



ICC Anti-corruption Clause

2025 edition



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The ICC Anti-corruption Clause is a voluntary contractual provision that companies can include in their commercial agreements, whereby they undertake to comply with the 2023 ICC Rules on Combating Corruption or commit to put in place and maintain an anti-corruption compliance programme.

Download the 2025 edition (<https://iccwbo.org/wp-content/uploads/sites/3/2025/07/2025-ICC-Anti-corruption-Clause-2025-edition.pdf>)

Go directly to: [2025 edition – What’s new?](#) [How to include the ICC Anti-corruption Clause in a contract](#)

The ICC Anti-corruption Clause is a voluntary contractual provision that companies can include in their commercial agreements, whereby they undertake to comply with the 2023 ICC Rules on Combating Corruption (<https://iccwbo.org/news-publications/policies-reports/icc-rules-on-combating-corruption/>) or commit to put in place and maintain an anti-corruption compliance programme.

The purpose is to provide an underlying legal foundation to mitigate corruption risks during the negotiation and contractual period. The inclusion of the Clause thereby reassures both parties about the integrity of their counterpart, and includes clear and actionable avenues for redress where there are allegations of breach.

By establishing clearly defined anti-corruption obligations, the Clause creates a transparent framework for ethical business conduct. This reduces compliance uncertainty, enhances mutual accountability, builds trust on a foundation of shared ethical standards,

and ultimately strengthens commercial partnerships. Widely used by businesses and even by some governments, the 2025 Clause has been updated to align with current business practices and the 2023 ICC Anti-corruption Rules.

ICC Anti-Corruption Clause – 2025 edition: What's new?

The 2025 Anti-corruption Clause ensures alignment with the 2023 ICC Rules on Combating Corruption, which serve as both a self-regulation tool for business and a roadmap for governments in their efforts to fight corruption. The new edition includes a recognition that parties may opt to use this ICC Anti-corruption Clause, or the spirit of this ICC Clause, as part of a broader compliance or business integrity clause, and a reaffirmed commitment on the prevention of conflicts of interest.

Download now (<https://iccwbo.org/wp-content/uploads/sites/3/2025/07/2025-ICC-Anti-corruption-Clause-2025-edition.pdf>)

The Clause is an essential component of ICC's renown lead in setting standards of business integrity worldwide, and forms part of ICC's larger body of work on Model Contracts and Clauses (<https://iccwbo.org/business-solutions/model-contracts-clauses/>) – a suite of practical legal tools drafted by legal experts. These contracts and clauses enable business to avoid the significant time and expense of drafting bespoke contracts, offering instead proven, reliable templates that ensure equitable terms for all parties.

How to include the ICC Anti-corruption Clause in a contract

The ICC Anti-corruption Clause can be included via one of three options:

- Option 1: Incorporation by reference of the ICC Rules on Combating Corruption 2023
- Option 2: Incorporation of the full text of the ICC Rules on Combating Corruption 2023, *or*
- Option 3: An undertaking to implement a corporate compliance programme, as described in Article 11 of the 2023 ICC Rules on Combating Corruption.

A party who fails to comply with the incorporated anti-corruption provisions will be given a chance to remedy the non-compliance and to raise the fact that it has put in place adequate anti-corruption preventive measures as a defense.

If the non-complying party doesn't or can't take remedial action and doesn't raise a defence, the other party can choose to suspend or terminate the contract.

Should you have any further questions or wish to receive a copy of the 2012 Anti-corruption Clause edition, available in English and Spanish, please contact us (<mailto:viviane.schiavi@iccwbo.org>).

Learn more about ICC's anti-corruption and integrity tools:



11 December 2023 Rule

ICC Rules on Combatting Corruption (<https://iccwbo.org/news-publications/rules/icc-rules-on-combating-corruption/>)

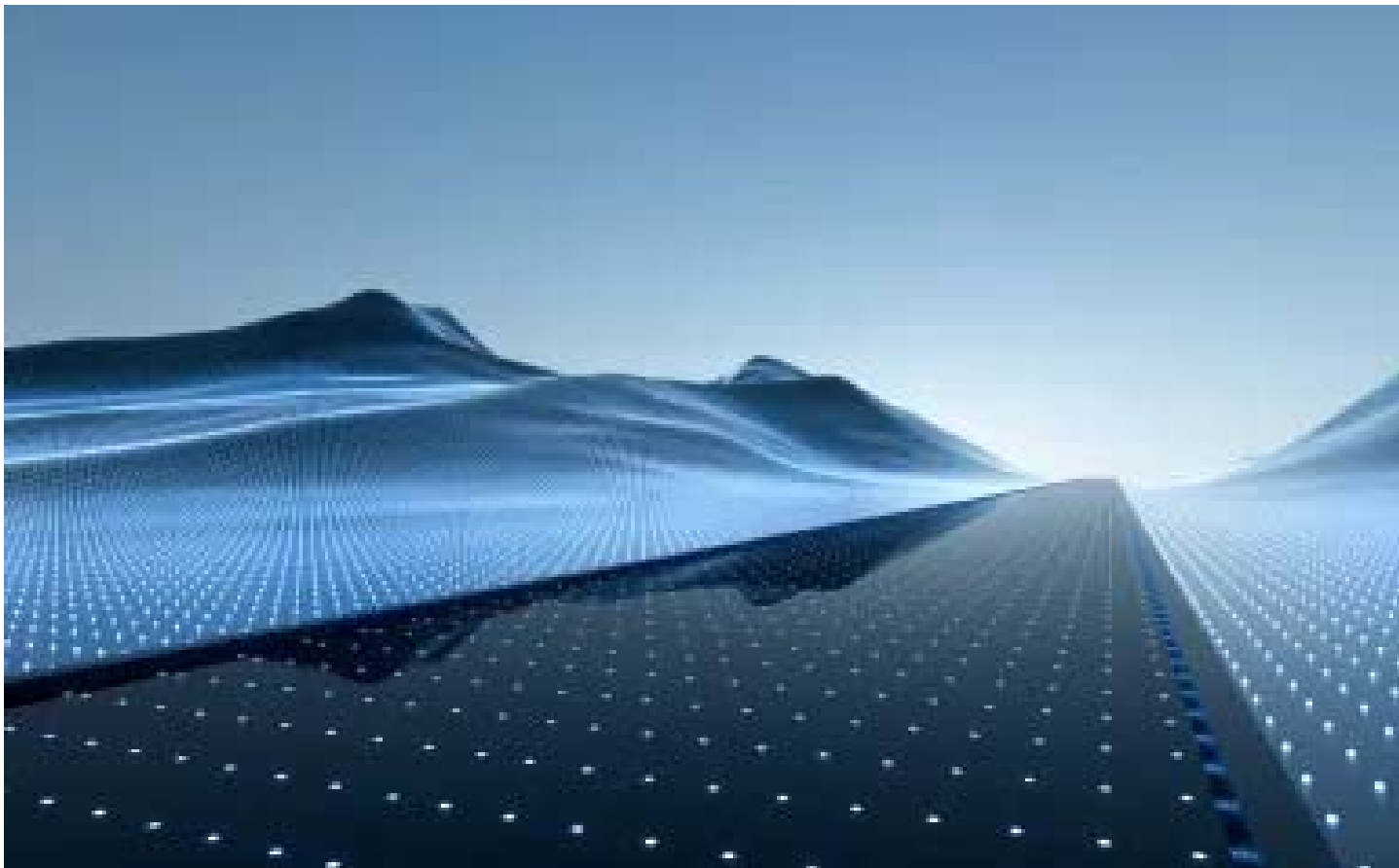
The ICC Rules on Combatting Corruption constitute the cornerstone of ICC's anti-corruption work, serving both as a tool for self-regulation by business and as a roadmap for governments in their efforts to fight extortion and bribery.



25 July 2024 Guide

Guidance on Responsible Business in Challenging Contexts (<https://iccwbo.org/news-publications/guide/guidance-on-responsible-business-in-challenging-contexts/>)

ICC has issued guidance to support businesses faced with challenging situations that cause stay-or-leave dilemmas, requiring crisis management and due diligence to identify, prevent and mitigate the impacts of company decisions on human rights, society and the conflict.



25 February 2022 Guide

ICC 2022 Guidelines on Whistleblowing (<https://iccwbo.org/news-publications/guide/icc-2022-guidelines-on-whistleblowing/>)

The ICC 2022 Whistleblowing Guidelines make clear that there is no “one-size-fits-all” solution and that the Whistleblowing Management System must be made part of the cultural environment and the governance of the Enterprise.



6 August 2018 Guide

ICC Guidelines on Conflicts of Interest in Enterprises (<https://iccwbo.org/news-publications/guide/icc-guidelines-conflicts-interest-enterprises/>)

These Guidelines provide recommendations to Enterprises on how to monitor and manage Conflicts of Interest facing their directors, officers, employees, agents and representatives. By advising Enterprises on how to put in place a policy preventing Conflicts of Interest, ICC helps them deter corrupt practices and other illegal behaviour and promote an ethical business culture.
