

Global Anti-Bribery and Anti-Corruption Policy

Key Points

- Barings Entities, associates or Third Parties must not corruptly offer, promise, pay or authorize the payment of, directly or indirectly, money or anything of value, including but not limited to cash, travel, gifts, entertainment, employment, and directed charitable donations, in order to influence a person so that a Barings Entity may obtain or retain business or gain any other improper business advantage.
- Barings Entities, associates must not attempt to influence any act or decision by any person, induce any person to do or refrain from taking action in violation of his or her lawful duty; or induce any person to use his or her influence to affect or influence any act or decision.

Introduction / Policy Statement

All of the jurisdictions in which Barings LLC (“Barings”) and its subsidiaries (each “a Barings Entity” and collectively “Barings Entities”) conduct business have laws that prohibit bribery and corruption. While certain laws prohibit the bribing of government officials, others are broader and proscribe bribery and corruption in any business dealing, regardless of the involvement of government officials. Barings and Barings Entities are committed to complying with applicable anti-bribery and anti-corruption laws in all countries in which they conduct business.

The purpose of this Global Anti-Bribery and Anti-Corruption Policy (“Policy”) is to establish the minimum standards with which Barings Entities, associates, and third parties acting for or on behalf of a Barings Entity (“Third Parties”), are expected to comply, regardless of geographic location. Third Parties include but are not limited to consultants, placement agents, suppliers, contractors, and service providers.

It is Barings' policy to accurately record all business transactions, including any transactions specified by applicable anti-bribery and anti-corruption laws. Undisclosed or unrecorded funds may not be established for any purpose. Barings' funds must not be placed in any personal or non-corporate account.

To facilitate these objectives, Barings has designated a Global Anti-Money Laundering (“AML”) Compliance Officer to coordinate and administer this Policy across all the Barings Entities. In accordance with applicable jurisdictional laws and regulations, staff should contact their local Compliance Departments.

Requirements

General Prohibition

Barings Entities, associates or Third Parties must not corruptly offer, promise, pay or authorize the payment of, directly or indirectly, money or anything of value, including but not limited to cash, travel, gifts, entertainment, employment, and directed charitable donations, in order to influence a person so that a Barings Entity may obtain or retain business or gain any other improper business advantage. This includes attempts to:

- influence any act or decision by any person;
- induce any person to do or refrain from taking action in violation of his or her lawful duty; or
- induce any person to use his or her influence to affect or influence any act or decision.

Facilitation Payments Prohibited

Barings, along with the anti-bribery and anti-corruption laws in many countries, prohibit facilitating or expediting payments, which are payments of small amounts to secure or expedite a routine governmental action to which a company is otherwise lawfully entitled. Routine governmental actions include but are not limited to:

- obtaining permits, licenses or other official documents;
- processing governmental papers such as visas and work orders; and
- providing mail pick up and delivery and phone or other services.

Payment of Expenses and Providing Gifts or Entertainment

Expense payments for the provision of gifts, meals or entertainment to current or prospective clients and Third Parties must comply with the relevant Barings Entity's policy regarding gifts and entertainment and/or business expenses.

Government Officials

Rules surrounding expense payments for the provision of gifts, meals or entertainment to government officials, foreign or domestic, ("Government Official") are more restrictive than those that apply to current or prospective clients and Third Parties. Government Official is broadly defined and may include:

- any officer, associate or official representative of a government or any of its departments, agencies or divisions;
- an officer, associate or official representative of a public international organization, such as the United Nations or International Monetary Fund, or any of its departments;
- political parties, political party officials and candidates for political office at any level; or
- any person acting with knowledge that money or anything of value will be offered, given or promised to an official, a political party or official, or a candidate for political office.

In certain situations, however, a Barings Entity may pay for a Government Official's reasonable and bona fide expenses, such as travel and lodging, incurred in connection with the promotion, demonstration, or explanation of a Barings Entity's products, services, or the execution or performance of a contract with a government or agency. Similarly, gifts of nominal value or modest meals provided to Government Officials may be permissible. Refer to the Global Gifts, Entertainment and Hospitality policy for further details.

To ensure that expense payments for the provision of gifts, meals or entertainment are both legal and compliant with applicable anti-bribery and anti-corruption requirements and guidelines, where permitted, associates must obtain pre-approval in accordance with the limits and processes as prescribed in the Global Gifts, Entertainment and Hospitality policy.

Government-Owned or Controlled Entities

In many countries, the government owns or controls companies in certain industries, such as utilities, natural resources, banks, transportation, universities and healthcare. As a result, officers and associates of government-owned or controlled entities may also be considered government officials. It is important that Barings associates discuss these situations with their local Compliance Department prior to offering anything of value to such persons.

Political and Charitable Contributions

All political and charitable contributions must comply with applicable laws of each jurisdiction in which a Barings Entity conducts business and must not be made to improperly influence a person so that a Barings Entity may obtain or retain business or gain any other improper business advantage. Associates must pre-clear their personal political contributions and those of their covered family members in accordance with the relevant Barings Entity's policy regarding political activities and/or charitable contributions.

Due Diligence and Third Parties and Connected Parties

Barings may in some circumstances be liable for "indirect" payments made or offered to any entity or person by a third party which is performing services on its behalf. This includes payments or offers of financial or any other benefit to any entity or person (including a foreign public official ("FPO")) by a third party with the purpose of obtaining or retaining business for Barings and/or obtaining a business advantage for Barings. Third parties for these purposes may include distributors, suppliers and other third parties deemed to be "connected persons" by virtue of contractual relationship with Barings. Liability may arise even when Barings has no involvement in or knowledge of the payments.

Conflict Resolution and Escalation Process

Associates should immediately report any issues that they believe are a potential or actual breach of this Policy to their designated department head and to their local Compliance Department. It should be noted that in some jurisdictions there are both civil and criminal penalties for non-compliance which may include fines and imprisonment. Local Compliance Departments will notify the Global Head of Compliance of material anti-bribery issues (to the extent allowed by the relevant jurisdictional law and regulations) and submit periodic reports, as requested.

The relevant Barings Compliance Department can grant exceptions to any provision of this Policy so long as such exceptions are consistent with the purpose of the Policy and applicable law, documented and retained for required retention period. Any questions regarding the applicability of this Policy should be directed to the relevant Barings Compliance Department.

Books and Records Retained

The table below identifies each Record that is required to be retained as it relates to this Policy unless a different retention period is required by local regulations in the relevant jurisdiction. Records may be unique to the relevant jurisdiction or combined with records maintained by Barings LLC. In order for Barings to retain each of the following records, all business should be conducted by Barings Associates on a Barings approved corporate device and/or by using an approved and supported Barings platform (e.g. mail system, social media account, recording technology, storage medium, trading platform, Barings supported application, etc.):

Description/ Requirement	Barings Record	Creator	Owner	Retention Period	Source
Pre-approval of expenses for the provision of gifts, meals or entertainment via the process utilized by the relevant Barings Entity prior to extending an invitation to or paying for expenses of any Government Official.	Political Contributions, Gifts and Entertainment Reporting Tool or any other source maintained by the relevant Barings Entity	Individual Associates	Local Compliance Department	7 years	Policy requirement of the relevant Barings Entity
Pre-approval of political and charitable contributions via the process utilized by the relevant Barings Entity	Pre-approval of political and charitable contributions via the process utilized by the relevant Barings Entity	Individual Associates	Local Compliance Department	7 years	Policy requirement of the relevant Barings Entity
Information related to payments made or received by Barings including (but not limited to) All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers	All business transaction records including any transactions that may relate to applicable anti-bribery and anti-corruption laws created and maintained by the relevant Barings Entity.	Local Finance Department	Local Finance Department	7 years	Policy requirement of the relevant Barings Entity

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