



# DTCC Supplier Code of Conduct

**Date:**

02/05/2024

## INTRODUCTION

As a global financial services leader, DTCC's Supplier Code of Conduct (the "Code") describes our expectations for how its Suppliers and their personnel and any and all employees, affiliates, agents, officers, directors, other representatives, Subcontractors (and their employees) and consultants (collectively, "Representatives") conduct business to align with DTCC's commitment to integrity and high ethical standards. Adhering to the letter and the spirit of the Code and applying sound judgement is integral to the success of DTCC.

All Suppliers and their representatives engaged in providing products or services to DTCC are expected to act and operate in accordance with the expectations outlined in this Code and to comply with all applicable laws, rules, regulations and standards within the geographies in which they operate.

The Code is applicable to Suppliers of DTCC and any of its subsidiaries, including but not limited to the DTCC Clearing Agencies' businesses (National Securities Clearing Corporation ("NSCC"), Fixed Income Clearing Corporation ("FICC"), and The Depository Trust Company ("DTC")), as well as their support areas.

## COMPLY WITH THE LAW

### FAIR COMPETITION

We compete fairly for business by providing excellent service at fair and reasonable prices and expect our Suppliers to do the same.

DTCC and its Suppliers are prohibited from participating in price fixing arrangements with competitors or potential competitors and may not collude with anyone in dividing up markets or denying a party access to services. Furthermore, laws and regulations may prohibit conditioning the availability or price of one product on the purchase of another.

### FRAUD

DTCC does not tolerate fraud, which is a false representation, including concealment of fact by words or conduct, or in books and records. Our reputation for integrity and our continued success depends on conducting business honestly and in accordance with our legal and regulatory obligations. Fraud or any unethical or criminal conduct on the part of any Supplier or anyone doing business with DTCC will not be tolerated. DTCC Suppliers are expected to behave ethically and honestly when conducting business, submitting time sheets or billing, disclosing background information, and during contract negotiations. Failure to do so may result in termination of your engagement with DTCC.

### BRIBERY AND FACILITATION PAYMENTS

Suppliers must not directly, or indirectly, bribe others or accept bribes in connection with any dealings in any country. This includes persons in the private sector and government or foreign or domestic public officials.

### GIFTS AND ENTERTAINMENT

Suppliers are prohibited from giving or receiving gifts and entertainment that are in violation of applicable laws or regulations, intended to obtain special favors or impair the impartiality or professionalism of the

recipient, may be construed as bribery, would be considered lavish or inappropriate under the circumstances, or may create the appearance of impropriety or a conflict of interest.

## CONFLICTS OF INTEREST

It is Suppliers' obligation to be alert to actual or potential conflicts and to manage and/or escalate them as appropriate. DTCC will always deal fairly with its clients, competitors, Suppliers, the public, and any other entity or individual. DTCC expects its Suppliers to maintain a similar level of diligence to avoid any conflicts of interest. Supplier, their employees and their family members (or any other Supplier Representatives) cannot receive improper benefits through their relationship with DTCC or allow other activities to conflict with acting in the best interests of DTCC.

## ANTI-MONEY LAUNDERING

We are committed to protecting DTCC from being used to facilitate money laundering, terrorist financing, financial crimes, and any other illegal operations. DTCC expects Suppliers to have appropriate controls in place to detect and investigate criminal activity including money laundering.

## SANCTIONS

DTCC has a comprehensive Global Sanctions program to ensure ongoing compliance with all applicable global sanctions regulations (e.g., those regulations enforced by the U.S. Treasury Department's Office of Foreign Assets Control ("OFAC"), Her Majesty Treasury, European Union, etc.).

Suppliers are expected to have appropriate controls in place to ensure that its personnel do not, whether intentionally or unintentionally, breach any sanctions that have been imposed against any countries, organizations, groups, entities, or individuals.

## RECORDS MANAGEMENT

Suppliers are responsible for managing DTCC's records (including data, information and files) in compliance with applicable legal and regulatory requirements during the engagement and at termination. Suppliers must notify DTCC of material changes to their internal processes, controls and technology (e.g., the use of a new storage solution or introduction of communication functionality or artificial intelligence) which could impact compliance with these obligations. At the conclusion of the engagement, Suppliers are expected to provide an attestation or equivalent documentation evidencing the return/destruction of DTCC's records, unless the records are publicly available.

## PROTECT CONFIDENTIAL INFORMATION

### CLIENT CONFIDENTIAL INFORMATION

DTCC is entrusted with non-public information from and about its clients that is confidential and that must be protected from public disclosure. Suppliers are expected to protect confidential information. Access to such information must be limited based on a need-to-know basis and appropriate measures must be taken to safeguard such information.

## DTCC CONFIDENTIAL INFORMATION

Suppliers may have access to information about DTCC that cannot be shared without proper authorization. Such information includes, but is not limited to, financial and business information, technical network configurations and/or diagrams, application source code, and internal policies, procedures, job aids, etc. (“Confidential and Restricted Information”). Access to such information must be limited on a need-to-know basis and appropriate measures must be taken to safeguard it.

The obligation to safeguard and maintain Confidential and Restricted information in confidence is continuous, while assigned to DTCC and after the assignment ends. The unauthorized use or disclosure of Confidential and Restricted Information may cause irreparable harm to DTCC and its business.

## HUMAN RIGHTS

DTCC is committed to respecting human rights and demonstrating responsible employment practices in all regions where we conduct business. We are guided by standards including the Modern Slavery Act 2015, enacted by the UK Parliament to expose and combat forced labor. Millions of people around the world are trapped in some form of forced labor, the term used to describe all forms of modern slavery, including trafficking, debt bondage, and child labor.

The Modern Slavery Act includes a provision on transparency in supply chains that requires certain businesses operating in the United Kingdom (and, based on certain criteria, their UK and US affiliates or parent) to disclose the steps taken to ensure there is no modern slavery in their own business and their supply chains (e.g., companies and Suppliers that provide it with goods or services).

DTCC requires adherence to business standards that are pertinent to mitigating the risk of slavery and human trafficking that could occur within the company’s business or in any part of its supply chains.

## DISCRIMINATION AND ANTI-HARASSMENT

At DTCC, we treat individuals fairly with respect to onboarding, terms and conditions of engagement, training, and termination of engagement, without regard to any characteristics protected by applicable law and expect the same from our Suppliers.

We require all relationships among persons in the workplace to be business-like, respectful, and free of bias, prejudice, and harassment.

## DIVERSITY AND INCLUSION

DTCC is committed to employing a workforce that reflects the diversity in our markets, and one that understands and appreciates the global client base with which we do business. Suppliers are expected to engage a workforce that is inclusive of diverse groups in order to harness the full array of talent, ideas and attributes offered by the global workforce and to discover increasingly better ways to deliver for our clients.

We recognize that diversity and inclusion is core to who DTCC is and is key to our business success. We channel the power of inclusion and embrace the similarities and differences in our global workforce to shape our ability to innovate, create and continuously evolve – all of which enable us to secure the financial services industry.

## WHISTLEBLOWER PROTECTION

Suppliers have the right to bring forward workplace practice or policy issues that they believe to be in violation of a law, against a public policy, and/or is fraudulent or unethical.

DTCC has designated the following company resource to receive complaints and answer Supplier questions regarding this policy:

- U.S: 1 (844) 815-4396
- Europe, APAC & Latin America: 1 (800) 729-1514
- Mycompliancereport.com      Access Code: **DTCC**