

# Anti-Fraud, Bribery and Corruption Policy

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Effective: 12 October 2023

## PURPOSE

MoneyHero Limited and its direct and indirect subsidiaries (“**MoneyHero Group**” “**we**” or “**us**”) operates in a wide range of legal and business environments, many of which pose challenges to our ability to conduct our business operations with integrity. As a company, we strive to conduct ourselves according to the highest standards of ethical conduct.

Throughout its operations, MoneyHero Group seeks to avoid even the appearance of impropriety in the actions of its directors, officers, employees, and agents. Engaging in bribery and corrupt conduct is contrary to this commitment and constitutes a serious offence with criminal and civil penalties. It also exposes us to significant reputational damage.

Accordingly, this Anti-Fraud, Bribery and Corruption Policy (the “**Policy**”) reiterates our commitment to integrity and explains the specific requirements and prohibitions applicable to our operations under anti-bribery and corruption laws, including, but not limited to, the U.S. Foreign Corrupt Practices Act of 1977 (the “**FCPA**”).

We will endeavour to recover, by all legal means, any funds lost through fraud from those responsible and will take robust action against involved third parties (including partners, contractors and/or agents).

This Policy supports, and should be read together with, our Code of Ethics.

## APPLICABILITY

This Policy is applicable to all of MoneyHero Group’s operations worldwide. This Policy applies to all of MoneyHero Group’s directors, officers, and employees, as well as third parties that represent MoneyHero Group (including our agents, secondees, volunteers, consultants, contractors, joint venture partners, vendors and suppliers) (together “**personnel**”).

MoneyHero Group requires all personnel to act with integrity and comply with all applicable anti-bribery and corruption laws, including but not limited to the FCPA and the applicable laws in the countries in which we operate.

## DEFINITIONS - WHAT IS FRAUD, BRIBERY AND CORRUPTION?

**Fraud** is civil or criminal deception, intended for unfair or unlawful financial or personal gain or to cause loss to another party, such as by misappropriation of assets, abuse of position, collusion,

false representation and/or prejudicing someone's rights. Additionally, acts of theft are included in this Policy.

**Bribery** involves offering, promising or giving any money, benefit, favour, gift or anything of value with the intention of unduly influencing the behaviour of a person or a Public Official (as defined below) in the performance of their duty, in order to obtain or retain business or any other improper advantage (whether commercial, personal or otherwise). Bribery also includes soliciting, receiving or agreeing to receive any gratification or anything of value as an inducement or reward for doing or not doing anything in respect of any matter or transaction.

**Corruption** (or corrupt conduct) involves abuse of entrusted authority for private gain, including but not limited to practices such as bribery, facilitation payments, fraud, extortion, collusion, and money laundering. Corruption can include nepotism or favouritism.

**“anything of value”** should be interpreted broadly, as bribes or improper payments can include both financial and non-financial advantages, such as cash, gift cards, entertainment, travel, meals, lodging, educational expenses, business, employment (including internships) or investment opportunities, charitable or political donations etc. or intangible benefits such as status or information or .

**“Public Officials”** include:

- individuals who hold a governmental position (or a position within or any department, agency, or instrumentality thereof) of any kind at any level (i.e., state, local, or national governments, government agencies, public international organizations, etc.), or who exercise a public function or act in an official capacity on behalf of a government;
- personnel at a state-owned enterprise or other entity that is owned or controlled by a government (e.g., state-owned telecommunications company, government-controlled university, etc.);
- officers or employees of a public international organization (such as the United Nations, World Bank, or the European Union);
- officers or employees of a political party and candidates for political office;
- royal family members;
- military personnel; and
- members of a legislative body.

This term also includes anyone acting on behalf of any of the above. It should be noted that someone who might not typically be a Public Official in one country may be a Public Official in another. If you have questions, please contact the legal team.

## Prohibitions on Bribery

Under the FCPA and under the laws of other nations in which we operate, MoneyHero Group personnel as well as third parties acting on MoneyHero Group's behalf are prohibited from directly or indirectly offering, authorising, or giving money or any other thing of value to any Public Official (as defined above) with the corrupt purpose of (1) influencing any official act or decision of any Public Official; (2) inducing any Public Official to do or omit to do an act in violation of a lawful duty; (3) securing any improper business advantage; or (4) obtaining or retaining business for, or otherwise directing business to, MoneyHero Group or any other person or entity.

The concept of prohibiting bribery is simple. However, understanding the full scope of these legal prohibitions is essential, as this law directly affects everyday business interactions between MoneyHero Group and Public Officials and government-owned or government-controlled entities.

Violation of the FCPA is a criminal offence and the penalties are severe. In addition to being subject to MoneyHero Group's disciplinary policies (including termination), individuals who violate the FCPA may also be subject to imprisonment and fines. Violations of the FCPA can also result in violations of other U.S. laws, including anti-money laundering, mail and wire fraud, and conspiracy laws.

MoneyHero Group is also subject to other non-US anti-corruption laws, in addition to the local laws of the countries in which MoneyHero Group conducts business. This Policy generally sets forth the expectations and requirements for compliance with those laws.

## Prohibited Behaviour

### **BRIBES, KICKBACKS AND OTHER PROHIBITED PAYMENTS**

Offering, making or receiving a bribe is strictly prohibited. MoneyHero Group prohibits bribes, facilitation payments, kickbacks, or other improper or illegal payments of anything of value from being directly or indirectly offered, given, authorized, promised, solicited, or accepted in any way related to our business, whether it involves Public Officials or private parties.

MoneyHero Group prohibits bribery to influence a Public Official, to obtain or retain business from any party, or to secure an unfair business advantage (e.g., securing a contract or business licenses or reducing tax obligations).

MoneyHero Group personnel shall not accept or obtain or attempt to accept or obtain, solicit, offer, promise or give facilitation payments of any kind to/from any person to secure or expedite the performance by a person performing a routine or administrative duty or function.

This prohibition includes payments to third parties where MoneyHero Group employee or agent knows, or has reason to know, that the third party will use any part of the payment for bribes. All MoneyHero Group personnel must avoid any activity that might lead to, or suggest, that a facilitation payment or "kick-back" is made or accepted by MoneyHero Group.

Cash and Non-Cash Payments: "Anything of Value." Payments that violate the FCPA may arise in a variety of settings and include a broad range of payments beyond the obvious cash bribe or kickback. The FCPA prohibits giving "anything of value" for an improper purpose. Gifts, meals, travel, and entertainment may not be used as bribes, quid pro quo, or to improperly influence, induce or reward business decisions. All gifts and hospitality must have a legitimate business purpose; be reasonable and modest in value (usually below US\$100, as predetermined by the Chief Financial Officer ("CFO")) and frequency; comply with local law; and accurately recorded by declaring it to the General Counsel and CFO.

[Where it is inappropriate to decline the offer of a gift (i.e., when meeting with an individual of a certain religion/culture who may take offence), the gift may be accepted so long as it is declared to the CFO and/or the General Counsel, who will assess the circumstances and determine whether the gifts can be kept or must be returned.]

On occasion, a Public Official may attempt to solicit or extort improper payments or anything of value from MoneyHero Group employees or agents. Such employees or agents must inform the Public Official that MoneyHero Group does not engage in such conduct and immediately contact MoneyHero Group's legal department.

## **POLITICAL AND CHARITABLE CONTRIBUTIONS**

Contributions to candidates for political office are prohibited unless the General Counsel pre-approves them in writing.

Personnel must be careful to ensure that charitable contributions are not used to facilitate and conceal acts of bribery. Employees must notify their manager or Human Resources of any request for a donation of any kind. Charitable contributions to charities must also be pre-approved in writing by the General Counsel. Any political or charitable contributions must be permitted under the law and made to a bona fide organization.

## **Permitted Behaviour**

### **PERMITTED PAYMENTS**

The FCPA does not prohibit all payments to Public Officials. In general, the FCPA permits three categories of payments:

1. Facilitating Payments. The FCPA includes an exception for nominal payments made to low-level government officials to ensure or speed the proper performance of a government official's routine, non-discretionary duties or actions, such as:
  - clearing customs;
  - processing governmental papers such as visas, permits, or licenses;
  - providing police protection; or

- providing mail, telephone, or utility services.

All facilitating payments must be pre-approved in writing by the General Counsel. MoneyHero Group will authorize such payments only when the value of the payment is below U.S. \$500, the refusal to make such a payment may severely and adversely affect MoneyHero Group's ability to do business in a foreign country, and the payment is lawful under U.S. laws and regulations and applicable local laws. All facilitating payments must be properly documented in MoneyHero Group's books and records.

2. Promotional Hospitality and Marketing Expenses or Pursuant to a Contract. MoneyHero Group may pay for the reasonable cost of a Public Official's meals, lodging, or travel if, and only if, the expenses are bona fide, reasonable, and directly related to the promotion, demonstration, or explanation of Company products or services, or the execution or performance of a contract with a government or agency, and not for an improper purpose.

All promotional hospitality and marketing expenses must be pre-approved in writing by the General Counsel. MoneyHero Group will authorize and reimburse expenses only when the expenses do not exceed what is generally considered proper, reasonable, and customary in the particular locality. Such expenses shall not exceed U.S. \$100 per person. All expenses must be properly documented in MoneyHero Group's books and records.

3. Promotional Gifts. Promotional gifts of nominal value may be given to a Public Official as a courtesy in recognition of services rendered or to promote goodwill. These gifts must be nominal in value and should generally bear the trademark of MoneyHero Group or one of its products. Cash or cash equivalent gifts are strictly prohibited by this Policy.

All promotional gifts must be pre-approved in writing by the General Counsel. MoneyHero Group will authorize promotional gifts to Public Officials only when the value of the gift is below U.S. \$100, such offerings are in keeping with local custom, and the gift is lawful under U.S. and other laws and regulations and local laws. All gifts must be properly documented in MoneyHero Group's books and records.

4. Sponsorships. Sponsorships are only permitted if there is a clear business case and for specific objectives. Prior approval from MoneyHero Group's legal team and, in certain circumstances, the CFO, must be obtained before giving or accepting any sponsorships.

## **RECORD KEEPING**

It is MoneyHero Group's policy to implement and maintain internal accounting controls based upon sound accounting principles. All accounting entries in MoneyHero Group's books and records must be timely and accurately recorded and include reasonable detail to fairly reflect transactions. These accounting entries and the supporting documentation must be periodically reviewed to identify and correct discrepancies, errors, and omissions. Falsified or fictitious records are strictly prohibited, as are "off the books" transactions.



## **AUTHORIZATION FOR TRANSACTIONS.**

All transactions involving the provision of anything of value to a Public Official must occur only with appropriate authorization of MoneyHero Group's CFO and General Counsel.

## **RECORDING TRANSACTIONS.**

All transactions involving the provision of anything of value to a Public Official must be recorded in accordance with IFRS and non-US generally accepted accounting principles.

## **TRACKING TRANSACTIONS.**

All transactions involving the provision of anything of value to a Public Official must be tracked in a separate log or record, with supporting documentation identifying:

1. the name and position of the employee requesting and authorizing the transaction;
2. the name and position of the Public Official involved in the transaction; and
3. a description, including the value, of the payment or provision of anything of value, and where applicable, a description of MoneyHero Group's products or services being promoted or the relevant contractual provision if the payment was made pursuant to a contract.

## **CASH PAYMENTS**

Cash payments of any kind to a third party, other than documented petty cash disbursements or other valid and approved payments, are prohibited. Company checks shall not be written to "cash," "bearer," or anyone other than the party entitled to payment except to replenish properly used petty cash funds.

## **REPRESENTATIVES**

All third-party MoneyHero Group representatives must fully comply with the FCPA and all other applicable laws.

MoneyHero Group may be liable for improper payments and actions by third-party representatives and must therefore take reasonable precautions to ensure that third parties conduct business ethically and comply with this Policy. MoneyHero Group shall establish procedures to mitigate risk of noncompliance by third parties, such as:

1. where practicable, implementing a tender process (which, for MoneyHero Group, means asking at least two and preferably three businesses to submit proposals or quotations). This is not required where we have identified a preferred supplier that has demonstrated to MoneyHero Group that they can deliver the relevant services to our quality standards at a competitive price;
2. Performing a due diligence assessment of the third party (where possible including an integrity review); and



3. Executing a written agreement with the third party that requires compliance with all applicable anti-corruption laws.

Any third-party agent relationship that involves interaction with government officials on MoneyHero Group's behalf must be approved in advance and in writing by the General Counsel. Any potential improper conduct or corruption red flags should be escalated through the reporting channels described in this Policy before engaging in the contemplated relationship or taking further action with the third party.

## **COMPLIANCE**

MoneyHero Group personnel must be familiar with and perform their duties according to the requirements set out in this Policy. MoneyHero Group employees or agents who violate this Policy are subject to disciplinary action, up to and including dismissal. Third-party representatives who violate this Policy may be subject to termination of all commercial relationships with MoneyHero Group.

To ensure that all MoneyHero Group employees and agents are thoroughly familiar with the provisions of this Policy, the FCPA, and any other applicable anti-corruption laws, MoneyHero Group shall provide anti-corruption training and resources to those MoneyHero Group employees and agents, as appropriate.

Any MoneyHero Group employee or agent who suspects that this Policy may have been violated must immediately notify MoneyHero Group as specified in the section entitled "Reporting Policy Violations" below. Any MoneyHero Group employee who, in good faith, reports suspected legal, ethical, or Policy violations will not suffer any adverse consequence for doing so.

When in doubt about the appropriateness of any conduct, MoneyHero Group requires that you seek additional guidance before taking any action that may subject MoneyHero Group to potential FCPA liability.

MoneyHero Group reserves the right to inform the appropriate authorities where it is considered that there has been criminal activity or an apparent breach of any law.

## **DUTY TO COOPERATE**

MoneyHero Group may at times undertake a more detailed review of certain transactions, such as anticorruption compliance programs with targeted, subject-specific testing and risk assessments at more frequent intervals set by MoneyHero Group based on full audit findings and ongoing identification of risks. As part of these reviews, MoneyHero Group requires all employees, agents, and third-party representatives to cooperate with MoneyHero Group, outside legal counsel, outside auditors, or other similar parties. MoneyHero Group views failure to cooperate in an internal review as a breach of your obligations to MoneyHero Group and will deal with this failure severely in accordance with any local laws or regulations.



## **QUESTIONS ABOUT THE POLICY**

If you have any questions relating to this Policy or compliance with the FCPA or other anti-bribery and corruption laws, please contact the MoneyHero Group legal team.

## **REPORTING POLICY VIOLATIONS**

To report potential violations of this Policy, immediately notify the General Counsel.