

Remuneration Policy Statement

Chatham Financial Europe, Ltd (the “**Firm**”) is a non-SNI MIFIDPRU investment firm (FRN: 197251) subject to certain aspects of the remuneration rules contained in the FCA's MIFIDPRU and SYSC Sourcebooks of the FCA's Handbook. The Firm's remuneration policy (the “**Policy**”) applies to all staff and covers an individual's total remuneration, fixed and variable. The Firm incentivises staff through a combination of the two. The balance between fixed and variable remuneration is typically based upon the staff member's role.

The Firm's business is to provide financial risk management advisory and consultancy services to a variety of professional clients who are end users of derivatives. The Firm does not hold client money.

The Policy is designed to ensure that the Firm complies with the FCA’s rules and that the Firm’s compensation arrangements:

1. Are consistent with and promote sound and effective risk management;
2. Do not encourage excessive risk taking;
3. Include measures to avoid conflicts of interest; and
4. Are in line with the Firm's business strategy, objectives, culture, values and long-term interests.

The Firm was reclassified as a non-SNI MIFIDPRU investment firm in July 2024 having been a small non-interconnected MIFIDPRU investment firm. The Firm has not chosen to comply with the higher disclosure requirements applicable to a non-SNI MIFIDPRU investment firm for the current reporting period.

For any queries related to the Policy, please contact ComplianceLON@cf.com.

Application of the requirements

We are required to disclose certain information on at least an annual basis regarding the Policy. This disclosure is made in accordance with the Firm’s size, internal organisation and the nature, scope and complexity of its activities.

1. *Summary of the decision-making process and governance surrounding the development of the Policy*

- The Policy has been agreed by the Firm’s senior management which has overall responsibility for overseeing its implementation. Its annual review and development are supported by the Firm’s compliance officer, internal finance and HR/Payroll departments and its business units.
- Under the FCA’s rules, the Firm is not required to appoint an independent remuneration committee.
- The Policy will be reviewed as part of annual processes and procedures, or following a material change to the Firm’s business activities.

2. *Gender neutral remuneration policies and practices*

The Firm’s remuneration policies and practices are gender neutral and do not discriminate on the basis of the protected characteristics of an individual in accordance with the Equality Act 2010.

3. *Risk Management Framework*

The Firm’s remuneration policies and practices are designed to discourage any incentive for mis-selling or other inappropriate outcomes that increase risk of harm to the Firm’s clients or its business.

4. *Avoiding conflicts of interest*

The Firm maintains a conflicts of interest disclosure policy applicable to all staff, including senior management.

5. *Summary of how the Firm determines fixed remuneration*

Fixed remuneration is paid in cash and determined by the staff member's professional experience and responsibilities with respect to the Firm as set out in the staff member's job description and employment contract.

6. *Summary of how the Firm links variable remuneration and performance*

Variable remuneration comprises:

- (a) a discretionary company cash bonus;
- (b) an individual discretionary cash bonus;
- (c) equity grants, usually with multi-year vesting terms, in the Firm's parent company Chatham Financial Corp. ("CFC"), which is a private corporation formed under the laws of Pennsylvania, USA; or
- (d) dividend payments in relation to equity in CFC.

The company cash bonus is paid up to a maximum threshold of 5% of a staff member's fixed base salary, and the calculation of the award is formulaic to the revenue performance of CFC. An individual cash bonus payment may be available at the sole discretion of senior management.

CFC's board of directors may, from time to time, offer equity participation opportunities to employees of the Firm. CFC's general approach is to grant equity with a view toward encouraging long-term ownership and stewardship. CFC's board of directors may, in its discretion, determine to pay dividends on the shares based on a holistic consideration of CFC's financial position.

Any guaranteed variable remuneration award is only made in very exceptional circumstances such as the hiring of new staff and in such cases is limited to the first year of the staff member's employment.

Individuals are rewarded variable remuneration based on their contribution to the overall strategy of the business by having:

- (a) a positive and growing impact on Chatham's purposes and values;
- (b) demonstrated or expected ability to either:
 - identify and structure early stage of development of solutions for clients (external and internal), or
 - scale and create operational efficiencies within existing offerings.
- (c) demonstrated the ability to attract, retain and develop talent, and to build highly effective and functioning teams;
- (d) external market visibility, influence and respect developed through preserving and enhancing Chatham's brand;
- (e) thought and acted like a steward, including demonstrating a "One Chatham" mindset, regularly going beyond the expected scope of responsibilities and refraining from a transactional mindset in interactions with the Firm;
- (f) technical expertise and mastery demonstrated over time; or
- (g) versatility as expressed by the ability to play multiple roles within the team at a high level.

Other factors such as performance, reliability, conduct, leadership qualities, adherence to risk management and compliance policies and procedures, business development and overall contribution to the business are considered when assessing the performance of employees. With respect to equity opportunities in CFC, the potential to positively impact shareholder value, tenure at the Firm and the individual's current equity position are considered.

7. Available variable remuneration is directly related to the Firm's performance as a whole and its individual business units. The factors listed above are considered when determining each individual staff member's variable remuneration, if any. The Firm believes these factors align with its clients' interests.
8. For 2024, the total amount of remuneration awarded to all staff was £13,593,617.92 of which £9,592,272.84 was fixed remuneration and £4,001,345.08 was variable remuneration.