Charles Merrington
Executive Financial Services (Pty) Ltd

Authorised Financial Services
Provider Licence Number 12833

CONFLICT OF INTEREST MANAGEMENT POLICY

1. Scope

This policy applies to all employees or future employees and contractors of Charles Merrington Executive Financial Services (Pty) Ltd, (CMEFS) Conflicts of interest referred to in this document may either be recognised (actually identified / realised) or be potential or perceived (conceivable) and most often arise because of an actual or possible financial interest.

2. Purpose

The purpose of this policy is to assist individuals with identifying potential and actual conflicts of interest and for CMEFS to manage it appropriately. It provides clear guidelines and rules, and describes the procedures to be followed to ensure that conflict of interest situations do not cause CMEFS to act in contravention of the Financial Advisory and Intermediary Services Act ("FAIS") and General Code of Conduct which requires that a provider must at all times render financial services honestly, fairly, with due skill, care and diligence, and in the interests of clients and the integrity of the financial services industry.

3. Policy

CMEFS is committed to avoiding and, where this is not possible, mitigating any conflict of interest that may arise between ourselves, as a financial services provider, and our clients when rendering a financial service.

Where such a conflict of interest cannot be avoided the situation will be explained to the affected client(s).

3.1 Allowable financial interests

3.1.1 The following allowable financial interests have to be disclosed internally in the company's gift register:

- Promotional items (with a value of no more than R1 000.00 per FAIS representative / key individual in any given year); and
- any other financial interest with a determinable monetary value not exceeding R1000.00 per FAIS representative / key individual in any given year.

3.1.2 The following allowable financial interests have to be disclosed internally in the company's conflicts of interest register and directly and unequivocally to affected clients:

- Ownership interest;
- directorships in other companies; and
- rebates or fees received from product providers, and which affects the fee payable by the client or which could potentially influence the advice process.

3.2 **Disallowed financial interests**

The following financial interests are disallowed:

- Financial interest to a representative or to the provider for giving preference to a quantity of business to the exclusion of quality to the client, preference to a specific product supplier or preference to a specific product;
- cash, cash equivalent, voucher, gift, service, advantage, benefit, discount, domestic or foreign travel, hospitality, accommodation, sponsorship and any other incentive or valuable consideration not mentioned above, including travel and accommodation associated with allowed training;
- any financial interest other than allowable financial interests listed above with a determinable monetary value exceeding R1000.00 per FAIS representative / key individual in any given year; and
- training restricted to a selected group of providers and FAIS Representatives on including but not limited to products and legalities thereof; general financial and industry information; specialised technological systems (of a third party) necessary for rendering a financial service.

4. Procedure

4.1 Measures for avoidance or mitigation of conflicts of interest and control measures

4.1.1 Reporting and record keeping

i. Both a Gifts Register for allowable financial interests (Annexure A) and a Conflicts of Interest Register for Ownership interests, Directorships and Disallowed financial interests (Annexure B) have been implemented.
ii. The Company's _____job title, name_____ will act as the custodian of both the Conflicts of Interest register and the Gifts register.
iii. Each Representative has a duty to report any such an immaterial financial interest provided or received to the custodian of the Gifts Register (within a week of giving / receiving such a gift) who shall report to the Managing Director of the Company as soon as the aggregate financial interest given or received by any one representative from that product provider, or third party reaches R1 000.00 in that particular year.

4.1.2 Key Individual authorisation

i. A financial interest with a monetary value of more than R1000.01 constitutes a material conflict, and will prior to giving, or accepting such a financial interest, the employee or Representative must obtain the written consent of the Managing Director of CMEFS for the gift. Such an instance must be recorded in the relevant Conflict of Interest register.

4.1.3 Annual Key Individual and Representative disclosure

1. All the Key Individuals and Representatives will be required to also complete the 'Conflicts of Interest Questionnaire' as provided for in Annexure C of this policy.
2. The conflict-of-interest register will be updated and reviewed by the Key Individual(s).
3. If it has been established that a particular situation or activity gives rise to a conflict of interest, such a situation must be avoided.
4. If such a conflict of interest is inevitable it is the responsibility of the Managing Director to ensure that the effect of the conflict is mitigated by disclosing the conflict of interest to the relevant client(s).

4.1.4 **Disclosure**

The CMEFS's shareholding structure, related parties, and subsidiaries (if relevant) is provided in Annexure D.

4.1.5 **Further reporting of conflicts of interest**

All activities that resulted in conflict-of-interest situations must be reported to the company's compliance officer on a bi-annual basis.

5. **Record keeping**

Declarations and relevant registers will be stored securely for future reference.

6. **Annexures**

Annexure A1: Gifts Register: Gifts Received
Annexure A2: Gifts Register: Gifts Given
Annexure B: Conflicts of Interest Register
Annexure C: Conflicts of Interest Questionnaire
Annexure D: Group Structure

ANNEXURE A1: GIFTS REGISTER: GIFTS RECEIVED

ANNEXURE A1: GIFTS REGISTER: GIFTS RECEIVED
(For all immaterial financial interests)

GIFT REGISTER – PERIOD ENDING _____: GIFTS GIVEN				
Date	Value of the gift	Name of gift recipient	Company Name (and FSP no. if applicable) giving this gift	Describe gift and reason for being given

ANNEXURE A2: GIFTS REGISTER: GIFTS GIVEN

ANNEXURE A2: GIFTS REGISTER: GIFTS GIVEN
(For all immaterial financial interests)

GIFT REGISTER – PERIOD ENDING _____: GIFTS GIVEN				
Date	Value of the gift	Name of gift recipient and Company (incl. FSP no. if applicable)	Name of employee giving the gift	Describe gift and reason for being given

ANNEXURE B: CONFLICTS OF INTEREST REGISTER

ANNEXURE B: CONFLICTS OF INTEREST REGISTER

CONFLICTS OF INTEREST REGISTER					
Date captured	Nature of the Conflict	Will this conflict be avoided / mitigated	What measures will be taken to Avoid / mitigate this conflict What impact will this conflict have on clients	What impact will this conflict have on clients	Has the Managing Director approved this conflict?

ANNEXURE C: CONFLICTS OF INTEREST QUESTIONNAIRE

Annual Conflicts of Interest questionnaire to be completed by all Key Individuals & Representatives

Please respond to the following questions to the best of your knowledge:

1. Please list all corporations, partnerships, associations, or other organizations of which you are an officer, director, trustee, partner, or employee, and describe your affiliation with such entity.

_____
_____
_____

2. In terms of the FAIS Code of Conduct you must disclose to the client the existence of any personal interest in a relevant service, or of any circumstances which gives rise to annual or potential conflict of interest in relation to such service and take all reasonable steps to ensure the fair treatment of the client. Please list any such conflicts- or potential conflicts of interest which you are aware of or which you perceive may possibly exist.

_____
_____
_____

3. Non-cash incentives offered and/or other indirect consideration payable by another provider, a product supplier or any other person to the provider could be viewed as a potential conflict of interest. Please list any such incentives received by yourself, your family members and or family entities during the last 12 months (can include incentive trips, sponsorships, gifts that amount to material benefits, business services, entertainment expenses, access of preferential, differentiated service/training/advice facilities, shareholdings, sales quota obligations, product biases etc.)

_____
_____
_____

4. Please list all corporations, partnerships, or other entities in which you have a material financial interest (shareholding of 25% or more).

_____
_____
_____

5. Are you aware of any other relationships, arrangements, transactions, or matters which could create a conflict of interest or the appearance of conflict? If so, please describe

_____
_____
_____

I have read the Conflicts of Interest Policy and accordingly hereby confirm that I currently comply with and agree to remain in compliance with the Policy.

Signed at _____ on this _____ day of _____ 20 ___.

Name: _____