


Title:	Anti-Corruption Policy			
Type:	Corporate Policy	Version:	10/1/24 (v.8)	
Function:	General	Last Reviewed:	10/1/24	
Dissemination:	Internal only	Original Issuance:	5/7/14 (v.1)	
Owner:	General Counsel			LGL-06

1. PURPOSE

Expand Energy Corporation, and its subsidiaries and affiliates, (collectively the “Company”) is committed to the highest ethical standards of business conduct and compliance with the laws of the U.S. and any other countries in which we may do business. This policy sets forth mandatory guidelines, communicates Company’s prohibition on bribery, and provides a basic description of conduct that could be viewed as corrupt.

2. SCOPE

This policy applies to all employees and anyone who conducts business on the Company’s behalf. Where local laws or regulations set more stringent requirements, those requirements must be followed.

3. POLICY

The Company is committed to strict compliance with all provisions of the U.S. Foreign Corrupt Practices Act (“FCPA”) and the U.K. Bribery Act (“UKBA”). We compete on the merits and not through bribes, kickbacks, or improper payments of any kind. No employee, affiliate or agent may offer, promise, give, request, agree to receive, or accept bribes in connection with Company business in either the public or private sector. No one may make any payment or offer of payment that could be perceived as a bribe, and no one should ever ask anyone else to engage in bribery on the Company’s behalf. Bribery of government officials, private sector parties and entities, and commercial customers is prohibited.

3.1 Anti-Bribery Laws

The FCPA prohibits a company’s employees, as well as its agents and representatives, from offering or providing money or “Anything of Value” (defined below) to any Foreign Official to obtain or retain business or to secure any improper Advantage (defined below). The term “Foreign Official” is defined broadly and includes any:

- Non-U.S. government official (includes municipal, provincial, central, federal, or any other level of government);
- Officer or employee of a non-U.S. government or any department, agency, ministry, or instrumentality thereof (includes executive, legislative, judicial, and regulatory agencies/bodies);
- Person exercising a public function or acting in an official capacity on behalf of a non-U.S. government or any department, agency, ministry, or instrumentality;
- Officer or employee of a company or business owned or controlled in whole or in part by a non-U.S. government (“state-owned enterprise”);
- Officer or employee of a public international organization (e.g., United Nations or World Bank);
- Foreign dignitary or royal family member;
- Foreign political party, member, or official;
- Candidate for foreign political office; or
- Elected officials of non-U.S. countries, civil servants, and military personnel.

This document is uncontrolled when downloaded or printed.
Users must verify this document against the latest controlled version available.

Note: providing or promising anything of value to spouses, children, or other relatives of a Foreign Official may be viewed as a potential indicator of a bribe.

The term “Anything of Value” includes not only cash and cash equivalents (e.g. marketable securities, gift cards, etc.), but also the following types of items if used to improperly influence the recipient:

- Gifts;
- Business hospitality (including travel, meals, accommodations and entertainment),
- Event sponsorships;
- Charitable contributions at the request of, or to the benefit of, a Foreign Official, customer or counterparty;
- Insurance benefits;
- Promises of future employment;
- Benefits for family members,; and
- Forgiveness of debt.

There is no bright-line rule as to what constitutes “Anything of Value”. It may consist of anything of tangible or intangible value, regardless of value.

A business “Advantage” can include not only obtaining or retaining private or government business, but also obtaining a necessary permit, license, or regulatory approval, obtaining a reduction in taxes, getting the government to “look the other way” regarding compliance with rules, or other preferential treatment. Anti-corruption laws can cover efforts to obtain almost any favorable government action, such as: permits and licenses; inspections; favorable legislation; tax refunds; customs; and immigration.

U.S. law prohibits the Company and its employees, representatives, and agents from offering or giving Anything of Value beyond reasonable, de minimis hospitality to, or for the benefit of, any U.S. Government Official. U.S. Government Officials includes any person working for a local, municipal, state, or federal government agency, entity, or body (including executive, legislative, judicial, and regulatory agencies/bodies) in the U.S.

Commercial bribery laws and laws such as the UKBA also prohibit offering inducements to commercial (non-government) counterparties to obtain or retain business or secure an improper Advantage over competitors.

These prohibitions should be interpreted broadly.

3.2 Liability for Actions of Third-Party Agents and Partners

The Company could be responsible under the FCPA and other anti-corruption laws for conduct of associated third parties, such as contractors, vendors, suppliers, joint venture partners, attorneys, consultants and other representatives. Improper payments made on the Company’s behalf by such third parties also violate this policy and may violate anti-bribery laws. You may not instruct, authorize, or allow a third party to offer anything of value on your behalf, and you may not make a payment to a third party knowing or having reason to know that it will likely be given improperly to a government official or commercial customer or counterparty.

This document is uncontrolled when downloaded or printed.
Users must verify this document against the latest controlled version available.

There may be a violation of the law if circumstances reasonably should alert the Company that a corrupt payment will be made through a third party or that there is a high probability of it. Any deliberate avoidance of knowledge, willful blindness, or conscious disregard of the facts regarding improper payments by a third party violates both anti-bribery laws and this policy. Seek advice from the Legal Department before utilizing or hiring a third-party agent, partner, or consultant to interact with foreign officials on Expand Energy's behalf.

3.3 Facilitating Payments for Routine, Non-Discretionary Governmental Actions

Facilitating payments, sometimes known as "grease payments," are small sums of money or gifts that are given to low-level government officials to facilitate or hasten the performance of a routine, non-discretionary governmental action that these individuals ordinarily and commonly perform and that Expand Energy is clearly entitled to under local law, but that the individuals refuse to perform at all or in a timely manner unless compensated. Facilitating payments are never permitted for purposes of influencing a discretionary action or to obtain business. Although U.S. law permits such payments under very limited circumstances, many laws, including the UKBA, have no exception for facilitating payments, and such payments may also be prohibited by local law. Accordingly, Expand Energy absolutely prohibits facilitating payments, unless an individual's health or safety is being imminently threatened. These situations are rare and do not include mere economic duress (e.g. situations in which you will lose a contract if you don't pay). Any payment made to protect an individual's health or safety must be reported as soon as practicable to the Legal Department.

3.4 Political and Charitable Contributions

The Company prohibits social and political contributions from being made for the purpose of securing any improper Advantage. However, the Company's employees are not prohibited from making contributions to political or charitable causes or campaigns in compliance with applicable law. Any such contributions may only be made from personal funds, without reimbursement directly or indirectly from the Company.

The Company is prohibited from making political contributions from corporate funds. Charitable contributions made with Company funds are authorized by Community Affairs and their committee(s).

3.5 Local Law

Most countries have laws that prohibit bribery of government officials. The penalties for violation of these laws can be more severe than the penalties imposed by U.S. law. The Company and its employees, representatives, and agents may not conduct any activity in violation of any local laws.

3.6 Required Pre-Approval of Gifts, Entertainment, Hospitality, and Travel Expenses

You must obtain written pre-approval from the General Counsel (or his/her designee) before providing gifts, entertainment, hospitality, travel expenses, or any other item of value to any: (a) Foreign or U.S. Government Official; (b) agent of a Foreign or U.S. Government Official; (c) public official or government employee; or (d) employee, officer, or director of a company or organization owned or controlled by a foreign government (even if the individual works within U.S. borders).

This document is uncontrolled when downloaded or printed.
Users must verify this document against the latest controlled version available.

To request and obtain written approval, utilize the Providing Gifts and Entertainment Disclosure Form or reach out to the Compliance Department for additional guidance.

3.7 Recordkeeping Requirements

It is Company policy to keep books and records in reasonable detail and to institute internal controls to ensure that records accurately reflect corporate transactions and dispositions of assets. No undisclosed or unrecorded fund or asset may be established or maintained for any purpose. No employee shall participate in falsifying any accounting or other business record, and all employees must respond fully and truthfully to any questions from the Company's internal auditors or legal counsel. If a facilitating payment is made, it must be accurately documented in Expand Energy's books and records.

3.8 Policy Violations and Reporting

Failure to comply with this policy may result in significant criminal and civil penalties for the Company and the individuals involved. In addition to penalties that may be imposed by law, any employee who violates this policy, orders another to violate this policy, or knowingly permits another to violate this policy will be subject to disciplinary action, up to and including separation.

If you encounter any violations or potential violations of this policy or questionable activity involving a third party agent or partner, you must immediately notify the General Counsel or Legal Department or report the issue through another reporting channel listed in the Company's [Code of Business Conduct](#). Reports of violations and potential violations of this policy will be properly investigated. Retaliation or threats of retaliations against employees or business partners for raising any good faith concern about known or suspected violations of this policy will not be tolerated and may result in disciplinary action.

3.9 Additional Guidance

Please refer to the [Anticorruption Policy FAQs](#) for guidance on how this policy may be implicated in the Company's business. If you have any questions about this policy or have questions about a business transaction that may concern this policy, you should contact the General Counsel or Legal Department.

4. RELATED DOCUMENTS

- [Anticorruption Policy FAQs](#)
- [Code of Business Conduct](#)
- [Gift and Entertainment Policy](#)
- [Providing Gifts and Entertainment Disclosure Form](#)
- [Business Travel and Expense Policy](#)

This document is uncontrolled when downloaded or printed.
Users must verify this document against the latest controlled version available.