

Legal Entity Policy

Conflicts of Interests

General information

Scope of application	Vontobel: <input type="checkbox"/> Legal Entities: Vontobel Asset Management S.A. and its branches located in France, Spain, Italy, Germany, and UK Client Units / Centers of Excellence / Additional Units: <input type="checkbox"/> AM <input type="checkbox"/> DI <input type="checkbox"/> WM <input type="checkbox"/> FR <input type="checkbox"/> HR <input type="checkbox"/> IN <input type="checkbox"/> LC <input type="checkbox"/> MA <input type="checkbox"/> SST <input type="checkbox"/> TS <input type="checkbox"/> CD <input type="checkbox"/> IA <input type="checkbox"/> IR
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Languages	EN
Signing Authority	ExCo of VAMSA / Boards of Directors VAMSA

CONTENT INFORMATION

This Policy contains a summary of the rules defined by Vontobel Asset Management S.A. (hereafter referred to as "VAMSA") to identify the activities which potentially give rise to conflicts of interest and to manage such conflicts. This Policy applies to all employees of VAMSA (head-office and branches).

History

ISSUANCE DATE	POLICY OWNER	REVISION TYPE	CHANGES
Jul. 1, 2011	CO VAMSA	---	---
Dec. 7, 2017	CO VAMSA	---	Update
Dec. 12, 2018	CO VAMSA	Annual Review	CIR 18/698; New layout
Mar. 28, 2019	CO VAMSA	Changed circumstances	Update of potential COI list
April 2, 2020	CO VAMSA	Annual Update/Approval	----
Nov. 1, 2020	CO VAMSA	Annual update	Definition and restructuring of the Policy; Responsibilities of employees further highlighted Responsibilities of ExCo further highlighted in the identification of Group Col Case of outsourced activities further detailed Training section added
Mar. 1, 2022	LC/AMINV/LUX	Minor revision	Internal Control Systems Merging of Purpose and Scope section Legal basis section added Introduction developed Meta Policy applied
Dec. 1, 2022	LC/AMINV/LUX	Annual update	Conflict of Interest register attached

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1. Introduction

Vontobel Asset Management S.A. ("the Company", "the Management Company", "the Firm" or "VAMSA"), is part of Vontobel Holding AG ("Vontobel").

VAMSA is a Luxembourg domiciled company that was established on 29 September 2000 and is entered in the commercial register of Luxembourg (Registre de Commerce et des Sociétés) under no. B78142.

The Company is subject to Chapter 15 of the Law of 17 December 2010 and is also an external manager of alternative investment funds pursuant to Chapter 2 of the Law of 12 July 2013.

1.1 Purpose and Scope

VAMSA and other Legal Entities of Vontobel may face potential conflicts of interest during the normal course of business. The Company has implemented Conflict of Interest ("Col") Policy ("the Policy") to identify, prevent, record and manage Conflict of interests that can appear between the interest of VAMSA or other Legal Entities of Vontobel and our personal interest or a conflict between two contradicting professional interests.

The purpose of this Policy is to:

- identify by reference to the specific services and activities carried out by (or on behalf of) VAMSA potential and existing Col entailing a risk of damage to the interests of a Fund or its investors,
- specify procedures to be followed and measures to be adopted in order to manage such Col in an independent manner,
- communicate this information to all employees of VAMSA.

The Policy is appropriate to the size and organisation of VAMSA and the nature, scale and complexity of its business. The Policy is applicable to VAMSA and its branches.

The Policy also takes into account circumstances of which VAMSA is or should be aware which may give rise to a Col as a result of the structure and business activities of other Legal Entities of Vontobel.

The Policy includes the following:

- identification of the circumstances which constitute or may give rise to a Col entailing a material risk of damage to the interests of the funds or their investors (including in regards to other Legal Entities of Vontobel), with reference to the activities of collective and discretionary portfolio management and investment advice activities (as well as the RTO activity) carried out by or on behalf of VAMSA, including activities carried out by a delegate, sub-delegate, external valuer or counterparty
- procedures to be followed and measures to be adopted in order to prevent, manage and monitor such conflicts.

1.2 Legal basis

In the context of the identification and the management of Col, VAMSA applies the Policy in accordance with:

- Articles 109 paragraph 1 point b) and 111 of Law of 17 December 2010 as amended from time to time,
- Articles 19 to 22 of the CSSF Regulation 10-04,
- Article 13 and 14 of the Law of 12 July 2013 as amended from time to time,
- Article 31 of Commission Delegated Regulation 231/2013 as well as Article 16 (2), (3) and (6) of Directive 2014/65/EU as amended from time to time,
- section 5.5.7. of the CSSF Circular 18/698,
- Art. 20 of Regulation 10-4 and Art. 31 of Delegated Regulation 231/2013 as amended from time to time.

The Policy is also implemented to the extent it does not contradict local laws and regulations - with respect to the application of the following Vontobel Group Policies:

- Group Policy 146 "Internal Conflict of Interest Policy of the Vontobel Group" ("the Vontobel Group Policy"),
- Group Policy 070 "Employee securities transactions",
- Group Policy 010 "Secondary professional activities and mandates of employees",
- Regulation 003 "Group Compliance Regulations",
- Legal Entity Policy 704 "Delegation Oversight Policy"
- Client Unit Policy 173 "Portfolio Management Asset Management",
- Group Policy 232 "Anti-Corruption and Dealing with Gifts",
- Group Policy 352 "Outsourcing".

2. Definitions

2.1 Main principles

VAMSA is committed to treat all clients fairly and with integrity to comply with all applicable laws and regulation. Appropriate, effective systems, controls and procedures are in place to avoid, identify and manage Col.

The Company operates for an adequate separation of executing and supervising responsibilities to avoid organisational conflicts of interest.

2.2 Conflict of interest

Col might arise during habitual course of business.

Two types of Col exist:

- Personal, when our private interests influence our objectivity during performance of duties. Private interests include all actual, potential or apparent advantage for ourselves or associates;

- Professional, when several functions are exercised by the same person that can lead to affect professional judgement.

The existence of a Col may damage the interests of the Company and the funds managed. The CSSF provides a non-exhaustive list of minimum criteria used to identify potential conflicts of interest arising in the course of the management of the Funds when VAMSA, or relevant persons and Legal Entities, including those belonging to Vontobel:

- can make a financial gain or avoid a financial loss to the detriment of the client;
- have an interest in the outcome of a service provided to the client, distinct from that of the client;
- have an incentive to favor the interests of a client other than that to which the service is provided;
- carries out the same activity as the client;
- receives or may receive from a person other than the client, in connection with the service to these borrowed, an incentive in the form of money, goods or services, other than commission or received for that service.

The Executive Management ("ExCo") of VAMSA must ensure that Col are to be avoided if it can and if not possible, identify and resolve them.

3. identification and Management of a Col

3.1 Identification of a Col

Article 109 (1) b) of the UCI Law of 17 December 2010 and the article 13(1) of the law of 12 July 2013 on AIFM require a Management Company to take all reasonable steps **to identify** conflicts of interest between:

- VAMSA (including its managers, employees or any person directly or indirectly linked to the Management Company by way of control) and its client,
- between two of its clients,
- between one of its clients and a Fund,
- between two Funds, or
- between any of the above entities that arise or may arise in the course of providing any services.

Please refer to Annexe 1 for further details.

As per Group Policy 146 "Internal Conflict of Interest Policy of the Vontobel Group", all employees are required to confirm once a year that:

- any actual, apparent or potential Col has been disclosed; and
- the employee has not used any COI to his/her own benefit.

3.2 Management of a potential Col, escalation and Role of Compliance

Preventative measures are in place to minimise the risk of Col:

- effective procedures, to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of a Col where the exchange of that information may harm the interests of one or more clients and/or investors,
- segregation of functions is ensured,
- removing any direct link between the remuneration of relevant persons principally engaged in one activity and the remuneration of, or revenues generated by, different relevant persons principally engaged in another activity, where a conflict of interest may arise in relation to those activities;
- Implementation of measures to prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out investment or ancillary services or activities;

All employees are responsible to report actual or potential Col to their line manager.

In case an employee of the company identifies an actual or potential Col at VAMSA (including branches) or in any of its delegates,

- 1) He/she shall report to his/her line manager who will in turn report to the VAMSA ExCo and to the Compliance Officer of VAMSA (LC/AMINV/LUX).
- 2) ExCo will then analyse the potential Col and will request the relevant business unit to provide a description of the dedicated mitigating factors demonstrating that the Col is managed.
- 3) As soon as all the relevant information is collected, the ExCo report the potential Col to the VAMSA Compliance Officer.
- 4) In case the Col is confirmed and cannot be solved with the current policies and rules governing the Company, VAMSA ExCo will act as point of coordination to ensure that appropriate action is taken to resolve the Col.

The Compliance Function shall report:

- any confirmed Col to:
 - VAMSA Board of Directors and
 - Internal Audit Function of VAMSA
- how the Col can be solved or mitigated,
- what measures to take,
- the expected timeline for either resolving the Col or implementing mitigating factors.

VAMSA is engaged to take all necessary actions to act in the best interest of the Fund and the investors.

In case the measures taken in relation to the identified Col are not sufficient to guarantee the avoidance of related risks, such action will be disclosed to the investors (please refer to section 7).

4. Tasks and responsibilities

4.1 Employees' duties

It is the responsibility of all employees to familiarise themselves with this Policy and to report Col to their line manager who will in turn report them to the VAMSA ExCo and to the Head Center of Excellence L&C AM/INV. Failure to adhere to this Policy can be taken to be a breach of an employee's contract.

In principle, the staff is employed by VAMSA. By exception, only part of the staff may be either on secondment or made available by an undertaking belonging to the same group or by a non-affiliated company.

The staff of VAMSA may assume multiple functions. The exercise of multiple functions does not and is not likely to prevent the relevant persons from discharging any particular one of these functions soundly, honestly and professionally.

Overall responsibility for Col lies with the Board of Directors.

The Compliance Officer (LC/AMINV/LUX), is responsible for the day-to-day administration of the Policy.

4.2 Declaration of interest

VAMSA put in place rules governing the personal transactions of employees. Certain outside business activities engaged in by employees may present a conflict of interest for the Firm. As such, employees must obtain both the prior approval from their manager and Compliance Luxembourg (CoE LC/AMNIV/LUX) before engaging in any of the following reportable outside business activities:

- Being employed by or affiliated with any current or prospective client or competitor;
- Serving as an officer, director, principal, general partner, employee or consultant of a public company, private company or partnership;
- Any other outside business activity in which the employee receives compensation or has a reasonable expectation of compensation;

Any CoE including branches and above functions shall annually present a Declaration of Interest to the Compliance Department (LC/AMINV/LUX) as described in the relevant Policy.

This provision also applies to any employee regardless to his/her function level, appointed to a governing body of an investment structure. It is required for staff members in question to fill in a Declaration of Interest prior to their formal appointment.

All employees also have to confirm once a year that there are no Conflicts of Interest that have arisen or been exploited.

Please refer to the Applicable Group Policy 146 "Internal Conflict of Interest Policy of the Vontobel Group".

5. VAMSA as Legal Entity of Vontobel

5.1 Activities within Vontobel

In compliance with article 20 paragraph 1 of CSSF Regulation 10-04 and as member of Vontobel, the Policy takes into account any circumstances of which VAMSA is or should be aware that may give rise to a Col, from the structure and business activities of Legal Entities of Vontobel.

The Policy shall include the identification, with reference to the collective and discretionary portfolio management activities and the investment advice activity (as well as the RTO activity) carried out by or on behalf of VAMSA, of the circumstances which constitute or may give rise to a Col entailing a risk of damage to the interests of the Funds or one or more other clients.

5.2 Responsibility of VAMSA ExCo

In the case of, circumstances are identified as potentially affecting the other Legal Entities, internal communication shall take place between VAMSA affected entity and the compliance teams of the Legal Entities potentially at risk. The Compliance Officer (LC/AMINV/LUX) with functional authority is responsible for coordinating and implementing (potential) measures to manage the risk.

6. Outsourced activities

With regard to delegated activities and activities performed by third parties, regular controls of potential or identified Col shall be performed by the Company to ensure that Col are properly managed and appropriately reported to VAMSA.

The frequency of such controls should be adapted to the size and scope of the delegated service:

- Identification and management of Col shall be agreed into the corresponding contracts with delegates, and
- Proof of adherence to the principles of this Policy are checked and documented in the context of the due diligence audits and outsourcing controls.

7. Disclosure and information

7.1 Obligation of information

Article 22(3) of CSSF Regulation 10-04 and Section 5.2.6.1 of the CSSF Circular 18/698 requires that where the arrangements made by VAMSA are not sufficient to ensure, with reasonable confidence, that the risk of damage to the interests of the Fund or its investors will be prevented, VAMSA must:

- clearly disclose, the general nature and source of the Col to the client before undertaking business for the client; and
- provide sufficient detail to enable that particular client to take an informed decision in relation to the service offered.

As per regulations mentioned here above, VAMSA must inform investors of any situation where the organisational or administrative arrangements made to manage Col have not been sufficient to ensure, with reasonable certainty, that the risk of damage of the interests of the UCI or its unitholders will be avoided.

Such information must be provided in a durable medium considered as appropriate.

In addition, VAMSA must indicate to investors the reasons for its decision in relation to these arrangements.

7.2 Disclosure requirements

Specific provision applicable to AIFMs: The AIFM may provide the information referred to in point 383 of the CSSF Circular 18/698 by means of a website under the conditions laid down in Article 36(2) of Delegated Regulation (EU) 231/2013.

In case of disclosure decision, VAMSA must clearly explain:

- the general nature and sources of the Col, the risks to the client as a result of the Col, the organisational and administrative arrangements to prevent or manage this Col and the steps undertaken to mitigate these risks;
- the general nature and/or sources of the Col to the client before undertaking business on his/her behalf (subject to any applicable confidentiality / professional secrecy law restrictions). Such disclosure is required in cases where a Col arises from VAMSA and the latter is not able to ensure an appropriate level of independence.

Where information is disclosed by means of a website and is not addressed personally to the client / investor, the following conditions shall be satisfied:

1. Client / Investor has been notified on the website address and has agreed to the provision of the information by means of a website;
2. Information must be up-to-date and accessible as long as the client / investor may reasonably need to inspect it.

8. Col register

VAMSA is required to record all Col that have arisen as well as those that may arise in connexion with ongoing services or activities that pose a material risk to the interests of one or more clients.

Each Col identified is recorded in a register that is maintained and regularly updated by the Compliance Department (LC/AMINV/LUX). The management of the respective company and the Vontobel ExCo shall be informed in writing about existing / arising conflicts of interest at regular intervals of at least once a year.

The record of identified Col is maintained by the Compliance Function (LC/AMINV/LUX), in consultation with all

relevant business areas of VAMSA, and is amended whenever required by the circumstances.

If, when recording Col in the register, circumstances are identified that could pose a risk to other Legal Entities of Vontobel or its branches, internal communication shall take place between the management of the company affected and the competent, Compliance Department of the entity that is potentially at risk. The functionally responsible Compliance Department (LC/AMINV/LUX) coordinate in this respect in order to implement (potential) measures to manage the risk.

The Col register is regularly – and at least on an annual basis - disclosed by the Compliance Function (LC/AMINV/LUX). to ExCo and the Board of VAMSA / of the relevant funds and is attached as Annexe 3.

9. Training

Vontobel provides regular training on conflicts management and Col related topics. This training is critical in ensuring that the staff is able to identify and escalate Col and are aware of the processes by which they are identified, escalated and resolved it.

Appropriate resources are dedicated to the training and building of awareness of Col to develop the knowledge and understanding of each employee.

10. Internal Control System

10.1 Documentation

This Policy is reviewed in line with Group Policy 268 "Vontobel Policy Framework (Meta-Policy)" annually.

10.2 Processes and Key Controls

Processes, key risks and Process-level controls are defined and described in line with the following policies by the respective process and risk owners:

- Group Policy 341 "ICS – Internal Control System"
- Group Policy 352 "Outsourcing"
- Legal Entity Policy 712 "Internal Control".

The key controls are defined and documented in Vontobel's Process, Risk and Control database. The controls are reviewed for adequacy and effectiveness at least annually in the Risk and Control Self-Assessment (RCSA) process by the respective risk and process owners.

11. Exception to Policy

No exception to the Policy is permitted.

12. Entry into force

This Policy enters into force on December 1, 2022.

Annex 1: Identification of circumstances for potential conflicts of interest (non-exhaustive list)**1. Definition of particular circumstances which may give rise to a conflict of interest related to the management of the Luxembourg domiciled funds**

When identifying conflicts of interests for all kind of funds (i.e. UCITS, UCIs and AIFs) domiciled in Luxembourg and itself, VAMSA takes into account the following possibilities which may give rise to a CoI by considering itself, any relevant persons (such as its employees etc.) or any persons directly or indirectly linked to VAMSA by the way of control who:

- may be able to realize a financial gain or avoid financial loss at the expense of the fund or its investors;
- may have an interest in the outcome from a service provided to the fund or its investors or to a client or from a transaction carried out on behalf of the fund or a client which is different from the fund's interest in that outcome;
- may have an incentive to favour interests of a fund, a client or group of clients;
- may have an incentive to favour interests of one investor over the interest of another investor (or group of investors in the same fund);
- may exercise the same activity for a fund and for another fund or client;
- may receive from a person other than the fund or its investors an inducement in relation to collective portfolio management provided to the fund, other than standard fees or charges for that service;
- may be a person, which may at the same time be both a member of the management body¹ of the company and a member of the management body of the depository;
- may be a person, which may at the same time be both a member of the management body of the company and an employee of the depository;
- may be a person, which may at the same time be both a member of the management body of the depository and an employee of the company or the investment company;
- where the management body of the company is not in charge of the supervisory functions within the company, no more than one-third of the members of its body in charge of the supervisory functions shall consist of members who are at the same time members of the management body, the body in charge of the supervisory functions or employees of the depository
- where the management body of the depository is not in charge of the supervisory functions within the depository, no more than one-third of the members of its body in charge of the supervisory functions shall consist of members who are at the same time members of the management body of the company, or the body in charge of the supervisory functions of the company or of the investment company or employees of the company or of the investment company.

In case of delegations for domiciled AIFs, an assessment of potential conflicts of interests need to be performed based on the following criteria: The extent to which delegate may control or influence VAMSA, where company and delegate are members of the same group or have contractual relationships;

- The extent to which an investor of an AIF may control or influence VAMSA, where company and investor belong to the same group or have contractual relationships;
- The likelihood that delegate may make a financial gain or avoid a financial loss, at the expense of the AIF or its investors;
- The likelihood that delegate has an interest in the outcome of a service provided to the company or AIF;
- The likelihood that the delegate has a financial or other incentive to favour the interest of another client over the interests of the AIF or its investors;
- The likelihood that the delegate receives or will receive from a person other than VAMSA an inducement related to the collective portfolio management activities provided to VAMSA of the AIF it manages in form of money, goods or services – other than standard commission or fee determined for delegated service;
- Portfolio or risk management function may be considered separated from other potentially conflicting tasks only where the following conditions are met:
 - o Persons engaged in portfolio management tasks are not engaged in potentially conflicting tasks (such as controlling tasks);
 - o Persons engaged in risk management tasks are not engaged in potentially conflicting tasks (such as operating tasks);
 - o Persons engaged in risk management tasks are not supervised by persons responsible for performance of operating tasks;
 - o The separation is ensured throughout the whole hierarchical structure of the delegate up to its governing body and is reviewed by the governing body.

¹ For the purpose of this Policy, „management body of the company” shall include the management body of VAMSA and the management body of the funds.

2. Definition of particular circumstances which may give rise to a conflict of interest related to the provision of MiFID services

When identifying conflicts of interests for all kind of MiFID services provided and itself, the company takes into account the following possibilities which may give rise to a conflict of interest by considering itself, any relevant persons (such as its employees etc.) or any persons directly or indirectly linked to VAMSA by the way of control who:

- may make a financial saving or avoid a financial loss to the detriment of the client;
- may hold an interest in the result of the service provided for the client which is different from the client's own interest (e.g. providing an investment advice which does not reflect client's best interest);
- may have an incentive or a financial or other interest in favouring the interests of a client or group of clients over the interest of another client (or group of clients) to whom the same service is provided;
- may carry out the same activities as the client;
- Receives or may receive from someone other than the client, in relation to the service provided, an incentive in the form of money, goods or services, other than and/or in addition to the commission or fees normally provided for that service.
- Where the remuneration of an ExCo member or of an internal control function member of the company or any other relevant employee does not ensure that company's clients are treated fairly and their interests are not impaired by the remuneration practices.

The annex 2 of this Policy contains a non-exhaustive list of examples of (potential) conflicts of interests and corresponding administrative or organisational arrangements.

3. Identification of potential conflicts of interest

All employees of the company, as well as appointed contact persons of the delegates, are responsible for informing the compliance officer (LC/AMINV/LUX) on identification of any potential conflicts of interest.

The compliance officer (LC/AMINV/LUX) provides this information to the VAMSA ExCo who is responsible for exhaustive identification of potential conflict of interest and reviews these as a standard agenda item. Any identified potential conflict of interest related to the circumstances will be recorded as a point for action with ExCo of the company.

4. Specific requirements for delegated investment management organisations

VAMSA delegates a number of services to third parties. Regular controls of potential or identified conflicts of interest shall be performed by VAMSA to ensure that conflicts of interest are properly managed and reported to VAMSA. The frequency of such controls should be adapted to the size and scope of the delegated service. The identification and management of conflicts of interests shall be agreed into the corresponding contracts with delegates.

Annex 2: Examples of (potential) conflicts of interest (non-exhaustive list)

SOURCES OF (POTENTIAL) CONFLICT OF INTEREST	(POTENTIAL) CONFLICT OF INTEREST SITUATIONS	ADMINISTRATIVE OR ORGANISATIONAL ARRANGEMENTS IN PLACE / UNDER WORK / POSSIBLE FURTHER MEASURES
Duties and responsibilities allocation	Involving the same person in too many responsibilities (to prevent from performing any of the duties in an appropriate, honest and professional manner, with the time and attention required)	714 - Code of Conduct; Division of duties within the authorised management is done in compliance with the principle of robust central administration and internal governance arrangements (as requested by CSSF circular 18/698)
Required independence / objectivity of certain functions (e.g. internal control functions)	Interference with independence and objectivity, e.g. the person in charge of internal control function cannot exercise independent thinking and judgment or e.g. persons responsible for the internal audit cannot be in charge of the establishment of elements of the internal governance arrangements.	714 - Code of Conduct; 712 - Internal Control Policy
Directors' mandates of the Board of Directors members	Interference with independence	Disclosure of director's mandates; Disclosure of employment 010 - Group Policy on secondary professional activities and mandates of employees; Fit and proper dashboard; Authorization requirement; Absence of conflict of interest as approval requirement
Organisational and operational structure including decision-making powers, reporting and functional links	The organization chart is not clearly defined; reporting and functional lines are not transparent or consistent. Task description is not established based on the principle of segregation of duties.	Code of Conduct; Organizational chart which is clearly defined, transparent, consistent, complete and free from conflicts of interest Segregation of duties to prevent through a peer review environment a person from making mistakes and irregularities which would not be identified
Remuneration	Inadequate remuneration / assessment process of employee causing to favour one product or one client group, or encouraging unnecessary transactions or delivering inappropriate advice. e.g. an employee is assessed by the number of products sold to his clients, which can push him to provide inappropriate advice	Risk Management and Control Principles (in place) Code of Conduct 710 - VAMSA's Remuneration Policy 232 - Group Policy on Anti-Corruption and Dealing with Gifts

	<p>The management company / the fund must not set incentives which are not in line with client's interests (e.g. sales targets of specific financial instruments)</p> <p>Product related incentives influencing the employees / tied agents decisions (e.g. remuneration solely by commission, therefore selling unit trusts rather than investment trusts, even though both products are equally suitable for the client but the commissions of the latter are substantially lower has to be avoided)</p> <p>Incentives that might influence an employee / tied agent to sell or to push one product or category of product rather than another one or to make unnecessary / unsuitable acquisitions for the client</p> <p>Payments of inducements, selling commission or other payments received from third parties</p>	<p>703 - VAMSA's Policy on distribution of investment funds</p> <p>Distribution Agreement template</p>
Misuse of confidential information	<p>Own-account transactions by employees exploiting confidential information – putting own interest ahead of client interests</p> <p>Personal relations of employees or BOD members or parties related to such persons, e.g.</p> <p>The client has a relationship with an employee and therefore receives information (e.g. insider information) before this information is publicly available</p> <p>The employee uses information about a trade of client A to inform client B</p> <p>An employee trades in financial instruments on behalf of a closely linked person and has a direct or indirect material interest in the outcome of the trade (other than a fee or commission for the execution of trades).</p>	<p>716 - VAMSA's Policy on employee securities transactions</p> <p>Ban of transactions</p> <p>Ban on improper conduct</p> <p>Holding periods</p> <p>Pre-trade approvals</p> <p>Expanded reporting obligations</p> <p>Limit on the number of transactions</p> <p>Creating Chinese walls</p>
Individual preference of certain clients towards other clients	<p>Unfairly favouring the interest of one client over the interest of another one e.g. allocating shares of a popular new issue to selected clients and not to others.</p>	<p>Risk Management and internal control principles</p> <p>Applicable policies dealing with the allocation of IPOs / new issues</p>
Related parties transactions	<p>Transaction between related parties are carried out on less advantageous terms (for the institution) than those which would apply to the same transaction carried out with a third party or exceed the risk management and control capacities of the Company or the transactions between related parties are contrary to sound and prudent management principles in the interest of the Company</p>	<p>Code of Conduct</p> <p>VAMSA's Policy on conflict of interests (this Policy)</p>
Third-party subcontractors	<p>Arrangement with suppliers e.g. a supplier gives financial or other incentives (e.g. gifts) to the Company employees in order to push its services.</p> <p>Outsourcing e.g. the Company outsources a service (e.g. storage / archive, etc.) to a company in which the Company directors or concerned employees have a beneficial interest.</p>	<p>Risk Management and internal control principles</p> <p>Code of Conduct</p> <p>352 - Outsourcing Policy dealing with due diligence requirements</p>

	New Business e.g. the client advisor initiates a relationship with a third party (e.g. structured products distributor) to generate a business with a company where he intends to move.	Approval of new products, markets and services – Group Policy
Different interests of different branches	Interests of branches are contrary to each other	Code of Conduct VAMSA's Policy on conflict of interests (this Policy) Risk Management and internal control principles Common interests of the group in the long term consideration have the highest priority
Different interests of portfolio managers by managing funds with performance fee and without	Portfolio manager has an incentive or a financial or other interest in favouring the interests of himself or of clients with performance fee	Code of Conduct VAMSA's Policy on conflict of interests (this Policy) Risk Management and internal control principles
Business relations of the management company with other service providers of the fund	The management company has a financial interest or other incentives to favour the interest of the service provider over the interest of the fund	Code of Conduct VAMSA's Policy on conflict of interests (this Policy) Signatory powers between the management company and the fund
Intra-Fund & Group Investments	<p>The main constraints of intra-funds & group investments are i.e.</p> <ul style="list-style-type: none"> - Management of both investing and target investment (e.g. special purpose vehicle, funds) by the same management team respectively person in the same entity, in group entities or otherwise associated companies (e.g. cooperation partners); - Financing of Vontobel entity by Vontobel managed funds - Deviating investment objectives and policies; - Performance comparison to third party target investments; - Circumvention of direct investments; - Double charging of Service Fees 	<p>For intra fund investments:</p> <ul style="list-style-type: none"> - Application of a transparent approval process for the setup of a MASC Target Fund; - Intra-umbrella target funds should be launched only in case several (fund) investors show interest to invest in such target fund; - Further waiving of Service Fees for the investing funds in case only one investing fund invests in a target fund; - Measurable efficiency gains should be demonstrated if an investing fund wants to prefer an investment in target funds instead of direct investments; - monthly performance review of the investing fund by the VAMSA Executive Committee <p>For intra group investments:</p> <ul style="list-style-type: none"> - Application of a bi-annual notification process about the holdings of Vontobel CoCo

		<p>Bonds with a brief explanation regarding the following questions:</p> <ul style="list-style-type: none"> - PM to confirm why the Bank CoCos are suitable investments for the relevant sub-funds? - PM to confirm that actually bonds for 450m CHF have been issued and the sub-funds hold 2.97% (13.39m of 450m) of the issued bonds? Did we buy an odd lot that could not be sold to other investors? - PM to confirm whether there are comparable securities of other issuers and, if so, why they preferred to acquire the bonds issued by Bank Vontobel.
Gifts	A generous gift or invitation from a client to employees, which diminishes their perception or affects their decision to the extent that the client is treated in a more advantageous way than other clients	<p>Code of Conduct</p> <p>232 - Vontobel Group Policy on anti-corruption and dealing with gifts</p>
Business relations with related persons	If a related person of one employee has an interest in a transaction or business in which another client or group also has the same interest, and the employee prefers to do the business / transaction with its related person to the disadvantage of another client.	<p>Code of Conduct</p> <p>VAMSA's Policy on conflict of interests (this Policy)</p>
Investment advice	Advice on a product / service whereby the relationship manager is aware that the product is not in the interest of the client.	<p>Code of Conduct</p> <p>VAMSA's Policy on conflict of interests (this Policy)</p>

Annex 3: Conflict of Interest Register template

									Entity(ies) impacted				
#	existing or potential	Description of the conflict of interest (whether potential or actual)	Identification of the person or unit concerned by the conflict of interest	the date on which the conflict of interest occurred or was discovered	the potential and proven impacts of the conflict of interest	Description of the solutions envisaged and the measures adopted	where applicable, the investor information procedures.	Upon request, the IFM must transmit a copy of the register to the CSSF.	VAMSA	Vontobel Fund	Vontobel Fund II	Variopartner SICAV	Vontobel Fund SIF