

Anti-Bribery and Corruption Policy*
(AB&C Policy)

* Public Disclosure Note: This document is a public version of the officially approved AB&C Policy of Freedom Holding Corp. For public disclosure purposes, it excludes any content containing personal data or internal operational details. All other provisions remain consistent with the approved version.

1. ANTI-CORRUPTION STATEMENT

Freedom Holding Corp. ("FRHC" or the "Company") upholds the highest standards of integrity, transparency, and accountability in all business dealings. We have a zero-tolerance approach to corruption, bribery, and unethical behaviour.

Our Anti-Bribery and Corruption Policy follows global standards and key laws, including the U.S. Foreign Corrupt Practices Act (FCPA), reflecting our commitment to an ethical, transparent, and corruption-free business culture.

2. THE POLICY'S OBJECTIVES

This company-wide policy sets out our commitment to preventing bribery and corruption in line with all applicable laws, including the FCPA, and recognised international principles.

Our key objectives are to:

- Foster a culture of integrity, transparency, and strong governance.
- Ensure compliance with legal and ethical standards, protecting our reputation with stakeholders.
- Provide clear guidelines for ethical business conduct.
- Raise awareness so all representatives understand and meet anti-corruption requirements.
- Reduce exposure to legal and regulatory risks.
- Promote transparency and responsible use of Company resources.

This Policy applies to all Freedom Holding Corp. entities worldwide, including subsidiaries, affiliates, and joint ventures. It covers all employees, management, contractors, business partners, the Board of Directors, and anyone acting on the Company's behalf.

3. APPLICABILITY

We follow the highest ethical and legal standards. Where local laws differ, the stricter standard will apply unless it conflicts with legal requirements. In case of uncertainty, individuals must consult the Compliance or Legal Department before taking action.

4. DEFINITIONS

For clarity, key terms in this Policy include:

- **Associated Persons** – Individuals or entities acting for or on behalf of FRHC, such as agents, consultants, contractors, joint venture partners, and third-party representatives.

- **Bribery** – Offering, giving, requesting, or accepting anything of value to improperly influence actions or decisions.
- **Corruption** – Misusing official powers or opportunities for personal or third-party gain, including bribery.
- **Conflict of Interest** – A situation where personal interests interfere, or appear to interfere, with FRHC’s interests or duties.
- **Compliance** – FRHC’s control function overseeing adherence to this Policy.
- **Gifts** – Tangible or intangible items or benefits that could influence business decisions, including entertainment, travel, services, or favours.
- **Entertainment** – Hospitality, events, or experiences of value that could be perceived as influencing decisions.
- **Local Compliance** – FRHC’s local compliance teams responsible for applying this Policy and local controls.
- **Protocol Gifts** – Modest, ceremonial gifts given in line with local customs.
- **Public Officials** – Government employees, political candidates, state-owned enterprise staff, and officials of public organisations.
- **Third Party** – Any external individual or organisation FRHC works with.

Where local laws differ from these definitions, the stricter legal standard will apply, ensuring FRHC maintains the highest ethical and compliance standards.

5. RESPONSIBILITY OF EMPLOYEES AND CONSEQUENCE MANAGEMENT

FRHC strictly prohibits offering, giving, receiving, or soliciting bribes or improper benefits, directly or indirectly, to gain business advantages or influence decisions. This includes financial incentives, lavish gifts or entertainment, and any form of undue influence.

Employees must not use personal funds to provide gifts, entertainment, or benefits to customers or third parties. All staff are expected to maintain integrity, transparency, and compliance at all times.

Any suspected or actual bribery or corruption must be reported immediately through approved channels. FRHC prohibits retaliation against good-faith reports.

Non-compliance will be treated as gross misconduct and may result in:

- Disciplinary action, including termination.
- Civil or criminal legal consequences.
- Other corrective measures as required by law or policy.

6. TRAINING AND AWARENESS

All FRHC staff, management, and relevant third parties must complete mandatory anti-bribery and corruption training

Training ensures everyone:

- Understands corruption risks and related laws.
- Knows FRHC's policies and expectations.
- Can identify, prevent, and report unethical conduct.
- Receives targeted guidance for high-risk roles, regions, or sectors.

Refresher courses keep employees updated on legal and policy changes. Staff in high-risk positions must complete specialised annual training to maintain the highest standards of integrity.

7. TRANSPARENT ACCOUNTING, INTERNAL CONTROLS AND RECORDS MANAGEMENT

FRHC maintains strong internal controls, accurate records, and regular audits to ensure transparency, compliance, and accountability.

- **Accurate Records** – All transactions must be recorded truthfully and promptly. False or misleading entries are prohibited and may result in disciplinary or legal action.
- **Internal Controls** – Robust systems are in place to prevent and detect corrupt practices and ensure accountability across the business.
- **Audits** – Periodic reviews evaluate compliance, strengthen controls, and address any gaps or irregularities.
- **Records Retention** – Documents, including financial records, due diligence reports, and training logs, are kept for the legally required period.
- **Gifts and Entertainment** – All must be recorded, with detailed declarations for those above the set monetary limits.
- **Monitoring** – Records are subject to audit, and any discrepancies will be investigated and corrected.

8. HIGH-RISK ROLES, GEOGRAPHIC LOCATIONS, AND SECTORS

FRHC tailors its compliance measures to the level of corruption risk in different roles, regions, and sectors, rather than applying a one-size-fits-all model.

- **High-Risk Roles** – Staff in these positions receive annual specialist anti-corruption training and must follow stricter approval and documentation processes for gifts, entertainment, and charitable contributions.
- **High-Risk Locations** – In regions with higher perceived corruption, third-party engagements require enhanced due diligence, and regular audits and risk assessments are carried out.
- **High-Risk Sectors** – Employees in these sectors must follow additional controls, including pre-approval for sponsorships and donations.

Management and Compliance Responsibilities

Senior leaders and Compliance regularly assess risk exposure, develop targeted mitigation strategies, and review controls to ensure they remain effective as risks evolve.

9. MANAGING THIRD-PARTY RELATIONSHIPS

FRHC is committed to ethical, transparent, and compliant dealings with all third parties, including suppliers, contractors, agents, and business partners.

Employee Conduct

Employees must never request or accept gifts, benefits, or other improper advantages from third parties. Offering such benefits is also prohibited unless expressly permitted by this Policy. Staff must act solely in the Company's best interests, avoiding conflicts of interest.

Due Diligence

Before engaging any third party, FRHC conducts due diligence to assess integrity, reputation, and potential risks, ensuring alignment with anti-corruption laws and Company standards.

Anti-Corruption Clauses

Contracts with third parties must include anti-corruption clauses, standard or tailored, requiring compliance with laws and policies, with clear consequences for breaches.

Monitoring

Relationships are regularly reviewed through performance checks, transaction reviews, and audits to detect misconduct. Non-compliance may result in corrective actions, including termination or legal measures.

High-Risk Third Parties

Those in high-risk regions or sectors face enhanced due diligence, compliance pre-approval, and ongoing tailored monitoring.

Reporting

Employees must promptly report any suspected violations in line with Section 15 of this Policy.

10. ETHICAL INTERACTIONS WITH PUBLIC OFFICIALS

FRHC prohibits offering, promising, or giving payments, gifts, or benefits to public officials to improperly influence decisions.

Permissible Exceptions

Only modest, branded gifts or light refreshments may be provided, and only if they serve a legitimate business purpose, comply with the FCPA and local laws, and follow Section 12 of this Policy.

Pre-Approval & Reporting

All gifts or entertainment for public officials, except minor approved exceptions, must be pre-approved by Compliance and reported using the proper channels.

Transparency

Every interaction must be documented, including the purpose, type and value of the gift or entertainment, the recipient's identity, and the reason for offering it.

11. ASSOCIATED PERSONS

FRHC applies strict due diligence to all Associated Persons to manage corruption risks and uphold ethical and legal standards.

Due Diligence

This includes background checks, compliance screening, and conflict-of-interest declarations to confirm integrity, legal compliance, and transparency.

Contracts

Agreements must include anti-corruption clauses and allow FRHC to terminate the relationship if violations occur.

Ongoing Monitoring

Associated Persons are subject to periodic reviews and transaction monitoring to ensure continued compliance.

Reporting

Any suspected misconduct must be reported promptly to Local Compliance or FRHC Compliance.

Acknowledgement

Associated Persons must confirm they have read, understood, and will comply with this Policy and applicable laws.

12. GIFTS AND ENTERTAINMENT

Gifts and entertainment must have a legitimate business purpose, be modest, and avoid any perception of impropriety. The purpose must be clear, documented, and consistent with ethical and legal standards.

Approval and Documentation

Items of higher value require prior approval from senior management and Local Compliance (or approval shortly after receipt if advance approval was not possible). All must be recorded according to the policies. Local laws may set lower thresholds, which take precedence.

Prohibited Items

Employees must not accept cash, cash equivalents, virtual assets, lavish gifts, or any benefits during bidding or procurement processes.

Prohibited Entertainment

Entertainment without a clear business purpose, linked to unethical venues, or considered excessively lavish is not permitted.

Government Officials

Gifts or entertainment for public officials require pre-approval, except for modest branded items or light refreshments, which must still meet ethical standards.

13. CHARITY AND SPONSORSHIP

FRHC supports charitable causes and community initiatives that align with its corporate social responsibility (CSR) values, including community development, education, environmental sustainability, and public health.

Contributions and sponsorships must never be used to gain improper business advantages or influence public officials.

Due Diligence

Before approval, FRHC verifies the legitimacy and reputation of the recipient, screens for conflicts of interest, and confirms that funds will be used for their intended purpose.

Prohibited Contributions

FRHC does not allow contributions intended to influence officials, support unethical organizations, or be made in cash or through undocumented channels.

14. AB&C CONTROLS DURING HIRING AND PRE-EMPLOYMENT

FRHC applies strict controls to ensure hiring and promotions are based on merit, prevent nepotism, and reduce corruption risks.

Prohibited Practices

Hiring or promotion decisions based on bribes, favours, or nepotism are forbidden, and candidates with a record of unethical conduct will not be hired.

15. POLICY ON REPORTING BREACHES OF ANTI-CORRUPTION LAWS AND POLICY VIOLATIONS

FRHC has a strict framework for reporting and investigating suspected breaches of anti-corruption laws or Company policy to ensure swift action and accountability.

How to Report

Employees must promptly report suspected violations, such as improper gifts or facilitation payments, through designated compliance channels.

Confidentiality and Protection

All reports are treated confidentially and shared only when necessary. Employees who raise concerns in good faith are protected from retaliation

16. INVESTIGATIONS

All allegations are investigated promptly and fairly, with escalation to authorities where required by law.

Investigations are conducted promptly and fairly, in line with applicable laws and Company standards to ensure consistency and fairness.

17. ADHERENCE TO AB&C POLICY

All FRHC subsidiaries must follow this Policy, upholding the highest standards of ethics, integrity, and legal compliance to protect the Company's reputation and stakeholder trust.

Policy Integration

Subsidiaries must integrate this Policy promptly including:

- Updating internal documentation.
- Establishing measures to prevent and detect breaches.

- Providing training to employees and associated persons.

18. RISK ASSESSMENT AND REVIEW OF CONTROLS

FRHC actively identifies, reduces, and monitors corruption risks in line with regulations and best practices.

- **Regular Assessments** – Periodic reviews identify vulnerabilities and address risks promptly.
- **Ongoing Improvement** – Internal controls and anti-corruption measures are updated in response to assessment findings, regulatory changes, and emerging issues.
- **Leadership Oversight** – Senior management ensures the risk process aligns with Company objectives and compliance standards.

19. PERIODIC POLICY REVIEWS AND UPDATES

FRHC ensures this Policy remains relevant and effective through regular monitoring and updates.

Any updates are promptly communicated to all covered individuals to ensure continued awareness and compliance.

20. ADMINISTRATION AND CONSULTATION

The Compliance function owns this Policy, ensuring it is regularly reviewed, updated, and aligned with current legal and regulatory standards.

Employees must follow the most up-to-date version and contact Local Compliance or FRHC Compliance with any questions about its scope, interpretation, or application.