

## **PURPOSE**

Sysco is committed to doing business ethically and in compliance with the law. An important part of that commitment – and our commitment to being Rooted in Integrity – is our strong opposition to Bribery and Corruption in any form. This Anti-Corruption Policy (the “Policy”) sets forth Sysco’s prohibition on Bribery and Corruption, outlines Sysco Colleagues’ responsibilities under this Policy and Bribery and Corruption laws, and provides guidance on how to identify and mitigate Bribery and Corruption risks.

## **SCOPE**

This policy applies to every officer, director, manager, and employee of Sysco and its subsidiary companies (each, a “Sysco Colleague” or “You”) and any current or prospective Sysco supplier of goods and services, agent, representative, consultant, distributor, partner, reseller, customer, or other non-Sysco entity with whom Sysco does or may do business (“Third Party”).

## **POLICY STATEMENT**

As a purpose-driven organization, we prohibit all forms of Bribery and Corruption. You will not be punished for refusing to participate in Bribery or Corruption, even if the refusal results in loss of business for Sysco.

We must also exercise appropriate oversight over our areas of responsibility, maintain adequate internal financial controls, and keep accurate books and records so as not to allow Bribery and Corruption to be disguised as legitimate business expenses, and make good faith efforts to ensure non-wholly owned Sysco companies keep such records and maintain proper internal controls.

## **UNDERSTANDING BRIBERY AND CORRUPTION**

Anything of value offered, given, or received in exchange for a favorable decision or exercise of discretion to any person or organization is a Bribe. Anything of value includes money, goods, services, or favors, including cash, gift cards, meals and entertainment, event tickets, travel perks, use of vacation homes, expensive holiday gifts, free airfare or accommodations, special privileges, donations to designated charities, political contributions, discounts, free services, financial or property loans, internships, or a promise of future employment. To be considered a Bribe, the recipient of anything of value can be the requestor of the Bribe or someone or something designated by the requestor, such as a family member or charitable or political organization.

Corruption includes Bribery, but can also include any other type of fraudulent or dishonest conduct, including the misuse or abuse of power, influence or position; paying, offering, or accepting kickbacks; influence peddling; and extortion.

## **RESPONDING TO A REQUEST FOR A BRIBE**

If you are asked for or offered a Bribe or kickback, do the following:

- Refuse to make or accept the payment and explain that Sysco does not pay or accept Bribes or kickbacks;
- Be clear that your refusal is not negotiable; and
- Immediately report the request to your management and the Global Ethics and Compliance Department (GEC), or the Ethics Line.

## **FACILITATING PAYMENTS**

Sysco prohibits “Facilitating Payments” also known as “grease payments” or “expediting payments.” Facilitating Payments can be anything of value, typically a small payment or gift, offered or provided to an individual Government Official to perform or expedite a routine clerical or administrative duty that is part of their government job, such as issuing permits or licenses, conducting an inspection, or processing paperwork.

## **EXTORTION OR DURESS**

Corrupt individuals may use fear, intimidation, or violence to try to force others to pay them money or follow their orders. If someone threatens your health or safety, you should take whatever action you deem appropriate to ensure your safety. If a payment is made under those circumstances, you must notify the GEC as soon as possible and fully document any transactions.

## **TRAVEL, MEALS, LODGING, GIFTS, and ENTERTAINMENT**

While gifts and entertainment can play a positive role in building relationships with customers, suppliers, and other third parties, they may be considered a bribe if done to obtain, retain, or award business, or influence a decision or action. Therefore, please consult Sysco’s Global Code of Conduct (the Code) before offering or receiving travel, meals, lodging, gifts, or entertainment from a non-Government Official and consult Sysco’s Anti-Corruption Compliance Procedures before offering or providing travel, meals, lodging, gifts, or entertainment to a Government Official.

## **THIRD PARTIES**

Interactions with Third Parties can introduce risks such as Bribery and Corruption. Therefore, we must take great care in selecting our Third Parties and require them to act ethically and in compliance with all laws, including anticorruption laws. Please consult Sysco’s Anti-Corruption Compliance Procedures for the steps we must take before engaging non-Sysco entities or individuals that may interact with Government Officials on Sysco’s behalf (“Third Party Intermediaries”). These steps may include the following, depending on the level of risk presented by the Third Party – due diligence; signed anti-corruption certification; anti-corruption contractual representations and warranties; and anti-corruption training. GEC must be made aware of any Third-Party Intermediary before being engaged by Sysco.

## **ACCURATE ACCOUNTING AND BOOKS AND RECORDS**

We must maintain accurate books and records and accounts, which accurately and fairly reflect, in reasonable detail, all Sysco transactions and disposition of assets. We must not create or falsify fictitious accounting or business records for any purpose. For example:

- Do not create or maintain unrecorded funds or assets
- Do not make or participate in making any false or mislabeled entries in our books and records
- Do not approve or make payments on behalf of Sysco if any part of the payment is to be used for an improper purpose or if the purpose is misstated
- Do not directly or indirectly use any funds or assets of Sysco for any unlawful purpose

All payments and expenses involving non-U.S. Government Officials must be appropriately documented in accordance with Sysco’s Anticorruption Compliance Procedures.

## **PROCEDURES & TRAINING**

We have adopted procedures, tools, and training materials to assist you in properly managing the requirements associated with this Policy. GEC will provide periodic training on this Policy and its requirements.

## **RAISING CONCERNS & INVESTIGATIONS**

In accordance with our Values, you have a duty to report actual, potential, or suspected Bribery and Corruption within Sysco or by any individual or organization with whom Sysco does business. Your report may be made to:

- Sysco's Ethics Line (Confidential options available):
  - Online: [ethicsline.sysco.com](https://ethicsline.sysco.com)
  - Toll-free (US) : (877) 777-4020
  - International Toll-free Number available at [ethicsline.sysco.com](https://ethicsline.sysco.com)
- GEC;
- Sysco's Legal Department; or
- Your Manager (who must contact Sysco's Legal Department or GEC)

If Bribery or Corruption is alleged or identified, Sysco's General Counsel or Chief Compliance Officer will direct an investigation and will determine an appropriate response. Sysco strictly prohibits retaliation for good faith reports of suspected misconduct. All reports will be treated confidentially to the extent possible.

## **DISCIPLINE & OTHER CONSEQUENCES**

Any violation of this Policy may result in disciplinary action, up to and including termination of employment, and possible referral to the appropriate criminal or regulatory authorities, as permissible under applicable law. Additionally, it may result in termination of commercial relationships with Sysco, as well as civil claims or other legal remedies in addition to potential prosecution by law enforcement.

## **WAIVERS**

The provisions of this Policy shall not be waived. Sysco management does not have the authority to approve waivers to this Policy or any legal/regulatory requirement.

## **REVISION & REVOCATION**

This Policy is not a contract between Sysco and any Colleague, assigned worker, or Third Party. This Policy may be revised or revoked by the Policy Owner at any time, without advance notice or cause.

## **LOCAL POLICIES & PROCEDURES**

Sysco operates in many countries, and it is Sysco's intention to comply with all applicable legal requirements. Accordingly, if a provision of this Policy conflicts with applicable local legal requirements, please contact GEC for guidance. You must comply with all applicable local laws and regulations.

## **QUESTIONS**

Questions about this Policy should be directed to GEC.

## REFERENCES

- [Sysco's Global Code of Conduct](#)
- [Sysco's Anti-Bribery and Anti-Corruption Procedures](#)

## DEFINITIONS

**Bribery or Bribe:** anything of value offered, given or received in exchange for a favorable decision or exercise of discretion by a Government Official or private person or entity.

**Corruption:** dishonest or fraudulent conduct, including the misuse or abuse of power, influence or position; some common types include Bribery, kickbacks, influence peddling, and extortion.

**Government Official or Public Official:** Any elected or appointed officer, colleague, or other person performing service on behalf of a government, government agency, state-owned or -controlled entity, military, political party, or public international organization. This definition includes both U.S. and non-U.S. Government Officials.

**Third Party:** Any prospective or current non-Sysco entity, customer, vendor, supplier, or other person with whom Sysco does or may do business.

**Third Party Intermediaries:** Non-Sysco entities or individuals that may interact with government officials or entities on Sysco's behalf.

**Extortion:** The practice of obtaining something, especially money, through force or threats.

**Influence Peddling:** The use of position or political influence on someone's behalf in exchange for money or favors.

**Kickbacks:** A payment made to someone who has facilitated a transaction or appointment, especially illicitly.

## POLICY REVIEW AND REVISION

This Policy shall be reviewed every two years or more frequently as required by changes in legal, regulatory or Sysco requirements, or to correct identified deficiencies. This Policy supersedes all previous versions.

Executive Policy Owner:	Senior Vice President, Legal, General Counsel and Corporate Secretary
Policy Owner:	Vice President, Chief Compliance Officer
Effective Date:	September 12, 2024
Policy Location:	Policy Portal
Version No.	3.0
Revision History	
08.18.2022	Update of Policy to combine "Sysco Intermediaries and Suppliers Global Anti-Corruption Policy" and "Global Anti-Corruption Policy"
03.12.2025	Updated definitions to include "Extortion", "Influence Peddling" and "Kickbacks."