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清华大学廉政与治理研究中心 译

社会问责国际 倡议

商业反贿赂守则

BUSINESS PRINCIPLES FOR COUNTERING BRIBERY

一种重要的商业工具

An essential tool for business

中国方正出版社
China Fangzheng Press

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责任编辑: 王相国 谢文华

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欲了解更多有关《守则》的信息，请通过电子邮件
联系其秘书处：

businessprinciples@transparency.org

For more information on the Business Principles for
Countering Bribery please contact the secretariat at:
businessprinciples@transparency.org

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1 导言

《守则》由一些私营部门利益团体、非政府组织和工会共同开发，用以协助企业制定有效的策略，在其所有活动中反对贿赂。

《守则》还使近年来出台的其他一些国际社会倡议产生效果。这些倡议包括《经济合作与发展组织关于反对在国际商业活动中向外国公共官员行贿公约》、《国际商会打击勒索和贿赂行为规范》以及《经济合作与发展组织跨国公司准则》修订版中有关反贿赂的条款。

《守则》是为大、中、小型企业所设计。这些原则既适用于贿赂公共官员的行为，也适用于私人企业之间的交易往来。本文件的目的，在于提供反对贿赂方面的实用指南，以创造一个公平的环境，为企业的持续发展创造竞争优势。

（本《守则》所指的）贿赂，是指在企业的商业活动中给予任何人或从任何人那里接受任何礼物、借款、费用、报酬或其他好处，以促使发生那些不诚实、非法或背信的行为。

1 INTRODUCTION

The Business Principles for Countering Bribery have been developed by a group of private sector interests, non-governmental organisations and trade unions as a tool to assist enterprises to develop effective approaches to countering bribery in all of their activities.

The Business Principles also give practical effect to recent initiatives such as the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions, the ICC Rules of Conduct to Combat Extortion and Bribery and the anti-bribery provisions of the revised OECD Guidelines for Multinationals.

The Business Principles have been designed for use by large, medium and small enterprises. They apply to bribery of public officials and to private-to-private transactions. The purpose of the document is to provide practical guidance for countering bribery, creating a level playing field and providing a long-term business advantage.

Bribery: An offer or receipt of any gift, loan, fee, reward or other advantage to or from any person as an inducement to do something which is dishonest, illegal or a breach of trust, in the conduct of the enterprise's business.

2 商业反贿赂守则

- 企业应禁止任何直接或间接形式的贿赂

- 企业应采取切实措施，执行反贿赂方案

《守则》建立于廉洁、透明和问责这些根本性的价值观念的基础之上。企业应当致力于创造并维护一种基于信任的、包容的和不能容忍腐败的内部文化。

企业的反贿赂方案包含企业在反贿赂方面的所有努力，包括价值观、政策、过程、培训和行为指南等。

2 THE BUSINESS PRINCIPLES

- The enterprise shall prohibit bribery in any form whether direct or indirect
- The enterprise shall commit to implementation of a Programme to counter bribery

These Business Principles are based on a commitment to fundamental values of integrity, transparency and accountability. Enterprises shall aim to create and maintain a trust-based and inclusive internal culture in which bribery is not tolerated.

The Programme is the entirety of an enterprise's anti-bribery efforts including values, policies, processes, training and guidance.

3 目标

《守则》的目标是：

为良好的商业行为提供一个框架，同时为反贿赂提供风险管理战略。

协助企业：

消除贿赂行为，

表明企业在反贿赂方面的决心，

无论企业在何处经营，都要为提高廉洁、透明和问责的商业行为标准作出正面贡献。

3 AIMS

The aims of the Business Principles are to:

Provide a framework for good business practices and risk management strategies for countering bribery

Assist enterprises to:

- a) eliminate bribery;
- b) demonstrate their commitment to countering bribery;
- c) make a positive contribution to improving business standards of integrity, transparency and accountability wherever they operate.

4 制定反贿赂方案

- 4.1 企业应制定一套能够反映其规模、行业、潜在风险和业务地域的反贿赂方案。该方案应清楚而且足够详细地表明企业为了在其有效控制的所有活动中防范贿赂行为而采用的价值观、政策和程序。
- 4.2 企业的反贿赂方案应当符合企业所有的经营所在地的与反贿赂相关的法律，特别是与某些特定商业行为有关的法律。
- 4.3 企业在制定反腐败方案的过程中，应当与雇员、工会或其他雇员代表机构进行协商。
- 4.4 企业应当通过与相关利益群体的沟通，确保自己了解所有对于有效地开发反贿赂方案至关重要的事宜。