

# Conflicts of Interest Summary Policy

Macquarie Group



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<b>Policy owner:</b>	Compliance
<b>Policy statement:</b>	Macquarie has established a Conflicts of Interest Policy setting out the framework, controls and administration for identifying, preventing and managing conflicts of interest – whether actual, potential or perceived. In accordance with Macquarie’s Code of Conduct applicable laws, regulations and principles and guidance, Macquarie is required to manage conflicts of interest fairly.

## 1. Policy statement

As a global organisation offering a diverse range of products and financial services, Macquarie may, from time to time, have interests which conflict with the interests of its clients, unitholders or counterparties. It is also possible that conflicts could arise between such parties or between such parties and a Relevant Person (as defined below).

In accordance with Macquarie's Code of Conduct, applicable laws, regulations and principles and guidance, Macquarie is required to manage conflicts of interest fairly.

Macquarie's Conflicts of Interest Policy sets out the framework, controls and administration for identifying, preventing and managing conflicts of interest – whether actual, potential or perceived.

## 2. Application

The potential for conflicts of interest to arise is a key consideration for Macquarie, and as such our Conflicts of Interest Policy applies to all staff, (full-time, part-time, fixed term and casual employees), contractors, appointed representatives, secondees and any persons directly or indirectly linked to Macquarie, regardless of location (each a "Relevant Person").

Macquarie or Macquarie Group means Macquarie Group Limited and each of its European Union-regulated subsidiary entities.

## 3. Conflicts of Interest identification

Macquarie has systems and protocols in place to identify potential conflicts of interest. Macquarie's policy and related protocols do not contain an exhaustive list of all conflicts of interest that arise; therefore, any new conflicts of interest must be escalated for assessment prior to undertaking the new activity.

## 4. Potential Conflicts of Interest

The following are examples of potential conflicts of interest that may arise as a result of the diverse nature of Macquarie's activities:

- Macquarie or a Relevant Person may make a financial gain or avoid a financial loss at the expense of a client,
- Macquarie or a Relevant Person has an incentive (financial or otherwise) to favour the interests of one client, or group of clients, over another client or group of clients;
- Macquarie or a Relevant Person may carry out the same business as carried out by a client;
- Macquarie's interests (including a Relevant Person's interests) in the outcome of a service or transaction may differ from those of the client;
- Macquarie or a Relevant Person receives inducements from a third party in relation to a service or product Macquarie provides to a client.

## 5. Conflicts Management

Macquarie has established various systems and controls to prevent and manage conflicts of interests globally, many of which are outlined in Macquarie's policies in relation to conflicts of interest, investment research, gifts and entertainment, outside business activity, allocations and offers of financial products, remuneration and inducements.

Examples of Macquarie's systems and controls for preventing and managing conflicts of interest include (but are not limited to):

- Requirements to undertake a conflicts check prior to entering into certain business arrangements;
- Systems and controls which restrict the flow of confidential or non-public price sensitive information (inside information) within the Group (such as Information Barriers) including, where applicable, physical separation and system access restrictions;
- Segregation of duties and supervision for staff engaged in different business activities including procedures for ensuring appropriate communication between businesses, for example restricting communications between research analysts and sales and trading staff;

- Personal investments restrictions applicable to all staff, and their associates, regardless of seniority. Restrictions include pre-trade approval, minimum holding periods and the operation of staff trading-windows for Macquarie Group investments;
- Maintenance of a list of restricted financial instruments that may be prone to conflicts of interest. Activities, such as principal and agency trading and production and dissemination of research may only be permitted in such financial instruments in certain circumstances.
- Undertaking of related-party transactions (including co-investments) on arms-length terms, with appropriate investor consent and disclosures;
- Use of “deal trees” when providing services to competing bidders in a transaction;
- Avoidance of conflicts of interest by deciding not to proceed with the relevant transaction or business relationship;
- Training of directors and employees on conflicts of interest management;
- Avoidance or disclosure of potential conflicts on investment research, where appropriate, subject to any confidentiality requirements;
- Requirements to record the solicitation, offer or receipt of certain gifts and entertainment and obtain prior approvals where required;
- Requirements for all external directorships and outside business interests to be declared and approved;
- Permitted and prohibited practices to manage or prevent conflicts of interests arising in regard to allocations and offers of financial products involving Macquarie; and
- Avoidance of direct links between remuneration or performance assessments that conflict with a duty to act in the best interests of clients.

## 6. Conflicts Disclosure

Where Macquarie’s methods and controls to prevent or manage a conflict of interest (including those described above) are not sufficient to ensure with reasonable confidence that the risk of damage to a client’s interests will be prevented, as a measure of last resort, Macquarie may disclose such conflict to its client and ask for the client’s informed consent to continue to act notwithstanding the conflict.

## 7. Oversight

The senior management and management body of each of Macquarie’s relevant European Union-regulated entities annually reviews the Conflicts of Interest Policy and certain other relevant information.

## 8. Limitation

This document is prepared and published in order to comply with relevant European Union rules and regulations, including the United Kingdom’s Financial Conduct Authority rules, and is not intended to create third party rights or duties or to form part of any contractual agreement between Macquarie and any client.

This policy summary may be reviewed and amended at any time.