

## FCPA Compliance Resources: Sample Business Partner Due Diligence Checklist

*Adapted from content originally authored by F. Joseph Warin, Michael S. Diamant and Elizabeth Goergen Silver, Gibson, Dunn & Crutcher LLP. See F. Joseph Warin et al., The U.S. Foreign Corrupt Practices Act: Enforcement and Compliance, 104 Corporate Practice Portfolio Series (BNA).*

- ✓ In what countries does the Company do business?
- ✓ What is the Company's ownership structure?
- ✓ Is the Company owned or controlled by a foreign government?
- ✓ Does the Company have affiliates or subsidiaries?
- ✓ Does the Company employ any senior government officials or their close family members?
- ✓ Is the Company owned (in whole or in part) by any senior government officials or their close family members (and/or do any serve on the Company's board)?
- ✓ Does the Company interact with government officials? In what capacity?
- ✓ In the course of its business, does the Company have need to make payments to government entities or government officials? For what reasons?
- ✓ Does the Company have a compliance program?
- ✓ Does the Company prohibit bribery? (Obtain a copy of any applicable policies.)
- ✓ Does the Company have a code of conduct? (Obtain a copy.)
- ✓ Has the Company—or any of its owners, directors, officers, or senior managers—ever been investigated for possible criminal conduct, including violations of anti-bribery laws? (Obtain all relevant details.)
- ✓ Are there any news reports—in English or relevant local languages—alleging bribery, corruption, or other improper conduct by this Company or its affiliates?
- ✓ What is the proposed fee structure for the business partner?