

This policy sets out how conflicts of interest can be prevented or identified, and how they are recorded, managed and resolved by Equiniti Financial Services Limited ('Equiniti').

Equiniti has a responsibility to ensure all its clients are treated fairly and that it meets both its legal & regulatory obligations. In order to support a consistent approach, Equiniti has put in place a formal conflicts of interest policy to ensure that the interests of its clients are protected.

Definition of Conflicts of Interest

A conflict of interest can be defined as a financial or other interest that may result in a decision being made by Equiniti which is not in the best interests of clients, to whom Equiniti have a duty of care. It may arise when Equiniti are providing a service or activity to a client and:

- Equiniti gain a benefit and there is also a possible disadvantage to the client; or
- One client makes a gain or avoids a loss and there is an associated possible loss to another client, as a consequence of Equiniti's actions.

Identifying Conflicts of Interest

- Equiniti is required to take appropriate steps in the provision of its regulated activities to identify and prevent or manage conflicts of interest between:
 - Equiniti, including its managers, employees and appointed representatives (or where applicable, tied agents), or any person directly or indirectly linked to them by control, and a client of the firm; and
 - One client of the firm and another client of the firm.
- When considering whether a conflict of interest does, or has the potential to exist, Equiniti will take the following into account, as a minimum:
 - Equiniti is likely to make a financial gain or avoid a financial loss at the expense of any client;
 - Whether Equiniti has an interest in the outcome of a service provided to a client, or of a transaction carried out on behalf of the client, which is distinct from the client's interest in that outcome;
 - Whether Equiniti have a financial or other incentive to favour the interest of one client (or group of clients) over another;
 - Whether Equiniti carries on the same business as the client; and/or
 - Whether Equiniti receives or will receive an inducement in relation to a service provided to the client from a person other than the client.
- Equiniti is required to consider the types of potential Conflict relevant to the specific services and activities it carries out. For example, potential conflicts are considered when:
 - Developing a new product or changing an existing one;
 - Entering into or amending types of third-party relationships.

Recording Conflicts

- Equiniti maintains a 'conflicts of interest register' which detail the types of services and activities carried out by it, or on its behalf, where a conflict has been identified that may that might arise when providing an ongoing service to our clients.

Management of Conflicts

Equiniti has the below arrangements in place that demonstrate it has taken all appropriate steps to prevent a conflict from adversely affecting the interests of its clients.

- **Policies and Procedures** – Equiniti ensures all staff receive suitable awareness training around conflicts of interest and policy requirements as appropriate to their role and responsibilities.
- **Information Barriers** – Information or physical barriers are in place to ensure relevant staff providing dealing services to clients are restricted from accessing confidential or non-public information available within Equiniti and the wider Group. This includes appropriate governance on those individuals that sit above any physical barriers and/or establishing Chinese Walls.
- **Separate Supervision** – Equiniti subjects the individuals on opposite sides of a conflict of interest to separate supervision. Teams are appropriately organised to minimise the risk of conflicts of interest arising, and when they do arise to manage them.
- **Personal Account Dealing** – Equiniti has established and maintains an employee dealing policy that sets out conditions under which its staff may engage in investment activity for their own account.
- **Aggregation and Allocation** – Equiniti has established an Order Execution policy including details on order allocation that sets out its arrangements on when client orders can be aggregated, what disclosures we must make and arrangements to ensure that aggregated transactions are fairly allocated between all relevant clients.
- **Order Execution Policy** – The Order Execution Policy of Equiniti sets out its arrangements for ensuring the best possible results are achieved when executing orders for clients, identifies the venues (i.e. exchanges and trading facilities operated by investment firms) that we use and the factors that we consider when deciding which venue to use.
- **Remuneration and other Incentive Structures** – Equiniti remuneration structure ensures that all direct links between the remuneration of individuals on opposite sides of a conflict of interest are removed. All employee remuneration is part of an HR process that is overseen by an independent Remuneration Committee.
- **Control over inappropriate influence** – Equiniti has procedures in place to prevent the inappropriate influence of one individual over another e.g. where the person who decides or influences an individual's bonus may exert undue influence over that individual's integrity of judgement.
- **Segregation of duties** – Equiniti ensures that Independent management structures and reporting lines are maintained for individuals involved in relevant simultaneous/sequential tasks.
- **Declining to Act** – Equiniti shall decline to act for a client in cases where we believe the conflict of interest cannot be managed in any other way.
- **Client information security** – Equiniti will not use client information for any other purpose other than to provide clients with regulated services.

We do not share client specific information with any third party without their consent except where required to do so by law (e.g. to the industry regulator, the Financial Conduct Authority).

- **Client complaints** - All complaints are handled within an independent team who are not incentivised based on the outcome of the complaint and do not have an interest in a certain outcome.
- **Gifts & Hospitality** – Equiniti employees & directors are subject to the requirements of the Group Gifts & Hospitality policy.
- **Cost** - Equiniti does not pay or accept any fee or commission, or provide or receive any non-monetary benefit, in relation to designated investment business carried on for a client other than:
 - o a fee, commission or non-monetary benefit paid or provided to or by the client or a person on behalf of the client; or
 - o a fee, commission or non-monetary benefit paid or provided to or by a third party or a person acting on behalf of a third party, if it is satisfied the payment does not impair compliance with the firm's duty to act in the best interests of the client; and the existence, nature and amount of the fee, commission or benefit is clearly disclosed to the client, in a manner that is comprehensive, accurate and understandable, before the provision of the service.
- **Outside Business Interest** - All Equiniti directors are required to declare their outside business interest.
- **Remediation while resolving conflicts** - Should Equiniti find itself in conflict with a customer, client money funding requirements will be considered on a case by case basis.

Disclosure of Conflicts

- Where the controls implemented are not sufficient to ensure, with reasonable confidence, that risks of disadvantage to existing or potential clients will be prevented, Equiniti will disclose the nature of the conflicts of interest arising to the client prior to undertaking business, in a durable medium, and will include sufficient details taking into account the nature of the client, to enable that client to take an informed decision. At times, a duty of confidentiality to one client might limit the disclosures that can be made to another. Clients will be given the opportunity to decide on whether or not to continue their relationship with Equiniti with no unreasonable obstacles.

Our full policy is available upon request, by calling the Customer Experience Centre on 0345 300 0430.

Date Issued: March 2023