

## ORDER EXECUTION POLICY

The information below provides a summary of Brown Shipley's Order Execution Policy. The document is designed to provide clients with a general understanding of Brown Shipley's typical dealing arrangements and explains how we at Brown Shipley meet our regulatory obligation to take all reasonable steps to obtain the best possible result when executing orders, otherwise known as 'best execution'. Brown Shipley's approach is underpinned by our core principles to treat clients fairly and act in accordance with the best interests of our clients. Further details about Brown Shipley's Order Execution Policy will be provided upon request.

### Dealing Arrangements for custody clients

Where clients have a custody agreement with Brown Shipley, assets are held to the order of Brown Shipley. Brown Shipley has outsourced the execution of orders to three agency brokers to execute orders. These are Lombard Odier, Virtu Financial Ireland Ltd (Virtu) and Quintet Private Bank (Europe) S.A. (Quintet) who are our parent company. They will either execute the orders themselves or pass the order to an executing broker. All these brokers have access to a range of execution venues (for example, Regulated markets such as the London Stock Exchange, the broker's own account, other trading platforms etc.) within their local market. A full list of these executing brokers will be provided on request.

### Execution Venues

Where companies have listings on more than one national exchange we will execute on what we have defined as the most liquid national market unless the prime factor of the order is to achieve exposure to a particular market. For example, if the purpose of the order is to achieve UK equity exposure then Brown Shipley will typically execute the order on a UK exchange even if the UK exchange is not always the primary or most liquid market for that particular security.

Where client orders are received on an execution only basis (i.e. where orders are provided by clients without advice from Brown Shipley), we will advise on the markets available to them and request a specific instruction.

Brown Shipley will trade in the market execution currency of the particular security for the market of execution and will settle in the same currency unless otherwise instructed by the client. If no cash account is held in the market execution currency of the trade or where client specific instructions are received, a foreign exchange transaction will be undertaken on the clients' behalf to either settle the transaction or remit proceeds in the client's base currency.

Our brokers may trade outside a trading venue where they consider this will provide best execution. A list of execution venues used by us or our brokers is attached as Appendix A.

### Order Execution Factors

Execution outcomes will usually be measured in terms of total consideration paid. However, there may be circumstances where a variety of factors are important when considering how to obtain the best result for clients. These are the typical factors that will be considered:

- Price
- Size and/or nature of the order
- Likelihood of execution and settlement
- Other costs
- Speed

The relative importance of each factor is determined by taking into account the following:

- The characteristics of the client order
- The characteristics of the Financial Instrument concerned by the order

- The characteristics of the brokers and /or execution venues to which that order can be directed

If specific instructions are provided directly from clients that affect Brown Shipley's application of the above execution factors, the instruction(s) will be respected in relation to the part(s) of the order to which the instruction(s) relates. In respect of any other parts or aspects of the order not related to the specific instruction, Brown Shipley will apply its Order Execution Policy.

### **Asset types**

The dealing processes vary depending on the type of asset being traded, a summary of the relevant information for each asset type is provided below:

#### **Equities and exchange traded funds**

Orders for these asset types will be routed to the appropriate agency broker. They in turn will either execute the order or route the order to one of their executing brokers. The brokers will typically use a variety of automated processes to ensure they select the best venue from those available at that time.

For any illiquid stock or large order, relative to the normal market size in that security, the order will be actively managed by a trader who will use their experience and discretion in deciding the timing and structure of the order execution, with the aim of achieving the best overall price given the relevant order execution factors.

Where an order is placed prior to the opening of the exchange the order will be placed on the most liquid exchange by the broker and be executed at the market opening price.

#### **Bonds and other debt instruments**

Orders for these asset types will be routed to the agency broker who will execute orders using a multilateral trading facility (MTF) to find the best possible price from the counterparties available to them.

#### **Collective Investment Schemes**

Orders for units or shares in these asset types will be routed to the appropriate agency broker who will place the orders directly with the fund, the fund's operating company or through a third party, depending upon the most effective method of trading that particular security.

#### **Order Handling**

Brown Shipley employs an automated order management system for dealing and orders are booked to client accounts as soon as they are completed. Any partially dealt orders at the end of each day will be allocated to clients in accordance with Brown Shipley's Order Allocation Policy (additional detail and information about this Policy will be provided upon request).

#### **Charges**

Brown Shipley does not pass on its broker execution costs to clients. The agency broker agreements means that the same execution price for a security is incurred, regardless of the final execution venue(s) in each national market. Therefore there is no incentive to use any one particular venue and no difference in the actual cost of execution between venues. For structured products any broker's commission will be passed on to clients.

Where clients have selected a tariff structure which includes an element of trading commission, the charge is based on the overall service tariff and the commission element is not directly linked to any brokerage costs incurred for executing the trade.

### **Third Party custody**

Where client assets are held outside of Brown Shipley's custody (i.e. within a third party's custody) the Order Execution Policy applies in the same way as described above except for the routing of orders. Brown Shipley will route orders for non-UK equity, bonds and other debt instruments through Quintet. Orders for UK equities will be routed directly to Virtu and orders for collective investment schemes directly to the fund, the fund's operating company or through a third party.

### **Monitoring and Review of Arrangements**

Brown Shipley actively monitors and reviews the executions achieved on behalf of its clients. This on-going monitoring activity allows for the identification of and, where appropriate, corrective action to be taken to improve the quality of the execution service provided.

An annual review of all brokers utilised by Brown Shipley is undertaken (this includes assessments of execution quality, service delivery and the financial standing of the firm). Annual due diligence is undertaken on all our agency brokers and service reviews are held periodically.

As well as on-going reviews and assessments, Brown Shipley also reviews its Order Execution Policy on at least an annual basis in line with our policy governance framework. If material changes result, these will be communicated and implemented accordingly.

Brown Shipley will publish on its web site, at least annually, details of the top five execution brokers per instrument class.

### **Conflicts Of Interest**

Brown Shipley is a wholly owned subsidiary of Quintet Private Bank (Europe) S.A. In recognition that potential conflicts of interest could arise where dealing arrangements include reliance on the use of a connected party, Brown Shipley ensures that these arrangements do not undermine the delivery of best execution for its clients. Brown Shipley has implemented business practices and management oversight arrangements, supported by controls that monitor these potential conflicts on an ongoing basis and reports to the Enterprise Risk Committee and Board Risk, Compliance and Legal Committee on how effectively such potential conflicts are managed.

### **Consent**

Brown Shipley is required by its regulator (The Financial Conduct Authority) to obtain prior client consent to its Order Execution Policy. Clients will be deemed to have provided such consent when accepting Brown Shipley's terms and conditions.

## **APPENDIX A – LIST OF EXECUTION VENUES**

### **Primary Markets**

ASX – ALL MARKETS  
ASX – CENTER POINT  
ATHENS EXCHANGE S.A. CASH MARKET  
BOERSE BERLIN  
BOERSE DUESSELDORF  
BOERSE MUENCHEN  
BOERSE STUTTGART  
BOLSA DE MADRID  
BOLSA DE VALORES DE SAO PAULO  
BOLSA MEXICANA DE VALORES  
(MEXICAN STOCK EXCHANGE)  
BORSA ISTANBUL  
BORSA ITALIANA S.P.A.  
CHICAGO BOARD OF TRADE  
CHICAGO MERCANTILE EXCHANGE  
DEUTSCHE BOERSE AG  
EUREX DEUTSCHLAND  
EURONEXT – EURONEXT AMSTERDAM  
EURONEXT – EURONEXT BRUSSELS  
EURONEXT – EURONEXT LISBON  
EURONEXT – EURONEXT PARIS  
EURONEXT – LIFFE  
EUWAX  
HONG KONG EXCHANGES AND CLEARING LTD  
INDONESIA STOCK EXCHANGE  
IRISH STOCK EXCHANGE – ALL MARKET  
ITALIAN DERIVATIVES MARKET  
JOHANNESBURG STOCK EXCHANGE  
LIQUIDNET EUROPE  
LONDON STOCK EXCHANGE  
LUXEMBOURG STOCK EXCHANGE  
MARCHE OPTIONS BELGES  
MEFF FINANCIAL DERIVATIVES  
MERCADO CONTINUO ESPANOL –  
CONTINUOUS MARKET  
MONEP  
MOSCOW EXCHANGE-DERIVATIVES  
AND CLASSICA MARKET  
MOSCOW STOCK EXCHANGE  
NASDAQ – ALL MARKETS  
NASDAQ CAPITAL MARKET  
NASDAQ NORDIC  
NASDAQ OMX BX  
NASDAQ OMX HELSINKI LTD.  
NASDAQ OMX PHLX  
NASDAQ OMX PSX  
NEW YORK STOCK EXCHANGE, INC.  
NEW ZEALAND EXCHANGE LTD  
NYSE MKT LLC



OMX NORDIC EXCHANGE STOCKHOLM AB  
OMX NORDIC EXCHANGE COPENHAGEN A/S  
OSAKA EXCHANGE  
OSLO BORS ASA  
POSIT  
PRAGUE STOCK EXCHANGE  
SINGAPORE EXCHANGE  
SIX STRUCTURED PRODUCTS EXCHANGE  
SIX SWISS EXCHANGE  
SIX SWISS EXCHANGE – BLUE CHIPS SEGMENT  
STOCK EXCHANGE OF THAILAND  
TEL AVIV STOCK EXCHANGE  
TOKYO STOCK EXCHANGE  
TOKYO STOCK EXCHANGE – TOSTNET-1  
TORONTO DERIVATIVES EXCHANGE  
TORONTO STOCK EXCHANGE  
TSX VENTURE EXCHANGE  
WARSAW STOCK EXCHANGE/EQUITIES/MAIN MARKET  
WIENER BOERSE AG  
WIENER BOERSE AG AMTLICHER HANDEL  
(OFFICIAL MARKET)  
XETRA  
MTFs  
BATS  
BATS CHI-X EUROPE -CXE ORDER BOOKS  
BATS Y-EXCHANGE, INC.  
BATS Z-EXCHANGE  
BOERSE BERLIN EQUIDUCT TRADING  
BLOOMBERG EMSX  
BLOOMBERG TSOX  
CHI-X AUSTRALIA  
CHI-X CANADA ATS  
CHI-X JAPAN  
NYSE ARCA  
TURQUOISE

### Others

ALPHA EXCHANGE  
AQUA EQUITIES L.P.  
AQUIS EXCHANGE  
BANK OF AMERICA – MERRILL LYNCH INSTINCT X ATS  
BANK OF AMERICA – MERRILL LYNCH OTC  
BARCLAYS ATS  
BATS CHI-X EUROPE -BXE DARK ORDER BOOK  
BIDS TRADING L.P.  
BLINK MTF  
BLOCKMATCH  
CANTOR FITZGERALD  
CITADEL SECURITIES ATS  
CITI CROSS  
CITI MATCH  
CREDIT SUISSE AES CROSSFINDER  
CREDIT SUISSE AES CROSSFINDER EUROPE  
CREDIT SUISSE LIGHT POOL

CROSS EXANE  
DEUTSCHE BANK SUPER X  
EDGX EXCHANGE  
EXANE BNP PARIBAS  
FIDELITY CROSSSTREAM ATS  
GOLDMAN SACH MTF  
INSTINET CBX (US)  
ICAP SECURITIES  
JANE STREET EXECUTION SERVICES LLC  
JPM  
JPMX  
KCG EUROPE  
VIRTU FINANCIAL CAPITAL MARKETS LLC  
KNIGHT MATCH ATS  
MILLENNIUM  
MORGAN STANLEY AND CO. INTERNATIONAL PLC  
MS POOL  
OMEGA ATS  
OTC  
PEEL HUNT RETAIL  
SBI JAPANNEXT-J-MARKET  
SMARTPOOL  
TULLET PREBON  
TURQUOISE DARK  
UBS ATS  
UBS MTF  
VIRTU FINANCIAL IRELAND LIMITED SI