



Anti-Bribery and Anti-Corruption Compliance Policy

General Description

Purpose / Overview:

ABM Industries Incorporated and its subsidiaries and affiliates (“ABM” or the “Company”) are committed to conducting business in accordance with the highest ethical standards and in compliance with the law in all jurisdictions where the Company operates. Bribery is illegal and can expose the Company and individuals to fines and other penalties, including imprisonment. All ABM directors, officers and team members must be familiar with and follow each of the requirements described in this Anti-Bribery and Anti-Corruption Compliance Policy (the “Policy”). Agents, consultants, business partners and any other individuals or entities doing business on behalf of ABM must also comply with this Policy.

Scope:

This Policy prohibits bribery and corrupt behavior by all ABM directors, officers, and team members and all third parties acting on behalf of ABM as suppliers, distributors, agents, representatives, consultants, franchisees and partners.

Importantly, this Policy cannot cover every situation or provide information on every law that may be applicable where ABM conducts business. If you are uncertain about any situation or request, you should seek further guidance by submitting a request to Compliance@ABM.com

Bribery and corruption have a range of definitions in law, but the fundamental principles apply universally. Acts of bribery and corruption are designed to influence the individual in the performance of their duty and incline them to act dishonestly. The person being bribed is generally someone who will be able to obtain, retain, or direct business.

Bribery - consists of offering, promise, giving, demanding or accepting an advantage as an inducement for an action which is illegal, corrupt, unethical or a breach of trust

Corruption - consists of offering, paying or promising an advantage that is intended to induce the recipient to misuse his or her position, whether as a government official or as the representative or employee of a private business

Public Officials - Include, but are not limited to:

- Officers or employees of any local, state, provincial or national government (for example, members of Congress/Parliament/State Legislature, police officers, firefighters, members of the military, tax authorities, customs inspectors, etc.)
- Directors, officers, representatives, agents or employees of any government-owned or controlled business or company
- Officers or employees of a public international organization (for example, the United Nations, International Olympic Committee, International Red Cross, World Bank, etc.)
- Individuals acting in an official capacity or on behalf of any government or public international organization (for example, an official advisor to a government)
- Officers or employees of a political party
- Candidates for political office
- Employees of public schools, school boards, universities and hospitals

Policy

Policy Detail:

In many countries, including in the U.S., laws and regulations prohibit the bribery or attempted bribery of any individual or entity. Consistent with these laws, this Policy prohibits bribery of public officials (both U.S. and non-U.S.) as well as private sector (commercial) bribery, including the offering, promising, authorizing or providing anything of value to any customer, business partner, vendor or other third party in order to induce or reward the improper performance of an activity connected with our business. This means that no ABM officer, director, or team member will authorize, pay, promise or offer to give anything to any individual or entity in order to improperly influence that individual or entity to act favorably towards ABM. Individuals covered by this Policy shall also not request or authorize any third party to make any such payment, promise or offer. Such behavior is not permitted anywhere that ABM conducts business.

Many laws around the world prohibit bribery of Public Officials, including the U.S. Foreign Corrupt Practices Act (the "FCPA"), the U.K. Bribery Act 2010 (the "UKBA"), and the Criminal Justice (Corruption Offences) Act 2018 (the "2018 Act") in Ireland. These laws impose fines, penalties and imprisonment for violations. This Policy is designed to comply with the requirements of the FCPA and UKBA, as well as the anti-bribery laws of all other jurisdictions in which ABM conducts business.

To ensure compliance with this Policy, ABM prohibits my "off-the-books" accounts or payments, and any knowing falsification of ABM books and records. This prohibition applies regardless of amount and includes the falsification of books and records to conceal bribes and other corrupt or improper payments.

What May Constitute a Bribe?

Bribes can take many different shapes and forms, but typically they involve corrupt intent. There will usually be a “quid pro quo” – that is, the bribe will be offered or paid in exchange for some benefit. Bribes can be made by using anything of value, including:

- Cash, cash equivalents (e.g., gift cards), loans or payment of debts
- Payments for travel or entertainment
- Favors, including offers of employment or internships
- Gifts (e.g., perfume, jewelry, use of club memberships)
- Donations to a charity affiliated with or sponsored by a Public Official
- Political contributions
- Admissions opportunities (visa sponsors)

Examples of improperly influencing a Public Official, include:

- The Public Official would not act if you did not make the gift, and you give a gift to increase the chances that the Public Official will take such action
- The Public Official has a choice to act or not and makes a decision based on the gift

Examples of improper business advantage include when a Public Official:

- Overlooks a violation or tolerates non-compliance with applicable laws
- Does not perform a task that should otherwise be performed (e.g., does not conduct a required inspection prior to issuing a permit)
- Reduces customs duties
- Grants a favorable tax treatment
- Directs business to ABM

Examples of commercial bribery would include:

- Paying a kickback to a purchasing/procurement agent or customer team member to direct business to ABM
- Providing anything of value to an executive or officer of a business partner in order to cause that partner to conduct business with ABM
- Paying a third party in order to unlawfully obtain a recommendation or referral for ABM

Any payment that cannot be made directly to an individual under this Policy also may not be made indirectly, such as to a close relative, through a friend or via the individual’s business.

ABM employees should be on alert for any “red flags” that might suggest an increased likelihood that a business transaction involves a bribe or corruption. A list of potential red flags is provided in Appendix A (“Common Corruption Red Flags”). Any team member that suspects a transaction might involve corrupt payments should immediately report that fact to ABM’s General Counsel.

Are Business Courtesies Permitted?

“Business Courtesy” refers to something of value that is provided to customers and potential customers as a means of developing a legitimate relationship with that customer. This includes meals, entertainment, discounts on products and services not readily available to the general public, payment of travel expenses, personal favors, and token gifts.

ABM prohibits its employees from corruptly providing Business Courtesies of any value to any individual, including Public Officials, in exchange for that individual taking some action that benefits ABM. Only legitimate and reasonable Business Courtesies, consistent with the [Gift and Entertainment Policy](#), may be provided by ABM employees to certain customers as follows:

A. Non-government customers, vendors, suppliers, contractors, subcontractors and union representatives – While modest gifts, travel, meals, entertainment and business courtesies are permitted to be given to ABM's current and potential customers, such courtesies can only be given pursuant to the guidelines detail in the [Gift and Entertainment Policy](#).

B. Public Officials – It is permissible to provide modest items of food or non-alcoholic beverages to Public Officials as detailed in the [Gift and Entertainment Policy](#). Before providing any item of value in excess of \$25 (or equivalent value in £ or €) to any Public Official, employees must first obtain prior written approval utilizing the [Gift and Entertainment Exception Form](#).

Any questions regarding the propriety of Business Courtesies should be directed to Compliance@ABM.com.

Facilitating Payments

In some countries where ABM conducts business, it may be local practice for businesses to make payments of nominal value to low-level Public Officials in order to expedite or “facilitate” routine government actions. Examples of such routine, non-discretionary actions may include: providing police protection, granting visas or utility services, or clearing customs. Such payments are called “facilitating payments.” Facilitating payments, whether legal or not, are prohibited by this Policy.

U.S. Foreign Corrupt Practices Act (“FCPA”)

For U.S. companies and persons (any individual who is a citizen, national, or resident of the U.S.), the FCPA prohibits bribery and other corrupt payments to foreign public officials to obtain or retain business, and U.S. companies are liable for failing to prevent such acts by those acting on their behalf, no matter where the act takes place. Specifically, the FCPA prohibits offering to pay, paying, promising to pay, or authorizing the payment of money or anything of value to a foreign public official in order to influence any act or

decision of the foreign official in his or her official capacity, or to secure any other improper advantage in order to obtain or retain business. It is ABM policy that all directors, officers, and employees of ABM and all of its worldwide offices, their associates, and all third parties acting on behalf of ABM as distributors, agents, representatives, consultants, and partners will comply with the letter and the spirit of the FCPA at all times.

The FCPA also requires ABM, including its employees and subsidiaries (U.S. and international), to keep books, records, and accounts in reasonable detail so that they accurately reflect transactions undertaken, and to devise and maintain a system of internal accounting controls sufficient to provide reasonable assurance that transactions are executed as authorized by management and recorded properly. There are no exceptions to these requirements. ABM has designed systems to provide reasonable assurances against accounting errors and fraud, and employees may not take any steps to undermine these systems.

U.K. Bribery Act (“UKBA”)

In the United Kingdom, the UKBA generally prohibits offering, promising, or giving someone a financial or other advantage to encourage that person to perform their functions or activities improperly or to reward that person for already having done so. Unlike the FCPA, the UKBA restrictions encompass both commercial bribery and the bribery of public officials. Beyond generally prohibiting bribery, the UKBA specifically prohibits promising, offering, or giving a financial or other advantage to a foreign public official, either directly or through a third party, where such an advantage is not legitimately due. ABM can be held liable under the UKBA for the actions of its employees, subsidiaries, and those associated with the Company anywhere in the world.

The Criminal Justice (Corruption Offences) Act 2018 (the “2018 Act”)

In Ireland the 2018 Act makes it an offense for any person to corruptly offer, give to, or accept from a person, a gift, consideration or advantage, as an inducement to, reward for, or on account of any person doing an act in relation to their office, employment, position or business. "Corruptly" has a broad definition and includes acting with an improper purpose personally or by influencing another person, whether by means of making a false or misleading statement, withholding, concealing, altering or destroying a document or other information, or by other means. Similar to the FCPA and UKBA, ABM can be held liable under the 2018 Act for the actions of its employees, subsidiaries, and those associated with the Company anywhere in the world.

Third Party Management

A. Applicability to Third Parties - Third-party agents, consultants, distributors, or any other third-party representatives acting for or on behalf of the Company (each, a "third party", and collectively, "third

parties") must operate at all times in accordance with this Policy.

It is ABM policy that:

- Third parties must be selected solely based on merit
- A third party may not be retained to do things that are prohibited by this Policy or ABM's [Code of Business Conduct \(COBC\)](#).
- Each third party will be carefully selected and evaluated by the Legal Department before being retained by ABM
- No oral agreements or arrangements are to be made with any third party. All arrangements with a third party must be in writing and must be reviewed and pre-approved by the Legal Department
- All agreements or contracts with a third party shall contain language prohibiting the third party from violating any laws, including specifically the FCPA and other applicable anti-corruption laws
- Commissions or other compensation paid to a third party must be in amounts that are customary and reasonable in relation to the services provided
- Commissions, expenses and other payments must be properly reflected in ABM's records, books of account, and financial statements
- No payments may be made in cash, to third parties, or to bank accounts that are not in the third party's name. Payments may be made only in the country where the third party resides or where the services are rendered
- Arrangements with third-party representatives will be reviewed regularly to ensure that they are in strict compliance with this Policy

B. Due Diligence - A due diligence review must be completed by the ABM Legal Department before a third party can be retained. A detailed overview of the due diligence process for third parties and required forms can be found in [Engaging Third-Party Sales Agent/Consultants & Lobbyists](#). The ABM Legal Department will create and maintain a file documenting the due diligence conducted on each third party.

Once a third party has been retained by the Company, the third party's activities and expenses must be monitored by the relevant Company team member(s) to ensure continued compliance with this Policy and applicable laws.

Training and Monitoring

ABM has implemented and maintains a program to provide ongoing anti-bribery and anti-corruption education and training to certain of its directors, officers, employees, and representatives and a program to actively monitor compliance with this Policy, the FCPA, the UKBA, and other anti-bribery and anti-corruption laws.

Reporting Violations

ABM team members must immediately report to the General Counsel, or the Compliance Hotline, any concerns that a director, officer, team members, agent, representative or business partner of ABM has violated or may violate this Policy, the FCPA, the UKBA, the 2018 Act, or any other anti-corruption law. Any questions regarding this Policy or the referenced laws should be directed to Compliance@ABM.com.

ABM team members and suppliers are encouraged to raise ethical or legal concerns regarding not only this Policy, but also any other activity related to any ABM company or our suppliers through the following channels:

1. ABM's Compliance Hotline is an entirely anonymous, third-party service set up for team members and third parties to report possible violations of law, ABM's Code of Business Conduct, or other ABM policies, and is available 24 hours a day, seven days a week;
 - a. By phone at:
 1. 1-877-ALERT-04 (1-877-253-7804) for the US
 2. 0800-069-8801 for the UK
 3. 1-800-903-224 for Ireland
 - b. Online at:
 1. abmhotline.ethicspoint.com for the US
 2. abmhotlineeurope.ethicspoint.com for the UK and Ireland;
2. By mail to ABM corporate headquarters, addressed to ABM Ethics and Compliance, ABM Industries Incorporated, One Liberty Plaza, 7th Floor, New York, NY 10006, United States.

Consequences of Non-Compliance

A violation of relevant anti-bribery and anti-corruption laws can lead to severe civil and criminal penalties and reputational harm to ABM. Company team members that violate these laws can also face harsh civil and criminal penalties, including jail time. The prohibitions in this Policy are incorporated into our [Code of Business Conduct \(COBC\)](#); thus, a violation of this Policy, including failure to report known violations by others, is cause for disciplinary action up to and including termination.

ABM has zero tolerance for retaliation of any kind against any individual who in good faith makes inquiries, reports concerns, or participates in external or internal investigations. Any team member who is concerned about retaliation or feels he or she has been subjected to such retaliation should immediately contact the Compliance Hotline or the General Counsel.

Related Policies

ABM's [Code of Business Conduct \(COBC\)](#) and [Gift and Entertainment Policy](#) contain provisions that impact the giving of gifts, gratuities and business courtesies, and should be consulted for additional guidance in those areas.

ABM's accounting policies contain provisions and practices to ensure the accuracy of books and records, and should be consulted for additional guidance in those areas.

Waivers

The circumstances under which ABM would make an exception to this Policy are rare. ABM's General Counsel must provide written authorization before any waivers are granted.

[Anti-Bribery and Anti-Corruption Compliance Policy](#)

[APPENDIX A](#)

[Common Corruption Red Flags](#)

This is not an exhaustive list, as suspicious circumstances can take many forms. Ignoring red flags can give rise to a presumption that the person making the payment acted in reckless disregard of violating applicable laws, including the FCPA and the UKBA. Any team member that suspects a transaction might involve bribery or corrupt payments should immediately report that fact to Compliance@ABM.com.

General Indicators

- A history of corruption in the country, locality or industry
- Unusual payment patterns or financial arrangements, including payments outside the country to third parties, or to business addresses or accounts inconsistent with a representative's address or account
- Refusal to include anti-corruption provisions in a contract
- Commissions that are unusually high or suspiciously structured
- An apparent lack of qualifications or resources in a consultant retained to obtain government approval
- Family ties or other recommendations from Public Officials in hiring a consultant or other corporate representative
- Any payments or promises to Public Officials in high risk jurisdictions
- Any payments or promises made to others on behalf of Public Officials in high risk jurisdictions
- Excessive use of cash, payments made in cash
- Lack of documentation or vagueness of documentation for particular transactions
- Lack of transparency for particular transactions
- Sloppy bookkeeping and poor financial controls over disbursements

- Lack of cooperation by employees in providing answers related to questionable payments
- Payments made from out-of-country sources or payments made to out-of-country bank accounts
- Use of any "off the books" bank accounts

Use of the Payments for Agents

- Excessive use of and/or fees paid to agents dealing with government agencies
- Justification for hiring new agent is that he or she can "get things done" or words to that effect
- Use of agent with minimal skills, education or experience for work described in contract or invoices
- Hiring of agent to perform tasks that require no special knowledge or skills and could have been performed directly by Company employees
- Lack of documentation of work to be performed or services rendered by agent, e.g. no written contract or invoices only stating: "For services rendered."
- No summary report or deliverable summarizing the work performed by agent
- Refusal of agent to accept FCPA representations and warranties in contract of engagement
- Lack of clarity/knowledge on why agent was hired and what he/she was paid to do
- Agents hired at the suggestion of a Public Official
- Agent is a former Public Official dealing with his former agency
- Agent is a relative of Public Official

Other Payments

- Payment classified as expenditure to government is written to individual
- Payment classified as expenditure to government is made in cash
- Cash payment for which there is no clear, reasonable or appropriate purpose
- Lack of supporting documentation for payments
- Check cut to "Cash" without supporting documentation
- High volume and weak controls over petty cash
- Payments to third parties associated with government business for which there does not appear to be a legitimate business purpose
- Payments made and sent outside the country where the business operates
- Travel expenses for customers, particularly government customers for which there is not a legitimate business purpose
- Travel expenses for families/friends of customers, even if the travel expense for the customer has a legitimate business purpose

Gift and Entertainment

- Lavish gifts provided to customer, particularly government customers, other than items of a value at or below the maximum permitted by the [Gift and Entertainment Policy](#).

- Providing more than one gift to an individual during any calendar year other than as permitted by the [Gift and Entertainment Policy](#).

Related Documents

Related Documents (ABMWay):

Document Type:	Document Name:	Document Number:
Policy	Gift and Entertainment Policy	POL.PRO.346

Revision Management

Revision History Log:

Revision #:	Date:	Nature of Change:	Recorded By:
v1.3	29Sep2025 12:00	Minor or No changes have been made; the document has been re-published with a Minor revision number for visibility.	Christine Galante
v1.2	08Sep2025 14:53	Updated links for the Gift and Entertainment Policy.	Christine Galante
v1.1	17Jul2025 15:56	Minor or No changes have been made; the document has been re-published with a Minor revision number for visibility.	Christine Galante
v1.0	29May2025 16:46	Minor or No changes have been made; the document has been re-published with a Minor revision number for visibility.	Christine Galante
Final	18Dec2020 2:26	Revised Policy	Marta Domanska
v1.0	24Nov2020 21:48	New document	Debi Murphy