



Subject: ACCO Brands Anti-Bribery and Anti-Corruption Policy	Effective: June 30, 2011
Policy Owner: Vice President, Associate General Counsel - Global Compliance and Litigation	Updated: June 5, 2017
Approved By: Senior Vice President, General Counsel, and Corporate Secretary	Page 1 of 6

ACCO Brands Anti-Bribery and Anti-Corruption Policy

ACCO Brands is committed to conducting its business ethically, honestly, and in accordance with all applicable laws. This includes prohibiting bribery and corruption.

Policy

ACCO Brands, including its employees, officers, directors, and third party agents and business partners acting on behalf of or for the benefit of the Company, does not offer or accept bribes or kickbacks in any form. We do not tolerate corruption in connection with any of our business dealings with either the government or a private party.

Corruption harms respect for the rule of law, creates unfair competition, slows economic development, damages innovation, and contributes to governmental and social instability.

For ACCO Brands, involvement in bribery or corruption can result in lasting damage to our brands and our reputation, a breakdown in consumer and shareholder confidence, and inferior products. Violations of anti-corruption laws can result in millions of dollars in fines and penalties, plus jail time for participants.

Mandatory Compliance

This policy provides guidance for handling situations involving bribery and corruption. Its purpose is to ensure all ACCO Brands employees, officers, directors, and all third party agents and business partners who work on ACCO Brands' behalf globally understand and comply with ACCO Brands' policy against bribery and corruption and applicable laws.

Compliance with this Policy as well as U.S. and international anti-corruption laws is mandatory. Failure to do so may result in disciplinary action up to and including termination of employment or termination of your business relationship with ACCO Brands.

Similarly, if you have information that this Policy may have been violated, or if you are asked to pay or receive a bribe or otherwise violate this Policy, you are **REQUIRED** to immediately report the issue to the ACCO Brands Global Compliance Department at GlobalCompliance@acco.com, Legal Department, Human Resources Department, your manager, or MySafeWorkplace. MySafeWorkplace is secure, anonymous, and confidential.

As described in ACCO Brands' Code of Business Conduct & Ethics, ACCO Brands has a strict non-retaliation policy to protect anyone making a good faith report of suspected misconduct, including suspected bribery or corruption.

Gifts, Meals and Entertainment

Under various anti-corruption laws, it is illegal to provide cash or anything else of value (such as gifts, meals, internships, jobs, travel, donations, sponsorships, political contributions, or entertainment) to individuals to obtain or retain business, or to secure any improper advantage. These laws do not prohibit reasonable business gifts, meals, travel, and entertainment. However, there are some important rules that you must follow:

- **No improper influence or special treatment:** Never give or receive anything of value to influence a decision or obtain special treatment
- **No extravagant meals or gifts:** Stick to reasonable meals or gifts — promotional gifts with ACCO Brands' name or logo are even better
- **No cash:** Cash or cash equivalents (such as gift certificates, checks, or gift cards that are greater than nominal value) are never acceptable business gifts
- **Infrequent:** Frequent gifts to the same individual, even if inexpensive, are not appropriate
- **Transparency:** The gift must be given openly and under the appropriate circumstances — not secretly or through a third party
- **Understand local laws:** Examine a country's local laws prior to giving or receiving any gift to ensure compliance
- **Understand customer requirements:** Some customers have a zero tolerance policy for gifts, so review a customer's guidelines before giving or receiving any gifts
- **Special rules for government officials:** If you are an independent third party working on ACCO Brands' behalf, prior to giving a gift to a government official, contact your company's Legal or Compliance departments to ensure compliance with the law

Dealing With Third Party Agents and Business Partners

ACCO Brands does business globally with many third party agents and business partners, including suppliers, contractors, consultants, vendors, and joint venture partners. Under anti-corruption laws, ACCO Brands can be liable for the actions of these third parties if they offer or give something of value to benefit ACCO Brands' business.

To mitigate the risk of a third party agent or business partner engaging in improper conduct on ACCO Brands' behalf, the Company has implemented due diligence procedures for certain prospective business partners. The procedures ensure that the Company conducts an appropriate review of a third party's background before entering into a business relationship. You are required to support the process and request due diligence prior to engaging higher risk third parties for the first time or when renewing a contract with these third parties. Higher risk third parties are defined in the "Third Party Due Diligence Procedures" which are available on the Global Compliance SharePoint site at: <https://accobrandsharepoint.com/sites/Corporate/Dept/GC/SitePages/Home.aspx>.

When interacting with third party agents and business partners, ACCO Brands employees are expected to clearly communicate ACCO Brands' zero tolerance approach to bribery and corruption. ACCO Brands'

third party agents and business partners are expected to understand and comply with this Policy and all applicable anti-corruption laws. Also, our third party agents and business partners have an obligation to ensure that their subcontractors understand and comply with this Policy and all applicable anti-corruption laws.

When dealing with third parties and subcontractors, be on the lookout for these red flags that could indicate bribery or improper conduct:

- There are rumors of, or the third party has a reputation for, offering or accepting bribes
- The third party provides minimal detail on invoices or expense claims, or requests lump-sum payments
- The third party requests advanced or unreasonably large commissions or payments
- The third party requests that payments be made through a third party or another country
- The third party requests payment in cash
- The third party has a family relationship with a government official or claims a “special relationship” with a particular official or governmental entity
- A government official insists that ACCO Brands use a specific consultant or one who provides little or no obvious added value
- The third party has no or little background providing the service for which it is hired
- The third party is not properly registered or incorporated to do business

If you become aware of any of these red flags, please report the information to the ACCO Brands Global Compliance Department at GlobalCompliance@acco.com, Legal Department, Human Resources Department, your manager, or MySafeWorkplace.

Facilitation Payments

Facilitation payments — also known as “grease” or expediting payments — are not permissible and are strictly prohibited by ACCO Brands. Exceptions may apply in limited circumstances (e.g. imminent threat to health or safety). This applies no matter how small the amounts are.

If you receive a request or demand to pay a bribe or facilitation payment, or you suspect a bribe or facilitation payment has been made, please report the information to the ACCO Brands Global Compliance Department at GlobalCompliance@acco.com, Legal Department, Human Resources Department, your manager, or MySafeWorkplace.

The Importance of Accurate Records

Some anti-corruption laws create a separate offense for failing to keep accurate records of business transactions. Ensure that all relevant records — including invoices and expense reports — accurately reflect the associated business transactions. Never misstate facts, omit information, or modify records or reports in any way to mislead others, and never assist others in doing so.

Stay Out of Gray Areas

This Policy is designed not only to provide guidance on complying with the law, but also to help avoid even the appearance of questionable conduct in connection with ACCO Brands' operations. Here are some helpful tips for avoiding violations:

- When you have doubts or concerns, ask questions!
- Don't let questionable behavior go unchallenged. Take compliance seriously and encourage others to do the same
- Be vigilant! Monitor third parties closely, especially if they interact with government officials on ACCO Brands' behalf or for ACCO Brands' benefit
- If you hear rumors of improper payments or other suspicious activities, never ignore them! Inform any of the contacts mentioned above so that we can investigate the situation and take appropriate corrective action

If you have any questions about this Policy or whether particular conduct complies with this Policy, contact the ACCO Brands Global Compliance Department at GlobalCompliance@acco.com, Legal Department, Human Resources Department, your manager, or MySafeWorkplace.

Preventing bribery and corruption is not just the legal thing to do, it is the right thing to do!