



Anti-Money Laundering, Anti-Bribery and Corruption Policy

This document articulates operational and performance guidance for Yellow Cake plc employees, directors, business partners, contractors, consultants and advisers



1 Introduction

Yellow Cake plc (“**Yellow Cake**” or the “**Company**”) recognizes the importance of preventing money laundering and terrorism financing and is committed to the highest standards of Anti-Money Laundering and Combating Terrorist Financing (“**AML**” and / or “**CTF**”). All of Yellow Cake’s people have a personal responsibility for protecting the Company’s reputation and living up to its values.

Yellow Cake, headquartered in Jersey and listed on the LSE’s AIM, is subject to applicable legislation designed to prevent AML / CTF. This legislation includes the Money Laundering Regulations 2007 (‘the Regulation’) and the Terrorism Act 2000 (amended by the Anti-Terrorism, Crime and Security Act 2001).

To fulfil this commitment, Yellow Cake has established internal policies and procedures which every employee, director, business partner, contractor, consultant and adviser of Yellow Cake must observe. The aim of these policies and procedures is to ensure that everyone at Yellow Cake acts professionally and in a manner that will stand up to scrutiny consistent with the Company’s values and, where relevant, local anti-bribery and corruption legislation..

2 Scope

Money Laundering is the process of disguising or hiding the origin and original ownership of, or transferring, the proceeds of crime, whether or not in cash.

Criminal property may take any form, including money or money’s worth, securities, tangible property and intangible property.

Terrorism Financing is defined as providing, depositing, distributing or collection funds, directly or indirectly, intended to be used, or knowing that these funds are to be wholly or partially use, for the committing of terrorist acts.

Bribery is offering, promising, giving or accepting any unearned reward or other advantage, to influence another’s behaviour, while corruption includes an illegitimate use of office and may include a range of different types of crime, including misuse of proceeds.

This Policy is aimed to prevent any company or individual from using Yellow Cake for money laundering or terrorist financing activities and to prevent any employees, directors, business partners, contractors, consultants or advisers of Yellow Cake from committing bribery or corruption.

3 Policy

3.1 Counterparty Due Diligence

To prevent AML / CTF, Yellow Cake implements processes and procedures to conduct appropriate counterparty due diligence, identifying the counterparty with which Yellow Cake is transacting, and verifying such identity on the basis of the following “Know Your Counterparty” principles:

- Counterparty provided documentation (Verification Checking); and/or
- Information on the counterparty obtained from reliable and independent sources (Ownership Checking).



For counterparties defined as Listed Companies or Public Authorities, which present a lower risk for money laundering activities and terrorist activity due to their regulated activities, a simplified due diligence process may be put in place in Yellow Cake's AML / CTF processes and procedures if appropriate in the circumstances.

For counterparties which are not Listed Companies or Public Authorities, additional checks and due diligence will be applied. Unusual activity during the due diligence process or counterparty engagement should be reported without delay to the designated Yellow Cake Money Laundering Reporting Officer ("MLRO").

3.2 Risk Based Approach

For Yellow Cake, the threat of being involved in money laundering and terrorist financing activities depends in part on the type of business that Yellow Cake's counterparties carry out or on the country where Yellow Cake's counterparties are located. Yellow Cake will classify its counterparties based on a risk level in its applicable line of business processes and procedures. Identifying the potential risk will help to effectively manage these risks and implement appropriate controls to mitigate such identified risks.

3.3 High Risk Counterparties

Yellow Cake will not do business with the following segments of counterparties:

- Persons included in any official sanctions lists;
- Persons indicating possible involvement in criminal activities, based on available information about them;
- Persons with businesses in which the legitimacy of activity or source of funds cannot be reasonably verified;
- Persons refusing to provide the required information or documentation; or
- Entities whose shareholder / control structure cannot be determined.

The directors of the Company may also decline to do business where they reasonably believe there to be an unacceptable risk of money laundering, terrorist financing and/or breach of applicable sanctions.

3.4 Sanctions

Yellow Cake takes its obligations in relation to sanctions very seriously. The Company's current approach is to:

- 3.4.1 comply with all applicable sanctions regimes imposed by the EU, UK and UN;
- 3.4.2 comply with current "good practice" in relation to sanctions insofar as it is relevant and practical;
- 3.4.3 screen all new counterparties to ensure that the Company is not doing business with any persons included in any official sanctions lists;
- 3.4.4 implement systems and controls in respect of ongoing screening of its counterparties; and



3.4.5 periodically review its counterparties in response to sanctions developments the Company considers relevant to ensure that it can identify whether the risk of breach of sanctions is relevant.

3.5 Record Keeping

Counterparty documentation can either be submitted in physical or electronic form. An appropriate record of the received documentation, steps taken and copies of, or reference to, the documentation of the counterparty must be kept.

Records should be kept for as long as the relationship endures with the counterparty and for at least five (5) years after the relationship ends. In countries where this period exceeds the established period of time, the legally established time period will be considered to comply with local law.

3.6 Designation of Money Laundering Reporting Officer

Yellow Cake will designate a MLRO (see above). The MLRO will be responsible for:

- Considering internal reports of money laundering;
- Reporting suspicions of money laundering to the responsible authorities; and
- Acting as key liaison with the money laundering authorities.

The MLRO will also be responsible for:

- Training the business and its employees on money laundering;
- Advising on proceed after a report of suspicion on money laundering has been raised; and
- Designing and implementing AML / CTF processes and procedures.

4 Reporting Suspicious Activity

Yellow Cake expects that, if any employee, director, business partner, contractor, consultant or adviser becomes aware of any suspicion or knowledge of possible AML / CTF activity, this must be reported without undue delay to the MLRO directly. A report on suspicious activity should contain, at least, the following information, which will be confirmed by the MLRO:

- (a) Identity of the person raising the suspicion;
- (b) Date of the report;
- (c) Who is suspected of money laundering or terrorist financing activities;
- (d) Other individuals involved otherwise;
- (e) Deliverance of facts;
- (f) What is suspected and why; and
- (g) Any possible involvement of Yellow Cake. The MLRO may make reasonable enquiries within Yellow Cake to confirm these suspicions or obtain additional information to confirm these suspicions.

After this assessment, the MLRO will determine whether or not it is necessary to file an official report with the responsible money laundering authority.



Details of internal reports will be held by the MLRO separately, excluded from customer files, to avoid inadvertent or inappropriate disclosure.

5 Training

Job-specific and comprehensive anti-money laundering training should be provided to the relevant employees to help recognize and deal with transactions which may lead to money laundering or terrorist financing.

6 Bribery and Corruption

Yellow Cake values its reputation for ethical behaviour and for financial probity and reliability. It recognises that, over and above the commission of any crime, any involvement in bribery will also reflect adversely on its image and reputation.

Yellow Cake has adopted the following measures to minimise the risk of becoming involved in bribery or corruption:

- (a) Setting out a clear policy which communicates management's top-level commitment to avoid any instance of actual or perceived impropriety; training all employees, directors, business partners, contractors, consultants and advisers to recognise and avoid bribery and identify areas of malpractice;
- (b) Encouraging all employees, directors, business partners, contractors, consultants and advisers, through regular training and a culture of transparency, to be vigilant and to report any suspicion of bribery, providing them with suitable channels of communication and ensuring sensitive information is treated appropriately;
- (c) A commitment to investigate rigorously any instances of alleged bribery and to assist the police and other appropriate authorities in any resultant prosecution;
- (d) A commitment to take firm and vigorous action against any individual(s) involved in bribery; and
- (e) Periodic reports to management that include internal and external developments relevant to bribery and corruption.

For the avoidance of doubt, it is not acceptable for Yellow Cake employees, directors, business partners, contractors, consultants, advisers, or anyone on their behalf to:

- (a) give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- (b) give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- (c) accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
- (d) accept hospitality from a third party that is unduly lavish or extravagant under the circumstances.
- (e) offer or accept a gift to or from government officials or representatives, or politicians or political parties, without the prior approval of a manager or the MLRO;



- (f) threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy; or
- (g) engage in any other activity that might lead to a breach of this policy.

7 Facilitation Payments or Kickbacks

Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official). Yellow Cake, and its employees, directors, business partners, contractors, consultants and advisers, will not make, and will not accept, facilitation payments, or "kickbacks" of any kind.

In order to avoid the suggestion or perception that Yellow Cake, or someone operating on its behalf, has accepted a Kickback, Yellow Cake employees, directors, business partners, contractors, consultants and advisers must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by Yellow Cake, or someone operating on Yellow Cake's behalf, or that might suggest that such a payment will be made or accepted. If asked to make a payment, Yellow Cake employees, directors, business partners, contractors, consultants and advisers should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. Yellow Cake employees, directors, business partners, contractors, consultants and advisers should always ask for a receipt which details the reason for the payment. If there are any suspicions, concerns or queries regarding a payment, these must be raised with the MLRO without undue delay.

Yellow Cake may not receive or pay fees or commissions (money or in kind) unless these are disclosed and made clear to the client. At no time may payments impair the fair and truthful conduct of business. Any fees and/or commissions paid to or paid by Yellow Cake must be reasonable in terms of the value of the service being provided. A record of inducements must be kept and retained for five years.

8 Gifts

Yellow Cake employees, directors, business partners, contractors, consultants and advisers must not give, or offer or promise to give, or receive, or request or agree to receive, any gift, hospitality or other benefit (an "**Advantage**") in connection with the business of the Company. Any Advantage which puts the recipient under an obligation to the donor, or which is likely to make the recipient favour the donor in the hope of further Advantages, must not be accepted. Only Advantages which are considered normal by donor and recipient and which are of a type that might be provided by any regular business contact may be accepted. If an individual has any doubt as to the appropriateness of a particular Advantage, such individual should discuss it with the MLRO. Yellow Cake's policy is that Advantage valued under £200 (or equivalent value), whether given or received are not required to be declared to or pre-approved by the MLRO. All Yellow Cake employees, directors, business partners, contractors, consultants and advisers are required to notify the MLRO in writing of any Advantage given to or received from a client or any other person valued between £200 and £500. Advantages valued at over £500 (or equivalent value), whether given or received, must be approved by the MLRO prior to receipt or giving of the Advantage. Whilst the Company has provided guidance, it remains the responsibility of each individual to ensure that he or she complies with all applicable law and regulation with respect to the provision or acceptance of gifts or benefits to or from third parties.



Yellow Cake employees, directors, business partners, contractors, consultants and advisers should not, directly or indirectly, give, offer or promise to give, an Advantage to a public official no matter where they are located with the intention of influencing the public official, in order to obtain or retain business or an advantage in the conduct of business or when the official is not permitted or required by local written law to be influenced by the payment or Advantage. The term 'public official' means an individual who: (i) holds a legislative, administrative or judicial position of any kind, whether appointed or elected; (ii) exercises a public function for or on behalf of a country (including a territory or subdivision of such country or territory) or for any public agency or public enterprise; or (iii) is an official or agent of a public international organization. "Advantage" in this context includes so-called "facilitation payments", even where they are made routinely in the relevant jurisdiction, provided they are not required or permitted by local written law.

9 Policy Review and Audits

Regular reviews of the effectiveness of this Policy are carried out in addition to audits periodically undertaken by the Yellow Cake Internal Audit function. This provides senior executive management and the Board Audit Committee with the necessary assurance and information regarding the operating effectiveness of Yellow Cake's controls and processes relating to this Policy.

10 Protection

Individuals who refuse to accept or offer a bribe, or who raise concerns or report another's wrongdoing regarding potential money laundering or any other matter included in this policy, are sometimes worried about possible repercussions. Yellow Cake is committed to the highest possible standards of accountability, honesty and openness, and aims to encourage and enable individuals to raise concerns where they reasonably believe that they have discovered serious wrongdoing or danger, and ensures that such individuals are protected against suffering detriment as a result of raising a genuinely held concern, even if that concern turns out to be mistaken.

11 Breaches of this policy

Any failure to comply with the obligations under this policy could result in:

- a criminal offence being committed by the relevant individual and/or Yellow Cake;
- regulatory censure; or
- public scrutiny and/or reputational damage.

In addition, any employees, director, business partner, contractor, consultant or adviser who breaches this policy will face disciplinary action, which could result in dismissal or termination of contracts and relationships for misconduct or gross misconduct.