



Best Execution Policy

GENERAL INFORMATION

The intention of this document is to set out our obligations regarding Best Execution and client order handling, under the Markets in Financial Instruments (MiFID II) – Directive 2014/65/EU and supporting legislation (“MiFID II”).

MiFID II requires investment firms, when executing orders on behalf of clients and transmitting client orders to other entities for execution, to take all sufficient steps to obtain the best possible result (or “Best Execution”), taking into account factors relevant to the execution of the order such as costs, speed, likelihood of execution and settlement, size and nature. Notwithstanding such factors, whenever there is a specific instruction from a client, we will execute the order in line with the specific instruction received.

The same procedures and safeguards for Best Execution are in place for all of our clients, irrespective of the type of service they receive from us, or their client categorisation. Brewin Dolphin Capital & Investments (Ireland) Limited (BDCIIL) does not carry out principal business (i.e. dealing on own account) except in exceptional circumstances.

While BDCIIL will take all sufficient steps to achieve the best possible result for our clients, we cannot guarantee that we will achieve best execution for each and every transaction.

EXECUTION FACTORS AND QUALITY OF EXECUTION

Guidelines are in place for BDCIIL dealers so that in each class of financial instrument there is a procedure for achieving Best Execution.

In the absence of specific instructions from you, the execution factors that will be taken into account are as follows:

- Price;
- Costs;
- Speed;
- Likelihood of execution or settlement;
- Liquidity;
- Size of your order;
- Nature of your order;
- Any other consideration relevant to the execution of the order.

These factors are considered by us as part of our process of taking all sufficient steps to obtain the best possible result for you.

We will take into account the following criteria when determining the relative importance of each of these factors:

- The characteristics of your order and whether you have provided any specific instruction;
- The characteristics of financial instruments that are the subject of your order; and
- The characteristics of the execution venues or entities to which your order can be directed.

Price will ordinarily merit a high relative importance in obtaining Best Execution, however other factors will also be considered, such as where the financial instrument is most frequently traded, the liquidity of that venue, the relative speed and likelihood of execution or settlement, which in our experience has been consistently demonstrated for the financial instrument in question. In some markets, price volatility may mean that the timeliness of execution is a priority, whereas, in other markets that have low liquidity, the fact of execution itself may constitute Best Execution. In other cases, our choice of venue may be limited (even to the fact that there may only be one platform/market upon which we can execute your orders) because of the nature of your order or of your requirements.

In the absence of specific instructions from you, the best possible result will be determined in terms of total consideration for the execution of the order i.e. the price of the financial instrument and the costs related to execution, which shall include all expenses incurred by you which are directly relating to the execution of the order, including execution venue fees, clearing and settlement fees and any other fees paid to third parties involved in the execution of the order.

When the dealing desk receives an order, it will prioritise the relevant factors in considering and achieving the best possible result, including any specific client instructions (e.g. price limit); relevant factors could include the liquidity and volatility of the stock, the buy/sell spread and accessible markets and dealing platforms.

Examples where different relevant factors would be considered by us are listed below. These are applied on a consistent basis and, as such, the best possible result should be achieved.

- a) An actively traded company e.g. listed on the ISEQ Index or FTSE 100 index – if an order is passed with no specific instructions and in a size that could easily be traded the relevant factor to be considered will be the price.
- b) A less active company with lower turnover of transactions – if an order is passed with no specific instructions, the most relevant factors to be considered will include price and size of the liquidity available.
- c) A fixed interest security with an active secondary market – the factors considered would normally focus on price and in some instances size of transaction.

SPECIFIC INSTRUCTIONS

Warning: If specific instructions are provided by the client (e.g. specifying a particular venue for execution or a limit price) and BDCIIL agrees to act on these, then our obligation to achieve Best Execution is met by acting in accordance with those specific instructions. Where your instruction relates to part of the order, we will continue to apply our Best Execution Policy to those aspects of the order not covered by your specific instructions. You should be aware that if you provide us with a specific instruction, this may prevent us from following some or all of the steps in our Best Execution Policy that are designed to obtain the best possible result for the execution of your orders in respect of the elements covered by those instructions.

EXECUTION VENUES

Below is a list of execution venues upon which we place significant reliance:

- Member of the Irish Stock Exchange (Regulated Market)¹;
- Member of the London Stock Exchange (Regulated Market);
- Member of BATS Chi-X Europe (a Multilateral Trading Facility (MTF))²;
- Other MTFs;
- A Systematic Internaliser (SI)³;
- Market Makers/Brokers.

We may also use Organised Trading Facilities (“OTFs”)⁴

SELECTION OF EXECUTION VENUES

Brewin Dolphin takes into account the following factors when selecting a regulated market or MTF of which it may become a member:

- The primary listings of securities most relevant to its customers;
- The liquidity and turnover executed on the market;
- The clearing arrangements;
- The costs of becoming a member relative to the expected level of activity from its clients.

¹ Regulated Market: is a market place, trading system or exchange which meets the minimum EU standards set out in MiFID II. In an Irish context, the Official List of the Irish Stock Exchange is a regulated market.

² Multilateral Trading Facility (MTF): is in broad terms, a system, operated by an investment firm or a market operator, which brings together multiple parties (e.g. retail investors or other investment firms) that are interested in buying and selling financial instruments and enables them to do so. (e.g. BATS CHI-X).

³ A Systematic Internaliser is an investment firm which, on an organised, frequent and systematic, and substantial basis, deals on its own account (principal trading) by executing client orders outside trading venues (RM, MTF or OTF).

⁴ An Organised Trading Facility (OTF) is a multilateral system that is not a regulated market or MTF bringing together multiple third party buying and selling interests in financial instruments in a way that results in a contract or transaction.

BDCIIL takes into account the following factors when selecting a market maker/broker with whom we execute orders or direct orders to them for execution:

- Their access to the relevant regulated markets;
- Capacity to execute;
- Their technological capabilities;
- Their costs;
- Their financial strength;
- Their market reputation.

The relative importance of each of these factors will depend on the individual circumstances of each case.

REVIEW OF EXECUTION VENUES

On an ongoing basis, BDCIIL reviews its execution performance against all venues where an instrument may be traded to ensure that the venues selected continue to be appropriate.

Brewin Dolphin undertakes a formal review, at least annually, of the performance of execution venues it has selected. In this review it considers:

- The market share of activity in instruments (for Regulated Markets);
- The performance figures published by the venue under its MiFID II reporting obligations;
- Its settlement performance;
- Assessment of its execution performance by BDCIIL's Dealing Desk.

The following details the executions venues we use for each class of Financial Instrument which we may trade:

EQUITIES-SHARES & DEPOSITARY RECEIPTS

Brewin Dolphin use a range of methods to execute equities – Regulated markets and MTFs of which we are a member, market makers, Systematic Internalisers, on other Regulated Markets through Direct Electronic Access (DEA) connectivity and through other brokers to whom we transmit orders.

DEBT INSTRUMENTS

For bonds which are liquid, BDCIIL executes through an MTF (e.g. Bloomberg/TradeWeb). For less liquid bonds, BDCIIL will execute through market makers.

CONTRACTS FOR DIFFERENCE (CFD)

BDCIIL will transmit orders in contracts for difference to the client's nominated contracts for difference provider.

EXCHANGE TRADED PRODUCTS

Regulated markets and MTFs of which we are a member, market makers, Systematic Internalisers, on other regulated markets though DEA connectivity and through other brokers to whom we transmit orders.

OTHER INSTRUMENTS

Funds (e.g. UCITS / SICAV) are normally traded directly with the manager at a fixed price on any given dealing day.

When executing orders in OTC products, BDCIIL will check the fairness of the price proposed to the client, by gathering market data used in the estimation of the price of such product and, where possible, by comparing with similar or comparable products.

On rare occasions, we will be required to trade in an instrument not covered by the above categories. Any trade could be restricted to a limited number of liquidity providers that BDCIIL has relationships with.

A list of our execution venues can also be found on our website: Brewin.ie/bdexecutioncount.

We reserve the right to use other execution venues where we deem appropriate in accordance with our order execution policy and may add or remove any execution venues from this list. Please review our website for updated information in relation to same.

We will regularly assess the execution venues available in respect of any financial instruments that we trade, to identify those that will enable us, on a consistent basis, to obtain the best possible result when executing orders. We reserve the right to trade on an execution venue not listed where we deem it appropriate to satisfy the execution of a particular order or instrument.

AUTOMATED ORDER ROUTING

We may use Automated Order Routing functionality on our trading system, which determines the trading venue or venues where the order should be submitted without changing any other parameter of the order.

PUBLICATION OF ANNUAL REPORT ON BEST EXECUTION

BDCIIL provides the services of both order execution and reception and transmission of client orders to other entities (brokers) and we will summarise and publish on an annual basis, for each class of financial instruments, the top five execution venues and the top five brokers to which client orders were routed during the preceding year. This information will also include information on the quality of execution obtained and will be made available on our website: Brewin.ie/bdrtreport18

EXECUTING ORDERS OUTSIDE A TRADING VENUE

In some circumstances and, when acting in your best interests, we may execute orders outside a trading venue (i.e. outside a Regulated Market, MTF or OTF, Systematic Internaliser, a market maker or other liquidity provider or an entity that performs a similar function in a third country (i.e. non-EEA country) to the functions performed by any of the foregoing). In such circumstances, we will advise you of any implications prior to proceeding with the transaction.

CONSENT

We are required to obtain your prior consent to our Best Execution Policy. You will be deemed to have provided such consent when you give an order on or after 3rd January 2018.

BDCIIL is also required to obtain your express prior consent in respect of executing orders for you outside a trading venue. By signing our Client Agreement, you expressly consent to BDCIIL executing orders outside a trading venue on your behalf.

These consents are by way of general agreement with BDCIIL and not in respect of individual transactions only.

REVIEW AND MONITORING

The senior management of BDCIIL has overall responsibility for Best Execution although day-to-day responsibility for achieving and monitoring Best Execution lies with the Investment Managers and the Dealing Desk (i.e. front-office staff). Independent internal monitoring on the quality of execution is also undertaken by Compliance, in order to verify that the best possible results were obtained for clients.

We monitor the effectiveness of our order execution arrangements (including the Best Execution Policy) to identify, and where necessary, correct any deficiencies. We review on a regular basis, whether the execution venues included in the Best Execution Policy provide the best possible result and whether any changes need to be made. We undertake a review of our order execution arrangements and the Best Execution Policy at least annually, or where a material change occurs that affects our ability to continue to obtain the best execution for the execution of client orders on a consistent basis using the venues included in the Best Execution Policy. BDCIIL will notify clients of any material changes in our Best Execution Policy by publishing an updated version on our website.

ORDER HANDLING

LIMITS

Limits passed by clients will be accepted on a reasonable endeavours basis. The contract note for the trade will disclose that a client's limit was passed. Any client limit will normally remain valid until you have instructed us to cancel it.

Should you place a limit order with us in a listed share below a certain size and this is not immediately executed under prevailing market conditions, then we may be obliged to publish the details of your order unless you have instructed us otherwise.

TIMELY EXECUTIONS

To achieve timely execution, once BDCIIL has agreed, or decided in its discretion to execute a client order, it must do so as soon as reasonably practicable, unless BDCIIL has taken reasonable steps to ensure that postponing the execution of a client order is in the best interests of the client.

AGENCY CROSSES

Where BDCIIL matches two client orders at a mutually agreeable price, they will be deemed to have taken place on market.

ALLOCATION

BDCIIL will usually allocate on a pro rata basis any partially completed orders that are received from different clients in the same stock. If this allocation would result in uneconomic or unsuitable holdings for the clients concerned, we may allocate other than on a pro rata basis. In every instance that an allocation other than pro rata is used then BDCIIL must take reasonable steps to ensure that any allocation is in the best interest of all clients concerned.

ORDER PRIORITY

Client orders will normally be executed in the same order as they were received except where there are special conditions such as price limits or limited liquidity: such conditions might require extra time to ensure achievement of the best possible result.

TIME OF EXECUTION

Any execution time shown on the contract note will be stated as Irish time. If the order is completed in a series of transactions and shown on the contract note as an averaged price, the execution time will reflect the last transaction.

SYSTEM FAILURES

In the unlikely event of system failure, clients who contact Brewin Dolphin during this time to pass deal instructions will be informed. Any instructions received will be accepted on the basis that they will be executed once the relevant system has been restored.

www.brewin.ie

Brewin Dolphin Capital & Investments (Ireland) Limited trading as Brewin Dolphin and Brewin Dolphin Ireland is regulated by the Central Bank of Ireland. A member of Euronext Dublin and the London Stock Exchange.

Registered in Ireland Number 223158.

Registered Office: 3 Richview Office Park, Clonskeagh, Dublin 14.

BDCIIL is a 'Qualifying Fund Manager' (QFM) as defined in section 784A, Taxes Consolidation Act, 1997