



GIBRALTAR ASSET MANAGEMENT LIMITED

STOCKBROKERS & INVESTMENT MANAGERS

Order Execution Policy

1) Introduction

Under Article 21(1) of Directive 2004/39/EC (Level 1 of the Markets in Financial Instruments Directive "MiFID") and the rules of the Financial Services Commission ("FSC") which implement the directive, we are required to take all reasonable steps to obtain, when executing orders, the best possible result for our clients taking into account price, costs, speed, likelihood of execution and settlement, size, nature or any other consideration relevant to the execution of the order.

In order to achieve this we are required to establish and implement an order execution policy to enable us to achieve the best possible result when executing orders or receiving and transmitting orders for execution where such orders relate to securities which are financial instruments for the purposes of MiFID (excludes spot foreign currency exchange transactions and spot commodity derivative transactions). This execution policy is in place to enable Gibraltar Asset Management Limited ("GAM") not only to achieve the best possible result, but also to enable clients to make a properly informed decision about whether to utilise the execution services offered by GAM. We are required to obtain the prior consent of our clients and therefore request that you sign and return the enclosed GAM consent form for our records.

2) Execution Venues

A list of the Execution Venues used by us in respect of each class of Financial Instrument is attached hereto. This comprises those Execution Venues on which we place significant reliance.

GAM executes trades predominantly on the London Stock Exchange and clears predominately through CREST, which reduces our venue fees and settlement costs significantly. This enables GAM to obtain on a consistent basis the best possible result for the execution of client orders, in terms of the total consideration, which includes the costs relating to execution such as execution venue fees, clearing and settlement fees and any other fees paid to third parties involved in the execution of the order.

Thus not all execution venues which could provide a price for the financial instrument are included. Reasons for exclusion include the costs of connecting to the venue, or the higher costs of executing on your behalf. This may mean that sometimes a better quoted price may have been available on another venue, but that the costs of executing your order there would make the cost to you higher than the venues we have selected.

3) The Execution Criteria

The Execution Criteria that will be taken into account are the characteristics of:

- i the client;
- ii the order;
- iii the Financial Instruments that are the subject of that order;
- iv the executions venues to which that order can be directed.

4) Execution Factors

GAM places relative importance of each factor in the best execution equation as follows-price, costs, speed & size, likelihood of execution and

settlement and any other consideration relevant to the execution of the order. These are weighted accordingly to each of the above criteria and are examined on an order-by-order basis. Usually price will be considered the most important factor in obtaining the best possible result for your orders. However, in certain circumstances, for some client orders, financial instruments or markets, we may decide in our absolute discretion that other factors noted above may be more important than price in determining the best possible result in accordance with this policy.

5) Reception and Transmission of Orders

Subject to any specific instructions that may be given by you, as per section 6 (Specific Client Instructions), we may transmit an order that we receive from you to an external entity, such as a third party broker or market maker, for execution. In so doing we shall act in your best interest and give due consideration to any Execution Criteria or Execution Factors, as outlined in Section 3 (Execution Criteria) and 4 (Execution Factors), above.

For some markets we have selected one entity to which we transmit orders and that entity is considered able to obtain results for clients at least as good as we could expect from alternative firms.

6) Specific Client Instructions

We shall satisfy our obligation under Article 21(1) of Directive 2004/39/EC to take all reasonable steps to obtain the best possible result for a client to the extent that we execute an order or a specific aspect of an order following specific instructions from the client relating to the order or the specific aspect of the order. To the extent that your specific instructions are not comprehensive, we will determine any non-specified aspects in accordance with this policy. Note that any specific instructions from a client may prevent us from taking the steps that we have designed and implemented in our execution policy to obtain the best possible result for the execution of those orders in respect of the elements covered by those instructions.

7) Limit Orders

A limit order is an order to buy or sell a specified amount of a financial instrument at a specified price or better. Under Article 22(2) of MiFID, firms are required to display publicly limit orders that are not immediately executable under prevailing market conditions. GAM believes it is too expensive to transmit orders to the order book, due to the high costs of direct market access and the associated margin costs. It can also be detrimental to retail clients, where multiple partial fills can be experienced, resulting in increased dealing costs. Therefore we hereby expressly request that you give us permission not to make the unexecuted order, or any part of it, public.

8) Trading outside a Regulated Market or MTF

While it is GAM's intention to always trade on an exchange, in certain circumstances it may be in the client's best interest to trade away from a regulated market or MTF. We are required under MiFID to obtain your prior express consent before we execute outside a regulated market or MTF any order that you give us in an instrument admitted to trading on a regulated market or MTF.

9) Transaction Reporting

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As a FSC regulated firm, we are obliged to and will report transactions in securities that are transmitted outside a regulated market.

10) Order Handling

Transmission of Orders

You may give us orders via a variety of methods:

- In person
- Telephone
- In writing (via email to dealers@gam.gi, fax to +44 (0)870 460 1801, via letter)

Order Execution Timings

To achieve timely execution, once we have agreed to execute your order, we will do so as soon as reasonably practicable, unless we have taken reasonable steps to ensure that postponing the execution of the order is in your best interests.

Your orders will be routed for execution in a timely manner and with due care. Orders will be handled in strict time order in which they are received at the execution desk. Upon execution GAM will promptly relay price obtained to client and book trade to the client's account.

Order Priority

Customer orders will normally be executed in the same order as they are received, except where there are special conditions, such as price limits or limited liquidity, where such conditions might require extra time to ensure we achieve Best Execution.

Conflicts of Interest

From time to time we may face apparent conflicts of interest in handling your orders. We manage these conflicts by placing your interests above our own interests at all times. If we face a conflict that is not manageable under these normal processes we shall notify you at the time so that you may consider whether or not you still wish us to act for you in that transaction. Our conflicts of interest policy, a copy of which is available on request, gives further details.

Types of Order

The following order types will be accepted from customers. Full details will be confirmed on the contract note.

- At Best - Deal immediately at the best available price.
- Limit - Deal at, or better than, a specified minimum price for sales or a maximum price for purchases. These can be placed good for the day or good for the week (expires at COB on the Friday of the week the order was placed). GAM may work limit orders for longer than one week at its own discretion and will do so on a best endeavours basis only. Limit orders on stocks not executed on an order-driven market will be worked on a best endeavours basis only.

Aggregation and Order Allocation

We may, at our discretion, but we are not required to aggregate or "bunch" orders for your account with orders for other client's accounts or accounts in which we or our respective personnel have a beneficial interest and allocate the investments or proceeds acquired among the participating accounts in a manner that we believe is fair and equitable in accordance with any applicable rules. We usually allocate on a pro rata basis any partially completed orders that are received from different customers in the same security. If this allocation would result in any customer detriment, we may allocate other than on a pro rata basis. In every instance that an allocation other than pro rata is used we will take reasonable steps to ensure that any allocation is in the best interests of all customers concerned.

Averaging of Orders

If the entire combined order is not executed at the same price, we may average the prices paid or received and charge or credit your account with the average net price. Details about average execution prices will be furnished to you on request.

Please note that aggregation of orders for your account with orders for other client's accounts may work to your disadvantage in relation to a particular order. Where we have aggregated orders for your account with other orders, we may allocate the investments concerned as soon as is reasonably practicable.

11) Monitoring

We shall monitor compliance with our MiFID order execution policy on a regular basis, usually at the time of dealing, by comparing the trades we execute against similar orders executed by other firms using data provided by the relevant exchanges.

12) Review

We believe that we use the venues that enable us to obtain, on a consistent basis the best possible result for the execution of client orders. We will however, continually monitor the effectiveness of our order execution arrangements and no less than annually our execution policy in order to identify and, where appropriate correct any deficiencies. We will notify you of any material changes to our order execution arrangements. This execution policy will also be reviewed by GAM whenever a material change occurs that affects our ability to continue to obtain the best possible result of the execution of our client's orders on a consistent basis using the venues included in our execution policy. Whenever a further trading venue offering alternative execution services enters the market, we shall consider their inclusion in our execution policy and consider the advantages of direct access, or the use of an intermediary. Where applicable, we will ensure that we do not structure or charge commission in such a way as to discriminate unfairly between Execution Venues. We will assess whether the entities to which we transmit client orders for execution provide the best results for clients on a consistent basis.

13) Compliance

You have the right to request GAM to demonstrate that we have executed your orders in accordance with our execution policy.

14) Consent

We are required to obtain your prior consent to MiFID order execution policy.

EXECUTION VENUES

I. UK Listed Instruments

a. Order Driven Markets

(EQUITIES, WARRANTS, INVESTMENT TRUSTS & EXCHANGE TRADED FUNDS - INCLUDING THOSE LISTED ON THE LONDON STOCK EXCHANGE'S MAIN AND AIM MARKETS)

For online trades, we are currently connected electronically to a wide range of Retail Service Providers ("RSP") who are market makers and liquidity providers in a range of instrument types. When an order is received our system will request a price from all RSPs offering a price in the requested security and will select the best price and complete the order. These RSPs route the trades to the London Stock Exchange:

Arden Partners
Barclays Capital
Collins Stewart Europe Limited
Evolution Securities Limited
HSBC Bank Plc

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Jefferies International Limited
J P Morgan Cazenove Limited
J P Morgan Securities Limited
KBC Peel Hunt Limited
Landsbanki Securities (UK)
Merrill Lynch International
Seymour Pierce Limited
Shore Capital Limited
Winterflood Securities Limited

GAM also has access to the following RSPs

- 1) Eqtrader - ODL Securities
- 2) Winner Trader - Winterflood Securities Limited

Winner Trader is particularly beneficial as that can automatically work limit orders and managed orders (orders within the touch actively managed by Winterflood Securities Limited).

As most RSPs guarantee best execution for SETS traded shares, we obtain a quote from Figaro and execute the trade as long as it matches the touch.

-For trades in larger sizes than the best bid/offer on the order book we telephone the larger market makers directly such as ODL Securities and Merrill Lynch, as they are the most likely to match the touch.

-GAM uses Winterflood's Managed Order Service to work limit orders within the spread.

b Quote-Driven Markets

(EQUITIES, WARRANTS, INVESTMENT TRUSTS & EXCHANGE TRADED FUNDS-INCLUDING THOSE LISTED ON THE LONDON STOCK EXCHANGE'S AIM MARKET AND PLUS MARKETS)

GAM first obtains a quote from Figaro. This is because often market makers do not like to show their hand on screen and will input improved prices in their RSP (or have forgotten to change it). If no price is found or it is an unreasonably large spread, we contact the market maker on the London Stock Exchange or Plus Market directly who was first on the touch.

2. International Equities

GAM is not a direct member of any overseas stock exchange and therefore uses the services of intermediaries including (but not restricted to) Winterflood Securities Limited, ODL Securities & Collins Stewart to execute such trades. The majority of shares traded daily in London are in international equities and it is not economical for GAM to become a member of every overseas stock exchange. The market maker makes a price around the underlying price on the relevant stock exchange, widening the spread sufficiently to cover their overseas settlement fees. Thus Best Execution is achieved by reference to the prices provided by these market makers and any available published local market price information. EU liquid & non-liquid shares traded on a regulated market are dealt on the London Stock Exchange. EU non-regulated & US shares are traded OTC.

3. Debt Instruments

GAM has access to the Bondscape RSP, which is supported by HSBC, Barclays Capital & Winterflood Securities Ltd. First we obtain the reference price and then contact Barclays Capital who will often be able to beat the touch.

GAM also uses Financial & General Securities Limited for advice and execution of the more exotic bonds.

Gilts are traded on the London Stock Exchange. Other fixed income is traded OTC.

4. Exchange Traded Derivatives

i OPTIONS

Orders are transmitted directly to the electronic order book of Euronext.liffe in the case of UK & certain European options, Eurex for

certain European options and US options are routed to the relevant US exchange through the use of intermediaries.

ii COVERED WARRANTS

London Stock Exchange and the issuer or its affiliated company

iii LISTED CFD'S

London Stock Exchange and the issuer or its affiliated company

5. OTC Derivatives

STRUCTURED PRODUCTS

Structured products are traded directly with the issuer.

6. Unit Trusts

Orders are placed by our custodian Jarvis Investment Management Plc directly with the Unit Trust Manager.

7. FX'S

GAM transacts FX deals through Jarvis. The rate quoted by Jarvis is fixed in the morning and is the same rate used for the whole of the day. Thus the rate is approximately 1.2% away from the underlying spot rate to protect Jarvis against any adverse price movements. For larger deals, Jarvis can execute these at an improved rate of approximately 0.55% away from the spot price. For FX's that are part of trades, we recommend clients obtain the relevant base currency price from the market maker where the spread is only around 0.5% away from the spot price.

GLOSSARY

Execution Venue

A regulated market, an MTF, a systematic internaliser, or a market maker or other liquidity provider or an entity that performs a similar function in a third country to the functions performed by any of the foregoing.

OTC

Over-the-counter.

Regulated Market

A unilateral system operated and/or managed by a market operator which brings together or facilitates the bringing together of multiple third-party buying and selling interest in Financial Instruments-in the system and in accordance with its non-discretionary rules-in a way that results in a contract, in respect of the Financial Instruments admitted to trading under its rules and/or systems, and which is authorised and functions regularly and in accordance with the provisions of the Title III of MiFID.

Multilateral Trading Facility ("MTF")

A multilateral system, operated by an investment firm or a market operator, which brings together multiple third-party buying and selling interest in Financial Instruments-in the system and in accordance with non-discretionary rules-in a way that results in a contract in accordance with the provisions of Title II of MiFID.

Order

An instruction to buy or sell a Financial Instrument, which is accepted by us for execution or transmission to a third party and which gives rise to contractual or agency obligations to you.