

1. Purpose



- To the extent legally permissible, disclosing relevant documents located



- 4 Howwe measure cooperation
- (i) Cooperation assessment factors
- 41. While we seek to maintain consistency in our enforcement actions, fairness and public interest require each case to be considered on its own facts. As such, the principles and assessment factors set out in this Guidance Note are neither exhaustive nordefinitive.
- 42 Nonetheless, we will generally take the following factors into account when we assess cooperation

The value of the assistance provided in our investigation and enforcement proceedings, including amongst other things:

- the timeliness of the cooperation
- the quality extent and substance of the assistance provided, including for instance, the truthfulness and completeness of any information provided to the SFC incelation to breaches or failingso violaid. He hetake th/hmakaling

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5 Legal professional privilege

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(in the case of a prospective internal control review) take the remedial steps advised by the SFC and the reviewer and all other necessary enhancements to the firm's internal controls.

Directors' undertakings: in the case of a firm, the giving of undertakings by its board of directors collectively and individually to address the SFCs regulatory concerns. These may include, for instance, undertakings to remedy deficiencies identified in a third-party review within a specified period of time and to ensure that such failings would not recocur.

64 Aregulated person may approach the SFC for discussions with a view to resolving



- 69 Further reductions in sanctions may be possible in cases where the regulated person has provided exceptional and substantial cooperation to the SFC.
- 610 The provisions in this Guidance Note are guiding principles. They do not confer any night or create any legitimate expectations on any person under investigation to (i) resolve a matter under an Agreement, (ii) be informed of the progress of any SFC investigation, or (iii) prior to the issuance of an NPDA, be informed of the SFCs preliminary assessment of any potential disciplinary matter.



in the course of resolution discussions, if the SFC considers it appropriate to impose a reduced sanction, inform the regulated person of what the original sanction would have been, and the final sanction imposed after taking the cooperation into account;

where an Agreement is reached, state in the agreement that cooperation was