



**Conflict of Interest Policy
Citco Bank Nederland N.V.**

1st August 2009

(Version 3.1)



Information on Citco Bank Nederland N.V. Conflict of Interest Policy

1. Introduction

Citco Bank Nederland N.V. (“Citco”) commits to maintaining the highest professional standards and principles in providing services to its clients. With regard to potential conflicts of interest in the execution of orders, various policies and procedures are in place to address and manage these potential conflicts in order to safeguard its clients’ interests.

To control situations where a conflict of interest exists or may arise, Citco will:

- take all reasonable steps to identify conflicts of interest between Citco and its clients and between one client and another client;
- keep and regularly update a record of conflicts that may arise in each business area;
- have effective organisational and administrative arrangements to prevent and manage conflicts of interest;
- ensure that potential damage to a clients’ interests is prevented in case above arrangements are not sufficient; and
- clearly disclose the general nature and/or sources of a conflict.

2. Conflicts of interest

A conflict of interest cannot be avoided and may arise, in any area of Citco’s business, between Citco and its client and the determining factor will be that we are likely to make a financial gain (or avoid a loss) at our client’s expense. Other conflicts of interest may arise between our clients themselves. Examples of situations where such conflicts of interest may arise can include, but is not limited to following situations whereby Citco:

- have an interest in the outcome of a service provided to its client or of a transaction carried out on behalf of its client, where Citco’s interest differs from the client’s interest;
- act for one client and another client, while the interest of one client and that other client in the transaction may differ or might be in conflict with each other;
- receive money, goods or services from a third party, other than standard fees or commissions, in relation to services provided to that third party;
- hold confidential information on other clients which, that may be relevant for the services offered to its client in case Citco would have disclosed this information or when it was used by Citco; and
- are involved in the same business as its client.

3. Our Policies and Procedures

In order to manage and control any potential conflict of interest, Citco has established various internal policies and procedures. These policies and procedures are subject to ongoing monitoring and review.



These are designed to ensure, up to a certain level, that Citco act independently in conflict of interest situations. An overview of such policies and procedures, include, but are not limited to, the following:

3.1. Information Barriers

At all times, Citco employees respect confidentiality of client and market data and do not disclose or use this inappropriately. All employees sign Citco's "handling confidential and sensitive information" policy on an annual basis, which also covers client confidentiality;

3.2. Segregation of Duties

Citco has arranged, where appropriate, for the supervision and/or functional segregation of its employees and/or parts of its business carrying out activities for clients whose interests may conflict, or where the interests of its clients and itself may potentially conflict;

3.3. Personal Account Dealing

To prevent conflicts arising from the use of confidential information obtained from clients and market abuse in general, all employees sign Citco's "handling confidential and sensitive information" policy on an annual basis, which also covers insider dealing, constraints on use of information and Chinese walls;

3.4. Inducements

Inducements from third parties in relation to the services that Citco provides to its clients are acceptable to Citco only in those instances whereby (1) the inducement is disclosed to its client and (2) whereby it requires the payment of a normal fee or commission to continue the quality of its services to its client. It should also not impair Citco's duty to act in its client's best interests;

3.5. Disclosure

Where there is no other way of managing a conflict, or where the measures in place do not sufficiently protect your interests, the conflict will be disclosed to our client to allow you to make an informed decision on whether to continue using Citco's service for this specific situation;

3.6. Declining to Act

Citco may decline to act for a client in cases where it is believed that the conflict of interest cannot be managed in any other way;

3.7. Escalation Procedures

Citco has procedures in place that any potential conflict of interest is immediately escalated for further review by Citco's Senior Management team; and

3.8. Training

Citco has a training schedule in place for all employees to ensure that they are aware of our policy and procedures to control and manage conflict of interest situations.



Note: despite, having various procedures and policies in place for the identification and management of potential conflicts of interest, Citco may not be aware of all potential conflicts since it may not be familiar with all of the interests of its clients.

Citco will review and update the Conflict of Interest Policy periodically and will post this under the Banking Policies section on Citco's website:

http://www.citco.com/Divisions_Banking_Custody_Policies.jsp