

**GCM Prime Ltd**

**Conflicts of Interest Policy Disclosure Statement**

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1. General Statement

It is important to identify and manage conflicts of interest which arise or may arise in the course of providing a service, as their existence may lead to a material risk of damage to a client's interests.

This document sets out details of our policy to effectively manage the conflicts of interest that may arise where we provide services to clients in the course of carrying on regulated activities. Conflicts of interest exist in all businesses and in all financial services organisations. Accordingly we have put in place a number of policies, procedures and processes designed to identify, evaluate and manage these conflicts of interest. The purpose of this document is to identify in a summary form those conflicts which we experience as an organisation and to describe how we address the challenges such conflicts create. This document and our policy may be reviewed and amended at any time.

2. Purpose

We are authorised and regulated by the UK Financial Conduct Authority (**FCA**) and under FCA Rules, we are required to take all reasonable steps to identify and manage conflicts of interest between:

- a) us (including for these purposes our members or directors, managers, employees, agents, or any person directly or indirectly linked to us by control) (together **Staff**) and a client; or
- b) one client and another client.

The FCA Rules require us to put in place a conflicts of interest policy (**Policy**) which sets out the organisational and administrative arrangements we will maintain and operate with a view to taking reasonable steps to prevent conflicts of interest from constituting or giving rise to a material risk of damage to the interests of our clients. This Conflicts of Interest Policy Disclosure Statement (**Disclosure Statement**) is intended to provide you with information about the Policy. However, if you feel that you need additional information about how we will execute or arrange the execution of your orders, please let us know.

3. Scope of Application

Our duty to identify and manage conflicts of interest applies with respect to all clients in the course of carrying out regulated activities or ancillary services for clients.

4. Identification of Conflicts

We have identified and documented the key actual or potential conflicts of interest we face in our day to day business and how these are controlled. These are reviewed periodically and

updated when a new actual or potential conflict of interest is identified. Our Policy is made available to all Staff to ensure that they are aware of how we deal with relevant actual or potential conflicts of interest.

For the purposes of identifying actual or potential conflicts of interest we consider whether our firm or a relevant member of Staff or a related group company (including any affiliate with which the hedge client transactions and from which we derive prices for client transactions):

- a) is likely to make a financial gain, or avoid a financial loss, at the expense of a client;
- b) has an interest in the outcome of a service provided to the client or transaction carried out on behalf of a client, which is distinct from the client's interest in that outcome;
- c) has an incentive to favour the interest of one client or group of clients over the interests of other clients;
- d) carries on the same business as a client; or
- e) (in the case of our firm or a relevant member of Staff) receives or will receive from a person other than the client an inducement in relation to a service provided to that client, in the form of remuneration, goods or services, that is not the standard commission or fee for that service.

#### 5. Conflict Avoidance

Where an actual or potential conflict of interest is identified, we will seek to organise our business activities in a manner which avoids such a conflict. This may include considering the appropriateness of external relationships.

#### 6. Conflict Management

Where an actual or potential conflict of interest is unavoidable, we seek to identify them in advance and provide for their mitigation and management. These management arrangements will be designed to ensure the firm or its Staff are not advantaged, and that no client is disadvantaged.

#### 7. Conflicts Disclosure

Where we are not reasonably confident that we are able to manage an actual or potential conflict of interest to adequately protect the interest of a client, we must clearly disclose the general nature and/or sources of the actual or potential conflict of interest to the client before undertaking any business.

The disclosure will be in a durable medium and provide sufficient details, taking into account the nature of the client, to enable that client to make an informed decision with respect to the service in the context of which the conflict of interest arises.

#### 8. Conflict Monitoring

We have a number of procedures and controls to detect actual or potential conflict of interest situations as they arise, and the management committee will update the Policy accordingly. Once actual or potential conflicts of interest have been identified, we have further procedures and controls to monitor our management arrangements of such conflicts.

In addition, our compliance monitoring programme incorporates tests aimed at reviewing our performance in the management of conflicts we have identified.

#### 9. Education and Awareness

All Staff receive a copy of the Policy and the firm's compliance manual. In addition, all Staff are required to adhere to the firm's compliance procedures, including procedures for personal account dealing and receipt of gifts and inducements.

In addition, all Staff receive both formal and informal training in respect of conflicts of interest generally, and on specific or potential conflicts relating to the firm or the individual personally.

#### 10. Summary of Policy

**High Level Procedures and Policies:** All Staff are trained in the requirements set out in our Policy and are required to report to the Compliance Officer any actual or potential conflicts of interests they identify and which are not already referred to in the Policy to our Compliance Officer. Conflicts of interest are managed by the Compliance Officer and/or senior management on an on-going basis. In some cases this exercise is undertaken holistically, in others specific reference is made to identifying and managing any conflicts of interest in relation to particular transactions or types of transaction.

We are particularly sensitive to conflicts of interest that may arise where some of our Staff are senior managers or business generators. Accordingly, each such individual's conduct is subject to careful analysis to seek to ensure that they are not unduly conflicted in the discharge of their obligations to each client, the firm and other clients.

**Lines of business:** Our services include dealing in investment on behalf of clients as agent and as a matched principal (where we enter into a contract with a client and also a back to back contract with a third party liquidity provider). We do not give investment advice.

**Recruitment of personnel:** We undertake pre-employment screening exercises in order to ensure that Staff are fit and proper and appropriately qualified. Our Staff are required to disclose any outside interests they may have both before and during their employment.

**Supervision of personnel:** All Staff are appropriately supervised and responsibility for supervision ultimately rests with the senior management.

We have in place measures designed to prevent or limit any person exercising inappropriate influence over the way in which our representatives carry out services or activities.

**Personal Account Dealing:** Customer facing representatives are not permitted to trade any relevant investments on their own account without prior approval from the Compliance Officer.

**Gifts and Entertainment:** The firm's gifts and entertainment policy is for Staff to declare all gifts and entertainment received to a member of senior management and ensure that our representatives act with integrity and pay due regard to customers' interests when giving or accepting gifts or entertainment.

**Confidentiality:** We have a strict client confidentiality policy to ensure that all information relating to clients is retained with the firm and treated as confidential information. Confidential information is only disclosed to those entitled to receive it. Staff are prohibited from using any such confidential information for their own interests.

**Client Contracts and Hedging Contracts:** Please see our Order Execution Policy Disclosure which provides details relating to how we execute client orders.

**Disclosure of conflicts to you:** As a last resort, where there is no other means of managing the conflict or where the measures in place do not, in our view, sufficiently protect your interests, the conflict of interest will be disclosed to you or we will decline to act for you. Such disclosure:

- will be made in writing; and
- will contain sufficient detail to allow you to make an informed decision with respect to the service to be performed and in the context of which the conflict of interest arises.

#### 10. Review

We will carry out an annual review of our conflicts policy and procedures in order to ensure that all reasonable steps are being taken to identify and manage any conflicts or potential conflicts of interest to protect the interests our clients. To the extent that we become aware of any material change that could affect our ability to obtain best execution a review will be carried out more frequently.

#### 11. Status of disclosure

This disclosure is provided to you for information only and is not intended to be contractually binding or impose or seek to impose any obligations on us which we would not otherwise have under the FCA Rules or any client terms and conditions of business or agreement. In particular, we are not agreeing to deliver best execution in circumstances where we are not required to do so under FCA Rules.

#### 11. Further information

If you require further information about our Conflicts of Interest Policy, please contact the Compliance Officer (contact details are provided on our website).