects our employees, procurement agents, vendors and partners to adhere to highest ethical standards and exercise best efforts to avoid corrupt activities and activities that may be perceived as corrupt. Prohibited conduct includes, but is not limited to:

- Offering or providing a bribe, or anything of value (directly or indirectly), to any person or any entity, including government officials, in order to influence decision makers to obtain or retain business or to secure another material business advantage for TTEC;

- Accepting a bribe or kickback to provide any party with a business advantage in doing business with TTEC;
- Using any improperly obtained competitor or other procurement information in violation of TTEC Ethics Code or client procurement rules;
- Failing to keep proper books and records of, or to adequately record any business development payments or expenses undertaken to advance TTEC's interests.

While permitted by this Policy, facilitation payments (as defined below) are strongly discouraged and may be used in only in exceptional circumstances with the written approval of a Senior Vice President or above.

### **Dealing with Members of Our Supply Chain**

The use of procurement agents and business finders, vendors, independent contractors and other members of our Supply Chain to engage in an activity, otherwise prohibited by this Policy, is unacceptable. Whether members of our Supply Chain engage in prohibited activity at our direction, or independent of us, TTEC is accountable for their actions if they benefit us. Therefore, as a matter of policy, TTEC takes proactive steps to assure that our Supply Chain shares our commitment to doing business with integrity: we vet our vendors and other members of our Supply Chain by undertaking appropriate due diligence to make sure that we deal with reputable parties. As part of our vetting process, members of our Supply Chain must be made aware of this Policy and our Ethics Code.

### **Doing Business with the Government**

When we do business with government entities (foreign or domestic) much more heightened scrutiny applies to anything of value that is offered to government officials directly or indirectly. It is the Policy of TTEC that no gifts or entertainment, under any circumstances, are offered to government officials, unless such action is first reviewed with a senior executive (SVP or above) and approved by a member of the Legal Department.

Not only are gifts and entertainment are prohibited, but offering such incentives to secure business advantage can subject employees and the company to criminal liability, significant fines and jail time. Moreover, government officials usually are prohibited from accepting such gifts; and, when gifts are offered, they are required to disclose it. Even when gifts are believed to be consistent with local customs, they often are against local laws. Finally, as a public company, any violation of Global Anti-Corruption Laws that involve government officials may be subject to public disclosure, which may irreparably harm our reputation with our clients, impact our ability to do business with other public companies and even bar us from doing any work for government clients, including the US Government.

Who is and who is not a government official is not always easy to ascertain. Please see the definition provided below, and when in doubt, ask for help from the Legal Department or members of our Ethics & Integrity Management team.

## Books and Records

It is the policy of TTEC that all incentive payments or expenditures of any kind are fully disclosed and accurately recorded. Any attempt to re-characterize or hide such payments or expenditures is a violation of our Policy and relevant regulations. TTEC maintains internal accounting controls based on sound accounting principles, and it is our policy that all accounting entries in TTEC's books and records are timely and accurately recorded.

## Getting Help and Reporting Concerns and Violations

While it is simple to understand that bribes are not permitted under TTEC Policy Against Corruption and that our employees are not permitted to accept gifts or kickbacks as a quid-pro-quo for award of TTEC business, what is a prohibited bribe versus a facilitating payment versus an acceptable business courtesy is not always black and white. Who is and who is not a government official is also not always clear. **Therefore, when in doubt, get help!**

Questions about this Policy and how it applies to you should be directed to the TTEC Legal Department. If you have concerns about conduct of your colleagues or our partners and suspect corruption, *Do the Right Thing* and ask questions, talk to your supervisor or a member of our executive leadership team (our Executive Committee or successor in responsibilities). If you are not comfortable raising questions and you suspect violations of this Policy, contact *We Hear You*, our confidential helpline. You can report your concerns confidentially or anonymously online via [www.TTECWeHearYou.com](http://www.TTECWeHearYou.com) or by calling (888) 788-0032 in the US and Canada. Other, incountry, telephone numbers can also be found on [www.TTECWeHearYou.com](http://www.TTECWeHearYou.com).

It is the Policy of TTEC that any concerns about corruption must be reported. Looking the other way and failing to report is as much a violation of our Policy, as is the engagement in corrupt conduct. TTEC does not retaliate against those who report concerns or raise questions in good faith.

## III. DEFINITIONS

### What is a bribe?

For purposes of this Policy, the term "Bribe" includes *anything of value*, if it is offered or given to improperly influence a business decision, to secure an advantage for the giver or the organization that the giver represents.

Examples of bribes and other corrupt activities include (but are not limited to) cash or money transfers, gift cards, paid home repairs or other services, gifts of travel or lavish entertainment, charitable contributions to charities that are of special interest to those who have discretion over business decisions impacting TTEC, employment opportunities, or other favors for government officials or members of their families, if such offerings are made to influence a decision or secure a business advantage.

### How is a bribe different from permissible gifts and entertainment?

While providing or accepting bribes is a prohibited conduct, TTEC recognizes that in the ordinary course of business there may be situations where we entertain (or are entertained by) clients, vendors or other business associates, or even when nominal gifts are exchanged, all in a legitimate pursuit of enhancement of business relationships and promotion of TTEC's products or services. For the avoidance of doubt, know that *cash or money gifts are always prohibited* and that lavish entertainment (expensive wine, sporting events and trips) create an appearance of impropriety, even when they do not violate our policies.

In making a decision on whether an activity is permissible or prohibited, always keep in mind that your conduct will be judged with the benefit of hindsight. Remember, that an appearance of impropriety may be just as damaging as corrupt conduct, because it can undermine our clients' trust and may taint our company's reputation and your personal reputation. Any questionable conduct or conduct that appears to be questionable, regardless of intent, may also cause an expensive and protracted investigation and legal action from regulatory authorities, which will impact shareholder value and may cost the company and you, personally, a great deal of time and money. Therefore, always err on the side of caution when making decisions which may appear problematic after the fact.

### What does it mean to "secure a business advantage" or to "improperly influence"?

"Securing a business advantage" covers a broad spectrum of benefits which can go beyond a contract award. It can include a favorable tax treatment, reduction or elimination of customs duties, expedited invoice payments, acceptance of products or services where discretion can be exercised, favorable outcome of an inspection, inclusion on a preferred vendor list, circumvention of licensing or permit requirements, and other tangible benefits received where a favorable decision is influenced through inappropriate incentives. In enforcing this Policy, in the hindsight review of our conduct and by regulators, the materiality of the 'business advantage' would be irrelevant, whether the advantage was actually received would be irrelevant, and whether the bribe or other corrupt conduct was requested as a quid-pro-quo for the advantage would be irrelevant. If an advantage was the objective of the business courtesies offered, the Policy and the laws would have been violated.

### Who is considered a government official?

For purposes of the Policy, the term "government officials" is interpreted broadly. It includes officers and employees of local, state, federal, national, provincial, and municipal governments and government agencies (foreign or domestic). It also includes officials and employees of public non-governmental, but government sponsored, organizations, such as the World Bank, International Bank for Reconstruction and Development (IBRD), World Trade Organization (WTO), or International Monetary Fund (IMF). It may include officials of political parties and candidates for public office. In many jurisdictions outside of the United States, commercial enterprises may be government owned or controlled. If that is the case, employees of such enterprises (e.g. a state owned telecommunication company, a

government controlled bank, an energy company that has a government as a shareholder with a small equity stake but a negative veto on any strategic decision) are also considered to be "government officials" for purposes of the Policy and related Global Anti-Corruption Laws. Many Global Anti-Corruption Laws and, therefore, our Policy also consider members of government officials' families as "government officials" where bribes and corrupt conduct are concerned.

#### **What are facilitation payments?**

Facilitation payments are modest payments to government officials or others to facilitate or expedite routing and non-discretionary activities. These "grease payments" are customary and expected in many jurisdictions, but they may be considered a bribe and therefore are strongly discouraged.

#### **IV. APPLICABILITY**

This Policy applies to all TTEC companies worldwide, including subsidiaries and controlled affiliates, and all acquired companies subject to earn-out provisions, whether or not they trade under the TTEC brand or as part of a different trading platform; and to such entities' officers, employees, procurement agents, vendors and other members of our Supply Chain.

#### **V. RESPONSIBILITY**

Compliance with this Policy is the responsibility of all TTEC employees. Each member of the TTEC Executive Leadership Team (Executive Committee or its successor in responsibilities) is responsible for Policy compliance in his/her respective business segment and function. Failure to comply with the Policy will put TTEC at a substantial risk and may subject the company and employees to civil and criminal liability (which may include large monetary fines as well as jail time). Violations of the Policy, including reporting concerns about corrupt conduct of others, will result in disciplinary action including termination of employment.

#### **VI. EXCEPTIONS TO THE POLICY**

There are no exceptions to the Policy. The Policy will be periodically reviewed for its compliance with the most recent regulatory pronouncement, relevant Global Anti-Corruption Laws and best business practices.

#### **VII. RELATED POLICIES AND PROCEDURES**

This Policy is aligned with other TTEC related policies and procedures, including without limitation

- Ethics Code: How TTEC Does Business;
- Global Supply Chain Management Policy;



Bringing *humanity* to business.

- Global Travel and Entertainment Policy;
- Gifts & Entertainment Policy; and
- Supplier Due Diligence and Red Flags Guidance

Last revised date: March 23, 2023