

## MasterCard Anti-Bribery and Corruption Due Diligence Questionnaire

MasterCard's Anti-Bribery and Corruption Policy defines **High Risk Third Parties** as:

- (1) ***Third parties acting on behalf of MasterCard.*** This term should be read broadly and may include accountants/accounting firms, agents, brokers, charitable organizations, commercial consultants, contractors, customs agents/brokers, distributors, freight forwarding agents/brokers, lawyers, law firms, lobbyists, lobbying firms, marketing and event agencies, public relations firms, real estate agents/brokers, sales agents, subcontractors, tax agents/specialists, third-party intermediaries, trade associations, travel agencies and travel agents;
- (2) ***Third parties who***, in the course of dealing with MasterCard business, ***interact with government officials; and***
- (3) ***Third parties***, including but not limited to joint venture partners, ***over whom MasterCard exercises or will exercise a degree of ownership or control.***

The MasterCard employee responsible for engaging, retaining or overseeing a supplier that is **High Risk Third Party** is responsible for ensuring that appropriate due diligence is conducted (for purposes of this Anti-Bribery and Corruption Due Diligence Questionnaire, that person is the "High Risk Third Party Business Owner"). This obligation attaches to every High Risk Third Party, regardless of the value of the services being provided (*i.e.*, regardless of the value of the contract, SOW, purchase order, purchase requisition or work order).

The completed Anti-Corruption Due Diligence Questionnaire must be filled out by the High Risk Third Party Business Owner and submitted to Supplier Lifecycle Management for review prior to the engagement (*i.e.*, prior to the execution of the agreement) at [Supplier\\_Lifecycle\\_Management@Mastercard.com](mailto:Supplier_Lifecycle_Management@Mastercard.com). ***Please note that this is an internal document and should not be shared externally, including with the High Risk Third Party.***

1. High Risk Third Party name, including any trading name.  
Click here to enter text.
2. High Risk Third Party's primary contact information, including the name, title, and email address of a contact person.  
Click here to enter text.
3. High Risk Third Party's website if available.  
Click here to enter text.
4. High Risk Third Party's address of principal place of business and registered address of the business if different from the principal place of business.  
Click here to enter text.
5. In what countries does the High Risk Third Party currently do business?  
Click here to enter text.
6. In what countries will the High Risk Third Party be acting on behalf of MasterCard?  
Click here to enter text.

7. Does the High Risk Third Party have an office in the location(s) in which it will be acting on behalf of MasterCard?  
Click here to enter text.
8. High Risk Third Party's address in country or countries in which services are to be performed.  
Click here to enter text.
9. What is the business justification for retaining this High Risk Third Party?  
Click here to enter text.
10. Generally describe the High Risk Third Party's business activities.  
Click here to enter text.
11. Please describe the nature of the services to be provided by this High Risk Third Party?  
Click here to enter text.
12. Will this High Risk Third Party be interacting with a Government Official(s)?  
 Yes  No
- (a) If yes, please:
- (i) Identify the Government Official(s) and/or Government Entity(ies);  
Click here to enter text.
- (ii) Describe the nature and purpose of the government interaction.  
Click here to enter text.
13. Generally describe the High Risk Third Party's qualifications and demonstrated experience in the area of work for which the High Risk Third Party is proposed to act on behalf of MasterCard.  
Click here to enter text.
14. How was this High Risk Third Party identified to MasterCard in connection with the proposed engagement, including the source of any referrals?  
Click here to enter text.
15. Please provide a list references, including email addresses (internal, external or public reference information).  
Click here to enter text.
16. Please describe the proposed payment terms including the:
- (a) Currency in which the High Risk Third Party will be paid: Click here to enter text.
- (b) Country to which payment will be made: Click here to enter text.
- (c) The method of payment (*i.e.*, wire transfer, p-card, cash, in-kind services): Click here to enter text.

- (d) Will the payment be made in accordance with MasterCard's contractual standard payment terms or have any deviations from such standard terms been requested (e.g., payment in country other than where services are rendered; payment in off-shore jurisdiction, etc...) [Click here to enter text.](#)
17. What are the names and titles of the individual(s) representing the High Risk Third Party in connection with this engagement?  
[Click here to enter text.](#)
18. Are you aware of any adverse or negative reports, findings or news regarding this High Risk Third Party or its directors, officers or senior management?  
[Click here to enter text.](#)
19. Is there any other information you wish to provide that will assist with the ABAC Due Diligence?  
[Click here to enter text.](#)

Certification Statement:

I certify that, to the best of my knowledge, the information set forth in this Anti-Bribery and Corruption Due Diligence Questionnaire is correct and complete. Please send the completed Questionnaire, signed certification and any supporting documentation (to the extent any supporting documentation is necessary or appropriate) to Supplier Lifecycle Management at [Supplier\\_Lifecycle\\_Management@mastercard.com](mailto:Supplier_Lifecycle_Management@mastercard.com).

*Name:* [Click here to enter text.](#)

*Title:* [Click here to enter text.](#)

*Business Unit:* [Click here to enter text.](#)

*Date:* [Click here to enter a date.](#)

## Anti-Bribery and Corruption (ABAC) Due Diligence Frequently Asked Questions



1. **How do I know if a particular third party is a High Risk Third Party?** Section 6 of the ABAC Policy defines the term High Risk Third Party. If the third party (*e.g.*, a potential supplier or business partner) meets any of the three definitions, it is considered a High Risk Third Party. This is a fact-specific exercise and the answer to this question is not always immediately obvious. Business Owners are encouraged to contact the Anti-Bribery and Corruption Team with any questions. The Anti-Bribery and Corruption Team's contact information can be found at the back of the ABAC Policy.
2. **Can you explain what is meant by third parties 'acting on behalf of MasterCard'?** If MasterCard hires a third party to work with other third parties, particularly customers, it is more likely to be "acting on behalf of MasterCard." As a guide, ask yourself the following questions to help determine whether a particular third party is acting on behalf of MasterCard:
  - a. When talking to others, are they likely to say "on behalf of MasterCard I'd like to ..." or "MasterCard has authorized me to ask you ..."
  - b. Did MasterCard hire the supplier to work with a customer?
  - c. Will the individual's or entity's services include looking for business opportunities to bring back to MasterCard (*e.g.*, finding potential partners or deals that MasterCard might want to bid on)?

*If the answer to any of these questions is yes, the third party is acting on behalf of MasterCard and is therefore a High Risk Third Party.*

3. **Is ABAC Due Diligence required for subcontractors?** Yes, if the subcontractor is a High Risk Third Party. ABAC laws do not always distinguish between the actions of a contractor and a subcontractor so MasterCard can be responsible for the corrupt activity of a contractor and subcontractor alike. To mitigate this risk, ABAC Due Diligence is required for a subcontractor of a High Risk Third Party only if the subcontractor is also a High Risk Third Party. In other words, once you have determined that a third party is a High Risk Third Party, as guide, ask yourself whether any of the High Risk Third Party's subcontractors meet any of the three definitions of a High Risk Third Party (as mentioned above in FAQ Number 1). If the answer is yes for any of the subcontractor(s), then ABAC Due Diligence is required and an ABAC Due Diligence Questionnaire should be submitted for the relevant subcontractor.
4. **How do I know if I am responsible for initiating ABAC Due Diligence?** You are responsible for initiating ABAC Due Diligence if you have responsibility for retaining, engaging or overseeing a potential or existing High Risk Third Party. Are you signing the contract or SOW? Will you be the primary point of contact? If they answer to either one of those questions is yes, consider yourself the High Risk Third Party Business Owner. Even if you are not the High Risk Third Party Business Owner, you should make sure that the appropriate member of your team is initiating ABAC Due Diligence as we all have obligations to protect the brand under the Code of Conduct.



## Anti-Bribery and Corruption (ABAC) Due Diligence Frequently Asked Questions

5. **What do I do once the ABAC Due Diligence Questionnaire has been submitted?** The Supplier Lifecycle Management team will conduct the due diligence and, upon completion, advise you, the High Risk Third Party Business Owner, whether or not the ABAC Due Diligence identified any red flags that need to be mitigated prior to the contract execution.
6. **Once a High Risk Third Party has been engaged, how often do I need to submit the ABAC Due Diligence Questionnaire?** At this time, the ABAC Due Diligence Questionnaire only needs to be submitted once, **prior** to engagement and must be completed before contract execution and before work has begun. Supplier Lifecycle Management refreshes ABAC Due Diligence as part of their Third Party Risk Management Process.
7. **What do I do if I am not sure whether a third party with whom I work has undergone ABAC Due Diligence?** Please contact Supplier Lifecycle Management via email at [Supplier\\_Lifecycle\\_Management@mastercard.com](mailto:Supplier_Lifecycle_Management@mastercard.com) who can answer your question(s).
8. **What do I do if I am not sure whether a third party who is not a supplier (e.g., business partner) with whom I work has undergone ABAC Due Diligence?** If the business partner could be representing MasterCard in any way, due diligence indeed may need to be undertaken. Please contact Supplier Lifecycle Management via email at [Supplier\\_Lifecycle\\_Management@mastercard.com](mailto:Supplier_Lifecycle_Management@mastercard.com) who can answer your question(s).
9. **What if my team currently uses a third party who meets the definition of a High Risk Third Party, but for whom ABAC Due Diligence was not conducted?** Getting the ABAC Due Diligence Process started is simple. Go to the Policies & Procedures section of the Welcome to MasterCard intranet to find the ABAC Due Diligence Questionnaire; complete it and submit it via email to [Supplier\\_Lifecycle\\_Management@mastercard.com](mailto:Supplier_Lifecycle_Management@mastercard.com).

Anti-Corruption Expense Pre-Approval Form

Type of Expense (Mark all that apply):

- Gifts                       Entertainment/Tickets                       Lodging  
 Travel                       Scholarship/Social Investment                       Other

1. Please describe, in detail the proposed expense, including the location, duration, timing, participants, whether it is sponsored by MasterCard, class of travel, etc. (You will have the opportunity to attach any relevant documentation after submitting this form, i.e., agendas, fee schedules, course schedules, communications.)

[Click here to enter text.](#)

2. Please detail the proposed expense(s) in USD dollars, per person:

Payment Amounts or Estimated Expenses	per Person	No. of persons	Total

Total Estimated Expenses: [Click here to enter text.](#)

3. Please identify, by name, position and affiliation (association, organization or entity), each person to whom the expense/transaction is to be offered/given:

Name	Position	Affiliation

4. In what country is the proposed recipient/invitee located? [Click here to enter text.](#)

5. Do you propose to include any spouse/guest/family member(s) of the proposed recipient / invitee?

Yes       No

6. Has this proposed recipient / invitee been the beneficiary of any other expenses by MasterCard in the last six months? (E.g. dinners, gifts, entertainment, sports tickets, sponsorship activity, conference, etc.)

Yes       No

7. Describe how and to whom payments will be made (You will have the opportunity to attach any relevant documentation after submitting this form. Please attach any background information you have about the organization to which payment will be made if other than a customer at that time):

[Click here to enter text.](#)

8. Describe the purpose of the expense and how it relates to MasterCard business. Please include whether this relates to the promotion, demonstration or explanation of MasterCard products and services or whether it is required to fulfill a contractual obligation.

[Click here to enter text.](#)

9. Do you (individually or on behalf of MasterCard) expect to receive anything from the proposed recipient / invitee (or his or her employer) in return for the expense?

Yes       No

10. Was the activity suggested by the proposed recipient / invitee? (If activity required by contract or law, please describe the contract or law/regulation requiring the activity)

Yes       No

11. What is the status of the relationship between the proposed recipient / invitee's employer and MasterCard?

[Click here to enter text.](#)

12. Is there a current contract or obligation or negotiation?

Yes       No

13. What role does the proposed recipient / invitee play in the relationship with MasterCard (e.g. key decision maker, engaged in BAU activities, etc.)?

Click here to enter text.

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#### Certification

I have requested approval of the transaction/expense summarized above. I have reviewed the Anti-Corruption Policy and believe the proposed transaction/expense constitutes a reasonable, proportionate, bona fide business expense.

Signature: Click here to enter text.


\_\_\_\_\_

Date: Click here to enter a date.



## ANTI-CORRUPTION EXPENSE PRE-APPROVAL FORM

Global anti-corruption laws, including the US Foreign Corrupt Practices Act and the UK Bribery Act, impose legal requirements on the conduct of business activities, especially when working with "Government Officials" as that term is defined in the Company's Anti-Corruption Policy. This form is intended for use in obtaining pre- approval of gifts and hospitality, such as meals, entertainment, travel, etc. that MasterCard proposes to provide to a Commercial or Government Business Partner, as required by the Anti-Corruption Policy and the Gifts and Hospitality Policy. Please review both Policies and guidance before completing this form. In certain circumstances, based upon local requirements or the nature and value of the proposed expense, additional approvals may be required by the Gifts and Hospitality Policy. Please attach to this form evidence of such other required approvals.

Files can be attached to this form at any point during the flow. To attach files, please click on the  button.