

# Ternary Fund Management

## Conflict of Interest Policy

### 1. Introduction

In accordance with applicable regulations (including the **UCITS V Directive**, the **AIFM Directive**, **CSSF Circular 18/698**, and the **Monetary Authority of Singapore Guidelines SFA04-G05**), this document outlines the Company's policy for identifying, preventing, and managing conflicts of interest.

The Company ("Impactfull Partners" or the "Firm") provides investment management services to collective investment schemes, separate accounts, and other institutional clients. The variety of services and client profiles may, by nature, give rise to actual or potential conflicts of interest. This policy sets out the measures designed to ensure that such conflicts are managed fairly and transparently, with the best interests of clients as the guiding principle.

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### 2. Definition of Conflicts of Interest

A *conflict of interest* arises where the interests of the Firm, its directors, employees, or related parties diverge from those of its clients, or where different client interests may conflict with one another, potentially impairing the independence or objectivity of decisions.

Conflicts may arise:

- **Between the Firm and its clients** (e.g., allocation of investment opportunities).
  - **Between clients of the Firm** (e.g., competing orders for the same security).
  - **Between the Firm and group entities** (if the Firm operates within a group structure).
  - **Between employees/managers and clients** (e.g., personal account transactions, gifts, or inducements).
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### 3. Examples of Potential Conflicts of Interest

- Investment by the Firm in securities of an issuer while another client of the Firm (or group entity) provides services to, or holds a material position in, the same issuer.
- Allocation of limited liquidity or scarce investment opportunities between multiple funds or mandates.

- Situations where employees might have personal investments in securities also traded by the Firm.
  - Use of research or data from third parties with which the Firm has commercial relationships.
  - Cross-trading between funds or client accounts under the Firm's management.
  - Receipt of gifts, entertainment, or other benefits from service providers or counterparties.
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#### **4. Measures for Preventing and Managing Conflicts**

The Firm adopts the following principles to mitigate conflicts of interest:

##### **a. Organisational Separation**

- Clear separation of functions (e.g., portfolio management, risk management, compliance, valuation).
- Segregation of duties and independent reporting lines.

##### **b. Information Barriers**

- Strict confidentiality rules and, where necessary, "Chinese walls" between teams.
- Restrictions on the flow of sensitive or client-related information internally.

##### **c. Personal Conduct & Trading Restrictions**

- A **Personal Account Dealing Policy** requiring pre-clearance and disclosure of trades by employees and their related parties.
- Maintenance of a **Restricted Securities List**.
- Prohibition of insider dealing, market abuse, or use of confidential client information.

##### **d. Allocation Principles**

- Transparent and equitable allocation of investment opportunities between clients, based on pre-defined allocation policies.
- Aggregation of trades permitted only where fair allocation can be demonstrated.

##### **e. Gifts & Inducements**

- Strict limits on acceptance of gifts or hospitality (generally not exceeding EUR 150 / SGD 250).

- All reportable items recorded in a **Gifts & Entertainment Register** maintained by Compliance.

#### **f. Governance & Oversight**

- Maintenance of a **Conflicts of Interest Register** by Compliance, reviewed quarterly.
  - Regular training on ethical standards, regulatory requirements, and business integrity for all staff.
  - Escalation of significant conflicts to the Board Risk & Compliance Committee.
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### **5. Disclosure to Clients**

Where conflicts cannot be reasonably prevented, the Firm shall disclose the nature and source of the conflict to clients in a clear, fair, and not misleading manner prior to undertaking business.

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### **6. Recordkeeping**

The Firm maintains:

- A **Conflicts of Interest Register** documenting actual and potential conflicts identified and measures taken.
  - Records of employee disclosures, trade approvals, gifts & entertainment logs, and compliance monitoring reports.
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### **7. Review and Monitoring**

- This policy is reviewed at least annually, or more frequently where regulatory changes occur.
- Effectiveness is monitored by the **Compliance Officer**, with findings reported to the Board.
- Any breaches or exceptions are escalated immediately to Senior Management and regulators where required.