



GLOSSARY (GLO)

*In this attachment underlining indicates new text and striking through indicates deleted text.

1.2 Defined Terms

1.2.1 In the Rulebooks:

- (1) a word or phrase which is defined in GLO is a defined term and has the meaning given in GLO; and
- (2) a word or phrase which relates to a defined term must be interpreted accordingly.

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Defined Terms	Definitions
Associate	<p>In relation to:</p> <p>(a) MIR and Chapter 8 of GEN, means, in respect of a person <u>Person 'A'</u> holding Shares or entitled to control the exercise of voting power in an Authorised Person or a Holding Company of an Authorised Person:</p> <ol style="list-style-type: none"> (i) the spouse of A; (ii) a child or stepchild of A; (iii) the trustee of any settlement, including any disposition or arrangement under which property is held on trust or subject to a comparable obligation, under which A has a life interest in possession; (iv) an Undertaking of which A is a director; (v) a Person who is an Employee or partner of A; (vi) where A is an Undertaking: <ol style="list-style-type: none"> (A) a director of A; (B) a subsidiary or wholly owned subsidiary of A; (C) a director or Employee of such a subsidiary or wholly owned subsidiary; or (vii) a Person who has an agreement or arrangement with A with respect to the acquisition, holding or disposal of Shares or other interests in the Authorised Person or the Holding Company of an Authorised Person or under which they undertake to act together in exercising their voting power in relation to an Authorised Person or the Holding Company of an Authorised Person or that other Person. <p>(b) MKT, a person (the <i>second person</i>) is an associate of another <u>Person</u> (the primary person <u>Person 'A'</u>) in relation to a Listed Entity if one or more of the following applies:</p>

	<p>(i) in the case <u>A</u> of a primary person who is a natural person, the second person is an entity <u>Undertaking controlled by A</u> the primary person controls;</p> <p>(ii) in the case <u>A</u> of a primary person who is an <u>Undertaking</u> entity, the second person is an <u>Undertaking</u> entity:</p> <p style="padding-left: 40px;">(A) the primary person <u>A</u> controls; or</p> <p style="padding-left: 40px;">(B) that controls <u>A</u> the primary person; or</p> <p style="padding-left: 40px;">(C) that is controlled by any <u>Person</u> entity that controls <u>A</u> the primary person;</p> <p>(iii) the second person is a <u>Person</u> with whom <u>A</u> the primary person has, or proposes to enter into, a relevant agreement for the purpose of controlling or influencing the composition of the Listed Entity's board or the conduct of the Listed Entity's affairs; or</p> <p>(iv) the second person is a <u>Person</u> with whom <u>A</u> the primary person is acting, or is proposing to act, in concert in relation to the Listed Entity's affairs.</p> <p>(e) a Related Party of a natural person is to be taken to be an associate of the natural person unless the contrary is established.</p> <p><u>(c) References other than in MIR, MKT and GEN Chapter 8, means, in respect of a Person 'A', any Person, including an affiliated company which is:</u></p> <p style="padding-left: 40px;"><u>(i) an Undertaking in the same Group as A; or</u></p> <p style="padding-left: 40px;"><u>(ii) any other person whose business or domestic relationship with A or his Associate might reasonably be expected to give rise to a community of interest between them which may involve a conflict of interest in dealings with third parties.</u></p> <p><u>(d) In all Rulebooks, if 'A' is a natural person, a Close Relative of A is taken to be an Associate unless the contrary is established.</u></p>
<u>Credit Agreement</u>	Means any facility which includes any arrangement or agreement which extends monetary Credit whether funded or unfunded to a Person including but not limited to any loan or syndicated loan, mortgage, overdraft, financial lease, letter of credit, financial guarantee, trade finance, transaction finance, project finance or asset finance.
<u>Lender</u>	<u>Has the meaning given in section 258 of FSMR.</u>
<u>Private Credit Fund</u>	<u>Has the meaning given in FUNDS Rule 4.1.7.</u>