

RBS Collective Investment Funds Limited

Conflicts of Interest Policy

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Introduction

Conflicts of Interest are inherent in the financial services industry and affect all businesses at all firms. RBS Collective Investment Funds Limited bases its business on a contract of trust with its clients and we owe a duty to you to manage any known conflicts to ensure that you are not disadvantaged by them.

At RBS, we have a number of policies and procedures in place which are designed to manage these conflicts. We have set out below, a summary of the conflicts that we are likely to experience and how we manage these for you.

Code of Ethics

All RBS staff are subject to a Code of Ethics which places certain restrictions on them. Specific policies exist for staff who have access to confidential information about RBS's funds. These restrictions include prior notification and approval of the personal dealings of staff and their families. Personal dealings are monitored on a regular basis and disciplinary procedures can be imposed for any breaches of its policy and Code of Ethics. RBSCIFL maintains a record of any potential conflicts and gives this appropriate oversight in the relevant governance committees.

Policy

RBSCIFL's policy is to take all reasonable steps to identify conflicts of interest which may entail a material risk of prejudice to the interests of either a Fund scheme or a client and to have appropriate operational and administrative arrangements in place to manage those conflicts, using whichever method is considered appropriate under the circumstances. This will be done in a way that ensures all parties are treated fairly, and ensures that it conducts its business with integrity and according to proper standards of business.

Where arrangements are not considered sufficient to ensure that the risks of damage to a Fund's schemes or a client's interests cannot be prevented, the general nature and/or source of these conflicts will be recorded and disclosed before business is undertaken with the ACD.

Responsibility for identifying conflicts of interests and determining the appropriate methods of managing them sits with Investment Management Committee ("InvCo") with appropriate escalation to the Oversight Committee. Appointments of third party service providers are made on an arms-length basis and with due regard to the interests of the funds and the shareholders of the funds.

Internal relationships are managed with appropriate Chinese Walls to protect the interests of the funds. Details of the types of activities which may give rise to a conflict of interest, together with the arrangements in place to manage these.

Where appropriate, these will include conflicts which may arise as a result of connected business activities of other members of the group.

Control Framework

RBS's Fund Governance team within Personal and Business Banking will provide some first line oversight of conflicts of interest as part of the management of the on-going Investment Management relationship, and Commercial and Private Banking Compliance will include conflicts of interest as part of its risk-based monitoring plan, as appropriate. As a minimum, this will involve the following:

- An annual review of the conflicts policy.
- A review of the services or activities carried out by RBSCIFL that will or may give rise to a conflict of interest.
- A review of the Conflicts of Interest arrangements of third party service providers, with particular focus on oversight across the Investment Managers who manage the RBSCIFL Funds. The Investment Managers who manage the RBSCIFL funds are requested, on an annual basis, to supply their Conflicts of Risk policy to RBS's Fund Governance team to ensure this is reflective of this policy.
- RBS carry out regular evaluations of the services and costs of all service providers for RBSCIFL. This is further supported by the review of commission disclosure information (submitted by Investment Managers) by the depository J.P. Morgan Europe Limited ("JP MEL"). This is peer analysed with exceptions profiled and investigated.
- RBS Fund Governance will review conflicts of interest as part of their oversight of the Investment Managers and this will be included as a standard agenda item at the monthly InvCo.
- RBS Financial Control have an additional responsibility to oversee fund pricing, including allowance for charge rebates from underlying Funds invested in, and would identify any conflicts through their current checking processes.

ACD Policies

The ACD has a number of local policies which set out the control framework for managing particular conflicts of interest. These include:

- Box Management Policy, including the Dilution Levy Policy.
- Market Timing Policy.
- Unit Pricing Policy, including the Fair Value Pricing Policy.

RBS retains copies of Aviva Investors Dealing Arrangements Policy this covers for example execution, broker selection, commission sharing and conflicts. This is reviewed by them on an annual basis. The depositaries review this on an annual basis to meet regulatory requirements. This information is also made available to Investors.

Standard Life Investments also publish their code for managing conflicts of interest. This can be found at the link below.

http://www.standardlifeinvestments.com/governance_and_stewardship/the_uk_stewardship_code/principle_02.html

Seed Money

There may be occasions where, as part of normal business activities, companies within the RBS will invest in RBS Collective Investment Funds Limited funds (open-ended funds managed by an affiliated company), either as seed money or for investment purposes. When we do this we aim to ensure that it does not conflict with the interests of existing or potential investors.

Market Timing

Market Timers are customers of RBS who employ speculative trading strategies in our open-ended funds with a view to making short-term gains. These strategies include making large frequent transactions and short holding periods. RBS does not consider these practices to be in the best interests of its long-term investors as it could undermine the value of the funds. We therefore have a number of policies and procedures in place to deter and detect market timers and the discretion to refuse to deal with anyone who is suspected of engaging in market timing activities.

Box Management

RBS Collective Investment Funds Limited is permitted to maintain a buffer or “box” of shares to allow the buying and selling of shares on an almost instant basis and to ensure that the demand for shares from customers can always be met. Any holdings in the “box” are subject to market fluctuations in share prices so there is a potential financial return to be gained (as well as a potential loss) by the company. At RBS, we adopt a passive approach to box management and only create or cancel shares in line with customers’ demands and to maintain agreed box limits. Our policy is not to create or cancel shares with the primary aim of making a profit, although we are entitled to keep any profits we make in the normal course of our box management activities.

New Share Classes

Where RBS Collective Investment Funds Limited wishes to launch a new class of share, we will only do so if the new class of share will not provide any advantage for that class which would prejudice shareholders of any other class of share.

Transaction Processing

Where RBS Collective Investment Funds Limited acts under a nominee arrangement, dealing instructions to buy or sell shares from a customer may be aggregated with those of other customers. When this happens, Aviva Investors and Standard Life Investments aim to process all customer instructions fairly and in due turn. When dis-aggregating deals, we will do so in a manner that does not favour the interests of one customer over those of another.

Business Entertainments and Gifts

Within RBS we have strict procedures and policies in place regarding the types of gifts and business entertainments that are acceptable to our business.

Our Commitment to You

We will continue to monitor the types of conflicts that may arise in our business and endeavour to manage those conflicts in accordance with our regulatory and fiduciary obligations. If we become aware of a situation where we are unable to satisfactorily manage any conflict we'll disclose it to you before we do business with you.

This disclosure statement is made for and on behalf of the following companies:

RBS Collective Investment Funds Limited



If you would like this information in Braille, large print or audio format please contact us on **03457 24 24 24** (Minicom 0800 404 6160).