



Order Execution Policy

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Contents

1. Introduction.....	3
2. Scope	3
3. Client Orders.....	3
4. Execution venues and other firms/brokers	3
5. Quality of Execution and Senior Management Oversight	4
6. Methods of Execution	5
7. Execution Factors	5
8. Monitoring of approved brokers.....	6
9. Limit Orders under Client instruction	6
10. Order Management and Aggregation	6
11. Review of Sanlam’s Execution Policy	7
12. Conflict of Interest	7
Appendix 1 - Execution Methodology for Financial Instruments	8
I. Equities	8
II. Exchange-traded funds (ETFs).....	9
III. Fixed Income (FI).....	10
IV. Units/Shares in Collective Investment Schemes	10
V. Foreign Exchange (FX)	10
VI. Exchange-Traded Derivatives (ETDs).....	11
Appendix 2 – Document Control	12

1. Introduction

Sanlam Investments UK Limited (FRN 459237) and Sanlam Private Investments (UK) Ltd (FRN 122588) (together “Sanlam Investments”) manages portfolios of investments on a discretionary basis for investment funds and managed account clients (“clients”). Sanlam Securities UK Limited (FRN 124345) provides institutional stockbroking and securities execution services and manages portfolios of investments on a discretionary basis for managed account clients (“clients”). Together the three entities will be referred to as Sanlam in this document.

This document outlines the Order Execution Policy (“the Policy”) for executing a client order as required by the Financial Conduct Authority (FCA) Conduct of Business sourcebook (COBS 11.2A) and as stipulated by the EU Markets in Financial Instruments Directive (“MiFID II”) and EU Markets in Financial Instruments Regulation (“MiFIR”).

We will take all sufficient steps to obtain the best possible result for our clients by abiding by this policy when executing orders or receiving and transmitting orders to other entities for execution.

Aside from the explicit best execution rules explained in this policy, we have an overriding duty to act honestly, fairly, and professionally in accordance with the best interests of our clients at all times.

2. Scope

This policy applies to the execution of client orders by Sanlam on behalf of Retail and Professional Clients for the following classes of financial instruments: Equities, Derivatives (both Exchange-traded and OTC), Units/Shares in Collective Investment Schemes, Fixed Income Instruments, as well as any other financial instruments in which we may execute orders from time to time. Eligible counterparties are not clients for the purposes of this policy; accordingly, this policy does not apply to the execution of orders on behalf of eligible counterparties as stipulated by Article 30 of MiFID II.

Sanlam will always execute client orders as Agent, which we pass on (i.e., transmit) at our discretion to another broker or dealer for execution. However, in the cases where a client gives specific instruction to Sanlam, this policy will not be applicable for the specified instructions of the client order. The remaining elements of the order, though, will remain subject to best execution requirements.

3. Client Orders

These may result from:

- A decision made by Sanlam to deal on behalf of a discretionary client;
- A client instruction to deal, following the advice or a recommendation from us; or
- A client instruction to deal on an ‘execution only’ basis.

Where we are appointed Discretionary Manager or provide an Advisory Managed service, the timing of transmitting orders will be at our discretion.

Where we are acting on an instruction from a client, the order will be transmitted as soon as practicably possible following receipt of the instruction.

4. Execution venues and other firms/brokers

An execution venue is the term used to describe a place where a client order is executed and includes Regulated Markets, Multilateral Trading Facilities (MTF), Organised Trading Facilities (OTF), Systematic Internalisers (SI) and market makers or any other liquidity providers. An MTF and OTF is a platform where buyers and sellers interact; posting orders or soliciting quotes via a request for quote (RFQ) process. A Systematic Internaliser is a counterparty, which executes client orders over the counter on its own account, outside a Regulated Market or other multilateral platforms on an organised, frequent, systematic, and substantial basis.

Sanlam Securities UK Limited (“SSUK”)

Client trade orders are processed in accordance with our 'Terms of Business' - <https://www.sanlam.co.uk/legal-and-regulatory> and we work to process client trade orders and transmit to our two key counterparties: Cowen Execution Services Europe Limited (Cowen) and Winterflood Securities Limited (“WSL”) as soon as possible. Both Cowen and WSL are required to establish and implement an order execution policy to allow us to obtain, for our clients, best execution. Their order execution policies are entirely independent of this Policy and available on request, but this Policy provides an explanation of how SSUK ensures the best possible result for our clients when receiving and transmitting orders for execution.

Sanlam Investments UK Limited and Sanlam Private Investments (UK) Ltd - Institutional Clients (Funds)

Sanlam Investments transacts all market orders for institutional clients i.e., executing trades for Collective Investment Schemes (except Options, Futures CFDs and FX) via a third-party Central Dealing Desk with Northern Trust (NT). NT is responsible for obtaining Best Execution on our order flow and is providing ongoing Best Execution monitoring data to enable our company to carry out an ongoing assessment of the results against this Policy.

Northern Trust is a leading provider of execution services with in-depth expertise of trade execution across global equity markets. We have selected NT to undertake this function on behalf of Sanlam following detailed due diligence and analysis of their execution capabilities, expertise, systems and controls. The delegation arrangement provides Sanlam with comprehensive dealing desk functions which operate globally and facilitate access to all relevant brokers and execution venues. Northern Trust acts solely in an agency capacity on behalf of Sanlam.

Sanlam Private Investments (UK) Ltd - Retail Clients (Wealth Management/Model Portfolios)

Sanlam transacts the majority of market orders for retail clients via Pershing Securities Limited (“PSL”). Similarly to our relationship with NT, PSL executes our orders in accordance with PSL's order execution policy and provide Sanlam with regular Best Execution monitoring data so we could assess the quality of this service and how it complies with the terms of this Policy.

5. Quality of Execution and Senior Management Oversight

Under MiFID II, Article 27 (4) and (7), SIUK has an obligation to monitor the effectiveness of its order execution arrangements and its Policy, including the execution quality of its transactions.

Sanlam's Product Oversight Committee (POC), together with the Operations and Compliance teams, monitor the execution quality provided by Sanlam's approved brokers and Central Dealing Desks (See section 4 above). The POC is comprised of senior management members, i.e., Portfolio Management, Investment Operations and Compliance.

The POC reviews the effectiveness, scope, and performance of the Dealing process/function as it relates to the various portfolios managed by Sanlam. This includes;

- ensuring adherence to the FCA Dealing and Managing requirements
- driving the delivery of best execution through adequate management focus, front-office business practices, supporting controls and reporting up to the Exco and Board as required
- reviewing management information relating to best execution and acting on deficiencies identified
- reviewing all breaches, errors or any other issues arising related to Dealing and Managing and acting on deficiencies identified

- approving for implementation any new procedures, systems and controls where necessary to prevent re-occurrence of breaches
- reviewing and where required approving any changes to our policies and procedures in respect of best execution and client order handling
- reviewing the firms' RTS28 reports before publication and ensuring the reports are published annually as required
- reviewing the annual due diligence on appointed Centralised Dealing Desks (Northern Trust and Pershing)
- regularly reviewing feedback provided by Investment Teams on the performance of Centralised Dealing Desks

Our methodology for achieving best execution for each financial instrument is outlined in Appendix 1.

6. Methods of Execution

There are two methods that Sanlam uses when executing trades on behalf of its clients and the funds it manages:

- **Transmission** - where Sanlam places an order with another entity for it to execute on behalf of the client (e.g., outsourced dealing desk, a broker or investment bank). In these instances, Article 24 of MiFID II and Article 65 of the Delegated Regulation will apply. In such scenarios, while we will owe our client a duty of Best Execution, we will also receive a duty of best execution from the third party. We select brokers that we are satisfied provide "Best Execution" in accordance with MiFID II and FCA regulations and we have established and implemented order execution arrangements that enable us to obtain on a consistent basis the best possible result for our own clients.
- **Execution** - where Sanlam executes an order directly on an execution venue (e.g., a regulated market, Multilateral Trading Facility (MTF), Organised Trading Facility (OTF) or Systematic Internaliser (SI), including Request For Quote (RFQ), use of MarketAxess etc.) or a market maker or other liquidity provider. In these instances, Article 27 of MiFID II, Article 64 & 66 of the Delegated Regulation will apply. When Sanlam executes a transaction on an execution venue (or market maker or other liquidity provider) we will not receive a duty of best execution from the venue, but we will owe a duty of best execution to our client. As such, we will take 'all-sufficient steps' to obtain the best possible result for our client.

7. Execution Factors

Subject to any specific instructions received, Sanlam will take the following execution factors into consideration in determining how to obtain the best possible result for the order, namely:

- Price paid for the investment
- Costs incurred as a result of the transaction being placed (including clearing and settlement costs)
- Speed of the execution and settlement
- Likelihood of the order being executed and settled
- Liquidity in the instrument being traded
- Size and nature of the transaction
- Nature of the financial instrument including whether it is executed on a regulated market, multilateral trading facility (MTF), organised trading facility (OTF), over-the-counter (OTC) or with a Systematic Internaliser (SI)
- Any other consideration relevant to the execution of the order.

In determining the relevant importance of each of the above factors when executing an order, we will use our commercial judgement, experience in light of current market information, as well as the following criteria (as defined in COBS 11.2A.8 (EU)):

- 1) the characteristics of the client including the categorisation of the client as retail or professional;

- 2) the characteristics of the client order, including where the order involves a securities financing transaction (SFT);
- 3) the characteristics of financial instruments that are the subject of that order;
- 4) the characteristics of the execution venues to which that order can be directed; and
- 5) For UCITS schemes, the objectives, investment policy and risks specific to the scheme, as indicated in its prospectus or instrument constituting the fund.

The total consideration of the trade (i.e., the price of the financial instrument and the costs related to execution) will be our primary focus for the majority of transactions, although in some circumstances we may determine that other execution factors are more important in obtaining the best possible execution result for our clients.

8. Monitoring of approved brokers

Sanlam has a process for the selection of counterparties and brokers with whom it executes client orders or transmits client orders for execution.

All brokers are reviewed/assessed on an on-going basis (see section 5) against mentioned above factors (see section 7) in accordance with our obligation to take all sufficient steps to obtain the best possible results when executing orders. Also, as part of this process, brokers are regularly screened for negative media and potential sanctions, which may also include licence suspensions, disciplinary actions, and reputational issues.

9. Limit Orders under Client instruction

Limit orders are specific instructions received from the client to deal on their behalf where the client places a 'limit' on the price for execution. If an order has been placed with us with a 'limit' on the price for execution, we may not be able to execute it immediately. Consequently, in accordance with regulatory requirements and unless otherwise specifically instructed, we will publicly disclose details of any unexecuted part of such 'limit' order to other firms. However, with client consent, we can exercise discretion as to how and when unexecuted limit orders are disclosed. We believe that this allows us to achieve the best possible result for our clients. We, therefore, seek client's express consent on this matter – see 'Terms of Business': <https://www.sanlam.co.uk/legal-and-regulatory>. In the absence of an explicit response from the client in relation to this information, if they place an order with us, we will treat them as having provided us with consent not to publish any unexecuted limit orders, as we believe it is in the clients' best interest for us to do so.

10. Order Management and Aggregation

Sanlam will take all sufficient steps to obtain the best possible execution result for its clients. For all client orders, we will consider the different execution factors in the context of the clients' instructions in order for us to form a suitable execution strategy.

Where practical, Sanlam will look to aggregate purchase or sell orders for the same security or other instrument for multiple accounts so that the client may be able to benefit from the better prices achieved through larger, bulk transactions in line with our obligation to treat customers fairly. Sanlam aggregates orders when it considers doing so appropriate and in the interest of its clients generally, and may elect block trade treatment when available, as prescribed by the FCA in COBS 11.3.7.

Although it may do so in certain circumstances, Sanlam does not always aggregate orders for different accounts;

- if the portfolio management decisions relating to the orders are made by separate portfolio management teams;
- if aggregating is not appropriate or practicable from Sanlam's operational or other perspective, or;
- if doing so would not be appropriate in light of applicable regulatory considerations.

The executed orders are allocated to clients fairly and proportionately in accordance with Sanlam's Trade Aggregation and Allocation policy.

We will not perform crosses of stocks between Sanlam managed funds with different beneficial owners, but only via a third party e.g., the outsourced dealing desk. For funds with the same beneficial owner, an internal transfer may be performed between the funds using a specified time market price. This will save our clients from transaction costs i.e., incurring broker commissions, fees or charges and reduce market risk by reducing market exposure.

Due to the way we conduct our business and in order to enhance the quality and efficiency of record keeping during the order execution process, we will communicate with our Brokers and place orders electronically via an execution management system or secure audited instant messaging (through Bloomberg) only.

Therefore, no trades will be executed over telephone apart from in exceptional circumstances in the event of a failure of the other methods.

11. Review of Sanlam's Execution Policy

Sanlam reviews this execution policy annually, as well as whenever there is a material change that affects its ability to continue to obtain the best possible result for the execution of orders on a consistent basis.

12. Conflict of Interest

In order to minimise the risk of potential conflicts of interests, Sanlam does not receive any form of remuneration, discount, or non-monetary benefit for directing orders to a particular venue or broker for execution. The selection of a broker for an order is driven solely by the factors and inputs as described in section 6 of this policy.

Appendix 1 - Execution Methodology for Financial Instruments

I. Equities

As mentioned in section 4, there may be various reasons for executing equities orders undertaken as part of a number of possible contractual relationships with a client, namely discretionary, advisory, or execution-only. In order to meet these distinct needs, we will investigate and consider a number of execution strategies, trading entities and venues in order to facilitate the most appropriate choice.

Execution strategies

Depending on the type of order, different strategies will be used;

Program trades and placing orders at the valuation point

Program trades are trades in multiple different stocks and normally consist of a whole portfolio or part of a portfolio, to raise funds for an outflow or invest an inflow. These orders can be placed as an entire list or a reduced list with some stocks removed and placed separately, in order to receive the best outcome of the trade.

Program trades are primarily placed close to valuation point, to time the flow with the trades. We may not always place a program trade to raise funds for an outflow or invest in an inflow. There may be occasions when it is better to place individual security orders, these will then be placed at the valuation point.

Algorithmic trading

We would expect to use algorithmic trading primarily for orders that do not require a manual execution service from our brokers. Such decisions are usually justified for trading in an instrument with a high volume and liquidity. Algorithmic trading can be more cost-effective due to lower commission rates and in order to reduce the potential impact of an order on the market price of the instrument.

High Touch trading

High touch trading should be primarily used when broker expertise is required to execute the order. High touch orders are likely to be large orders, orders in illiquid stocks, or orders in specialist markets such as emerging markets and small-cap stocks.

Execution Factors

The execution factors considered for **Equities** are listed below in the order of importance.

Price and liquidity	It is key to identify venues/brokers which are sources of natural liquidity before entering an order into the market; deep liquidity is likely to provide material opportunities which may take the form of a better price and the ability to trade significant additional size at a similar price.
Speed and likelihood of execution	This is the rate at which our brokers are able to progress the order; we will seek a balance between creating a market, and thereby potentially moving the price, and executing an order in a timely manner so as to reduce execution risk.
Size and nature of the order	With large single stock orders we would expect our brokers to use MTFs to try to find a block-size match for our business that will prevent an adverse market impact for the traded stock.

Costs	We believe that one of the steps to achieve best execution in equity markets is to negotiate the lowest possible terms for the explicit cost of trading (such as commissions) and minimise the implicit costs (such as market impact and opportunity cost). We negotiate commission rates by market and the method of execution (algorithmic or high touch). Algorithmic trades have lower rates than high-touch orders.
Likelihood of settlement	Our approved counterparty selection process helps us mitigate the credit and settlement risk we may face. We will generally not use an execution venue/broker if we cannot either settle a transaction or resolve failed settlements.

For orders in **Investment Trusts**, the execution factors are listed below in the order of importance.

Price and cost	Price achieved, specifically total consideration, will be our primary focus for the majority of transactions, whether we are acting for retail or professional clients.
Likelihood of execution	Strategies may also depend on the underlying assets held within the fund, in particular the liquidity, as well as whether we are trading in an open-ended or closed-ended fund.

The execution factors order of importance might slightly vary depending on the stocks if they are highly liquid or less liquid.

II. Exchange-traded funds (ETFs)

There may be various reasons for executing ETF orders undertaken as part of a number of possible contractual relationships with a client, namely discretionary, advisory, or execution-only. In order to meet these distinct needs, we will investigate and consider a number of execution strategies, trading venues and entities in order to facilitate the most appropriate choice.

Execution Factors

The execution factors considered for **ETFs** are listed below in the order of importance.

Price	The price achieved will be our primary focus for the majority of transactions, given that the ETFs we typically deal with are highly liquid.
Speed and likelihood of execution	This is the rate at which we are able to progress the order; we will seek a balance between creating a market, and thereby potentially moving the price, and executing an order in a timely manner so as to reduce execution risk.
Costs	We believe that one of the steps to achieve the best execution in ETFs is to negotiate the lowest possible terms for the explicit cost of trading (such as commissions) and minimise the implicit costs (such as market impact and opportunity cost).

III. Fixed Income (FI)

This policy covers fixed income instruments held on a regulated market or multi-lateral trading facility, organised trading facility, over-the-counter (OTC) fixed income securities, asset-backed credit products, any other credit products and money-market instruments. Fixed Income instruments are executed on multilateral trading facilities (MTF). A MTF is a platform where buyers and sellers interact; posting orders or soliciting quotes via a request for quote (RFQ) process.

There may be various reasons for executing FI orders undertaken as part of a number of possible contractual relationships with a client, namely discretionary, advisory, or execution-only. In order to meet these distinct needs, we will consider a number of execution strategies, trading venues and entities in order to facilitate the most appropriate choice, taking into consideration the specifics of the fixed income security. The execution factors considered for Fixed Income are as follow below.

Execution Factors

The execution factors considered for **Fixed Income instruments** are listed below in the order of importance.

Likelihood of execution and settlement	Unlike equity markets, there is seldom a continuous two-way market of buyers and sellers whereby a minor change in price by one or the other can result in a trade. Due to the large variance in liquidity across FI, the likelihood of execution is usually the most important execution factor. There is also a risk that the counterparty with which Sanlam trades FI over-the-counter might default and fail to meet its transactional obligations to pay us. Sanlam will trade on a MTF in order to mitigate this risk.
Price and size	Price achieved is always in our focus but the less liquid nature of trading fixed income, often off-exchange, means we will normally take a more strategic approach in order to achieve the best execution. The size of the order will have an influence on the best price available.

IV. Units/Shares in Collective Investment Schemes

This policy covers Units/Shares in Collective Investment Undertakings for open-ended funds e.g., Unit Trusts and OEICs. Sanlam Investments trades shares in Collective Investment Schemes. There may be various reasons for executing Units in Collective Schemes orders undertaken as part of a number of possible contractual relationships with a client, namely discretionary, advisory, or execution-only. In order to meet these distinct needs, we will investigate and consider a number of execution strategies, trading venues and entities in order to facilitate the most appropriate choice.

For orders in Collective Investment Schemes (e.g., Unit Trusts, OEICs) we will place the order directly with the relevant fund manager/platform provider and/or the operator of the Collective Investment Scheme at the official NAV price. This does not include Investment Trusts, ETFs, and close-ended funds, which will be executed in the secondary market (see section I Equities and section II Exchange-traded funds).

V. Foreign Exchange (FX)

The custodian provides spot FX trading facility in connection with any non-base currency settlement activities for our funds. Whilst spot FX is not classified as a financial instrument within the scope of MiFID II, the FX trading facility provided by the custodian is ancillary to another instrument or service that is covered by MiFID II, therefore we take an approach that has regard to the principal of Best Execution and ensure that relevant monitoring is in place for this area of trading.

Forward FX for share class hedging and stock hedging purposes are executed with the custodian of the fund. Some of the funds may use forward FX trading for investment purposes. These trades will also be executed with the custodian of the fund.

VI. Exchange-Traded Derivatives (ETDs)

Sanlam Investments trades exchange-traded derivatives such as futures and options on equity, equity indices, fixed income, and commodities. The ETD order will be executed by a broker on the regulated market on which the instrument is listed. Currently, there are no alternative markets or liquidity platforms for ETDs.

Execution Factors

The execution factors considered for **ETDs** are listed below in the order of importance.

Price	This is the resulting price of the transaction.
Speed	This is the rate at which we are able to progress the order. This factor is important if the portfolio manager wishes to enter or exit an investment strategy quickly.
Costs	This includes (but is not limited to) commissions rates, expenses, settlement, standardised market fees (direct or indirect), foreign exchange, taxes, and any other charges.

The execution factors considered for **CFDs** are listed below in the order of importance.

Price	This is the resulting price of the transaction.
Costs	This includes (but is not limited to) commissions rates, expenses, settlement, standardised market fees (direct or indirect), foreign exchange, taxes, and any other charges. We have very little influence over the cost as we only have one provider, so our main focus is Price.

Appendix 2 – Document Control

Document Owner	Amy Morris / Jarek Rys
Next Review Date	December 2023

Version	Date	Comments
1.0	January 2018	Policy created
2.0	July 2019	Full update of Policy, all sections were updated. SSUK's Order Execution Policy was integrated in this version.
3.0	July/Aug 2021	Annual Review. Addition of Centralised Dealing Desks – outsourced to Northern Trust (SI), and Pershing (SPI), and CFDs. Reviewed by Mark Ward, Graeme Smith, Valerie Evans, Phil Smeaton, Angus Abraham, and Northern Trust.
4.0	February 2022	Amendments to SPIUK services
5.0	February 2022	Amendments to SPIUK and SSUK services