



# Doing Business with Cognizant: Anti-Corruption Compliance for our Vendors

2023

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# The Right Way at Cognizant: Anti-Corruption Expectations

This document provides a clear statement of the conduct expected of every third-party representative, supplier, vendor and subcontractor (collectively, “suppliers”) we work with.

When working with or for Cognizant, we expect that you act with honesty, integrity and transparency and to comply with local and national anti-corruption and bribery laws.

All Cognizant employees must comply with our Code of Ethics. Suppliers with whom Cognizant work with must comply with Cognizant’s Supplier Standards of Conduct.

These policies help ensure we conduct business with the highest level of integrity and we trust our Suppliers will honor the same values.

To Cognizant, you are a partner not only in business but a partner in Compliance.

Read this document carefully and make yourself familiar with the following important requirements. If you have any questions regarding this document, please reach out to your Cognizant Business Contact.

**Thank you for doing the right thing, the right way.**



# Zero Tolerance for Bribery and other Corrupt Activities

Operate with the highest integrity.



## Compliance with anti-corruption laws

You must comply with the anti-corruption laws in the country in which you do business, including:

- The US Foreign Corrupt Practices Act (FCPA)
  - The UK Bribery Act (UKBA)
  - The India Prevention of Corruption Act
  - Regional and local anti-corruption laws.
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## No bribes



Do not authorize, offer, promise, or provide anything of value – including a bribe – to obtain/retain business or secure any advantage in connection with Cognizant’s business. Do not request or accept any bribes, kickbacks or other improper benefits from anyone.

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## Penalty for violations



Failure to meet Cognizant expectations may lead to the termination of our agreement with you and we shall take appropriate actions in accordance with the relevant laws and regulations of the countries in which we operate.

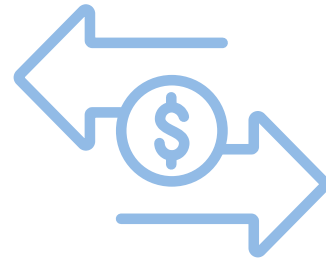
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# What is a Bribe?

A bribe is defined as an offer, payment or agreement to pay, authorization of payment, or receipt of payment directly or indirectly (through third party suppliers) of “anything of value” to or by a Government Official or a private party for the purposes of obtaining new business, retaining existing business or securing any improper advantage.

## Important to know:

- Actual payment or receipt of a bribe is not necessary
- A bribe paid through a Supplier is still a bribe
- Suppliers may be prosecuted for bribes made directly or through their third parties and/or subcontractors



“Anything of value” means anything including:

- Cash, gift cards, vouchers, gift certificates, gifts and entertainment
- Discounts or rebates
- Forgiveness or payment of debt
- Travel expenses (airfare, meals, per diems, hotel accommodations)
- Donations (office equipment, charity)
- Employment or internships for relatives

# Key Anti-Corruption Requirements for Vendors

You should always ensure that no payments of money or anything of value will be offered, promised, paid, or authorized, in any way related to your work with Cognizant to anyone including to any Government Official:

- to influence any official act or decision;
- to induce a person to do or omit to do any act in violation of a lawful duty;
- to secure any improper benefit, advantage, or favor for Cognizant or You; or
- that would otherwise constitute a bribe, kickback, facilitation payment or other illegal payment or benefit.

In accordance with your agreement with us, you should obtain written approval from Cognizant prior to making, offering, giving, or authorizing, directly or indirectly, anything of value, including a political contribution, charitable donation, gift, entertainment, or hospitality, to or at the request of anyone in any way related to your

engagement with Cognizant.

Never make any facilitation payments in connection with your work for Cognizant. (e.g., small payments to low-level officials to expedite performance of a routine, non-discretionary government action)

If permitted under local laws and in accordance with your agreement with us, payments to a Government Entity should only be made via an online, official website of the Governmental Entity and through a valid bank account in your name. Additional restrictions in relation to government payments may apply, particularly for real estate and construction vendors.

You should keep and maintain accurate books and records, including of any expenses as permitted by your agreement incurred in connection with Cognizant related work.

You should ensure any subcontractors, sub-vendors permitted by your agreement to be engaged in relation to your work for Cognizant (e.g., translation companies or co-counsel firms in the countries in which you don't have offices) comply with these important anti-corruption requirements and share the same anti-corruption and ethical values.

# Who is a Government Official under Anti-Bribery Laws?

## A very broad definition

The term Government Official is applied very broadly to include officers and employees of governments and government agencies at all levels, including national, state or provincial, and local state-owned and, sometimes, even privatized entities.

Political Parties and candidates for a political office are government officials.

## Prohibited activities

Cognizant strictly prohibits providing anything of value to a Government Official or any other person to gain any improper benefit, including, but not limited to:

- Favorable consideration in an award of new business or retention of existing business
- Confidential information about a pending RFP or bidding process

- Favorable evaluation of Cognizant's Supplier's performance on an existing contract
- The grant or expedition of the process for granting any governmental permit, certificate or approval

## Who else is a Government Official?

- Customs officials, tax officials, officials responsible for approving permits, zoning, trademarks, licenses, and registrations.
- Anyone who holds a legislative, administrative, or judicial position
- Officers and employees of companies owned or controlled by Government Officers or employees of international organizations
- Public international organizations such as WHO, UN, World Bank
- Representatives and people acting in official capacities for the above
- Doctors, Health care workers, University employees and many more



# Facilitation Payments are Prohibited

1. Cognizant prohibits its employees and Suppliers from making facilitation payments, expediting payments or grease payments.

2. Definition: Unofficial payment to a Government Official to expedite performance of routine, non-discretionary government action which the government is otherwise obligated to provide.



3. Any accepted local practices to the contrary are irrelevant – Cognizant’s standard may be higher than local custom.

4. Examples of high-risk activities: immigration permits, work visas/permits, customs payments, environmental clearances, government authorizations

In performing work under your agreement on behalf of Cognizant, you must not make, directly or through a third party

- Any improper or illegal payment or
- Any facilitation, expediting or grease payment

Want to know more? Please read

[Code of Ethics](#) [Supplier Standards of Conduct](#)



# Examples of Red Flags

Here are some examples of red flags you, should be aware of:

- An employee suggests that they will have to make illicit payments to fulfill the services
- A Government Official from whom you are seeking to obtain a permit, requests that you hire one of their relatives who is unqualified for any role at your company
- Ownership by a Government Official of a subcontractor you are seeking to use
- Invoices from a Government Entity include inexplicable and/ or unauthorized “consultant,” “expert,” or other fees which is not as per agreement
- You are assisting Cognizant with maintenance and repair services involving government inspections and a government official requests any type of illicit

payment, gifts, or entertainment

- Consultants or subcontractors you are seeking to use who won't comply with reasonable diligence requests
- Any other circumstances that suggest potential corruption in a transaction involving Cognizant
- Please be aware for warnings signs of corruption and raise any questions with Cognizant



# Penalties for Violations

Penalties for violations of the Anti-Corruption Laws are strict and may include:

Termination of agreement with Cognizant

Reputational damage & loss of confidence

Both for the company involved in the violations and possibly even for their business partners by association

Additional civil and administrative penalties, lawsuit and debarment from government contracting

Significant civil and criminal fines

Anti-Corruption investigations may include small and/or large companies. Enforcement actions may include large penalty fines for companies and individuals.

# Key Requirements

While working with Cognizant, you should read, understand and comply with the following relevant Anti-Corruption requirements:

- Cognizant's anti-corruption compliance provisions included in your agreement.
- Provisions to comply with the [Supplier Standards of Conduct, Anti-Corruption Policy](#)
- You should periodically execute, upon request, Cognizant's Anti-Corruption Certification confirming compliance with anti-corruption laws.
- You may be required to periodically cooperate in relation to our on-going due diligence on you and/or be audited pursuant to your agreement.
- You should reach out to your Cognizant Business Contact if there are any material changes to our engagement or should you have questions regarding this document.
- You should comply with relevant reporting requirements ([Ethics & Compliance Helpline](#)) should you ever observe or suspect misconduct.



# Safe to Speak up

Cognizant is committed to conducting business with integrity and with respect for the law and our values. Even with this commitment, you may at times suspect or observe conduct that possibly violates the law or our policies and procedures.

If you're ever faced with an ethical question and don't know what to do, or you have a concern about misconduct, reach out to the Ethics & Compliance Helpline or our Chief Ethics and Compliance Officer. We can help.

## Ethics and Compliance helpline

<http://www.cognizant.com/compliance-helpline>

Helpline (online & phone)  
available 24/7, report  
anonymously and in language

Chief Ethics & Compliance  
Officer email:

[chiefcomplianceofficer@cognizant.com](mailto:chiefcomplianceofficer@cognizant.com)



# Thank You

Questions?

Please reach out to your  
Cognizant Business Contact.

Additional Resources:

[Code of Ethics](#)

[Anti-Corruption Policy](#)

[Supplier Standards of  
Conduct](#)



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