

CODE OF ETHICS

Important: *This is a group-wide policy. The group expects contractors and freelancers, etc, to act as if they were employees in terms of complying with this policy. Hence, all staff, workers, employees, contractors, freelancers and Directors (collectively, **Employees** unless specified otherwise) within the group must comply with this and any other group policies. In the event of conflict between the provisions of this policy and the policy of a subsidiary, this policy will take precedent.*

Letter from the Chief Executive

We believe that the honesty, integrity and ethical behaviour of all our Employees is fundamental to the reputation and success of the group as a whole.

This Code applies to all group staff, workers, employees, contractors, freelancers and Directors, without exception, and is intended to promote a heightened awareness of ethical considerations and individual responsibilities relating to all of the group's activities. In the conduct of its business, the group is guided by certain fundamental and enduring values, including acting with integrity at all times, complying with the regulatory framework wherever it operates, and meeting the standards of good corporate governance. In pursuit of these values, we are expected to make a personal commitment to uphold the group's reputation for honesty, integrity and ethical conduct. The following principles and responsibilities should be reflected in our business conduct.

The group is strongly committed to supporting Employees that uphold the principles listed in this Code.

Paul Taaffe
Chief Executive Officer

Principles

1. Personal and Business Integrity

- The group has a **zero tolerance** of bribery. This policy extends to all the group's business dealings and transactions in all countries in which it or its subsidiaries and its associates operate. This policy is given force in an anti-bribery programme which is revised to capture changes in law, reputation demands and changes in the business.
- It is the group's policy to comply with all applicable laws, rules and regulations in all the countries in which the group operates.
- The group prohibits Employees and those acting on the group's behalf from acting or refraining from acting in a manner that would facilitate evasion of UK and/or overseas tax.
- Employees must act with honesty and integrity, and handle ethically any actual or apparent conflicts of interest between personal and professional relationships. Fraud and dishonesty at work may be deemed gross misconduct and disciplinary procedures will be followed.
- Employees must ensure that entries in any public filings or communications relating to the group are full, fair, timely, accurate and understandable in all material respects.
- Employees may not make any personal profit from the group's business.
- Employees should avoid personal and professional activities, interests and associations that might interfere, or even appear to interfere, with their ability to make decisions in the best interests of clients and the group.
- The group's policy is not to make political donations in any form whether to political parties, causes or to support individual candidates.

2. Our Working Relationships

- The group expects and demands the same high standards of integrity, fair play and responsibility in dealing with its Employees as in dealing with its clients and the public.
- Employees must at all times respect the absolute confidence of customers' and suppliers' confidential information and should discuss it only with those colleagues who have a need to know such information.
- Employees must not deal in shares of customers and suppliers where they are in possession of information that could amount to 'inside information' about that customer/supplier.
- If any person has a complaint concerning discrimination, victimisation or harassment he or she should follow the operating group's grievance procedure. All such complaints will be treated seriously and each complaint will be investigated fully.
- Employees may not attend work whilst under the influence of alcohol, illegal drugs or other substances, nor may they become under the influence of any such substance at any time whilst engaged on the group's business.
- Employees must not, whilst at work or at any other time whilst engaged on the group's business, access internet sites containing pornographic, offensive or obscene material.

3. Health & Safety and the Environment

- The group is committed to Health and Safety to ensure a safe and healthy working environment.
- The group actively supports environmental good practice, such as minimising energy and water consumption, reducing paper wastage through refuse, recycling and use of electronic communications: using paper sustainable forests; reducing business travel where practicable; and switching off electrical appliances where possible.

4. group Property/Resources and Information

- Employees may not during the course of their employment or following its termination, without obtaining the prior written consent of the Chief Compliance Officer, divulge to any person any information of a confidential or secret nature concerning the business, finance, affairs or Employees of any member of the group other than for the purpose of the group's business.
- Care must be exercised to avoid the unauthorised use of the name of any member of the group in any manner that could be misinterpreted to indicate a tie in between that member and any other entity or activity.

5. Status of this document

This document is not part of any contract of employment and does not create contractual rights or obligations. It may be amended by the group at any time.

Date: *December 2020*