

Exiger Limited Company No. 8613726
Exiger Canada, Inc. Company No. 1042818-3

EXIGER LIMITED
&
EXIGER CANADA, INC.
(“Company”)

Resolutions in Writing of the Directors of the Company Passed
on May 31, 2024

WHEREBY the Directors of the Company entitled to attend and vote at a meeting of the Directors of the Company **RESOLVE** the following to take effect as if such resolutions had been passed at a meeting of the Directors duly convened and held.

1. PURPOSE

The purpose of the resolution is to approve Exiger Limited and Exiger Canada, Inc. Human Rights and Modern Slavery Statement for the fiscal year 2023.


2. RESOLUTION

Resolved to approve Exiger Limited and Exiger Canada, Inc Human Rights and Modern Slavery Statement for the fiscal year 2023, appended herein. This statement is drafted in regard to Section 54 of the UK Modern Slavery Act (2015), and Canada’s Fighting Against Forced Labor and Child Labour Supply Chains Act, and demonstrates Exiger Limited’s and Exiger Canada, Inc.’s commitment to address and prevent the risk of modern slavery in its operations and supply chain.

The foregoing resolutions are approved by the Board and signed on its behalf by:

ELI CHERKASKY
DIRECTOR

Date: May 31, 2024


Eli Cherkasky (May 31, 2024 13:06 EDT)

EXIGER LIMITED AND EXIGER CANADA, INC'S HUMAN RIGHTS AND MODERN SLAVERY STATEMENT

This joint statement is published on behalf of Exiger Limited (Company 8613726), and its subsidiary Exiger Canada Inc. (Corporation No. 1042818-3) (collectively "Exiger"), pursuant to section 54 of the UK Modern Slavery Act (2015), and Section 6(2) of Canada's Fighting Against Forced Labor and Child Labour Supply Chains Act.¹ Exiger Limited is a wholly-owned subsidiary of Exiger Holdings, Inc., a company headquartered in New York.

In conducting our business, Exiger is committed to protecting and maintaining all internationally recognized human rights with respect to our employees, the communities in which we operate, and the communities within which our supply chains operate globally. This statement reflects our approach to both modern slavery and human rights, and details the action Exiger Limited has taken to address the risk and steps in prevention of modern slavery in our operations and supply chain during the financial year ending December 31, 2023, and how we intend to improve these efforts moving forward.

Who We Are and What We Do

Exiger is a global regulatory and financial crime compliance and risk management company. Exiger equips financial institutions, multinational corporations, and governmental agencies with the practical advice and technology solutions needed to prevent compliance breaches, respond to risk, remediate major issues, and monitor ongoing business activities. Exiger works with clients worldwide to assist them in managing their critical challenges effectively while developing and implementing the policies, procedures, and programs needed to create a sustainable compliance environment.

Exiger Canada Inc. is a regulatory and financial crime compliance and risk management company. Exiger equips financial institutions, multinational corporations, and governmental agencies with the practical advice and technology solutions needed to prevent compliance breaches, respond to risk, remediate major issues, and monitor ongoing business activities.

By the end of the 2023 financial year, Exiger employed approximately 700 people, with offices in the United States, United Kingdom, Australia, Canada, Hong Kong, Romania, and Singapore. Alongside our staff, independent contractors and data service suppliers play a key role in our client-facing teams and in providing our diligence and technology services.

Our Approach to Human Rights and Modern Slavery

Exiger is led by CEO and President Brandon Daniels, who is a member of the Board of Directors of Exiger Limited, our United Kingdom based affiliate, and Exiger Canada Inc., our Canadian-based affiliate. Exiger's Board of Directors provides both leadership and a strong tone from the top regarding ethical conduct.

Exiger was founded to conduct the largest ever court-appointed monitorship of a global financial institution. We are committed to conducting business in a responsible manner. Integrity—one of our company's seven guiding principles—is embedded in Exiger's culture through our Code of Conduct, which outlines the values and high ethical standards of both personal and corporate conduct expected of everyone who works for or with Exiger.

Exiger is committed to ensuring that no modern slavery or human trafficking takes place within our business. We have a zero-tolerance policy towards forced or bonded labor; we ensure all our terms of employment are voluntary and adhere to local laws with respect to minimum age requirements, wages, overtime, and working hours; and we expect the same from our suppliers, contractors, and third parties. Further, Exiger employees are encouraged to speak up and to raise any concerns of potential or actual ethical conduct breaches.

Our Assessment of the Risk to our Organization and Supply Chains and Supplier Due Diligence

Exiger has assessed our organization's modern slavery risk to be relatively low given the nature of our service offerings. Exiger is a consultancy in the governance, risk, and compliance space and provides technology-enabled solutions. Exiger employs a highly skilled workforce, and according to the Global Slavery Index, operates almost

¹ Since Exiger Limited and Exiger Canada Inc. use the same, or substantially the same, policies and procedures regarding modern slavery risk, this statement constitutes a single, consolidated description of their actions to address such risks for the purpose of the UK Modern Slavery Act and Canada's Fighting Against Forced Labor and Child Labor Supply Chains Act.

exclusively in countries with a lower prevalence risk of modern slavery. Remediation measures were not needed as Exiger was not made aware of any instances of child labor in its supply chain.

Moreover, Exiger ensures all permanent staff and independent contractors undergo a criminal background check prior to onboarding. Additionally, Exiger subjects its diligence suppliers to enhanced due diligence through Exiger's bespoke third party management software, DDIQ and Insight 3PM. This technology uses artificial intelligence to conduct public records research and negative news screening, as well as risk rates our suppliers to enable Exiger to closely monitor higher-risk suppliers. Our highest risk suppliers are subject to daily negative news screening to ensure we can quickly identify and monitor any new risk.

Exiger also has a Code of Conduct which applies to all of our employees, officers and directors. Exiger's Code of Conduct explicitly provides that we have a zero-tolerance policy towards forced and bonded slavery and are committed to ensuring that there is no modern slavery or human trafficking within our business or supply chain. Our employees, officers and directors annually acknowledge in writing their understanding of and adherence to our Code of Conduct.

Exiger's operational procurement consists primarily of office facility services, such as security and cleaning, and of product purchases, such as laptops, office supplies, and marketing materials. To minimize the risk of modern slavery further down these supply chains, Exiger ensures responsible procurement practices, such as avoiding unreasonable expectations and excessive downward pressure on pricing.

Exiger has also established a compliance hotline where employees, and external stakeholders can anonymously report violations of Exiger's Code of Conduct, including human trafficking incidents. Exiger will continue to take steps to strengthen our due diligence efforts around human trafficking and illegal labor practices.

Exiger Limited's London office obtains facilities services from one supplier. This supplier is a signatory to the UN Global Compact, a public declaration of their commitment to business integrity. The supplier has published their own Modern Slavery Statement explaining the steps they have taken to prevent modern slavery and human trafficking from their supply chains. We will continue to review this relationship to ensure such standards are maintained.

Our Approach to Training

Exiger employees are familiar with the company's Code of Conduct and core values. As noted above, all of our employees, officers and directors are required to review and acknowledge their adherence to our Code of Conduct each year. All Exiger employees are required to attend a training session regarding Exiger policies and procedures, including Exiger's Code of Conduct. Exiger is committed to responsible sourcing and combating human rights violations in its global supply chain.

Our Progress During the Previous Financial Year

Although Exiger has never identified a human rights breach within our organization or our supply chains, we are not complacent. During the 2019, 2020, 2021, and 2023 financial years we have:

- Updated our Code of Conduct to include specific commitments we have made for addressing ethical issues, including modern slavery.
- Updated our procurement process to ensure a more robust due diligence process during new supplier onboarding. In the event that we are considering entering into a high-risk relationship with any supplier, such relationship will be vetted by our internal Client Selection and Conflict Management Committee. If accepted, the relationship will be subject to ongoing monitoring to ensure compliance with our high ethical standards.
- Implemented an anonymous ethics and compliance reporting hotline, available 24 hours a day to all Exiger employees and external stakeholders, in all our host country languages, to ensure that any individual wishing to submit an incident report may do so without fear of retribution.
- Mapping the supply chain of Exiger-branded merchandise; this includes reviewing our vendors, identifying product sources, and identifying and addressing potential modern slavery risks further down the chain.
- Providing modern slavery guidance to our operational procurement staff to further increase awareness of the risks within our supply chains. We will encourage greater consideration of ethical performance as a deciding factor in procurement selection.
- Developing a Supplier Code of Conduct which will supply guidance to all suppliers and their representatives, employees, agents, suppliers, and subcontractors regarding Exiger's mission, rules, and expectations for suppliers in social and environmental matters; and
- Reviewed our vendors for branded merchandise to identify and assess modern slavery.

Our Plans for the Future

We are committed to continually improving our efforts to identify, address, and prevent modern slavery. Moving forward, we commit to:

- Mapping the supply chain of Exiger-branded merchandise; this includes reviewing our vendors, identifying product sources, and identifying and addressing potential modern slavery risks further down the chain; and
- Developing and Implementing a Supplier Code of Conduct which will supply guidance to all suppliers and their representatives, employees, agents, suppliers, and subcontractors regarding Exiger's mission, rules, and expectations for suppliers in social and environmental matters.

Exiger Limited and Exiger Canada, Inc.'s Board of Directors reviewed and approved this statement as a declaration of its commitment to address and prevent modern slavery within our business and out supply chains.

In accordance with the requirements of the Act, and in particular section 11 thereof, I attest that I have reviewed the information contained in the report for the entity or entities listed about. Based on my knowledge, and have exercised reasonable diligence, I attest that the information in the report is true, accurate and complete in all material respects for the purposes of the Act, for the reporting year listed above.

I have the authority to bind Exiger Limited and Exiger Canada, Inc.

Signature: 
[Eli Cherkasky \(May 31, 2024 13:06 EDT\)](#)

Name: Eli Cherkasky
Title: Director and COO
Date: May 31, 2024