



Anti-Money Laundering Policy

This document articulates operational and performance guidance for Northgate Information Solutions companies, employees and business partners.

| | INFORMATION |
|-----------------|--------------------------------|
| Document Id | Anti-Money Laundering Policy |
| Document Owner | Karen Kaufman/Sascha Schneider |
| Issue Date | May 2009 |
| Last Saved Date | April 2016 |

Introduction

Northgate Information Solutions ('Northgate') 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/CTF').

Northgate, headquartered in the United Kingdom, 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, Northgate establishes internal policies and procedures; subsidiaries may have additional local policies and procedures designed to comply with local legislation in the jurisdictions in which they operate.

This Policy establishes standards which every employee, contractor and business partner of Northgate should observe.

1. Scope

Money Laundering is the process of any activity by which criminally obtained money or other assets (criminal property) are exchanged for "clean" money or other assets with no obvious link to their criminal origins.

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.

This Policy is aimed to prevent any company or individual from using Northgate for money laundering or terrorist financing activities.

2. Our Policy

2.1 Customer Due Diligence

To prevent AML/CTF, Northgate will implement processes and procedures in its Line of Businesses (LOBs) to conduct appropriate customer due diligence, identifying the customer and verifying the customer's identity on the basis of the following "Know Your Customer" principles:

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

For customers defined as Listed Companies or Public Authorities, presenting lower risk for money laundering activities and terrorist activity due to their regulated activities, a simplified customer due diligence process may usually be put in place in Northgate's AML/CTF processes and procedures. For customers in Northgate's Mid-Market (MM) and Small and Medium-sized Businesses (SMB), which may not be Listed Companies, additional checks and due diligence should be applied.

Unusual activity during the customer due diligence process or customer engagement should be reported without delay to the designated Northgate Money Laundering Reporting Officer ('MLRO') or the Deputy Money Laundering Reporting Officer ('Deputy MLRO').

2.2 Risk-Based Approach

For Northgate, the threat of being involved in money laundering and terrorist financing activities depends directly on the type of business that Northgate's customers carry out or on the country where Northgate's customers are located.

Northgate will classify its customers 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, implementing controls to mitigate the identified risk, if any.

2.3 High Risk Customers

Northgate will not do business with the following segments of customers:

- Persons included in any official lists of sanctions, in line with the Northgate Sanctions Policy;
- 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 can't be reasonably verified;
- Persons refusing to provide the required information or documentation; or
- Entities whose shareholder/control structure cannot be determined.

2.4 Record Keeping

Customer 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 customer must be kept.

Records should be kept for as long as the relationship endures with the customer 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.

2.5 Designation of Money Laundering Reporting Officer

Northgate will designate a Money Laundering Reporting Officer and a Deputy Money Laundering Officer.

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 and Deputy 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.

3. Reporting Suspicious Activity

Northgate expects that, if any employee, contractor or business partner becomes aware of any suspicion or knowledge of possible AML/CTF activity, this is reported without undue delay to the MLRO or the Deputy MLRO.

This can either be done contacting directly the MLRO, the Deputy MLRO or alternatively writing an email to the AML/CTF mailbox: money.laundering@ngahr.com.

A report on suspicious activity should contain, at least, the following information, which will be confirmed by the MLRO:

- Identity of the person raising the suspicion;
- Date of the report;
- Who is suspected of money laundering or terrorist financing activities;
- Other individuals involved otherwise;
- Deliverance of facts;
- What is suspected and why; and
- Any possible involvement of Northgate.

The MLRO may make reasonable enquiries within Northgate 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 to 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.

4. Training

Northgate has a high commitment to compliance and all employees and contractors are required to complete mandatory compliance training, including provisions on anti-money laundering, on an annual basis.

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.

5. Policy Review and Audits

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