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ETHIC Intelligence

Decision of Award and Registration ISO 37001

Awarded to
ICON PLC

25 April 2018

Philippe MONTIGNY

President

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CERTIFYING EXCELLENCE IN ANTI-CORRUPTION COMPLIANCE

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ETHIC Intelligence, certification body, according to the ISO 17021-9 standard “requirements for certification bodies” has asked:

The ISO 37001 Technical Committee,

To complete the examination of the findings presented by the Lead Auditor Diana TREVLEY the found during the ISO 37001 audit presented by Paul Clifford, Senior Director, Global Regulatory Counsel and Anti-Corruption Officer of ICON PLC.

ETHIC Intelligence,

- **Taking into account** the letter signed by ICON PLC’s Chief Administrative Officer and General Counsel stating his intent to submit ICON’s Anti-Bribery Management System to an ISO 37001 certification audit (Annex 1);
- **having taken note** of the audit report and findings presented by the Lead Auditor Ms Diana TREVLEY;
- **noting** that there are no non-conformities within the Anti-Bribery Management System of ICON PLC;
- **having concluded**, after the ISO 37001 Technical Committee review that the Anti-Bribery Management System is in compliance with the ISO 37001:2016 standard;
- **Supports** the overall evaluation reached by the Lead Auditor, namely that ETHIC Intelligence agrees on the ISO 37001:2016 certification of ICON PLC;

AWARDS, on this day and for a duration of three years (3), **ISO 37001 Certification** to ICON PLC () in virtue of having implemented an Anti-Bribery Management System which conforms to the standard.

Paris, 25 April 2018

President of ETHIC Intelligence

A handwritten signature in black ink, appearing to read "Ph. Montigny".

Philippe Montigny

ANNEX 1: LETTER OF INTENT



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Philippe Montigny
ETHIC Intelligence President
ETHIC Intelligence
10, rue Pergolèse
75116 Paris - France

Dublin, Ireland, 19th October 2017

Dear Sir,

I undersigned, Diarmaid Cunningham, Chief Administrative Officer, General Counsel, Executive Vice President and Company Secretary, of ICON plc. ("ICON"), hereby confirm both my and Dr Steve Cutler's, ICON CEO, intent to have ICON's Anti-Bribery Management System evaluated by ETHIC Intelligence accredited auditors in view of obtaining an ISO 37001 certification.

We wish that the following be examined in particular:

- The way our compliance program is designed with respect to international best practices;
- The implementation of this compliance program within ICON's operations with respect to international best practices.

We wish that the following be examined according to the requirements of the ISO 37001:2016(E) (First edition 2016-10-15), and in particular:

- The design of our anti-bribery management system;
- The implementation of this management system within ICON's operations.

For the purposes of this certification process, I request that ICON's Global Anti-Corruption Officer:

- Provide auditors with all relevant data and information;
- Grant auditors access, in the best of terms, to all files they should wish to consult;
- Arrange meetings between the auditors and any ICON employees and persons working on ICON's account that the auditors wish to interview.

I acknowledge that I am obliged to review all information contained in the Certification File drafted by the auditor and that said Certification File will be transmitted to you only if the information it contains is complete and accurate.

Sincerely,



Diarmaid Cunningham
Chief Administrative Officer and General Counsel

ANNEX 2: AUDIT INFORMATION

The on-site audit began on March 5th, 2018 at the head offices of ICON PLC, in Dublin, Ireland. The audit was concluded on March 14th, 2018.

The audit was based on documented information review as well as interviews with executives. Documents analyzed were either made available spontaneously by the interviewees or were requested by the Lead Auditor.

AUDIT OBJECTIVE

The audit objective was to determine if ICON PLC has implemented an Anti-Bribery Management System that could prevent, detect and mitigate the risk of bribery, and also to verify that ICON's anti-bribery management system meets ISO 37001:2016 requirements

AUDIT CRITERIA

The audit criteria were:

- The requirements of ISO 37001 standard
- Applicable laws
- ICON PLC policies and procedures relative to the ISO 37001 Management System

AUDIT SCOPE

The audit scope covers ICON PLC, meaning a global certification of the entity ICON PLC and its subsidiaries commercially operating as ICON PLC.