

Introduction

This Anti-Corruption Policy sets forth TGS's requirements for complying with laws and regulations prohibiting bribery, including the US Foreign Corrupt Practices Act (FCPA), the UK Bribery Act, and the OECD Anti-Bribery Convention.

Key Policy Principles

- TGS does not bribe for business. You may not give or receive bribes, kickbacks, or other illegal payments.
- This policy applies globally.
- Not all gifts and entertainment are prohibited, but you must understand and follow the rules related to giving and receiving appropriate gifts and entertainment. You must never give or accept gifts or entertainment that might improperly influence commercial decisions or approvals.
- This policy applies to all TGS operations, including all offices, employees, contractors, suppliers, and agents.
- You will not be penalized for delays or loss of sales suffered because you refused to pay a bribe.

Helpful Definitions

Bribe: Anything of value offered, promised, or given in an attempt to affect the recipient's actions or decisions in order or to gain or retain a business advantage. "Anything of value" includes cash, entertainment, or other gifts or courtesies.

Corruption: The misuse of power or public office for personal financial benefit or gain.

Facilitation payments: Small sums paid to government officials to facilitate or expedite routine government actions. Facilitation payments are prohibited under TGS policy and most laws.

Kickbacks: The return of a sum already paid or due as a reward for awarding of furthering business.

Our Requirements

- It is a violation of **TGS policy** and anti-corruption laws to offer, promise, authorize, give, or receive anything of value in an attempt to improperly influence the recipient or to gain or retain business.
- All TGS personnel and third parties acting on behalf of TGS are expected to conduct TGS business legally and ethically. TGS will compete for all business opportunities vigorously, fairly, and legally and will negotiate contracts in a fair and open manner.
- **Facilitation payments** are not allowed.
- **Gifts, meals, and entertainment** need to be in compliance with TGS's Gift and Entertainment Policy. In general, this policy limits the value of gifts given or received to US\$100 or less, and limits the value of entertainment given or received to US\$500 or less. Gifts of cash or cash equivalents are prohibited, and gifts to government officials require the prior written approval of TGS's compliance officer.
- **Travel and training expenses** for third parties require the prior written approval of TGS's compliance officer.



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- If you are unsure if you should give or accept something of value – ASK your supervisor or TGS’s compliance officer.
- TGS policy prohibits making a **political contribution** to an individual candidate or elected official, directly or indirectly, by or on behalf of TGS.
- TGS can be held responsible for the actions of **third parties** on our behalf. Therefore it is important that:
 - ◊ All employees who engage service providers or authorize another company or person to represent TGS in any capacity have the obligation to select providers who conduct business ethically, understand our anti-corruption policies, and agree to abide by our anti-corruption policies; and
 - ◊ You are alert to any ‘red flags’ that indicate a third party is bribing on TGS’s behalf. Red flags might include, for example, abnormal cash payments, pressure for payments to be made urgently or ahead of schedule, payments made through a third party country, excessive commissions, vaguely-described services, and third parties pushed on TGS by a foreign official. It is also important that you abide by TGS’s internal controls procedures, such as our agent retention process, that require performing and documenting appropriate, risk-based due diligence reviews.
- **Charitable donations** can be considered bribes under certain circumstances. Therefore it is important that all charitable donations are approved by TGS’s compliance officer and the TGS Charitable Contributions Committee.
- Expenses must never be hidden or purposefully misclassified. Many serious bribery cases are found to involve inaccurate record-keeping. To prevent this, international anti-corruption laws generally require detailed and **accurate accounting records** for transactions, including cash and bank accounts. We must ensure we maintain accurate books, records, and financial reporting.
- Employees are required to **report** any violations of this Policy to TGS’s compliance officer.
- TGS takes corruption and bribery very seriously. Any violation of this policy will be regarded as a serious matter by TGS and is likely to result in disciplinary action, including termination, consistent with local law.
- Bribery is a criminal offense. As an employee, you will be accountable whether you pay a bribe yourself or whether you authorize, assist, or conspire with someone else to violate an anti-corruption or anti-bribery law. You may be imprisoned or fined for violating the law.

Responsibilities of Employees and Business Partners Involved in International Matters

Everyone – employees, agents, and other business partners – whose duties are likely to lead to involvement in or exposure to any of the areas covered by the anti-corruption laws is expected to become familiar with and comply with this policy, as well as local laws. Periodic certifications of compliance will be required, as will participation in training sessions.

Questions

If you have a question about this policy, or are concerned that an anti-corruption violation is occurring or has occurred, report it immediately to one of the following:

- TGS’s Compliance Officer: compliance@tgs.com
- TGS Hotline: <https://tgs.ethicspoint.com>



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