

Introduction

Conflicts of interest exist in all businesses and in all financial services organisations. We live in a complicated world and this is reflected everywhere, nevertheless, we recognise that our business is above all based on a bond of trust between us and our clients and we are duty and honour bound to identify and manage those conflicts. Accordingly we have put in place a number of policies, procedures and processes designed to identify, evaluate and manage these conflicts of interest. The purpose of this disclosure statement is to identify in a summary form those conflicts which we experience as an organisation and to describe how we address the challenges such conflicts impose on us.

Conflicts of Duty and Interest

Wherever we can practically do so we will endeavour to arrange our business and manage our affairs in such a way so as to avoid conflicts of interest and duty arising. This is not always possible and we have identified a number of areas where we are not certain that we can manage the conflict (or potential conflicts) fully and thus we are advising you of this fact. The general nature and/or source of these conflicts are:

- We or our directors, officers and employees may have bought or sold a particular financial instrument or investment and/or have a view on a particular financial instrument or investment or issuer of investments.
- We may enter into a transaction in relation to which we or an associate entity has indirectly or directly, a material interest or relationship, for example we or an associate entity may have advised an issuer on a specific issue or may have assisted the issuer in promoting the financial instruments or investments concerned.
- It is possible that one of our directors, officers and employees may have a material interest or a conflict of interest in the service or transactions we carry out with or for you through their being a member of the board of directors of an issuer.
- In conducting our business, our directors, officers and employees may learn confidential or proprietary information about its clients, their underlying clients, prospective clients and underlying clients or other third parties.

Managing Conflicts

To manage any potential conflict we operate a number of policies and procedures are as follows:

- We have implemented a policy of independence in accordance with which our directors, officers and employees are required to disregard any information they receive or action they have taken in relation to one client when dealing with another.
- Our directors, officers and employees are not permitted to trade in the shares of our clients unless the client's shares are widely traded on a regulated market or multilateral trading facility or where the service provided by us is not material.
- Our directors, officers and employees are required to disclose and in most cases must obtain approval from us for any outside business interest or employment.
- We may establish internal restrictions on disclosure of information (Chinese walls) to ensure that our directors, officers and employees are not influenced by information from others within the firm.
- Our directors, officers and employees are required to maintain confidentiality of all information entrusted to them, except where disclosure is required by law. Further, employees are not permitted to use such information for their personal gain.

Status of this Policy

This policy does not form part of our Terms of Business, is not intended to be contractually binding or impose or seek to impose any obligations on us which we would not otherwise have whether under our Terms of Business or the FCA Rules had this policy not been disclosed to you.