



Anti-Bribery and Corruption Policy Statement

Version 3.0

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1 Introduction

1.1 Statement on the Global Anti-Bribery and Corruption (ABC) Policy

TP ICAP does not tolerate bribery, whether active or passive, or corrupt behaviour of any kind. We also expect the same from any third parties providing services for, or on behalf of, TP ICAP globally. Management are committed to ensuring there are robust frameworks in place to manage ABC risk. The Global Head of Compliance is the Group ABC Policy Owner and the Accountable Executive is the Group General Counsel.

1.2 What is a Bribe?

A bribe is the offer of "anything of value" to a person in exchange for that person to provide an undue business advantage or other advantage. This advantage may be in connection with the improper performance of a position of trust, or a function that is expected to be performed impartially or in good faith.

The offer, payment or promise of anything of value does not have to be successful in order for it to be a bribe.

1.3 What is an Inducement?

An inducement is the offer of "anything of value" which persuades or incentivises someone to give another an unfair business advantage.

1.4 What is Corruption?

Corruption is the abuse of entrusted power for personal/commercial gain. To this end, bribery is a specific form of corruption and such activity undermines social and economic development.

2 TP ICAP ABC Programme

2.1 TP ICAP's Global ABC Policy requires that employees:

- Are prohibited from accepting, or offering a bribe in any form;
- Must not accept or provide "anything of value" with the purpose of persuading or incentivising an unfair business advantage;
- Must ensure risk-based due diligence is conducted on all third-party relationships;
- Must seek to prevent Gifts and Entertainment being used as a subterfuge for bribery;
- Must be aware of the inducement risk of Charitable Giving and the firm's policies and procedures relating to Charitable Giving;
- Must be aware of the blanket ban on all Political Giving;

- Must not make Facilitation Payments unless there is a perceived threat to life, limb or liberty. A Facilitation (or “grease”) Payment is an unofficial payment that secures or speeds up the performance of a routine or necessary action where a employee already has a legal or other entitlement to the action.;
- Must disclose any potential Conflicts of Interests;
- Must understand the higher risk of Public Officials and the internal processes in place to manage this risk;
- Must periodically complete ABC training;
- Must ensure the inducement and conflicts risk of the recruitment process is understood and managed as per internal procedures; and
- Must report any suspicions of bribery and corruption as detailed in the firm’s policies.

2.2 TP ICAP ABC Policies and Processes are designed to:

- Protect the integrity and stability of financial markets and national economies;
- Comply with the UK Bribery Act 2010, the US Foreign Corrupt Practices Act 1977 and other applicable legislation and regulations in all jurisdictions in which we operate; and
- Help combat bribery and corruption.

2.3 Reporting Channels

All Employees have a personal responsibility to not only adhere to the TP ICAP Global Anti-Bribery and Corruption Policy, but report any suspicions of bribery and corruption. Each region has a Responsible Manager who is responsible for the effective regional ABC risk management.

Where a employee wishes to seek guidance or raise a concern, the employee may do so by contacting their local Compliance department or via the Whistleblowing process which allows those who work with or within TP ICAP to report a concern about past, current or future workplace malpractice relating to bribery and corruption.

Depending on the local regulatory framework, a material ABC breach may be reported to the relevant authority as required.