



POWER CORPORATION
OF CANADA

Anti-Bribery Policy Statement

Power Corporation of Canada (“Power Corporation” or the “Corporation”) and its Board of Directors are committed to carrying out business worldwide ethically and in accordance with all applicable laws. This includes a prohibition on the use of corrupt and illegal practices, including bribery, to obtain or retain a commercial advantage. Many countries now have anti-bribery and anti-corruption laws or are a party to international conventions dealing with combating bribery and corruption. These laws and conventions prohibit making (or offering to make) payments or providing (or offering to provide) goods or services of value, directly or indirectly, for the purpose of getting or retaining business or otherwise procuring a competitive advantage. Accordingly, this Anti-Bribery Policy Statement and Power Corporation’s Global Anti-Bribery Policy, approved by the Board of Directors, highlights the Corporation’s commitment to not tolerating corruption within Power Corporation and its subsidiaries.

Power Corporation

Power Corporation has implemented an anti-bribery compliance program tailored to address its business, including higher risk areas. This program applies to all directors, officers, and employees of Power Corporation, and includes adequate policies and procedures to identify and deter possible anti-bribery violations. The policies and procedures provide practical guidance with respect to what constitutes bribery, particularly under Canadian, U.S., U.K., and Hong Kong law¹. Directors, officers, and employees of the Corporation have received appropriate information about the compliance program, including potential “gray areas” and suspicious conduct which may require consultation with the Vice-President and General Counsel.

Power Corporation’s Subsidiaries

Power Corporation is also committed to fostering compliance with anti-bribery laws by its wholly-owned subsidiaries. Power Corporation assesses and, as appropriate, seeks to cause the enactment of similar measures at other relevant subsidiaries.

Approved by the Board of Directors on March 13, 2013.

1. The Canadian *Corruption of Foreign Public Officials Act*, the U.S. *Foreign Corrupt Practices Act*, the U.K. *Bribery Act*, and the Hong Kong *Prevention of Bribery Ordinance*.