



Gallagher

Insurance | Risk Management | Consulting

Third Party Code of Conduct

Gallagher is committed to achieving the highest standards of ethical conduct in our business practices, acting with integrity, and complying with the applicable laws, regulations, and industry codes of conduct. We expect Gallagher Global Network Partners, strategic vendors, suppliers and other business partners or agents acting on our behalf (referred to herein as “Third Parties”) to adhere to similar high standards of behavior. Our commitment to do business ethically and legally means that it is our practice to only work with Third Parties who promote integrity and fair practices.

Gallagher’s commitment to integrity is set forth in our Global Standards of Business Conduct, which provides a clear set of standards and guidance for how we are expected to conduct our business. We expect our Third Parties to adhere to the core principles in the Global Standards of Business Conduct (access [Global](#) Standards).

This Third Party Code of Conduct sets forth the minimum standards of business conduct we expect from our Third Parties. The key standards are set out below:

- **Compliance with laws:** Third Parties working with Gallagher must conduct business in an ethical manner and comply with all applicable laws, regulations, and industry codes of conduct, including those related to advertising and promotional activities, the environment, labor, antitrust and fair competition, licensing, harassment and discrimination, anti-corruption and anti-bribery, export controls, economic sanctions, recordkeeping, and anti-money laundering. This Code does not require Third Parties to take any action or refrain from taking any action that would be prohibited or penalized by applicable law.
- **Human Rights:** Third Parties must ensure that they understand and comply with all applicable laws, regulations and agreements regarding labor and employment. We have a zero-tolerance policy for the use of child, forced or indentured labor or human trafficking practices or any other vulnerable groups (e.g., illegal immigrants).
- **Diversity and Inclusiveness:** Sourcing decisions, contracts and management must promote Gallagher’s practices of maintaining a discrimination-free workplace which includes not discriminating on the basis of race, sex, color, disability, national origin, religion, creed, age, marital status, citizenship, sexual orientation or any other characteristics protected by federal, state or local laws.
- **Conflicts of Interest:** Third Parties must be free of conflicts of interest that jeopardize their ability to take actions in the best interest of Gallagher. A conflict of interest is where a Third Party’s judgment is divided between its responsibilities to Gallagher and to an outside interest, or when a Third Party employee performs a business action for their personal benefit or the benefit of a family member or close friend. Third Parties are required to avoid any actions that may result in a conflict of interest, which includes offering, providing or reimbursing a Gallagher employee or contractor with personal gifts, favors, personal travel expenses, lodging or other housing, services of any kind, excessive meals or entertainment or anything of value.
- **Fair Competition:** Third Parties must respect all applicable antitrust and competition laws. Third Parties must not engage in unfair business practices, and may never share confidential information with competitors (including bids, proposals, or strategies); arrange with competitors to fix prices; split or fix



bids; or otherwise limit fair competition. We expect Third Parties to refuse to take part in discussions or arrangements that may be seen as anti-competitive.

- **Anti-Corruption:** Gallagher expects Third Parties to not engage in any form of corruption, bribery and embezzlement and any of these actions would result in prompt termination and possible legal action. Third Parties should not offer or provide money or anything of value to any person if the circumstances indicate that it is probably being given to obtain a business advantage.
- **Gifts and entertainment:** Third Parties are expected to understand Gallagher's gift and entertainment policy before offering or providing Gallagher employees with any gift and/or business entertainment. Gallagher discourages the giving or receiving of gifts/entertainment to government officials, or other business clients. When working on behalf of Gallagher, Third Parties may provide or receive gifts/entertainment of modest value if it is: (a) permitted by local laws, regulations and industry codes; (b) customary in the business relationship; (c) infrequently provided; and (d) given and documented in a transparent way. Third Parties should never offer or receive gifts/entertainment if doing so could induce improper behavior or create the appearance of impropriety. Gifts of cash or cash equivalents (e.g. gift vouchers) are always prohibited.
- **Data Privacy and Confidential Information:** Gallagher expects Third Parties to protect confidential information and to comply with all applicable security and data privacy laws, regulations and records retention requirements and ensure the appropriate technical, organizational and security controls, are in place to protect such confidential information. Third Parties shall not use, retain, sell, share, disclose, aggregate, analyze, de-identify, pseudonymize, anonymize or otherwise process Gallagher data, including personal data and confidential information, whether in aggregate or individual form for its own, commercial or any other purpose, outside of their direct business relationship with Gallagher. Third Parties that, on Gallagher's behalf, collect, access, or process personal information, as that term is defined under applicable laws, shall not use it for any type of marketing or combine it with personal data that it receives from, or on behalf of, another person(s), or collects from its own interactions with individuals and will be required to agree to Gallagher's Data Privacy and Security Addendum and to purchase and maintain throughout their engagement with Gallagher a cyber-liability insurance policy with a minimum limit of \$10,000,000 per occurrence/aggregate, inclusive of defense costs.
- **Auditing and Monitoring:** Gallagher expects that Third Parties will actively monitor their processes to ensure compliance with this Code of Conduct. Additionally, Gallagher reserves the right to audit any of our Third Parties as deemed necessary.
- **Whistleblowing details:** At Gallagher we are proud to be considered one of the world's most ethical companies. If you know or suspect that there has been a violation of our Global Standards of Business Conduct, please speak up and report your concerns promptly. Our Ethics & Compliance Helpline is managed by an outside company and available 24/7. Anonymous reports are accepted:
 - Web Reporting page: <https://gallaghercompliance.tnwreports.com>
 - Toll-Free Hotline: US: (888) 878-6236 Outside US: (770) 582-5298