



**ANTI-BRIBERY  
POLICY**

**March 2018**



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# ANTI-BRIBERY POLICY

## POLICY OVERVIEW

It is the policy of Littelfuse, Inc. (together with our directly and indirectly owned subsidiaries and affiliated companies, “Littelfuse” or the “Company”) to maintain the highest standard of business conduct through strict compliance with all anti-bribery laws applicable in the countries in which we operate. This Policy reinforces our commitment to our Core Values to act with integrity and do what is right. Accordingly, this Policy may go beyond what is required by applicable law. The fact that an action or practice is “customary” in a particular country or region is not sufficient to justify a violation of this Policy or applicable law.

## SCOPE

This Policy applies globally to all Littelfuse companies, including all directly and indirectly owned subsidiaries and affiliates under the ownership or control of Littelfuse. We expect and require all of our associates and Representatives, including officers, foreign and domestic sales or procurement representatives, agents, distributors, consultants, joint venture partners and other third-parties acting on behalf of Littelfuse to comply with this Policy in all locations globally.

## RESPONSIBILITY

Strict compliance with this Policy and applicable law is required. All managers are responsible for the enforcement of and compliance with this Policy, including communication to the associates reporting to them. Anyone who does not comply with this Policy shall be subject to disciplinary action, to the extent permissible under applicable laws, up to and including immediate termination of employment.

The Chief Legal Officer shall be responsible to interpret and maintain this Policy and provide periodic training.

## DEFINITIONS

**Anything of Value** – Money or anything that has value to the recipient, such as gifts, favors, travel expenses, charitable donations or political contributions.

**Government** – Any agency, instrumentality, department, ministry, or other body of any national, state or local government, or any public international organization, including any governmental committee or commission and regulatory agency, and any government-owned or government-controlled business, corporation, company or society or any non-U.S. political party.

**Government Official** – Any:

- Official (elected, appointed, career, or member), employee, or other representative of a Government;
- Official, employee, or other representative of a public international organization (e.g., Red Cross, United Nations, World Bank, European Union, World Trade Organization, World Customs Organization, North Atlantic Treaty Organization);

- Individual acting for or on behalf of a Government, even though he or she may not be an employee of such Government (such as an uncompensated honorary official or a member of a royal family);
- Official of a political party or candidate for political office outside the U.S.; and
- Individual who is considered a Government Official under applicable local (non-U.S.) law.

**NOTE:** An employee of a government-owned or government-controlled business is considered a “Government Official” and is subject to the same restrictions under this Policy as an official, employee or representative of a Government. If you have any question as to whether a person is considered a “Government Official” under this Policy, please contact the Legal Department.

**Management** – Any Littelfuse associate managing at least one other associate. For purposes of this Policy, “management” refers to the immediate supervisor of the associate seeking approval or a more senior member of management with the appropriate decision-making authority.

**Representative** – Any agent, contractor, consultant or third-party, including any owner, director, officer and employee of such entity who provides services to, or on behalf of, Littelfuse in connection with obtaining or retaining business from or delivering services to our customers, or who interacts with Government Officials on our behalf. For example, this term includes global distributors, sales representatives, consultants, joint venture partners and other vendors and agents.

## **PROHIBITED PAYMENTS**

### *Strict Prohibition Against Bribes and Kickbacks*

Littelfuse prohibits the payment, offer, promise, or authorization of payment of Anything of Value (whether directly or indirectly) to any Government Official. It also prohibits the payment, offer, promise, or authorization of payment of Anything of Value to any other person (such as a third-party agent, consultant or intermediary) while suspecting or having reason to believe that the payment, offer promise or authorization of payment will be made, offered to, given to or otherwise benefit any Government Official, political party, or candidate for political office in order to obtain, retain, or direct business. Examples of prohibited payments include payments in the form of “kickbacks” or “bribes” intended to induce or reward favorable buying decisions or governmental actions and may not be used in connection with Company business.

Such prohibited payments are often in the form of kickbacks, bribes, or payoffs; however, such a payment could also take the form of an unusual gift, free vacation travel, entertainment or Anything of Value. Any payment made from Company funds for the express purpose of obtaining or retaining business or unduly influencing a Government Official on some matter (such as a tax decision) in favor of the Company should be considered to be prohibited under this Policy.

Appropriate actions to take while maintaining a relationship with a Government Official are not always clear. As a result, no payments in the form of (1) travel, meals, lodging or entertainment; (2) gifts and hospitality; (3) charitable contributions; and (4) political contributions shall be provided to a Government Official without prior authorization from the Chief Legal Officer or Littelfuse Corporate Counsel.

Any associate who has been approached or has information about proposed or actual improper

payments or other violations of this Policy must promptly report that information to both Management and the Legal Department. Representatives or other third parties should report any information regarding potential or actual violations of this Policy to their primary Littelfuse contact or through our Ethics Helpline (1-800-803-4135).

## **REPRESENTATIVES**

Littelfuse can be held responsible not only for the actions of our associates, but also for the actions of our Representatives. Therefore, the owner of the relationship with the Representative should be selective and conduct thorough due diligence to ensure that the Representative will represent Littelfuse in a manner consistent with our commitment to integrity and the principles of this Policy, and other Littelfuse policies regarding the selection of representatives.

Any contract or agreement entered into or renewed between Littelfuse and a Representative that will, in the normal course of its business, have business relationships with a Government or Government Official on behalf of Littelfuse must contain anti-bribery representations, warranties and covenants and must be reviewed and approved by the Legal Department.

### *Red Flags Regarding Representatives*

When managing our Representatives, associates must take note of certain red flags that may indicate a reason for concern, including, but not limited to:

- The country where the Representative is operating has a history of corruption (refer to third-party country corruption index for additional information: <https://www.transparency.org/country>).
- The Representative provides services and is paid on a contingent basis, for example, receives a certain percentage of the refunds or subsidies obtained from the Government on our behalf.
- The Representative was specifically recommended by a Government Official.
- The Representative refuses to agree to abide by applicable anti-bribery laws.
- The Representative provides incomplete or inaccurate information on required disclosures.
- The Representative requires that payment be made to a third party or in some other country.
- The Representative requests an unusually large commission in relation to the service provided.
- The Representative requests reimbursement for poorly documented or questionable expenses.
- The Representative has family or business ties to relevant Government Officials.
- The only qualification the Representative has is influence of Government Officials.

Payments made to Representatives with knowledge or a suspicion or reason to believe that such payments will be passed on for prohibited purposes, are illegal and are prohibited.

## **RELATED ACCOUNTING REQUIREMENTS**

Our financial standards require that Littelfuse maintain books and records that accurately reflect all transactions of the Company. In addition, the Company is responsible for the design and maintenance of an adequate system of internal accounting control. Each transaction entered into by the Company is required to have proper authorization, followed by proper and complete

accounting and reporting of the transaction. This includes all transactions with Government Officials and with Representatives. Do not take any action that might result in the falsification of Company accounting or business records for any purpose. For example:

- Do not create or maintain any unrecorded fund or asset of the Company.
- Do not make false, mislabeled or artificial entries in the books and records of the Company or participate in the arrangement that could result in such entries.
- Do not approve or make any payment on behalf of the Company with the intention or understanding that any part of the payment is to be used for an improper purpose or any purpose other than that described by the documents supporting the payment.
- Do not directly or indirectly use any funds or other assets of the Company for any unlawful purpose.

The handling of each transaction is subject to internal audit verification, with reporting of exceptions to Management and to the Chief Accounting Officer, Chief Financial Officer or the Chief Legal Officer.

## **REPORTING QUESTIONS OR CONCERNS**

If you have any questions related to this Policy, please contact the Legal Department. If you are uncertain whether a particular transaction or activity complies with this Policy, or learn of a violation or potential violation of this Policy, you should contact your Management or the Legal Department. Concerns may also be reported to the Littelfuse Ethics Helpline, accessible worldwide, 7 days a week and 24 hours a day. Calls or electronic reports submitted to the Ethics Helpline will be treated confidentially and, if requested, anonymously. The Ethics Helpline is available at 1-800-803-4135 or online at <https://littelfusehelpline.alertline.com>.