

## **MIFIDPRU 8 disclosures – GP Bullhound Corporate Finance Ltd**

### **1. Introduction**

Investment Firm Prudential Regime ('IFPR') is the FCA's prudential regime for MiFID investment firms which aims to streamline and simplify the prudential requirements for UK investment firms. The IFPR came into effect on 1 January 2022 and its provisions apply to GP Bullhound Corporate Finance Ltd ('GPBCFL' or 'the Firm') as an FCA authorised and regulated firm.

Under the IFPR, the Firm is categorised as a small and non-interconnected ('SNI') MIFIDPRU investment firm.

The Firm is a Corporate Finance Firm authorised and regulated by the Financial Conduct Authority ('FCA'), FRN 915053. The firm advises its clients on a number of M&A and equity raise type transactions.

The Firm is required to publish disclosures in accordance with the provisions outlined in MIFIDPRU 8 of the FCA Handbook. This disclosure document covers all aspects of the disclosure requirements within the scope of the MIFIDPRU rules applicable to SNIs that have not issued additional tier 1 instruments. Specifically, disclosure relating to the Firm's remuneration policy and practices.

The disclosure is published on the company website.

The Firm believes that its qualitative disclosures are appropriate to its size and internal organisation, and to the nature, scope and complexity of its activities.

This disclosure has been ratified and approved by the Board of the Firm.

### **2. Objectives**

This document sets out the public disclosure under MIFIDPRU 8 for the Firm for the period ending 31/12/2025, which is the Firm's accounting reference date.

As a MIFIDPRU investment firm, we must establish and implement disclosure requirements to provide investors, stakeholders and wider market participants an insight into how the Firm is run. This disclosure sets out the overarching requirements that apply to the Firm.

### **3. Remuneration Policy**

As a MIFIDPRU investment firm, we must establish, implement and maintain gender neutral remuneration policy and practices that are appropriate and proportionate to the nature, scale and complexity of the risks inherent in the business model and the activities of the Firm.

The following disclosures are made pursuant to the remuneration policy and practices requirements under MIFIDPRU 8.6 (the "Remuneration Rules").

### **3.1 Overview**

The Firm's approach to remuneration has been developed by the Firm's Remuneration Committee and is documented in the Firm's remuneration policy (the "Remuneration Policy"). Its practices are designed to be consistent, to the extent possible, with GP Bullhound's global approach, which is designed to reflect the nature and complexity of the Firm's business and its business strategy. The Firm operates in a highly competitive global business environment, with recruitment and retention of talented employees being an important aspect of the Firm's business strategy. Thus, a key objective of the financial incentives offered to the Firm's personnel is to reward performance in the context of the individual's role, focusing, as appropriate, on the individual's contribution to positive client outcomes within the framework of a strong culture of risk management, compliance, and respect for the markets in which the Firm operates. The total amount of an individual's variable remuneration is generally based on a combination of the performance of the individual, the individual's business unit and the overall results of the Firm.

### **3.2 Governance**

The Remuneration Committee has developed the Remuneration Policy with input from the Firm's control functions and business units. The Remuneration Policy is designed to avoid or mitigate conflicts of interest, encourage responsible business conduct and promote risk awareness and prudent risk taking. The Remuneration Committee oversees the implementation of the Remuneration Policy, including oversight to ensure that the fixed and variable components of total remuneration are appropriately balanced and to ensure appropriate consideration of financial and non-financial factors in the assessment of performance related bonuses.

### **3.3 Key Characteristics of Remuneration Policies and Practices**

The Firm's remuneration policies and practices are designed to reflect the nature, scale and complexity of the Firm's business, as well as the key risks impacting the Firm and the assets it manages. To that end, such policies and practices seek to reflect a number of general principles including the following:

- Remuneration policies and practices should be appropriate and proportionate to the nature, scale and complexity of the risks inherent in its business model and activities.
- Remuneration policies and practices should be gender neutral.
- Remuneration policies and practices should be consistent with, and promote sound and effective, risk management.
- Remuneration policies and practices should be in line with the Firm's business strategy, objectives and long-term interests.
- Remuneration policies and practices should contain measures to manage conflicts of interest, encourage responsible business conduct, and promote risk awareness and prudent risk taking.
- Remuneration policies and practices should seek to ensure that total variable remuneration (i.e., bonuses paid) does not compromise the Firm's ability to ensure a sound capital base.
- Remuneration policies and practices should seek to ensure that where financial performance is subdued or negative, total variable remuneration will generally be considerably contracted.

The Remuneration Committee reviews the Remuneration Policy periodically as necessary and no less frequently than annually.

### 3.4 Components of Remuneration

Personnel remuneration is made up principally of salary and benefits (fixed components) and bonus (variable component), each as discussed in further detail below. The Firm seeks to ensure that the ratio of variable to fixed remuneration is appropriately balanced such that the balance does not lead personnel to favour their own interests, or those of the Firm, ahead of the interests of the Firm's clients.

Salary levels are broadly aligned across personnel, varying according to factors including the individual's professional experience and organisational responsibility. Benefits, such as private medical insurance, are generally offered to all personnel and aim to enhance wellbeing and productivity, as well as to allow the Firm to remain competitive as an employer within the context of industry practice. Variable remuneration awards are determined based on the performance of the individual, as well as the performance of the relevant business unit and the overall results of the Firm. Such performance assessment takes into account both financial and non-financial criteria. In relation to individuals, performance assessment may include consideration of the individual's contribution to achieving positive client outcomes, performance in line with business strategy, adherence to the Firm's risk management framework and compliance with applicable rules, policies and procedures.

### 3.5. Quantitative disclosures

Under MIFIDPRU 8.6.8R(2), the Firm must disclose the total amount of remuneration awarded to all staff, split into:

- fixed remuneration; and
- variable remuneration.

<b>Remuneration type</b>	Financial year ending 31/12/2025
Fixed remuneration	£4,890,457
Variable remuneration	£1,118,329
<b>Total amount</b>	<b>£6,078,786</b>