



TP ICAP Group Procurement Supplier Code of Conduct

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TP ICAP Supplier Code of Conduct

A supplier's performance and adherence to high business standards is an important and integral part of the value chain for TP ICAP Group plc and its Subsidiaries ("TP ICAP").

This Supplier Code of Conduct sets forth the minimum standards of business conduct that we expect from all of our suppliers.

The TP ICAP Code of Conduct can be found on TPICAP.com and will be updated on a regular basis.

TP ICAP promotes and expects the application of high legal, ethical, environmental and employee-related standards within our own business and among our suppliers. The expectations and minimum standards within this document are the product of not only the increasing regulatory environment globally with respect to particular issues, but also the increasing expectations of our clients and the wider community.

Our sourcing decisions, supplier due diligence, contracts and management of supplier relationships will reflect and promote the principles outlined in the Supplier Code of Conduct.



1.0 Compliance with Laws

Suppliers shall comply fully with all laws and regulations applicable to them.

1.1 Anti-Money Laundering, Anti-Bribery and Anti-Corruption

Suppliers shall comply with applicable Anti-Money Laundering, Anti-Bribery and Anti-Corruption laws. Examples include (but are not limited to) the extra-jurisdictional UK Bribery Act and the US Foreign Corrupt Practices Act.

Suppliers shall not engage in practices such as corruptly offering, providing, paying, authorising, promising, soliciting or receiving anything of value for the purpose of obtaining or retaining business or any improper business advantage for or from TP ICAP. This applies to the suppliers' interactions with TP ICAP employees, as well as public officials (including candidates for office, employees or officers of state-owned/controlled enterprises/government departments/political parties), employees or officers of counterparties, clients/customers or suppliers (as well as their relatives, friends, agents and associates).

1.2 Data Privacy

Suppliers must comply with Data Privacy and information security laws and regulations in the jurisdictions in which they operate. Example being UK General Data Protection Regulation ("GDPR").

Suppliers must protect all TP ICAP information and adopt appropriate security protocols, systems, processes and practices to do so. Should any form of Data Privacy breach occur, TP ICAP must be notified immediately and this, where applicable, this will be escalated to the relevant regulator.

1.3 Prevention of Tax Evasion

Suppliers shall not engage in or facilitate the deliberate and fraudulent diversion of funds from a tax authority and must have appropriate internal controls and practices in place which mitigate against this happening in their organisation.

2.0 Workforce and Human Rights

TP ICAP believes in a positive, safe, and healthy workplace environment which fosters respect and inclusiveness among workforce members. TP ICAP takes its commitment to ethical human rights and labour practices very seriously and supports the protection of these human rights across the world. TP ICAP complies with all applicable law and regulation including but not limited to the UK Modern Slavery Act 2015.

Suppliers are expected to adhere to appropriate human rights and labour practices in the jurisdictions in which they operate. Subsequently, suppliers are expected to have appropriate processes, policies, and procedures in place to comply with workforce human rights regulations, which should apply to all employees, supply chain providers and subcontractors.

2.1 Adequate Wages and Benefits

Suppliers shall comply with jurisdictional wage and benefits requirements (including but not limited to paid leave, pension, statutory insurance, health benefits, maternity leave, parental leave, family care leave, and childcare benefits, overtime compensation, as applicable). TP ICAP where applicable, encourage our supply chain to use living wage standards and to pay all wages in a timely manner.

2.2 Compliant Working Hours

Suppliers must comply with jurisdictional laws on working hours, overtime, and maximum number of working days per week.

2.3 Modern Slavery and Anti-Human Trafficking

TP ICAP does not tolerate abuses of global Modern Slavery and Anti-Human Trafficking laws and as such will not knowingly work with suppliers who commit such abuses or allow their subcontractors to engage in such abusive practices.

Suppliers shall act in accordance with jurisdictional laws on this matter.

All employment shall be freely chosen by the worker. Workers shall be free to leave their employment at any time (subject to reasonable and paid notice periods) and shall not be subject to any coercion or restriction through, for example, the holding of original copies of employee passports, identity documents or monetary deposits.

There shall not be any use of bonded labour. Work must be undertaken for fair compensation and must not be undertaken to repay a debt incurred (i.e., as a result of deceptive recruiting practices). Where recruitment agencies/brokers are used by the supplier, appropriate due diligence and ongoing management must be undertaken to ensure that risks of worker exploitation, such as debt bondage, are effectively mitigated.

It is expected that suppliers will maintain an active view on the inherent risk of modern slavery in their supply chain (this includes third-party certifications in relation to human rights and social compliance standards).

2.4 Avoidance of Child Labour Practices

Suppliers, their supply chain and their subcontractors must not use child labour, therefore they must ensure all employees are over the relevant legal minimum age of employment.

Suppliers should have the appropriate processes, policies, and procedures in place to mitigate against abuses of child labour practices in their organisation and supply chain.

2.5 Freedom of Association

Suppliers are expected to respect workers' rights to freedom of association and collective bargaining by meeting or exceeding the relevant jurisdictional requirements.

2.6 Health and Safety in the Workplace

Suppliers should provide safe and healthy working environments. Their employees must have access to clean water and toilet facilities, have adequate fire safety measures and appropriate first aid emergency facilities.

They should have systems, policies, and procedures in place to support safety of all workers (including subcontractors) in accordance with relevant jurisdictional laws.

2.7 Right to Audit and Incident Management

Suppliers shall attain the right to audit over their suppliers to assess the working conditions and extent to which workers' labour rights are being upheld. Suppliers shall take the following actions, at a minimum, when an incident of forced labour, bonded labour, human trafficking or child labour is identified:

- Disclosing the incident/high risk to relevant authorities
- Disclosing the incident/high risk to TP ICAP
- Taking appropriate actions to remedy the incident



3.0 Diversity and Inclusion

TP ICAP is committed to diversity and inclusion and therefore encourages its suppliers to share this commitment in their operations

3.1 Diversity and Inclusion in the Workplace

Suppliers will be required to meet the requirements of any applicable discrimination legislation.

TP ICAP expects suppliers to have the relevant policies in place to ensure against the victimisation, harassment or discrimination against any employee or party to the contract due to their sex, gender identity/expression, marital or civil partnership status, race, ethnicity or national origin, disability, religion, sexual orientation, age or part-time status.

3.2 Supply Chain Diversity

It is our aim that diverse business enterprises shall have equal opportunity to compete for all goods and services at TP ICAP. Consequently, we expect suppliers to have policies to promote diversity in their supply chains and purchase from diverse businesses. When selecting their supply chain partners, suppliers should make best efforts to provide opportunities to a diverse range of companies, which includes but is not limited to providing opportunities for suppliers based on size (for example, small and medium-sized enterprises) and/or nature of the enterprise (for example, social enterprise). TP ICAP encourages its suppliers to engage in business practices that have a positive social or environmental impact on society, including but not limited to the local communities where they operate.

4.0 Environmental Sustainability

TP ICAP expects its suppliers to demonstrate a clear understanding of the environmental risks, impacts and responsibilities associated with the products and services they provide, and comply with all environmental legislation or regulatory requirements in this regard

4.1 Responsible Sourcing of Natural Resources (including oil, gas and minerals etc)

TP ICAP believes that our supply chain has social and environmental responsibilities to consider when sourcing materials, especially natural resources like gas and oil. TP ICAP encourages its suppliers and their supply chain to adopt where possible responsible sourcing approaches, actively choosing to source their products and services in an ethical, sustainable, and socially conscious manner.

4.2 Energy and Emissions

Suppliers should take steps to incorporate how they will mitigate the impact of climate change into their strategies and business resiliency plans, including establishing Scope 1, 2 and 3 greenhouse gas ("GHG") emissions reduction targets, and realising these targets through efficiency measures, including selecting low GHG products and services, and other initiatives, where relevant and as applicable to their operations.

Suppliers will be required disclose their energy and GHG emissions performance to TP ICAP upon request.

4.3 Water

Suppliers are encouraged where possible within their operations and in their supply chains operations to conserve, reduce the use of, and reuse water.

4.4 Waste

Suppliers should where possible minimise or eliminate waste during their (and their supply chains) operations.

Waste must be managed in a responsible manner, with particular care given to hazardous waste disposal, with considerations to the environmental and social impact of poor management, movement, storage, recycling or disposal of this waste. As such, all workers should be comprehensively trained where applicable to properly handle such hazardous waste materials, with due care and attention given to the environmental and social impact of poor training.

Waste disposal must be in accordance with relevant laws.

Suppliers including their supply chain and subcontractors must comply with relevant regulatory requirements regarding the safe use of hazardous materials and their responsible handling, storage, movement, reuse, recycling and disposal.

5.0 Business Ethics

TP ICAP expects the highest standard of integrity in all of our business dealings. Any and all forms of corruption, extortion, bribery (including facilitation payments), and embezzlement are strictly prohibited.

Suppliers must comply with all applicable trade control laws and regulations in the import, export, re-export or transfer of goods and services (including software and technology).

5.1 Waste

Suppliers are expected to understand relevant TP ICAP gift and hospitality policies before offering or providing any gift and/or business entertainment. Suppliers must not improperly exchange gifts, fees, favours, other compensation, including travel and entertainment, in order to obtain an undue business advantage or other advantage.

5.2 Conflict of Interest

A Conflict of Interest may arise if there is a pre-existing relationship between any person linked to/associated with the supplier and a member of TP ICAP staff holding a decision making or managerial position. Any potential Conflict of Interest between TP ICAP and a Third-Party Supplier (including their relatives, friends, agents or associates) must be declared and will be reviewed by TP ICAP accordingly.

6.0 Business Operations

6.1 Continuity and Contingency Planning

Suppliers are expected to appropriately plan for continuity of their critical operations in the event of a disaster, and should have plans in place for their business and services to continue with minimal interruption in the event of an emergency, crisis situation, weather or other natural disaster, pandemic or epidemic, terrorist/security related event, strikes, labour or other resource constraints, system and/or facilities outage or unavailability, power outage, and/or telecommunication outage or unavailability, so as to ensure that there will be no significant disruption to TP ICAP's business, operations and reputation.

Suppliers may be requested to share with TP ICAP their Business Continuity Plans ("BCP") or from time-to-time assist with compilation of TP ICAP BCP questionnaires Suppliers must deal with such requests promptly.

6.2 Regulatory Performance Management & Due Diligence

TP ICAP is subject to Regulatory requirement to identify and monitor the performance of those suppliers that are deemed critical or material to the ongoing operation of the company.

Supplier, where requested, shall provide all performance management information requested and participate in any periodic reviews

In line with regulatory requirements TP ICAP is responsible for conducting appropriate due diligence on its supply base. Suppliers must respond to due diligence requests promptly. Suppliers must likewise conduct appropriate due diligence on their supply chain and subcontractors.

6.3 Monitoring

TP ICAP may conduct annual compliance surveys to confirm compliance with this Supplier Code of Conduct, and it is expected that suppliers will actively audit and monitor their day-to-day management processes with respect to this Code of Conduct and provide evidence upon request.

7.0 Raising a Concern

TP ICAP upholds the highest standards of ethics and abides by all applicable law and regulation to ensure we conduct our business accordingly.

Our Whistleblowing policy allows individuals to raise concerns confidentially. Examples being concerns around fraud, criminal behaviour, financial crime or regulatory breaches.

Suppliers are requested to immediately raise concerns about inappropriate conduct by TP ICAP, its employees or supply chain to their contact within TP ICAP.

