

GUIDANCE FOR GILEAD GRANT RECIPIENTS ON ANTI-CORRUPTION AND ANTI-BRIBERY REQUIREMENTS AND STANDARDS

Background

At Gilead, we are committed to the highest standards of ethics and integrity in all our activities, and we expect the same of our grant recipients. As such, we've put together this guidance document to clarify and set forth key anti-corruption compliance standards that Gilead expects all grant recipients to follow. As elaborated below, any use of Gilead grant funds or resources for any unlawful or unethical purpose, or for any purpose other than as described in the recipient's grant proposal, is strictly prohibited.

By accepting Gilead grant support, the recipient agrees to abide by all local and international anti-corruption and anti-bribery laws, including those described below. This guidance applies to the grant recipient, as well as employees, officers, directors, affiliates, contractors, agents, consultants, and any other individual or entity acting on the recipient's behalf.

If the recipient fails to adhere to Gilead's anti-corruption compliance standards, Gilead has the right to terminate the grant agreement and require a return or repayment of grant funds. The recipient is also required to notify Gilead immediately if they become aware of grant-related activity (or potential activity) that may be in violation of this guidance or relevant anti-corruption laws.

In addition to this guidance, recipients are expected to meet the most rigorous standards of their organization's anti-corruption, ethics and/or conduct policies, in addition to all relevant public sector regulations. This guidance document does not supersede existing regulations from any entity; it supplements them.

Overview of Relevant Anti-Corruption Laws

Gilead grant recipients must be aware of, and comply with, all applicable anti-corruption laws. Such laws include the U.S. Foreign Corrupt Practices Act of 1977 (the Act, as amended and including the rules and regulations thereunder, is commonly referred to as the FCPA) and the U.K. Bribery Act 2010, as well as local laws prohibiting bribery and corrupt payments. Many countries also have industry associations that have established codes of conduct governing interactions with healthcare professionals and others in the healthcare system.

These laws:

- Prohibit individuals and organizations from providing or attempting to provide bribes to public officials and private individuals in order to secure an improper business advantage or any other favorable business-related decision.

- Bribes may include anything of value to the person receiving it, such as cash payments, consulting agreements, speaker fees, research agreements, trips, favors, entertainment, donations, gifts, and services.
- May impose potential liability for violation of the anti-corruption laws committed by third parties as well as their agents, advisors, consultants, and their employees.
- Commonly require companies to keep timely, accurate and detailed accounts and records, and to construct and abide by an adequate system of internal financial controls.

Violation of these laws may be punishable by fines and imprisonment, and individual liability may extend to those planning, carrying out, or condoning prohibited acts.

Key Aspects of Anti-Corruption and Anti-Bribery Requirements

A. Prohibited Payments

Bribery of any kind is strictly prohibited under Gilead policy. By accepting Gilead grant support, you agree not to:

- Give or receive (or attempt to give or receive) bribes or anything of value, directly or indirectly, for the benefit of any person that is or may appear to be related to obtaining or retaining business, or acquiring any other improper business advantage.
- Provide (or attempt to provide) bribes, services, or anything of value aimed at influencing the decision of any person in his or her official or professional capacity.

Below are examples of ways to ensure that you, your personnel and agents are adhering to Gilead's anti-corruption compliance standards. These examples are not comprehensive of every potential scenario, but serve as a model.

Payments to Healthcare Professionals and Government Officials

No payments, gifts, or other items of value should be provided to an individual in return for performing official government functions (e.g., issuing licenses or permits, performing inspections, processing governmental papers, or providing public services or utilities).

Government officials cannot be engaged for consulting or other services if the arrangement is related to, or perceived to be related, to the official's performance of government functions. Many jurisdictions also have laws that limit the professional activities of government officials outside of their public duties.

Gifts, Hospitality, and Entertainment

Gifts, hospitality, and entertainment may only be provided if they are permitted by applicable laws, reasonable and customary in value, and made for a legitimate business purpose. Many jurisdictions may prohibit or strictly limit the value of any gifts, hospitality, or entertainment that may be provided to local government officials or public employees, including healthcare professionals.

No gifts, hospitality or entertainment may be provided if doing so may inappropriately influence, is intended to inappropriately influence, or may appear to inappropriately influence, the decision of a person or group of people to purchase, prescribe, use, recommend, or otherwise provide favorable treatment to Gilead or in relation to Gilead products.

Payments to Facilitate Government Action

Gilead policy prohibits the making of small payments (sometimes referred to as “facilitation payments” or “tips”) to individuals to expedite routine government actions. However, expediting payments made to a government agency (not to an individual) that have been officially authorized (e.g., official fee to expedite passport renewal) are not facilitation payments and are permissible.

Where to Get Help

Gilead strongly encourages grant recipients to ask any questions and voice any concerns they may have regarding this guidance, anti-corruption laws, or any action that might be in violation of such laws. You should direct these questions to grants@gilead.com. You can see Gilead’s full Anti-Bribery and Anti-Corruption Policy [here](#).