



## **Burford Capital Limited**

### **Ethical Conduct Code for Senior Financial Officers**

#### **1. Introduction**

Burford Capital Limited has adopted this Ethical Conduct Code (the “Code”) specifically for Senior Financial Officers of Burford Capital Limited and its subsidiaries (collectively, the “Company”) pursuant to Section 406 of the US Sarbanes-Oxley Act of 2002 and the rules and regulations of the US Securities and Exchange Commission. This Code supplements the Company’s Compliance Manual and sets forth broad principles that are expected of all the Company’s employees.

#### **2. Scope**

The Code is applicable to the Company’s principal executive officer, principal financial officer, principal accounting officer or controller, or other persons performing similar functions (“Senior Financial Officers”), which currently consist of the Chief Executive Officer, the Chief Financial Officer and the Chief Accounting Officer.

#### **3. Requirements**

Senior Financial Officers are expected to:

- engage in and promote honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- comply with, and make best efforts to ensure that the Company complies with, all applicable laws, rules and regulations, as well as rules and regulations of the New York Stock Exchange or other organization on which the Company’s securities are traded;
- make, and to promote the making by others of, full, fair, accurate, timely and understandable disclosure, in all material respects, in reports and documents that the Company files with, or furnishes to, the Securities and Exchange Commission and other regulators and in other public communications made by the Company; and
- make every effort to cooperate with the Company’s independent public auditors and refrain from taking any action to fraudulently influence, coerce, manipulate or mislead any such auditors.

#### **4. Compliance with the Policy**

Our Chief Financial Officer is primarily responsible for monitoring compliance with these provisions, subject to the supervision of Compliance Officer, General Counsel or other relevant leader(s). Any concerns about violations, or suspected violations, of laws, rules, regulations or the foregoing provisions for Senior Financial Officers must be reported promptly to the Chief Financial Officer, who is responsible for notifying the Compliance Officer and the General Counsel. Any violations involving members of the Management Committee will be

directly reported to the Compliance Officer, who shall determine if notification to the Board's Chairman is warranted in light of the circumstances.

Violations of these provisions will be dealt with promptly, including subjecting persons to corrective and/or disciplinary action, up to and including termination of employment with the Company.

## **5. Amendments**

Amendments to the Code must be approved by the Compliance Officer and the General Counsel. Any amendments, including explicit or implicit waivers, will be publicly disclosed as required by applicable regulations on the Company's website.

## **6. Associated Policies**

In addition to, and separate from, this Ethical Conduct Code for Senior Financial Officers, the Compliance Manual, including the Code of Ethics for the Company, sets out the minimum standards for ethical business conduct for employees of the Company.

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