

## **BOYD GAMING CORPORATION**

### **ANTI-CORRUPTION & ANTI-MONEY LAUNDERING POLICY**

#### **I. Scope and Application**

This Anti-Corruption and Anti-Money Laundering Policy (“Policy”) is adopted by Boyd Gaming Corporation and, its subsidiaries (collectively “Boyd Gaming” or the “Company”) in accordance with the BGC Gaming Compliance and Reporting Plan, as amended from time to time (“Plan”). This Policy shall apply to all Boyd Gaming entities and each of its directors, officers, employees, and agents (“Covered Persons”). Boyd Gaming operates in multiple jurisdictions and considers investment opportunities both domestically and internationally as a regular part of its business development efforts. This Policy shall be adopted and enforced by the Company and throughout its business operations and shall be considered as part of the evaluation and implementation stages of all business development efforts undertaken on behalf of the Company.

#### **II. Prohibition of Bribery, Kickbacks or Corruption**

Boyd Gaming shall strictly comply with all applicable federal, state and local laws and regulations (including the U.S. Foreign Corrupt Practices Act). Boyd Gaming shall conduct its operations and investment activities with a zero tolerance of bribery, kickbacks or facilitation payments, as well as any form of public and/or private corruption. For purposes of this Policy, bribery is defined as promising, giving, receiving, or agreeing to receive money or any other item of value with the aim of influencing a public official in the discharge of their duties, in order to gain an illegal and/or unfair business advantage. Facilitation payments are defined as payments to government officials intended to secure a routine government activity to which the Company would be otherwise entitled, or to expedite that process.

Boyd Gaming strictly prohibits the payments of bribes, facilitation payments or anything else of value to a government official and/or regulator in order to influence the acts and/or decisions of the official in their official capacity. This policy does not prohibit legal political campaign contributions by the Company, as defined under the “Political Contributions and Lobbying” section of the Boyd Code of Business and Ethics Policy.

Having due regard for the responsibilities relating to any international matters that may arise, it is the Company’s policy that all covered persons and agents comply with the ethical standards and applicable legal requirements of the Foreign Corrupt Practices Act and of each foreign country in which the Company is considering investment or business development efforts.

The Foreign Corrupt Practices Act makes it a criminal offense for a United States company, executive, or agent acting on behalf of any United States company to pay anything of value to any foreign government official to influence any official action in securing, retaining, or directing business. This prohibition applies to bribes, kickbacks or like payments made directly to such foreign officials or indirectly through seemingly legitimate payments such as commissions or consulting fees paid to overseas agents or representatives. Foreign government officials can include:

- Employees or representatives of a company owned or controlled, in whole or in part, by a foreign government,

- Members of a political party in a foreign country, and
- Officials or employees of public international organizations such as the World Bank or United Nations.

Before conducting any international business activities or considering making any investment in an international entity, lobbyists, or Company employees should seek guidance from the Company's General Counsel.

Additionally, requesting or soliciting any item of value from any party with whom we do business wherever located, including kickbacks or gifts, is strictly prohibited. For purposes of this Policy, kickbacks are defined as the payment of money or any other item of value by a business partner to an employee of the Company in order to improperly influence a business decision by the Company.

This Policy does not prohibit tip category team members from accepting **unsolicited** gratuities as outlined under "Gifts, Gratuities, Entertainment and Other Consideration" within the Boyd Code of Business and Ethics Policy.

### **III. Affirmation of AML Compliance**

This section of the Policy shall be implemented in harmony with the Plan. In any case where there is a conflict or identified inconsistency between this section of the Policy and the Plan, the Plan shall govern. With regard to anti-money laundering ("AML") compliance and procedures, all Covered Persons the Company shall conduct the Company's operations in accordance with federal law (Bank Secrecy Act ("BSA")), as described in 31 CFR Chapter X and the American Gaming Association's best practices. The Company shall seek to promote and foster a company-wide culture of AML compliance, including:

- Establishing a system of internal controls, policies and procedures to assure ongoing compliance with AML requirements.
- Ensuring regular, independent testing of our AML compliance.
- Training appropriate team members to identify unusual financial transactions or suspicious activities and how to record reportable currency transactions, as well as familiarizing them with legal requirements and our compliance policies and procedures.
- Designating individuals who are responsible for assuring AML compliance at each property, and providing adequate resources to compliance functions.
- Adopting appropriate risk-based procedures for conducting ongoing Patron Due Diligence (PDD).

#### **IV. Political Contributions & Lobbying**

This section of the Policy shall be implemented in harmony with the Company's Plan. In any case where there is a conflict or identified inconsistency between this Policy and the Plan, the Plan shall govern. Boyd Gaming considers any direct expenditure in the form of cash or in-kind contribution to a political incumbent, candidate, nominee, or appointee for local, state, or federal public office (elected or appointed) ("collectively Political Figure") or political parties to be a political contribution. In-kind contributions include, but are not limited to providing goods, services, assistance, or equipment for the benefit of a Political Figure or political party. All Political Contributions shall be properly documented in the Company's books and records and comply with all applicable laws, regulations, and rules, inclusive of disclosure and reporting requirements properly identifying the timing, origin and amount of said Political Contribution. The Company shall not make Political Contributions for the purpose of influencing foreign political parties, candidates, or elected officials as part of its operations or business development efforts outside of the United States of America.

All lobbyists or political consultants working on behalf of the Company on the local, state, federal, or international level shall comply with this Policy. Each retained lobbyist or political consultant shall undergo an annual review of this Policy and execute a written acknowledgement and certification of their review of this Policy and intent to comply with all applicable rule, regulations, and laws that govern their scope of work on behalf of the Boyd Gaming.

Team members may not knowingly do business, on behalf of the Company, with any person who (a) has been determined to be unsuitable to be associated with a gaming company by the Nevada Gaming Commission or other gaming regulatory agency, (b) is included in the Nevada list of Excluded Persons, or (c) is commonly and publicly considered to be notorious and unsavory by virtue of his or her conduct or his or her affairs.

#### **IV. Enforcement**

The Board of Directors has designated the Corporate Governance and Nominating Committee, through the General Counsel's office, for the implementation, administration and enforcement of this Policy, provided, however, that notwithstanding any provision of this Policy that is inconsistent with, or contrary to the Committee's scope of authority as granted under the Plan shall not be included in this Policy's scope of enforcement or otherwise over seen by the Company's management unless so directed by the Committee. Any violations of this Policy shall be reported to the Company's General Counsel and Compliance Officer.