

# Corporate Forms and Policies

## Business & Personal Conduct Anti-Bribery Policy

Geographic Coverage	<b>Global</b>
Document Owner	<b>EVP, General Counsel and Corporate Secretary MVP, Legal and Compliance</b>
Last Reviewed	<b>Dec 6, 2023</b>

### Policy Philosophy & Purpose

Gartner is committed to conducting our business with the highest ethical and legal standards. Many countries where Gartner does business have laws that make bribery of public and private sector officials a crime. This document establishes Gartner’s policy for ensuring compliance with anti-bribery laws, including the United States Foreign Corrupt Practices Act (“FCPA”), the United Kingdom Bribery Act (“U.K. Bribery Act”), legislation enacted under the Organisation for Economic Co-operation and Development Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (“OECD Convention”), and similar laws of other countries.

### Scope & Applicability

This Anti-Bribery Policy (the “Policy”) applies to all business activities conducted by Gartner employees (“Gartner Associates”) at Gartner Inc. and its subsidiaries and affiliates (“Gartner”). This Policy may be supplemented by policies applicable to a particular country or region or a particular business unit; these supplemental policies supersede any conflicting portion of this Policy. As specified in our [Supplier Code of Conduct](#), all third parties doing business with Gartner are required to comply with all applicable anti-bribery laws.

To ensure that Gartner Associates and risk-based Gartner representatives (authorized agents and representatives acting on Gartner’s behalf, such as intermediaries, sales agents, independent contractors (e.g., consulting stringers), and other third parties acting on Gartner’s behalf (“[Gartner Representatives](#)”)) are familiar



with applicable anti-bribery laws, Gartner provides targeted anti-bribery training and resources.

## Policy

### A. All Bribes are Prohibited

Gartner has zero-tolerance for bribery. This Policy is designed to familiarize Gartner Associates with the requirements of international anti-bribery laws and Gartner's rules to help ensure that no Gartner Associate violates the law. If you have questions about permissible conduct under the laws of any country where we do business, or the requirements discussed below, please direct them to Ethics & Compliance at [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com) or your local Legal & Compliance team member.

Gartner strictly prohibits bribery, corruption, and kickbacks (“Bribery”) in all forms, in all our business dealings, in every country where we do business. This prohibition applies to public sector bribery (government) and private sector bribery (commercial); the prohibition applies to active bribery (giving a bribe) and passive bribery (accepting a bribe).

**Bribery** is the direct or **indirect** offer to give **anything of value** to, or request or receive **anything of value** from, a **government official** or **commercial person** or entity, with the intent to **corruptly influence** that Government Official, Commercial Person or entity, to award new business, continue existing business, to gain any **improper advantage**, or to influence any act or decision of a person or entity. (For **Key Definitions** see **Exhibit A**)

Do not engage in activities that create the appearance of impropriety. Do not use third parties (e.g., Gartner Representatives) to take actions that you are prohibited from taking. Similarly, do not do in your personal capacity what you are prohibited from doing in a business capacity. Gartner can be liable for the failure to prevent bribery.

#### 1. Know Your Third Parties

Gartner uses third parties (such as suppliers and Gartner Representatives) to help us deliver our products and services in the marketplace. Gartner Associates must only deal with those third parties that are legitimate businesses with a reputation for integrity and ensure that Gartner Representatives do the same. Gartner can be liable for the actions of its third parties, including joint venture partners and companies it acquires or those over which it exercises control. Retention of Gartner Representatives can present a significant risk to Gartner. As such, Gartner Representatives and their subcontractors are prohibited from making corrupt payments. (See [Supplier Code of Conduct](#))

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Gartner reserves the right to add, modify or delete any provisions of this policy without advance notice, subject to the requirements of local law, where applicable.



All suppliers must be onboarded via Gartner's Spend Management Platform, where risk-based questions determine whether Anti-Bribery and Anti-Corruption ("ABAC") due diligence is required. Suppliers also acknowledge Gartner's Supplier Code of Conduct. (The Supplier Onboarding Process is described in more detail in [Exhibit B.](#))

Do not ignore signs of unethical conduct by third parties. If you are working with a third party, you have a responsibility to look out for red flags. (See [Red Flags in Exhibit C](#)) Any red flags must be reported to the Ethics & Compliance team by emailing [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com).

You may not sell or provide Gartner products or services to clients identified as prohibited by Ethics & Compliance for sanctions or other financial crime compliance reasons and you may not give gifts or entertain individuals associated with those clients. How do you know if a company is prohibited? There is a red flag associated with the entity in the Gartner client management system (and related sources). That red flag means that you must contact Ethics & Compliance before any interaction. Note that the system only has information related to clients and prospects. For suppliers, you may not do business with any company listed on the ["Prohibited Supplier List"](#).

You must involve Ethics & Compliance in any merger, acquisition, joint venture, or investment in which Gartner will have a controlling interest or exercise control to enable proper due diligence and appropriate controls.

Failure to prevent bribery, by ignoring, covering up, or failing to act, is also a crime, which is of particular concern when working with Gartner Representatives and their subcontractors.

## **2. Transactions Must be Transparent**

Transactions that are transparent reduce the risk of Bribery. Ensure contracts accurately reflect the economics of the agreement. Unusual arrangements, such as side agreements and prepayments, may be used to cover up improper payments. If the payment terms are confusing, ask why.

Avoid any relationship or activity that might impair, or appear to impair, your ability to render fair and appropriate business decisions.

Be mindful of situations where [anything of value](#) is offered during pending deals, negotiations, or Request for Proposals (RFPs) with current or potential clients or suppliers. Avoid situations where you have or may have a conflict of interest, may stand to benefit personally, or appear to benefit personally.

In addition, ensure that invoices from Gartner Representatives are sufficiently detailed so that you can clearly understand and review the service performed and that any such invoices attach documentation to support expenses.

### 3. Gifts, Hospitality & Travel Must be Reasonable

Gartner Associates may not offer, provide, or receive [Gifts & Hospitality](#) or pay expenses unless they are (1) *transparent, proportionate, reasonable, non-lavish, and bona fide*, (2) have a legitimate business justification; and (3) do not violate the laws of the country of the recipient. In determining what might be a “reasonable”<sup>1</sup> level of Gifts & Hospitality for legitimate business purposes, be guided by the level of expenditure required to provide necessary transportation, meals, lodging, and entertainment at a modest, non-lavish level, ensuring that the expenditure would not exceed the level of a permissible expense under Gartner’s own [Global Travel & Expense Policy](#). Note that small business courtesies, such as modest gifts or lunches, intended merely to promote goodwill, generally are permitted, unless prohibited by local law.<sup>2</sup> Before offering Gifts & Hospitality review and comply with the [Gift Policy](#) and the [Global Travel & Expense Policy](#). Gartner Associates must avoid Gifts & Hospitality from current or potential new suppliers during sourcing events or contract negotiations. (See the [Gift Policy](#)).

Be aware that some recipients have policies by which they must abide. Gartner may at times be required to execute commitment letters that may have strict restrictions that prohibit gifts or hospitality of any value. Check those policies or commitment letters before offering gifts, hospitality, or travel.

Gartner is always required to maintain accurate and transparent records and internal controls to comply with the law.

### 4. Hiring Decisions Must Not Benefit Government Officials or Commercial Persons

All hiring decisions should be made through Gartner’s normal hiring process. Do not hire someone for a job or an internship who is suggested by or related to a Government Official or Commercial Person to help Gartner retain or obtain business or secure a business advantage.

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<sup>1</sup> Also take into consideration the recipient’s ability to influence decisions about Gartner business (e.g., RFPs); consider whether there could be an objective perception of bribery.

<sup>2</sup> Small business courtesies of no more than \$150 (or lower amounts as per local country policies) like the above are generally permitted with written approval from your manager or someone higher in your business unit (please refer to the [Gift Policy](#) and your country’s local policies for more details).

## 5. Do Not Make Facilitation Payments

[Facilitation payments](#) are prohibited. Exceptions are possible in very rare or extraordinary circumstances where a Gartner Associate's safety may be at stake. When possible, first consult with and obtain authorization from Ethics & Compliance. If that is not possible, you must report the situation and payment immediately.

## 6. Charitable Contributions May Not Be Made to Obtain an Unlawful Business Advantage

In general, Gartner does not make charitable contributions, except where required by law, but rather matches the charitable contributions of its associates. (See the Gift Policy to learn about Gartner's charity match program called [GartnerGives.](#)) Even a charitable contribution can be considered a bribe if the charity has ties to a government official or commercial person, or a member of his or her family, with decision-making authority over Gartner business.

## 7. Political Contributions May Not Be Made to Obtain an Unlawful Business Advantage

Gartner does not participate in any political activities. You are free to make political contributions, but you must only do so in your personal capacity. Gartner's [Gift Policy](#) prohibits political contributions on behalf of Gartner. This means you should not make or promise any political or campaign contributions, including in-kind contributions, on behalf of, or as a representative of, Gartner. This prohibition includes using Gartner's assets or resources in connection with a contribution.

## B. Accurate Books and Records and Internal Accounting Controls

Gartner's books and records must reflect the true and accurate nature of every transaction. Never circumvent Gartner's internal controls for the accounting and distribution of assets. Do not establish or use any undisclosed or unrecorded company funds, such as "off book" accounts for any purpose. Never make false, misleading, incomplete, inaccurate, or artificial entries in Gartner's books and records (including Gartner tools and systems). You are prohibited from using personal funds or third parties to circumvent procedures and controls or to accomplish what is otherwise prohibited.

You must fully document, including receipts and invoices, all expense transactions involving travel, hospitality, or entertainment provided to, or paid for by, an outside person. All such expenses must be accurately characterized and accounted for in our corporate records, regardless of their size. Documentation must include the name, title, and company of the individual(s) involved, business justification, and must comply with Gartner's [Global Travel and Expense Policy](#) requirements.

## C. Cooperation

Gartner may, under certain circumstances, perform a more detailed review of certain transactions or conduct audits and investigations. As part of these reviews, Gartner requires that you cooperate with the company, internal and outside counsel, internal and external auditors, agencies, or similar parties. Failure to cooperate with an authorized review violates this Policy.

## D. Raise Concerns & Ask Questions - Reporting Requirement

If you find yourself subjected to any form of demand or request to accept or pay a bribe or other form of improper payment or advantage or are asked to participate in any way in a bribery scheme, you must immediately report such occurrence to Ethics & Compliance at [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com). Alleged violations of this Policy or applicable law may also be reported confidentially on an anonymous basis (where allowed by local law) without fear of retaliation using the [Gartner Ethics Helpline](#) (see also the [Speak Up Resource Center](#)).

You have a responsibility to report any suspicious activity that may cause a violation of this Policy. Ignoring [red flags](#) or other signs of a potentially illegal payment is itself a violation of this Policy subject to disciplinary action.

## E. No Retaliation

Gartner has zero tolerance for retaliation. You will not suffer demotion, penalty or other adverse employment action or retaliatory consequences for not paying or accepting bribes or making improper payments, even when Gartner may lose business because of your refusal to do so. Nor will you face retaliation for reporting, in good faith, suspicious activity or potential violation of this Policy. If you do experience retaliation, it should be [reported](#) as you would any other form of misconduct.

## F. Violation of Policy

If you violate this Policy, you will be subject to disciplinary action, up to and including termination of employment. The FCPA, the U.K. Bribery Act, the OECD Convention, and other laws also provide for criminal and civil liability, fines, and penalties for violations by the Company and culpable individuals. As an example, those who violate the FCPA are subject to fines and imprisonment.

## Revision History

Published Date	Reason for Revision
9-Jul-2019	Full policy review and update.
28-Mar-2022	Updated all policy/content links to point to Insider Gartner.
5-Aug-2022	Simplified and streamlined the policy.
18-May-2023	Non-material change made to the first sentence of Section 1. Know Your Third Parties, to align with the forthcoming Code of Conduct revision. Revised the Document Owner titles.
6-Dec-2023	Corrected Supplier Code of Conduct link. Revised the Document Owner title to EVP General Counsel and Corporate Secretary.

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## Exhibit A - Key Definitions

**Anything of Value** includes cash or cash equivalents; a job or internship; a reference, referral, or endorsement; a loan, favorable contract terms or promises of future business; gifts, meals, entertainment, hospitality, travel; charitable or political contributions; tickets to events or parties; or anything else of value including anything that is valuable to the recipient, even if it would not be valuable to anyone else.

**Bribery** is the direct or **indirect** offer to give **anything of value** to, or request or receive **anything of value** from, a **government official** or **commercial person** or entity, with the intent to **corruptly influence** that Government Official, Commercial Person or entity, to award new business, continue existing business, to gain any **improper advantage**, or to influence any act or decision of a person or entity.

**Commercial Person** means an individual working in the private sector.

**Corruptly Influence** is broadly defined to mean that the offer, payment, promise or gift must be intended to induce the recipient to misuse their official/business position. This could include causing the recipient to fail to perform an official/business function.

**Facilitation Payments** are known as a 'grease payments' or 'speed payments' usually made in cash, paid to a Government Official typically to facilitate, or expedite the performance of a routine action or service to which the person or company making the payment is legally entitled to receive.

**Improper Advantage** is broadly defined to mean something to which the Company is not clearly entitled.

**Indirect Payments** are payments of anything of value that our representatives, agents and intermediaries make on our behalf.

**Gartner Representatives** are authorized agents and representatives acting on Gartner's behalf, such as intermediaries, sales agents, independent contractors (e.g., consulting stringers), and other third parties acting on Gartner's behalf.

**Gifts & Hospitality** are things of value provided to a third party. A gift is something of value provided where there is no host. Hospitality includes things of value like meals or entertainment where there is a host. If there is no host, then hospitality becomes a gift.

**Governmental Official** is defined broadly to include:

- Any officer or employee of a government agency or department, (domestic or foreign, federal, state, or local), including anyone who holds a legislative, administrative, or judicial position of any kind, whether appointed or elected (this includes even an administrative-level employee, such as an executive assistant)
- anyone who exercises a public function or acts in an official capacity on behalf of a country or territory (or any subdivision of a country or territory) or any public agency of that country or territory (or subdivision thereof)
- any officer, employee, or anyone else who exercises a public function for or acts in an official capacity on behalf of an entity partly or wholly owned or controlled by a country or municipality (e.g., a government owned entity)
- a candidate for public office or officer or employee of a political party
- any officer or employee of a public international organization (e.g., the United Nations, the World Bank)
- an individual in an unpaid or honorary government position, including a committee, panel, commission, or other advisory position
- an academic at a government/public institution
- an employee (even a low-level employee) of government or public hospital
- a member of a royal family or monarchy

*If you have any questions as to whether any individual is a Government Official or any entity if a government owned entity, please contact Ethics & Compliance at [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com).*

**Kickback** is the return of a sum already paid or due as a reward for awarding further business.

## Exhibit B – Supplier Onboarding Process

Gartner Associates are responsible for ensuring that any supplier you intend to work with, especially third parties who act on behalf of Gartner (e.g., Gartner Representatives) and third parties who will interact with Government Officials are entered accurately into Gartner’s supplier management platform to enable a proper review by the Ethics & Compliance team.

As part of this process, every supplier and its principals are run against sanctions and watchlists, state owned company lists, and adverse media lists. Each supplier is provided with Gartner’s Supplier Code of Conduct and must certify that it will comply with its terms.

As part of supplier onboarding, the business unit seeking to retain the supplier must accurately complete a Business Unit Questionnaire to gather relevant information and the supplier must complete a Supplier Questionnaire to gather additional information. Based on the answers to these questionnaires, an Anti-Bribery Anti-Corruption (ABAC) Control Program may be triggered based on risk. If triggered, the ABAC Control Program requires the supplier to complete an ABAC Questionnaire.

While the ABAC Questionnaire is reviewed by the Ethics & Compliance team, your responsibility is to make sure that the supplier you would like to engage with promptly completes the ABAC Questionnaire prior to commencing work. If you have any questions, please reach out to [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com). For additional information on the supplier management process or platform please consult the Procure to Pay (P2P) team and the [Global Procurement Policy](#).

## Exhibit C - Red Flags

A non-exhaustive list of possible red flags that may indicate warning signs regarding potential violations of this Policy is listed below:

- Poor business reputation, reputation for making improper payments or unethical conduct
- Requests for cash transactions or payments
- Commission substantially above going rate
- Unusual payment mechanism
- Over-invoicing
- Vaguely described services
- Excessive travel and entertainment reimbursement requests
- Requests for reimbursement of poorly documented expenses
- Sales agent, consultant, or third-party relationships with public sector clients
- Facilitation payments
- Political contributions
- History of corruption in countries where business is conducted
- Incomplete or inaccurate information on required disclosures, e.g., refusal to disclose ownership
- Requests for payment to a numbered account or third party or consultant
- Requests for payments outside of the territory
- Requests that checks be made payable to “cash” or “bearer”
- Close family ties to high-ranking government officials or other decision makers
- Business partner, agent or customer is owned or controlled by government-owned or controlled entity
- Refusal to certify compliance
- Suggestion that otherwise illegal conduct is acceptable because it is the norm or custom in a particular country.
- Lack of qualifications or resources to perform real work
- Plan for performing the work is vague and/or suggests a reliance on contacts or relationships
- Lack of transparency in accounting and expense records
- Proposed the use of shell companies
- Insistence that identity remain confidential or that the relationship remain secret
- Requests or demands to use a specific third party

When you encounter a red flag or are unsure if something is a red flag, consult Ethics & Compliance at [LegalCompliance@gartner.com](mailto:LegalCompliance@gartner.com).

## Exhibit D: Frequently Asked Questions

**1. The FCPA is a United States law. I am not located in the US; do I have to worry about it?**

*A. Yes. Gartner is a US-based company and therefore the FCPA applies to all Gartner Associates. Also, the FCPA reaches conduct that occurs beyond the US.*

**2. The UK Bribery Act is the law in the United Kingdom. We are a US Company, why does this apply to us?**

*A. We have operations in the UK and like the FCPA, the UK Bribery Act, reaches conduct beyond its shores.*

**3. How do I know whether there are any local laws where I am located that are stricter than this Policy?**

*A. Ask your local Legal & Compliance team member.*

**4. Why is it important for Gartner Associates to be aware of what Gartner Representatives are doing?**

*A. As Gartner Associates, you must be aware of what Gartner Representatives may do because their actions have consequences. Gartner can be held liable for the actions of Gartner Representatives, so it is important that Gartner Associates exercise oversight and caution in their relationships with Gartner Representatives.*

**5. What should I do if I receive a lavish gift from a prospective vendor?**

*A. Do not accept a lavish gift from a prospective vendor, prospective client, current vendor, or current client. Consult the [Gift Policy](#) for how to handle the situation.*

**6. You work with a sales agent and are told that because of the extra time and effort required to properly represent Gartner's interests in a highly competitive bid, the agent's usual commission must be increased. The agent is confident that, through their contacts, they can position Gartner to win the bid. What do you do?**

*A. You must learn more about the increased commission request, the business justification for it, and what meetings took place to understand whether it is*

*likely that the agent intends to influence the decision-maker on the bid by sharing a portion of their commission. Never agree to pay an increased commission without investigating the circumstances of the request and satisfying yourself that the agent does not intend to offer a bribe. If you have questions regarding the propriety of an arrangement, contact Ethics & Compliance.*

**7. You are a sales agent and learn that a huge government procurement project is about to be awarded. You submitted the RFP, but learn that in country X, it is common to hire individuals who know their way around and know how to “get things done.” You get introduced to one of these individuals and they tell you that their customary fee is \$2,000 in cash: \$1,000 for them and \$1,000 to “get the job done.” What should you do?**

*A. You must explain that you cannot engage their services, even if it may cause Gartner to lose the bid. Paying fees to intermediaries to improperly obtain business is a bribe in violation of Gartner Policy and applicable laws. You must also immediately contact Ethics & Compliance and disclose this conversation. You did the right thing; it is still important to share the situation.*

**8. If a client requests that you use a specific supplier that you do not think is necessary to get the job done, should you retain the supplier?**

*A. You should ask questions to understand the business justification for using that supplier, and, if you are not convinced, do not use them. Also, if you uncover that the supplier is somehow related to the client, that is a red flag that a bribe may be paid.*

**9. You are asked to approve an expense report submitted by a member of the sales team that includes a dinner with a client costing \$1,500. The money is already spent, is there anything I should do?**

*A. Before approving the expense report, investigate the details surrounding the dinner. Your goal is to ensure that it was not lavish and was reasonable. Look at how many people attended; where did the dinner take place; was alcohol served; what was the business purpose of the dinner? Your answer will also depend on whether the clients were Government Officials because the rules around what can be spent on Government Officials are stricter and would have required manager approval in advance.*

**10. I have received an invoice from a Gartner Representative and while the amount is correct per the contract, the description reads “for services rendered”. Is it ok if I approve this invoice for payment?**

*A. Do not approve the invoice for payment without first requesting an invoice with sufficient detail to identify the specific services provided. "Services rendered" is too vague and could be hiding a bribe.*

**11. What is the practical difference between gifts, meals, and entertainment?**

*A. Meals and entertainment require the presence of a host. For example, if a Gartner Associate invited clients to a baseball game, the Gartner Associate must be present. If a Gartner Associate is not present, then the tickets to the baseball game are considered a gift and must meet all the requirements for gifts.*