

Funding Circle Code of Conduct

A guide for Circlers

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Overview

Funding Circle is dedicated to implementing and maintaining the highest standards of behaviour, ethics and integrity among its workforce of Circlers, and to creating a culture where adherence to these standards is recognised and rewarded. This **Code of Conduct** ("**Code**") outlines these standards. It supports our mission and complements our values against which each Circler's performance is appraised and provides guidance as to what conduct we should expect of each other and how we should interact with others. Our conduct will determine whether people trust us to back them and join us on our mission. Respect for investors, borrowers, stakeholders and each other are foundational to our success.

This Code, together with formal policies and procedures specific to each team within Funding Circle, sets out the minimum behavioural standards required of all Circlers. All policies referenced in the Code of Conduct can be found on Funding Circle's HR system, HiBob which can be accessed via Okta. It is each Circler's responsibility to be aware of and understand this Code and the policies which apply to them. Failure to follow the Code can result in disciplinary action, including termination of employment or other relationship with Funding Circle.

We want Circlers to speak up if they see something wrong or experience behaviours that are not in line with this Code. We do not allow retaliation against any Circler who reports or participates in an investigation of any breach of this Code or our policies. If you have a question or concern or are unsure whether your conduct or the conduct of other Circlers complies with this Code, you can contact your manager or someone in the People Team, Legal or Compliance.

In the UK we are required to comply with the FCA's individual Conduct Rules and for reference, these have been noted below. We ask that you familiarise yourself with the Conduct Rule Breach Standard. These have also been integrated within our values to ensure that we all help each other to maintain the highest standards of behaviour.

1. Act with integrity
2. Act with due skill, care and diligence
3. Be open and co-operative with regulators
4. Treat customers fairly
5. Observe proper standards of market conduct
6. Act to deliver good outcomes for retail customers

In accordance with updated regulatory standards, the FCA's individual Conduct Rules strictly encompass serious non-financial misconduct, including bullying, harassment, and workplace violence. Serious infractions under these definitions directly constitute a formal regulatory breach of Rule 1 (Integrity) or Rule 2 (Due skill, care and diligence). Conduct risk is considered when setting corporate strategy and direction. Our leaders are accountable, responsible and are challenged to ensure that the areas for which they are responsible are controlled effectively.

As a business, we recognise our role in connecting SMEs and the real economy with investors, providing thousands of small business owners with access to finance. We are here to serve customers, who in turn provide a very real and tangible positive impact on society. Their success is our success, and by focusing on delivering products with a superior experience and customer service, we will have a long term positive impact.

We also know that our success over the long term relies upon our broader role in society. As a business, we are committed to growing sustainably, managing our environmental impact, making responsible decisions and choices, and supporting societal progress.



Everyone is required to comply with the **Conduct Risk Management Framework** and other applicable risk policies and standards. Our conduct principles are:

1. We conduct ourselves honestly and professionally. We maintain high ethical standards. We recognise that the way we behave and work reflects on Funding Circle, and our interactions with customers, third parties, regulators and stakeholders.
2. We comply with all legal and regulatory requirements as well as Funding Circle policies, standards and procedures. We report any suspicion of fraud or other form of unacceptable or illegal practice that comes to our attention.
3. We take personal responsibility and accountability for proactively identifying, assessing, managing and reporting risks within our team and across Funding Circle.
4. We do not use our position, influence or authority for personal gain.
5. We only offer customers products or services consistent with their specific needs and only once they understand them. In particular:
 - we do not sell products or services with the sole aim of generating commissions or income and without regard to the interests of the customer; and
 - we do not offer incentives to certain customers to the detriment of others.
6. We act in the best interests of borrowers and investors.
7. We deal with regulators in an open and cooperative way, and disclose to the appropriate regulator anything relating to the firm of which the regulator would reasonably expect notice.
8. We observe proper standards of market conduct and we put in place measures to prevent market abuse.
9. We protect customers' data.
10. We put in place measures to prevent financial crime.

Matters Requiring Disclosure

All Circlers are required to inform their line manager or other appropriate contact of the following circumstances:

- Any conflict of interest or outside business interest
- Police arrest or caution, conviction for a criminal offence, judgement or court offenses
- Changes in legal right to work status
- Any adverse credit judgements (if the requirement to provide this information is permitted by local law)

Managing our Risk: The Enterprise Risk Management Framework (ERMF)

The Enterprise Risk Management Framework (ERMF) governs the way in which we identify and manage risks to our business. All Circlers are required to play their part in actively managing risks to our business, and need to be familiar with risk management policies relevant to their role, know how to escalate actual or potential risk issues, and have a role-appropriate level of awareness of the risk management process as defined by the ERMF.



Our Mission

Our mission is to help small businesses get the funding they need to win.

At the heart of Funding Circle, we have a strong commitment to our mission. Our mission serves as a compass, guiding our efforts. We want to **make a difference**.

Integral to our mission are our values. These values represent the fundamental principles that define our character and influence our decisions. It is the associated behaviours which bring each value to life.

We commit to meeting our obligations as a regulated financial services provider. We are committed to providing high quality support for our customers. We address their concerns, promptly resolve their complaints and work to improve customers' experience.



Our Values



Find a better way; challenge assumptions, seek insights, and make informed decisions.

- **CHALLENGE:** Think about the best way to do something vs. the way it's been done before. Seek out continuous improvement.
- **INSIGHT:** Seek insights internally and externally that inspire innovation. Use data to measure your impact.
- **DECISION-MAKING:** Spot opportunities and share recommendations. Gather different perspectives to make informed decisions.

Circlers are encouraged to **challenge assumptions**, to **seek insights** and **make informed decisions**. Everyone has a voice, so be ambitious.

Just because something has been done a certain way for a long period of time, doesn't mean it can't be changed or can't be improved. In order to succeed we need to keep evolving.

It is also critically important that Circlers **act professionally, competently and with due skill, care and diligence**. Central to this is understanding the **Conduct and Compliance Risk Management Policy** and complying with applicable laws and regulations. We take compliance and risk management seriously. A culture of compliance and good conduct is embedded in everything we do.

We have policies, standards and procedures in place that are a key component for how we do business and which help us to manage and mitigate risks. The risk policy framework establishes clear governance, management and accountability parameters. It also ensures that we comply with legal and regulatory requirements that apply to us. Compliance with these requirements is of critical importance; it ensures we do the right thing by customers and colleagues.

By following our policies, our approach to risk management is consistent and will keep us and our customers safe and secure. It will also ensure that we can continue to protect our integrity and reputation. The key policies and standards we have in place include:

- Anti-bribery and corruption;
- Anti-money laundering and counter-terrorist financing;
- Complaints;
- Conflicts of interest;
- Conduct risk management;
- Personal account dealing;
- Sanctions; and
- Whistleblowing.

The policies and standards describe in more detail the rules that all Circlers are expected to follow.



Our Values



Take small steps fast and deliver; be ambitious, take accountability, see it through with grit.

- **INITIATIVE:** Be a self-starter. Dream big and take action inch by inch to achieve goals.
- **ACCOUNTABILITY:** Own the role and take action to fulfill responsibilities. Admit faults and make fixes.
- **GRIT:** Persevere to see things through to the end and fulfill commitments. Overcome barriers with ownership and grit.

Circlers are encouraged to be **courageous and innovative** in their work.

To remain innovative in a constantly changing environment requires **discipline**. Circlers must take **ownership** of their work. This means taking small steps fast and committing to delivering against goals and targets, and to **meeting and exceeding expectations**.

Circlers must take pride in their work, learn from their mistakes, and persevere in the face of challenges.



Our Values



Build trust through transparency and integrity; be honest, seek feedback, and communicate clearly.

- **INTEGRITY:** Build trust by being authentic and respectful. Engage in open and honest conversations
- **FEEDBACK:** Seek out feedback from customers and fellow Circlers. Always share feedback that comes from positive intent.
- **COMMUNICATION:** Communicate clearly and concisely. Use appropriate channels to ensure your audience understands.

We strive to **act fairly, ethically and openly in all we do**. Circlers know that treating everybody with respect and honesty builds trust.

We want all Circlers to “speak up” if they see any wrongdoing. Our **Whistleblowing Policy** sets out the details of how to report illegal or unethical activities and the legal protections around this. But we want to foster an environment where Circlers are encouraged and feel safe to raise any issues of concern, poor practices and behaviours without fear of repercussion, retaliation or victimisation - not just those that are “qualified disclosures” under the Whistleblowing Policy.

We strive to be **transparent** with, and accountable to, our customers at all times. It means being honest and open with our customers and putting them at the heart of our business.

A **conflict of interest** may arise in any situation where there are competing interests or loyalties. All Circlers should avoid any action which could cause them to pursue a personal benefit at the expense of Funding Circle or its customers. Where conflicts of interest can't be avoided, we must ensure that they are appropriately identified and managed. Our **Conflicts Policy** gives more detail on conflicts of interest and how these should be managed.

We are committed to a supportive work environment, where employees have the opportunity to reach their full potential. Circlers are expected to do everything they can to create a workplace culture that is free of harassment, intimidation, bias and unlawful discrimination. Work-related non-financial misconduct targeted at colleagues is a severe violation of this culture and is captured under our regulatory framework. Any such verified conduct will be treated as a formal disciplinary matter, up to termination of employment, and handles appropriate regulatory reporting as required by the FCA.



Our Values

stand together

We win and lose as one team; celebrate diversity, listen actively, and support each other.

- **INCLUSION:** Treat everyone equitably and with respect. Invite others to contribute and celebrate diverse thoughts.
- **ACTIVE LISTENING:** Keep an open mind to others' lived experiences. Learn and grow as an ally.
- **TEAMWORK:** Collaborate effectively within and across teams. Actively seek out ways to develop yourself and others.

We **work as a team**. We listen, understand and support each other, and win or lose as one.

Funding Circle expects all Circlers to act with the highest standards of conduct and integrity, and in a manner which promotes an inclusive culture for all. We expect Circlers to be guided by our values, apply sound judgement, and act within the law. Our **Conduct Risk Management Framework** supports and enables a robust management culture, covering the fundamental principle of Treating Customers Fairly, dealing with conflicts of interest, risk culture and good corporate governance, market conduct and market integrity.

As employees at Funding Circle we are all personally accountable for what we do every day. Standing Together means that **all Circlers are accountable** for conduct risk management to the extent relevant to their role. Effective conduct risk management is implemented and practiced at all levels and in every region where we operate. In the UK, all employees are subject to the FCA's individual Conduct Rules set out above and incorporated into the general conduct principles below. These six rules apply as part of the Senior Managers and Certification Regime (SMCR). Failure to comply could result in disciplinary action, both from Funding Circle and from the FCA. This accountability explicitly extends to how we handle non-financial misconduct. Employees and Managers are individually accountable for taking reasonable, authorised steps to protect staff, appropriately handle non-financial misconduct complaints, and proactively sustain an environment safe from hostile or intimidating behavior.



Our Values

live the adventure

Champion our culture; show curiosity, embrace change, and bring your passion every day.

- **CURIOSITY:** Keep learning, take on challenges, try new things, feed your curiosity through developing and problem solving.
- **ADAPTABILITY:** Adapt to new situations with a willingness to flex and learn. Look for better ways to do things. Find opportunity in change.
- **CULTURE CHAMPION:** Get involved in shaping our culture. Be advocates for each other. Invest time in sharing knowledge and experiences with others.

We bring our passion to work every day, and have fun.

Each and every person at Funding Circle must be passionate about doing the right thing for customers through understanding, adhering to, and practising the principles of the Code.

We can't set out all possible examples of expected conduct but we expect all Circlers to think about "doing the right thing" at all times and to be guided by the letter and the spirit of the Code. If you aren't sure what the right thing to do is in any circumstance, please ask your manager or someone in the People Team, Legal or Compliance.



Our Values

obsess over the customer

Start with the customer; work hard to serve them, create great experiences, and build a trusting partnership

- **CUSTOMER FOCUS:** Keep the customer at the heart of everything we do. Seek to understand our customer needs to provide a great service.
- **DELIVERY:** Recognise customer constraints and opportunities for a better FC experience. Implement impactful changes.
- **PARTNERSHIP:** Build a trusting partnership with customers to support them in their time of need

We believe in the **continuous improvement** of our services and our customers' experience. We also believe in the continuous improvement of our people. We have developed and committed to a strong learning culture to help Circlers learn and develop in their roles, and beyond.

We **treat customers fairly and with respect** by putting them first and providing a superior level of service to them. Our individual company goals are put in place to achieve our primary long-term goal: to become the first choice for small business finance. To achieve this we must build long-term, trusting relationships with borrowers.

Integrity is a hallmark of our culture and business. We earn the trust of our colleagues and customers by ensuring everything we do is reliable, consistent and performed with the highest level of integrity. By following the high standards set out in this Code of Conduct, each of us protects, maintains and enhances Funding Circle's reputation.



Diversity, Equity and Inclusion Statement

On a mission, **together**

At Funding Circle, we're on a mission to back small businesses like no other company has ever done before. To succeed, we need a team that reflects the diverse world of the customers we support. We know that our success comes from a culture where every Circler - regardless of background, identity, or experience - feels the confidence to bring their whole self to work.

In our fast-moving environment, we don't just "accept" diversity; we seek it out to help us spot opportunities and find a better way. We provide the space for you to take ownership and run with it, ensuring that everyone has the platform to contribute their ideas and the support to be successful.

Being a Circler means backing each other as much as we back small businesses. We measure our success not just by individual achievements, but by the impact we have on others. We cherish our diversity - across culture, gender, race, disability, sexual orientation, and thought - and we Stand Together to make it happen, every single day.

Equal Opportunities Statement

At Funding Circle, we know that diversity and difference are key strengths. We ensure Circlers of all backgrounds are treated equally, and continually focus on creating an environment that welcomes, supports and provides equal opportunities to everyone, irrespective of culture, gender, race or ethnicity, gender identity and expression, disability, marital status, age, nationality, pregnancy or maternity, religion or belief, sex or sexual orientation.

This policy applies to promotion, training, placement, transfer, dismissal as well as remuneration, grievance and disciplinary procedures and decisions. This policy also applies to recruitment of persons from outside the workplace and the treatment of contract workers.

Funding Circle has no tolerance for any form of discrimination. Circlers should be aware that in certain circumstances, should they be guilty of discrimination, they may be personally legally liable for their actions.

Our policy for the employment of disabled persons is to provide equal opportunities with other Circlers to develop skills and secure roles relevant for them and their career ambitions. This includes making reasonable adjustments to the workplace to support this. Our recruitment process ensures all applications, including those from disabled persons, are treated equally and fairly.

Modern Slavery Statement

The full Funding Circle Modern Slavery Statement can be viewed [here](#).



Directory and Whistleblowing

If you have any questions about, or concerning items in this Code, please contact any of the below:

- **People Team:** hr-uk@fundingcircle.com (or your People Partner)
- **Legal Team:** legal-uk@fundingcircle.com
- **Compliance Team:** compliance@fundingcircle.com

If you believe that there has been a breach of this Code and do not feel able to speak to your manager or a member of the people, legal or compliance teams, you can notify the relevant Whistleblowing Officer in writing, by email, or by phone (with the latter providing the option of anonymity) as follows:

Whistleblowing Officer: Head of Enterprise Risk and Compliance

Email: whistleblowing-UK@fundingcircle.com

Whistleblowing hotline (with option to remain anonymous): 0800 915 1571

External whistleblowing website (with option to remain anonymous): <https://www.safecall.co.uk/file-a-report/>

Referenced Policies

All policies referenced in the Code of Conduct can be found on Funding Circle's HR system, HiBob.

