

WESCO INTERNATIONAL, INC.
GLOBAL ANTI-CORRUPTION POLICY

As a global company operating in many countries, WESCO is required to comply with a number of laws and regulations in order to lawfully conduct its business. Anti-bribery or anti-corruption laws exist in all countries where WESCO has operations, including the U.S. Foreign Corrupt Practices Act (“FCPA”), the U.K. Bribery Act, the Corruption of Foreign Public Officials Act (Canada), and the Chilean Penal Code, among others. These laws prohibit bribery and corruption between private companies and government officials and entities, and some prohibit bribery between private companies. As stated in WESCO’s Code of Business Ethics and Conduct, it is WESCO’s policy to comply with all applicable laws and regulations and to conduct its business in an ethical manner.

WESCO has adopted this Global Anti-Corruption Policy (the “Policy”), which applies to all employees of WESCO International, Inc., WESCO Distribution, Inc. and their subsidiaries worldwide (collectively, “WESCO”). It is the responsibility of every WESCO employee to comply with this Policy.

Policy:

WESCO will comply with the FCPA and the applicable laws of the other countries in which it operates, including the U.K. Bribery Act. **WESCO prohibits bribery and corruption in all of its business dealings in every country.** This Policy applies to all transactions between WESCO and any party, regardless of whether it is a government or private entity. WESCO prohibits any actual or attempted effort to improperly influence any person, including but not limited to government officials and the personnel of government-owned or government-controlled enterprises engaged in commercial activities.

WESCO employees and intermediaries (such as third party service providers, sales representatives, consultants, brokers and agents) are prohibited from promising, making, offering, or authorizing the payment of bribes, payments, or anything of value for the purpose of improperly obtaining or retaining business, including obtaining or retaining contracts, favorable tax rulings, customs treatment, or any other business advantage.

WESCO will keep books and records that accurately and fairly reflect its transactions and maintain a system of adequate internal accounting controls. Books and records must be kept in reasonable detail so that they accurately reflect WESCO’s transactions and the use of its assets.

Guidance:

- **Government Officials** – As used in this Policy, “government officials” means:
 - Any officer or employee of a foreign government, including any department, agency, or instrumentality of a foreign government, such as a state-owned or -controlled company; and

- Any person acting in an official capacity for or on behalf of that government or department, agency, or instrumentality.

Examples of “government officials” can include customs officials, tax officials, and employees of state-owned or –controlled enterprises.

- **Anything of Value** – Payment of anything of value, not just cash, can constitute a violation of WESCO’s policy. Gifts, cash, meals and entertainment, personal property, and charitable donations can be violations of WESCO’s policy if given or offered to a government official corruptly for the purpose of obtaining or retaining business. “Corruptly” means with an intent or desire to wrongfully influence the recipient.

- **Offer vs. Payment** – Under the laws of many countries, including the FCPA, a violation occurs if an *offer* of an improper payment or bribe is made, even if the offer is not accepted. It does not matter if the offer is rejected; a violation has still occurred.

- **Use of agents or other intermediaries** – WESCO may be held responsible for the actions of its agents or intermediaries and may be liable if those third parties make an unlawful payment or bribe. The use of any agent, third party sales representative, international consultant or other similar intermediary must be approved in advance by the vice president of international or other group vice president and the WESCO Legal Department. Reputational due diligence must be completed before engaging any of these parties.

- **Charitable Contributions** - Donations to some charitable organizations can present a risk of violating anti-bribery or anti-corruption laws. This is especially true if contributions are made to a charity at the request or suggestion of a government official or other person. Donations are not limited to cash; the giving of goods or services also can constitute a violation of these laws. Charitable contributions must be approved in advance in accordance with the LOA.

Employee Responsibilities: It is the responsibility of every WESCO employee to read, understand and comply with WESCO’s Global Anti-Corruption Policy. In addition, all WESCO employees are required to certify annually compliance with the Policy. Further, any employee of WESCO who suspects or knows of a violation of this Policy must report that information to WESCO’s Internal Audit or Legal Department or through WESCO’s confidential and anonymous Tele-Tip hotline. The Tele-Tip hotline provides two ways to make a report:

1. Toll-free telephone: 1-866-873-2376 in US/Canada dial direct, all others must first dial the international country code prior to dialing the toll-free number.
2. Online: <https://reportlineweb.com/wescodistribution>

Consequences: Violations of this Policy can result in severe criminal and/or civil penalties for both WESCO and any individual involved. It is important to conduct business in a manner which avoids even the appearance of a potential violation of this Policy. Any violation of this Policy and/or applicable anti-corruption laws or regulations may result in disciplinary action by WESCO, including termination of employment.

Additional Training Resources: Additional training resources about the FCPA and other anti-corruption laws and regulations can be found in WESCO University. This training is mandatory for some personnel, and it is encouraged for all.

Questions: If you have any questions regarding this Policy, please contact the WESCO Internal Audit or Legal Department.