



Hewlett Packard
Enterprise

Anti-Corruption Policy





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Guiding Principles

At Hewlett Packard Enterprise (HPE), our integrity is non-negotiable—we do not tolerate bribery of any kind—and we will not knowingly facilitate any other party’s corrupt conduct. We will never trade our integrity for a business opportunity. We believe it is important that public officials spend public money based on the merits of the deal, not for personal interests.

We do not bribe

You must not offer, promise, give, or accept money or anything of value to or from government officials, political parties, or commercial-sector (non-public sector) parties to improperly obtain or retain business, secure an improper advantage, or otherwise influence them to act improperly.

We do not allow third parties to bribe on our behalf

You may not use third parties to take actions that we cannot otherwise take ourselves. You must not ignore “red flags” that indicate that a third party may make illegal payments or engage in corrupt behavior on HPE’s behalf.

We do not engage in activities that create the appearance of impropriety

We avoid the appearance of impropriety, even if the conduct is not specifically prohibited.

We maintain accurate books and records

You must fairly and accurately represent how we spend our money, no matter how large or small the transaction. You must comply with our record retention guidelines.

We comply with local laws

This Policy sets a global, minimum standard, and provides the underlying principles to help our employees, officers and directors uphold HPE’s anti-corruption commitment. However, many countries have more restrictive rules and you must comply with those requirements as well.

This Policy establishes HPE’s global anti-corruption principles and applies to HPE employees worldwide. HPE employees may not deviate from HPE’s Anti-Corruption Policy or any of the related policies without prior written authorization from the Chief Ethics & Compliance Officer. Violations of this Policy may lead to disciplinary action up to and including termination of employment with HPE. Any employee with knowledge or suspicion of any violations of this Policy must report these concerns to the Ethics & Compliance Office.





Providing and Receiving Things of Value

We have a duty to spend resources in ethical ways. You may never provide or promise to provide anything of value to a third party to improperly influence a decision on their part. You may provide or accept gifts, meals, travel, entertainment and other items of value only when appropriate. You must never solicit any item of value from any third party. Gifts of nominal value are generally permitted, but cash and expensive or lavish items are not. You must not provide things of value too frequently to the same recipient, and you should never provide anything of value during a competitive bid process or a contract negotiation with the recipient's company. Items and activities that may cause embarrassment to HPE or damage HPE's reputation, such as sexually explicit items or items that involve gambling, are strictly prohibited to be provided to anybody.

HPE's Global Business Amenities Policy and U.S. Business Amenities Policy provide more detailed guidance about business amenities (meaning gifts, meals, travel, entertainment, and other things of value that may be provided to a third party or received from a third party). The Global Business Amenities Policy and U.S. Business Amenities Policy include specific monetary limits on the value of the amenities and the approvals that may be required.

For certain higher-risk business amenities, you must obtain approval through the Amenities Approval Tool before offering or providing the amenities to a third party. The following items must be entered into the Amenities Approval Tool for pre-approval: anything of value to public sector recipients, including requests paid for with market development funds; all Events where amenities will be offered to non-HPE attendees; all requests to offer or provide an amenity valued at over \$500 to a commercial sector recipient, apart from amenities associated with attendance at an HPE Event; all HPE-hosted raffles and lucky draws; and all requests by HPE employees to receive an amenity valued at over \$500.

Travel

Unless prohibited by a country-specific rule, HPE may, in limited circumstances, pay for travel (that is, transportation and/or accommodation) for third parties, provided the travel is related to a legitimate HPE business purpose and prior approval has been obtained in accordance with the Global Business Amenities Policy. The following principles apply to HPE-paid travel for third parties:

- Travel must be necessary for a legitimate business meeting or event.
- Any travel must be reasonable, not lavish, and consistent with HPE's internal travel policies and practices, including using HPE-approved hotels and HPE travel services when possible.
- HPE must pay any expenses directly to the service provider, not the traveler. HPE must not pay per diems to the traveler.
- Sightseeing or other recreational activities are allowed only if they are minimal or incidental in nature.
- You must obtain prior approvals as detailed in the Global Business Amenities Policy, including approval through the Amenities Approval Tool where required.



HPE Events and Amenities Related to an HPE Event

HPE often invites third parties to attend HPE Events, such as Discover or Aruba Atmosphere. Events are activities that involve 10 or more attendees and \$5,000 or more in contractual obligations. Events are discussed in more detail in the HPE Meeting and Events policy.

As part of an HPE Event, you may be able to provide attendees with free access to the Event as well as various business amenities associated with Event attendance, including gifts, travel, meals, entertainment, and other items of value, provided the Event is directly related to the promotion, demonstration, or explanation of HPE products or services. The Event, including all amenities, cannot be lavish. Amenities to be provided in connection with an Event are subject to the Global Business Amenities Policy.

When planning an Event or planning to invite anyone to an Event, the following principles apply:

- All events must be pre-screened through the Amenities Approval Tool.
- After the event, the organizer must enter information in the Amenities Approval Tool about who attended and what they received at the event.
- Events must comply with the 80/20 rule: at least 80% of the agenda should comprise business activities, and no more than 20% should comprise leisure activities. Leisure time should not be lavish and should emphasize the business nature of the HPE Event.
- No cash or per diems may be provided.

The HPE Event organizer must maintain records of what was provided at the event and records of all third-party attendees as outlined in the Global Business Amenities Policy.

Sponsorships

As used in this Policy, a “Sponsorship” is when HPE provides financial support, products, services, or anything of value to a third party (including charitable organizations), in return for the right to associate our image, brand or products with an activity, or receive some other lawful benefit, such as participation in an event. Any sponsorship must comply with the Sponsorship Policy and must receive the appropriate approval. In addition, when considering paying for a sponsorship, you must:

- Never provide a sponsorship to improperly influence anyone or obtain an improper advantage.
- Never provide a sponsorship that creates the appearance of a bribe, kickback, or other corrupt practice.
- Ensure that the sponsorship is consistent with HPE’s core values.
- Memorialize all sponsorship agreements in writing and document what HPE is paying and receiving.
- Make the payments to the entity not to an individual.
- Follow the principles in this Policy and the Global Business Amenities Policy with respect to giving away anything HPE receives for the sponsorship, such as tickets to the event we are sponsoring.





Charitable Contributions

HPE seeks to address social needs through strategic philanthropic investments that support our communities, build brand equity and align with HPE business priorities. HPE's Corporate Affairs administers the company's charitable contributions and grant-making protocols, ensuring charitable actions are fair and transparent, comply with global anti-corruption laws, and reflect HPE values and business and social interests.

Any payment to a charitable organization must:

- Not create the appearance of a bribe, kickback, or other corrupt practice.
- Never be used to directly procure HPE future business or otherwise be made with the intent to obtain or retain business, secure an improper advantage, or induce anyone to act improperly.
- Not be used to circumvent HPE's rules relating to giving business amenities.
- Be consistent with the HPE Conflicts of Interest Policy.

Charitable contributions must receive written pre-approval from Corporate Affairs when required by the Global Charitable Contributions Policy. Pre-approval from Corporate Affairs and the Ethics & Compliance Office is always required for any charitable contribution made to a public sector entity, any charitable contribution associated with a Public Sector entity or official, or any charitable contribution requested by a Public Sector official, regardless of value. For more information on these approval requirements, you should consult the HPE Gives website and the Global Charitable Contributions Policy.

Political Contributions

HPE supports public policy activities worldwide and the election of public officials who understand HPE's business interests and support legislation important to those interests. The use of HPE's influence, funds and other assets as political contributions must comply with global anti-corruption laws, HPE's Political Participation Policy, and the principles and rules in this Policy. HPE must not provide political contributions or engage in any activity that could create the appearance of bribery, undue influence or other corrupt practices.





Sales Partner Incentive Programs and Sales Promotions

HPE occasionally may run programs in which things of value are offered to channel partners or their sales employees in exchange for specific sales performance. These programs typically are referred to as Sales Partner Incentive Fund (SPIF) programs. From time to time, HPE also may run sales promotions that target end users of HPE equipment and services.

Providing a thing of value in connection with an established SPIF program typically will not qualify as a business amenity under HPE's Global Business Amenities Policy, because such programs are contractual in nature: participants have a right to receive specified incentives upon achievement of defined targets. However, because SPIF programs involve the giving of things of value to third parties, these programs must:

- Have written terms with clear criteria for participation, and defined and measurable targets
- Create a contractual entitlement to a specific incentive and contain HPE's standard anti-corruption terms and conditions
- Limit participation to authorized channel partners with signed HPE partner agreements and their employees
- Have incentives that are not lavish or excessive
- Comply with BU-specific rules and policies and receive country counsel approval

Sales promotions for end users of HPE equipment and services involve similar considerations. Although things of value provided in connection with sales promotions generally will not qualify as business amenities, HPE must take steps to ensure that promotional programs do not give rise to an appearance of impropriety. Accordingly, sales promotions that offer things of value (other than HPE products or services) in connection with the purchase of a product or service should be limited to Commercial Sector customers. Such promotions should not involve lavish or excessive items or awards, and the things of value should be provided to participating entities only, and never directly to an individual. Sales promotions should have written terms and receive country counsel approval.

In all cases, the organizer of the SPIF or sales promotion program must retain records of the program, awards, and recipients.

Demonstration, Evaluation and Seed Products

HPE often provides Demonstration Products (Demo Units) to customers or partners for demonstration and sales support purposes.

Giving away any product at no charge (that is, not having it returned or purchased) or lending it indefinitely presents a corruption risk for HPE if appropriate processes are not followed. The disposition of the product, as well as any payment received if the product is purchased, must be properly documented. The following principles apply to Demo Units:

- Demo Units may not be provided to improperly influence anyone or gain an improper advantage.
- Demo Units may not be provided if doing so creates the appearance of a bribe, kickback, or other corrupt practice.
- Customers to receive Demo Units at no charge must be selected based on legitimate business prospects based on defined criteria (not ad hoc).
- Demo Units may not be given away to a public-sector entity (including any private or public K-12 educational institution or any library in the U.S.) at no charge or for an indefinite loan; all products must be returned or purchased.
- Demo Units normally should be provided to entities, and not to individuals.

For additional information, please consult the Demonstration Products policy.



High Risk Transactions

Certain transactions, including buybacks, high-value public sector transactions, and high-risk leasing arrangements, present higher corruption risks and require additional review and approvals.

HPE occasionally seeks to purchase its own products from the channel for resale to an end customer. To address the risks in these “buyback” transactions, HPE has a mandatory process—called the “Buyback Control”—which you must follow before engaging in these sorts of transactions. The Buyback Control is designed to ensure that buyback transactions serve legitimate business purposes, involve commercially reasonable terms, and have all necessary approvals.

Large opportunities in which HPE may contract to deliver a solution to a public sector customer in a country designated as having a high risk of corruption are evaluated for anti-corruption risk through the Solution Opportunity Approval and Review (SOAR) anti-corruption control.

Similarly, the HPEFS anti-corruption risk review process evaluates higher-risk leasing transactions to provide assurances that they are not affected by corrupt activity.

Employment Decisions

HPE employment decisions must be based on objective measures and legitimate company needs. HPE may not provide a job or internship to a family member of a public sector official, or anyone suggested by a public sector official, in order to gain influence with the government official or secure any other improper advantage.

Facilitation Payments

HPE prohibits facilitation payments by HPE employees or by any third party on HPE's behalf. A facilitation, or “grease,” payment is a payment, generally of low value, made to a government official to facilitate or expedite a routine, non-discretionary government activity that the official is required to perform as a matter of course. Examples of these activities include:

- Permits, licenses, or other documents that allow companies to conduct business in a particular country
- Processing of visas and work papers
- Inspections related to transit of goods, for example loading and unloading of cargo
- Certain one-time fees, such as a government-owned utility company activating a telephone line

The only circumstances when HPE permits a facilitation payment is when an HPE employee's health or safety is at risk (such as to expedite an evacuation or airlift for medical attention, or if threatened with a weapon), the person being asked to pay fears physical harm or imprisonment, and there is no safe alternative to complying with the demand.

You must report any demands for facilitation payments, including a demand or payment made by a third party acting on HPE's behalf. The report must be made to **corporate.compliance.hpe@hpe.com**, an HPE attorney or the Ethics & Compliance Office as soon as possible after the demand. Third parties working with HPE must comply with this policy, and HPE will not reimburse third parties for facilitation payments.





Using Third Parties

HPE regularly engages third parties, such as channel partners, distributors, resellers, agents, intermediaries, subcontractors, lobbyists, logistics providers, joint venture partners, and other suppliers and vendors. This is one of HPE's biggest areas of risk because HPE can be held responsible for any improper actions of third parties. We must be vigilant when we engage third parties and actively monitor our relationship to ensure that they will conduct business in an ethical manner and that our fee arrangements will not be used as bribes on our behalf, or for other corrupt activity.

Third parties must be reputable. Any third party HPE engages must be an authentic business entity that operates with the highest ethical standards and complies with all applicable laws. Third parties must be chosen on the merits of their services and business practices.

We conduct appropriate due diligence. HPE is committed to conducting properly documented risk-based due diligence before retaining agents and contracting with or onboarding business partners and other third parties. Third parties must follow the applicable mandatory onboarding process (e.g., through Global Procurement or the Channel Partner organization), including HPE's Legal and Regulatory Due Diligence when required. Engagements must be in writing and use approved terms and conditions.

Third parties must be engaged for legitimate purposes. When engaging a third party in any transaction, you must fully understand the business rationale for engaging the third party and document what the third party did or will do to justify its payment. Among other things, you must understand the role of and need for the third party, ensure that the contract terms specifically describe the services to be performed, and verify that the third party is actually performing the work for which it is being paid.

Compensation to third parties must be reasonable according to the level and type of work being performed, and consistent with local laws and industry practice.

Compensation may not be paid in cash, and may not be paid to a country or location that is not related to the location of the third party or the services (such as to an "offshore" account). Discounts or rebates that we provide on our products or services to partners and commissions that we pay in connection with sales must be appropriate, properly authorized and approved, and offered for legitimate business reasons. It is important to ensure that no such discount, rebate or commission ends up in the pocket of a government official or is otherwise used to fund corrupt or inappropriate activities.

Third parties must be informed of our ethical expectations and agree not to engage in bribery. HPE expects every third party it engages to abide by the law and our standards for conducting business. For example, HPE's authorized forms of agreement contain provisions prohibiting third parties from making improper payments and requiring channel partners to comply with HPE's Partner Code of Conduct, among other things. To ensure that HPE receives the benefits of these provisions, you must follow the applicable onboarding process and must use an approved contract template when engaging a third party.

Third parties must not have a conflict of interest in connection with the particular transaction(s) for which they are engaged. For example, they may not receive payment from HPE if they are also the customer's consultant, paid adviser, or supplier relating to the transaction with HPE, or if they are an employee, officer, director, proxy-holder, affiliate or shareholder of any other party to the transaction. Similarly, the third party may not receive payment from HPE if they are also a family member of any party in the transaction unless: the third party discloses the potential conflict of interest to HPE; the third party's family member is not involved in and does not benefit from the transaction; and your manager approves the arrangement in writing.



Third parties associated with government officials require approvals. You must obtain written approval from the Ethics & Compliance Office before entering into any arrangement with a third party if a government official has or may have an interest, directly or indirectly, in the business opportunity.

We must be alert for “red flags” that indicate that a third party may engage in corrupt activities. When you learn of any signs that a third party may engage in improper business practices like bribery, you must take prompt action to obtain reasonable assurance that the third party will not engage in such practices. If you are not sure about what action to take, or if the assurances are not adequate, you should report your concerns to your local HPE attorney or the Ethics & Compliance Office.

Examples of “red flags” include:

- Requests for excessive compensation, discounts, fees, or commissions
- The third party is recommended or required by a government official
- Comments suggesting improper conduct or bribery
- Requests for unusual payment arrangements, like payment in a different name or unrelated country
- Refusals to provide detailed invoices
- Requests to add multiple subcontractors without clear business justification

Agent Commissions

Although sales agents and intermediaries can be important partners in a sale, the payment of transaction-specific sales commissions to a third party may pose anti-corruption risks. Accordingly, the following “Agent Controls” must be met before any sales commission or fee to a third party is authorized:

- **Valid Agreement.** The agent or sales intermediary must have a written contract with HPE. The contract terms must specifically describe the services to be performed and must include HPE’s standard anti-corruption terms and conditions.
- **Due Diligence.** Only agents and sales intermediaries who have completed and passed HPE’s Legal and Regulatory Due Diligence process may be retained.
- **Commission Fee/Dual Approval.** Fees paid to agents or sales intermediaries must be reasonable according to the level and type of work performed and align with a written commission matrix that has been approved by your business unit and Finance.
- **Proof of Performance.** Agents and sales intermediaries must demonstrate that they executed the contracted-for activities by submitting detailed proof of performance.
- **Direct Payment.** You must ensure that agent or sales intermediary fees are paid directly to the intended recipient. If a sales agent or intermediary requests that its payment be made to another third party, do not approve the payment and report the request to your manager or the Ethics & Compliance Office.





Accurate Books and Records and Off-the-Books Funds

As HPE employees, we must keep books and records that accurately detail and fairly represent what we do with HPE resources. You must follow the HPE Accounting and Finance Manual and all expense reimbursement rules to obtain reimbursement of your expenses related to business, including amenities to third parties.

You must also follow these principles:

- Business records you create must accurately reflect the truth of the underlying transaction or event.
- You may sign only documents that you are authorized to sign and that you believe are accurate and truthful.
- You must not mischaracterize payments made to any third party.
- You must not enter into any side letters or side agreements.
- You must not use or provide marketing or business development funds (MDF or BDF) to directly or indirectly provide items of value that would violate the Standards of Business Conduct, this Policy, the Global Business Amenities Policy, or the Market Development Funds Management Policy.

You must not create off-the-books funds or assist any third party in creating off-the-books funds. An off-the-books fund is one that is not reflected in the company's books and records, such as money that is "parked" with an outside vendor for a period of time. Off-the-books funds are always improper, even if you think that the money will be used for a legitimate purpose to benefit HPE.

Money Laundering and Proceeds of Crime

HPE must comply with all applicable laws concerning money laundering. "Money Laundering" means the process of hiding the origin of money obtained through crime (the "proceeds of crime") within lawful business activities. It also describes the use of any money to fund terrorism. Anti-money laundering laws help prevent lawful businesses from being used by criminals to conceal money, and to assist law enforcement agencies to trace and recover the proceeds of crime and terrorist funding.

You must not: participate in acquiring, using, converting, concealing, or possessing the proceeds of crime; help another person to do so; or assist terrorist financing in any way. Red flags that indicate a third party may be involved in money laundering or terrorist financing include:

- Providing false or misleading information
- Secrecy concerning the source or ownership of assets
- Connections to countries identified as non-cooperative with international efforts against money laundering or terrorism
- Company address is a P.O. box, not a physical site
- Use of a shell company
- Structuring transactions to avoid reporting requirements
- A request that funds be transferred to an undisclosed third party or in an unrelated location
- Transactions that do not make obvious commercial sense

You should consult with Regional Controllershship or an HPE attorney if you suspect that HPE is, or risks, participating in a transaction which may involve money laundering or terrorist financing.



Mergers and Acquisitions

Mergers and acquisitions present business opportunities for HPE, as well as risks. For example, HPE can be held accountable for the actions of an acquired company, so we must conduct anti-corruption due diligence, both before and after the acquisition, to evaluate the target company’s internal controls and third-party relationships. As part of the integration, HPE will begin moving the third parties onto HPE contractual terms and conditions where appropriate. HPE also incorporates the acquired company into our ethics and compliance program and provides training to the acquired company employees as soon as practicable after the acquisition.

Reporting of Violations or Concerns and Non-Retaliation Policy

Reporting violations is an obligation of all employees under our Standards of Business Conduct. Please report any suspected violations of HPE’s Anti-Corruption Policy to your manager, the next level of management, Human Resources, or the Ethics & Compliance Office at corporate.compliance.hpe@hpe.com.

You also may call HPE’s 24-hour confidential ethics hotline. Employees in the following countries can reach the ethics hotline by dialing the applicable number below:

United States/Canada/Puerto Rico	855-409-0075
China	4008811554
Malaysia	1-800-81-8048
Singapore	800-110-2183
United Kingdom	0808-234-6187

Employees in all other countries should use the **International Dialing Guide** to locate your AT&T Direct Access Number. Select the country you are calling from and select the United States as the country you are calling. Dial the Direct Access Number provided. When prompted, dial 855-409-0075.

Any person who, in good faith, reports suspected legal, ethical or policy violations will not suffer any adverse consequences for having done so. Retaliation in any form against an individual who in good faith reports a suspected violation of this Policy, or who assists in the investigation of a reported violation, is prohibited.

Organization	Office of Legal and Administrative Affairs
Sponsor	Glenn Leon, Senior Vice President and Chief Ethics & Compliance Officer
Contact	Matt Cohen, Director and Managing Counsel, Anti-Corruption
Phone	+1 757 448 2840
Email	mcohen@hpe.com



References

[Amenities Approval Tool](#)

[Anti-Corruption FAQs](#)

[Global Business Amenities Policy](#)

[Global Charitable Contributions Policy](#)

[Standards of Business Conduct](#)

Contacts

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Revision History

Policy number	HPE011-04
01-Nov-2015	Initial release of policy for Hewlett Packard Enterprise
Rev. 1, 01-Jul-2018	Revised policy for Hewlett Packard Enterprise
Rev. 2, 20-Aug-2018	Updated links

Translations

SharePoint link containing the translations

Arabic

Chinese—Simplified

Chinese—Traditional

Czech

Dutch

French

German

Hebrew

Hungarian

Indonesian

Italian

Japanese

Korean

Polish

Portuguese

Russian

Spanish

Thai

Vietnamese



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