

TY Danjuma Family Office Ltd

EMPLOYEE POLICY AND CODE OF CONDUCT

Monday, 28 November 2011

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TY DANJUMA FAMILY OFFICE

EMPLOYEE POLICY AND CODE OF CONDUCT

I. INTRODUCTION

This policy and code of conduct governs the relationship between the Company and its employees and sets standards of behaviour for employees as a guide to good practices.

The policy is not intended, and does not constitute a binding employment contract with any individual or group of individuals and the Company reserves the right to unilaterally modify the policies at any time.

In order to ensure that these personnel policies and procedures remain current, the CEO will review them and report his findings to the Board of Directors every three (3) years.

All masculine references herein include the feminine reference as well.

II. GENERAL PROVISIONS

The goal of personnel management in the TY Danjuma Family Office is to:

- A. Promote effectiveness**, economy, and productivity in delivering Family Office services;
- B. Encourage a commitment** to professional excellence and continue the professional development and upgrading of employee skills;
- C.** Provide reasonable assurances that **all rights and benefits of employees are protected** and respected;
- D. Afford fair and equal treatment to all applicants** to enter and to advance in Company service on the basis of merit, as determined through competitive processes; and,
- E.** Provide that positions essentially alike in content receive **equal treatment in all personnel processes**.

F. Changes in Policy

This manual supersedes all previous employee manuals and memos. While every effort is made to keep the contents of this document current, the Company reserves the right to modify, suspend, or terminate any of the policies, procedures, and/or benefits described in the manual with or without prior notice to employees.

G. Non Discrimination

The Company will administer and implement these policies and procedures in a manner that will not discriminate unlawfully against any person because of race, colour, religion, sex, sexual orientation, national origin, age, or physical or mental disability.

H. Safety

The Company recognizes that safeguarding the health and welfare of its employees in the workplace is not only legally required, but also is of mutual benefits to both the Company and its employees. To that end, the Company is committed to the goal of providing a safe place of employment and sound operating practices designed to result in safe and efficient working conditions.

III. PRINCIPLES OF HIRING

A. Merit Principles

It is the Company's goal to provide efficient and high quality services through a system of personnel administration based on the following principles:

1. **Recruiting**
Recruiting, selecting, and advancing employees on the basis of their relative ability, knowledge and skills, with open consideration of all qualified applicants for initial appointment;
2. **Compensating employees** on an adequate and equitable basis commensurate with wages and benefits for comparable work in the area's labour market;
3. taking appropriate personnel actions affecting employees, including discipline, based upon employee performance;
4. providing fair treatment to employees in all aspects of personnel administration without regard to political affiliation, race, colour, national origin, sex, sexual orientation, creed, or physical or mental disability, and with proper regard for the employees' privacy and protected rights; and,
5. Providing opportunities for advancement and continued Company service to all employees based upon qualifications and consistent with equal employment opportunity requirements.

6. Employee Background Check

Prior to making an offer of employment, the Company will conduct a job-related background check. A comprehensive background check may consist of prior employment verification, professional reference checks, education confirmation, and credit check. When appropriate, a criminal record check is performed to protect the Company's interest and that of its employees and clients.

B. Discipline

Except for probationers discipline of permanent employees may be taken for just cause and will be imposed in a fair and reasonable manner. Permanent employees may grieve formal disciplinary actions through the grievance procedure provided in Section VII.

C. Immigration

To comply with the terms of the Immigration, Asylum and Nationality Act 2006 the Company must ensure that all employees are EC nationals or hold a current valid work permit before commencing employment. Employees will be required to produce supporting documents under the terms of the Act before or on commencement of employment. Such a document would be a P45, P60 or a letter issued by a government body stating the employee's national insurance number. A TN (temporary) National Insurance number is not satisfactory. The document or a copy of it will be retained until at least six months after the end of your employment.

D. References

The employment of any individual is subject to the receipt of references which are, in the view of the Company, satisfactory. A decision as to whether or not references are satisfactory is a matter solely for the discretion of the Company. The provision of false references is a disciplinary matter and may lead to termination of employment. References received after the commencement of employment which prove to be unsatisfactory to the company entitle the Company to terminate employment within the first month without notice.

IV. DEFINITIONS OF TYPES OF EMPLOYMENT

A. Permanent Employment

1. **Full-time employment** is an appointment to a permanently budgeted position to work a standard work week of no less than 40 hours on a continuing and indefinite basis, i.e., with no pre-set termination date. Such persons receive all benefits provided herein upon completion of the probationary period.
2. **Part-time employment** is an appointment to a permanently budgeted position to work less than the standard work week, but on a continuing and indefinite basis as above. Permanent part-time employees

who are regularly scheduled to work at least 20 hours per week or more accrue vacation leave and sick leave, holidays and paid health insurance on a pro-rated basis only, normally proportional to a forty (40) hour work week. Permanent part-time employees who are regularly scheduled to work less than 20 hours per week are not entitled to any fringe benefits other than those mandated by law.

B. Non-Permanent Employment

1. **Temporary employment** is an appointment to work a standard work week or less on a regular basis but for a definite limited period of time, usually not to exceed six (6) months. Extensions may be granted by the COO for up to three (3) additional months. All temporary appointments require the prior approval of the COO. Temporary employees are paid for hours worked, and are eligible for night shift differential and over-time payments where applicable, but they receive no other benefits except those mandated by law.
2. **Student employment** is employment of students during their enrolment in schools, including summer employment. Students will be paid as determined by the COO and as legally permitted for student compensation. Student employees are not eligible for benefits other than those mandated by law.

V. PERSONNEL ACTIONS

A. Original Appointments

Persons originally appointed to any permanent position shall be compensated at a minimum of the assigned pay grade. The CEO may approve initial compensation at a rate beyond the minimum of the range for that grade for an individual, or advance an existing employee within a range, when the needs of the service so require.

The COO will approve an induction programme tailored to each employee's job description (see Appendix C for Job Descriptions).

B. Promotions

Promotional opportunities are available to all Company employees through the annual employee review procedures. If an employee is promoted, he will be compensated at the minimum of the appropriate grade or at the step or place in the range which provides a minimum 5% increase, whichever is greater. At no time will an employee be paid more than the maximum step of the assigned grade.

Employees who are promoted serve a thirty day trial period. Within the thirty days, the Department Head may require, or the employee may request, a return to his former position at his former rate of pay. The trial period may be extended for an additional thirty days upon approval of the COO.

C. Hiring and Promotion for Special Positions

It is also recognized that certain unique positions may necessitate adjustments to work schedules and/or fringe benefits. Any such adjustments will not substantially increase or decrease the level of benefits to be received by such employee.

D. Transfers

Transfers are assignments to another position and may be initiated by management for the good of the service or initiated by the employee, subject to the approval of management. Transfers will occasion no loss of pay to the employee and the employee's date of appointment will not change.

E. Demotions

Demotions are appointments to a position in a lower pay grade and may either be voluntary or as the result of disciplinary action. Employees who are demoted are paid within the grade applicable to the position, at a rate determined to be appropriate by the COO after consultation with the affected Department Head. The employee's date of appointment will be changed.

F. Classification of Positions

All new or revised positions will be evaluated by the COO according to a system designed to ensure that jobs are equitably ranked in relation to one another based on their duties and responsibilities. Three factors will be compared and evaluated:

1. Knowledge and Skills
2. Impact and Accountability

3. Working Relationships

The proper salary grade for a new or revised position will be assigned by the COO once approved by the CEO and after the evaluation ensures that jobs of comparable value are included in the same grade. Adjustments of individual salaries may be made by the COO if approved by the CEO to ensure that the salary is within the range of the assigned grade.

VI. WAGES AND BENEFITS

A. General Benefits

The Company participates in a Group Life and Health Insurance Plan and offers life insurance and accidental death and dismemberment insurance to permanent employees. Dependent and supplemental life insurance is available at the employee's expense for those who participate in the Group Life and Health Insurance Plan.

B. Pension

Upon completion of three months with The Company, employees will be entitled to join in The Company's pension scheme where The Company will contribute 5% of their salary. Employees can also contribute a portion of their salary into the pension scheme.

C. Compensation Plan for Permanent Employees

The Company compensates its employees with wages which reflect the wages paid in the local area's labour market and the industry.

The CEO has the authority and responsibility to develop a classification plan allocating positions to the pay plan according to the knowledge, skills, abilities, and responsibilities required in the position, and to make modifications in such classification plan through the annual budget process, unless special circumstances exist for doing it otherwise.

1. Principles of Compensation

The CEO will implement the compensation system in accordance with the classification and pay plans attached hereto and approved by the Board of Directors.

a. Annual Adjustment

Annual across the board adjustments will be made only to the extent authorized by Order of the Board of Directors.

b. Incentive increases

The Company rewards the productivity of its employees through an incentive increase based upon evaluation of employee performance.

2. Performance Evaluations and Merit Compensation

The Company wants to help employees to succeed in their jobs. The Company wishes to encourage and reward productivity of its work force. In an effort to support this growth and success, the Company has an annual review process for providing formal performance feedback to employees.

a. Evaluations

Permanent employees have their objectives set every January (or when they join the company) and performance evaluations are conducted every six months (June and December). Employees must agree to and sign off their objectives for the year, the evaluation in June is to review the employees' progress in meeting their objectives with any changes noted and/or made before the annual evaluation in December. Each employee will be given at least five working days notice of their evaluation date so that they may prepare all necessary information. The format for the **Employee Performance Review** is developed and approved by the COO for all positions and will be discussed with each employee at the start of the year when their objectives are set.

b. Advancement

The CEO may approve advancement through the pay range which is not tied to the performance evaluation process when he determines that the needs of the service or industry benchmarking motivate/require such advancement.

D. Compensation Plan for Non-Permanent Employees

The wages for all non-permanent employees as defined in Section IV, Definitions of Employment, are set by the COO, but shall not exceed the maximum provided for any counterpart permanent employee position.

E. Holidays

1. UK Bank holidays shall be paid holidays.
2. If a full-day observed holiday falls on any employee's regularly scheduled day off, the employee receives a day off with pay at a later date.

F. Vacation

1. Accrual

Permanent employees are eligible for 25 days of vacation per year and full-time employees accrue vacation leave on a weekly basis.

2. Maximum Accumulation

Employees may accumulate, or carry over, earned vacation time on the following basis:

- a. Employees shall not earn, or carry on the books, more than 5 days including any time converted from sick leave to vacation leave.
- b. In determining the amount of vacation time an employee can accumulate, only continuous permanent service shall be considered.

3. Termination

Employees who terminate from Company employment are entitled to a cash payment for all accrued vacation leave up to the applicable maximum accumulation.

G. Leaves of Absence

1. Study Leave

Employees are entitled to study leave for professional courses the Company is paying for, the amount of study leave will be determined on a course by course bases but it would be adequate to allow the employee time to study for written papers as well as exams. Class room study days and/or exam days can be claimed back in lieu if they fall on weekend days. Once a course has been booked the employee should send the course requirements including recommended study time and exam and paper submission details to the COO so study leave entitlement can be determined.

2. Bereavement Leave

An employee may be excused from work for up to five (5) working days because of death of a spouse/domestic partner, child or parent and three (3) calendar days because of death in the immediate family, as defined below. No more than one (1) regularly scheduled work shift per day shall be paid under this rule and payment shall be at the employee's regular rate of pay. It is intended that this time off be used for the purpose of handling necessary arrangements, travel and attendance at the funeral.

"Immediate family" is defined to mean brothers, sisters, half-brothers, half-sisters, mother-in-law, father-in-law, brother-in-law, sister-in-law, grandfather, grandmother, grandchildren, step-father, step-mother, step-children or any other relative living in the household of the employee. At the discretion of the employee's Department Head, sick leave credits may be used to supplement the bereavement leave.

Bereavement Leave charged to sick leave shall not count as sick leave usage for purposes of sick leave conversion.

3. Funeral Leave

An employee may be excused for one (1) day for attendance at the funeral for an aunt, uncle, niece, and nephew.

Employees shall be granted the same bereavement or funeral leave for the death of a domestic partner or family member of a domestic partner as that provided for a spouse or family member of a spouse.

4. Sick Leave

The Company requires that employees request sick leave only in case of actual illness, and the Company may at any time request the employee to obtain a certificate of illness from an attending GP. An employee's abuse of sick leave is grounds for disciplinary action, and if not corrected may be grounds for dismissal. As a matter of policy, the Company will require a doctor's certificate prior to paying an employee for sick leave taken after the employee has submitted his resignation from Company service. This requirement may be waived by the COO.

a. Accrual

Permanent full-time employees are granted six (6) days of sick leave per year earned on a weekly basis.

b. Use of Sick Leave

Sick leave may be used only in the following cases:

- i. Personal illness or physical incapacity of such a degree as to render the employee unable to perform the work of the assigned position or other work in the department, provided the employee abides by the Company's absence policy below.
- ii. Attendance upon members of the employee's immediate household, including domestic partner, who are ill and require care by the employee, if approved by the employee's COO. Sick leave used for this purpose is not to exceed six (6) days per year.
- iii. Employees who wish to use sick leave to care for a domestic partner in accordance with subparagraph (ii) above must satisfy the Company's eligibility requirements for claiming an individual as a domestic partner. Absence for a fraction of a day that is charge-able to sick leave is charged proportionately in an amount not smaller than one (1) hour. The COO, if he deems it in the best interest of the Company may authorize an extended disability leave with no pay upon recommendation of the employee's attending physician. Such leave will be granted and governed by the provisions below for disability leaves of absence.

c. Absence Policy

i. Reporting of Sickness Absence

Employees are required to inform their Line Manager as soon as possible on the first day of sickness absence.

ii. Completion of Self-Certification Form

If an employee has been absent for between 1 and 7 calendar days (except those who had prior permission) they are required to complete a Company Self-Certification Form immediately upon return to work. It is the employee's responsibility to ensure that a Self-Certification Form is completed. The complete form is to be handed to the employee's Line Manager who will countersign it also.

iii. Employee Refusing to Complete a Form

Occasionally, employees may be reluctant to complete a form which discloses details of a medical problem. If an employee refuses to do so, they will be referred to the Managing Director. If the employee ultimately refuses to complete the form, the Company may not pay for the period of absence.

iv. Sickness Absence of more than 7 days

A Doctor's medical certificate is required for periods of sickness absence lasting for more than 7 calendar days. In any event, the Company reserves the right to request a medical certificate if it considers it appropriate, for example if there are concerns about an employee's medical suitability for any particular duty or aspect of their job. The Company may also request a report from an

employee's medical advisor on their health. If so, you may request sight of the Report under the Access to Medical Reports Act 1988. The Company may alternatively request that an employee undergo an examination for the purposes of a medical report being prepared for the Company by a nominated medical practitioner. The Company will pay for any report it requests. Refusal to agree to any such reasonable request by the Company will be treated as a breach of good faith with the Company and may lead to disciplinary action being taken.

v. Payment for Sickness Absence

- a. Entitlement to, and payment to an employee of, Statutory Sick Pay is to be in line with DSS requirements currently in force.
- b. The Company will maintain detailed records both in their own interests and so as to satisfy DSS inspectors.

vi. Dental and Medical Appointments

Employees are expected to make personal appointments to visit dentists, doctors and hospitals in their own time where necessary at the beginning or end of the working day. Absence for this purpose during normal working hours will only be paid if the individual circumstances warrant it. Employees may be required to provide proof of the appointment.

c. Leave without Pay

- i. A permanent employee may request in writing a non- disability leave of absence without pay for a period of thirty (30) days. If it is in the best interest of the Company, the COO may grant such a leave with the approval of the CEO.
- ii. The employee is expected to return to work upon the expiration of a granted leave, or to have arranged an extension of the leave two weeks prior to its expiration. Failure on the part of the employee to return to work upon the expiration of an approved leave is deemed to be a resignation from Company service.
- iii. Use and accrual of benefits during certain leaves of absence. During an authorized leave of absence without pay, disability leave or family medical leave, the Company will continue the employee's health insurance coverage, and the employee may use accrued sick or vacation credits during such leave. The employee will accrue holiday, vacation or sick leave credits during the first twelve (12) weeks of such leave, regardless of whether or not the employee is using any accrued sick or vacation leave during such time. After the first twelve (12) weeks, there will be no further accrual of holidays, sick or vacation leave.

d. Long Term Leave

The CEO may authorize special long term leaves of absence with or without pay or benefits for any period of time and for purposes that are deemed beneficial to the Company.

VII. COMMUNICATION AND GRIEVANCE PROCEDURE

A. Open Communication

The Company encourages employees to discuss any issues they may have with a co-worker directly with that person. If a resolution is not reached, employees should arrange a meeting with their direct supervisor. If the concern, problem, or issue is not properly addressed, employees should contact the COO. Any information discussed in an open-communication meeting is considered confidential, to the extent possible while still allowing management to respond to the problem. Retaliation against any employee for appropriate usage of open-communication channels is unacceptable.

B. Grievances

It is the policy of the Company to deal promptly with employee complaints or grievances. A grievance is defined as a dispute over the application of these Personnel Policies and Procedures. The aggrieved employee should make every attempt to resolve his grievance through discussion with his immediate supervisor or Division Head. If the grievance is not resolved after an informal discussion with the immediate supervisor or Division Head, the grievance should be reduced to writing and appealed according to the following procedure:

1. Within three (3) working days from the time the Division Head has rendered a decision, the employee may file his grievance with the COO. The COO will render a decision within the (10) working days from the date the grievance was presented to him.
2. If the employee is dissatisfied with the COO's response, he may appeal to the CEO within three working days from receipt of the Department Head's decision. The CEO will render a decision within ten (10) working days from the date the grievance was filed at the COO's level.
3. The decision of the CEO shall be the final decision in the grievance process.
4. All grievances must be commenced not later than thirty (30) calendar days after the time the event being grieved became known to the employee or employees concerned.
5. The time limits in this article may be waived by mutual written consent of the parties. Steps 1 and 2 may also be waived by mutual written consent of the parties.

VIII. DISCIPLINARY AND DISMISSAL PROCEDURE

A. Standard Disciplinary and Dismissal Procedure ("SDDP")

This Standard Disciplinary and Dismissal Procedure ("SDDP") is intended for use in all cases where the Company is contemplating dismissal and/or disciplinary action short of dismissal which occurs outside a probationary period. The Company also reserves the right to discipline or dismiss an employee during the first year of their service without using the SDDP.

The SDDP applies in situations concerning:

- i. Misconduct;
- ii. Capability;
- iii. Contravention of a duty, restriction or an obligation imposed by the FSA;
- iv. Non-renewal of a fixed term contract;
- v. Where there is some other substantial reason to dismiss.

Minor faults will be dealt with informally but where the matter is more serious it will be investigated and may lead to formal disciplinary proceedings under the SDDP.

During the first year of service the Company may:

- i. Terminate employment without implementing the SDDP on giving an employee notice or without notice in case of gross misconduct.
- ii. Discipline an employee for misconduct/incapability/poor performance without using the formal procedure set out below. If an employee is unhappy with any disciplinary action taken during the first year of their service without the use of the SDDP, they are entitled to raise a grievance under the Standard Grievance Procedure set out in Section VII of this Handbook.

In either of the above cases, the Company may choose to use the SDDP set out below during the first year of service at its sole discretion.

B. Investigation and Suspension

Any investigation does not form part of the SDDP and the Company may decide that an investigation is not necessary in the circumstances. If the Company decides that an investigation is appropriate, then the following principles apply.

- i. An employee may be suspended on full pay while such investigations are taking place up to the date of any Disciplinary Hearing although this suspension is not in itself a disciplinary action. An

employee may also be directed not to contact any witnesses during any investigation or leading up to a Disciplinary Hearing, whether or not they are suspended.

- ii. If, on investigation, it is considered that the matter should be taken further, a Disciplinary Hearing will be convened. The SDDP may be implemented at any stage of the investigation if the alleged misconduct warrants such action. It is a matter of necessity and a term of the contract of employment that all employees, whether or not they are facing disciplinary action themselves, assist in the investigation and disciplinary process by giving statements and being involved as witnesses, where requested, in matters they are involved in.
- iii. If an employee is facing allegations that may amount to a criminal offence, they have the right to refuse to answer questions, although a failure to put forward a positive case may be taken into consideration in the Company's decision to require them to attend a disciplinary hearing or the decision of the hearing itself.

C. Notice of a Disciplinary Hearing

- i. An employee will receive a formal notice in writing a reasonable time before the date of the Hearing (usually not less than three working days before the date of the Hearing) stating:
 - a. That the employee is required to attend a Disciplinary/Dismissal Hearing, the outcome of which may lead to a disciplinary sanction or dismissal;
 - b. The alleged circumstances or conduct warranting the need for a Hearing;
 - c. The factual basis surrounding the alleged circumstances or conduct; and
 - d. The date of the Hearing.
- ii. The employee must take all reasonable steps to attend the Hearing as the Company is entitled to proceed with the Hearing in their absence, and to take into account their failure to attend without reasonable excuse when it comes to its decision. If an employee feels that they need more time to consider their response, or they cannot attend the Hearing for a reasonable reason, such as a pre-arranged medical appointment, they must inform the Company immediately giving the reason that they require the Hearing to a time convenient to the parties, although the Company shall endeavour to proceed expeditiously so that the postponed Hearing takes place within a reasonable time.

D. Representation at the Hearing

- i. An employee may be accompanied at a Hearing by a colleague or Trade Union representative, who may help present the employee's case or merely act as a witness. Any representative will not be entitled to answer questions on behalf of an employee.
- ii. Employees will be notified of any decision of the Hearing (and their right of appeal if the finding is against them) in writing within a reasonable time (usually no later than 4 working days after the Hearing).

E. Disciplinary Action

- i. The Company is entitled to take whatever action it feels appropriate depending on the seriousness of any allegations proved against an employee, including dismissal, without being required to issue warnings. Acts of gross misconduct may result in sufficiently serious or summary dismissal.
 - a. The following is a non-exhaustive list of matters which will be considered to be acts of gross misconduct:
 - b. Breach of trust.
 - c. Unauthorised disclosure of confidential information.
 - d. Soliciting or receiving any unauthorised benefit or advantage from any individual or body with whom the Company has dealings.
 - e. Failing to notify the Company of a pecuniary interest in a contract with any of its customers.

- f. Committing an act inside or outside work which may result in a conviction involving a term of imprisonment (whether convicted or not) or which is likely to seriously affect the relationship between employer and employee in an adverse manner, or which is against the interests of the Company, its reputation or its staff.
- g. Wilful neglect of or malicious damage to the property of the Company or any customer or gross negligence or deliberate action resulting in serious loss, damage or injury.
- h. Conduct which is likely to bring discredit to the Company, its officers, agents, employees, and its clients and business.
- i. Drug abuse or attending work under the influence of drugs or alcohol.
- j. Publishing or placing on any computer system or the Internet or otherwise distributing or communicating any defamatory material which does or could give rise to a claim against the Company.
- k. Providing false information in respect of timekeeping or time records.
- l. Providing false information on employment application forms/documents.
- m. Fighting or violent, dangerous or intimidatory conduct or assault.
- n. Sexual (including sexual orientation), racial, age, disability related, or religious belief related harassment or bullying, or sexual misconduct at work.
- o. Theft or fraud or misappropriation of or failure to account for or falsely claiming entitlement to or unauthorised possession or use of assets, information or facilities of the Company, its servants or agents, its clients or suppliers or any third party the Company has dealings with.
- p. Unauthorised entry into any computer system or record.
- q. Undertaking unauthorised private work during hours when contracted to work for the Company or on sick leave.
- r. Providing false information with regards to sick leave.
- s. Undertaking activities inconsistent with illness whilst on sickness absence.

F. Appeal of the Decision

Employees have the right to appeal against any disciplinary penalty imposed upon them by sending in writing the grounds of your appeal to the Managing Director within a reasonable time (and usually within 7 working days of the date of the disciplinary decision). The Appeal will be heard by a more senior manager (or a different manager) than the one who presided over the Disciplinary Hearing. Employees are entitled to be accompanied by a work colleague or trade union representative on any appeal and will be informed in writing of the result of the decision of the Appeal which will be final and binding. All steps in the Appeal must be taken within a reasonable time.

IX. MATERNITY AND PATERNITY PROCEDURE

A. Maternity Leave and Pay

1. Ordinary Maternity Leave ("OML")

Employees have a right to OML of 26 weeks which does not depend on length of service.

- i. Notice:
In order to claim this right an employee must inform the Company in writing of the following no later than the end of the 15th week before the Expected Week of Childbirth ("EWC") or if this is not reasonably practicable as soon as is reasonably practicable:
 - a. that they are pregnant,
 - b. the week the baby is expected to be born (EWC) by means of a certificate from a registered doctor or midwife,

- c. the date they intend to start OML.

For the purposes of these provisions “childbirth” means the live birth of a child or a still birth after at least 24 weeks of pregnancy. If an employee fails to give the appropriate notice they may forfeit their right to OML and any Additional Maternity Leave (“AML”). Employees may give notice of your claim for Statutory Maternity Pay (“SMP”), if they qualify for it, at the same time, so long as this is at least 28 days from when they want their SMP to start.

- ii. **Start Date of OML**

- a. The intended start date for OML cannot begin before the 11th week before the EWC. However, if an employee gives birth before their intended start date, OML will automatically start on the day after the day of giving birth, even if this is before the 11th week before the EWC. In order to preserve the right to OML and any AML in these circumstances, an employee must, as soon as reasonably practicable, give the Company notice (in writing if requested) of the date of the childbirth, and if they have not already given it, evidence of the EWC. To comply with this provision, an employee may provide a maternity certificate issued by their doctor or midwife.
- b. If an employee is absent for a pregnancy-related illness in the 4 weeks before the EWC, OML will start automatically on the day after the first day of absence. This applies even if the absence takes place before their intended start of OML. In order to preserve the right to OML and any AML in these circumstances, an employee must, as soon as reasonably practicable, give the Company notice (in writing if requested) that they are absent from work wholly or partly due to pregnancy, and the date on which absence for that reason began. Odd days of pregnancy-related illness may be disregarded at the Company’s discretion, if the employee wishes to defer the start of your leave.

- iii. **Notice of Return Date from the Company**

Once an employee has provided notice of intention of taking OML in accordance with the provisions set out above, the Company will notify them in writing, within 28 days of the receipt of the notice, the date when they are expected back at work if they take the full amount of their entitlement, including any Additional Maternity Leave (“AML”), as appropriate. If the employee has changed their commencement date using the procedure below, the Company will notify them in writing of their new return date within 28 days of the start of their leave.

- iv. **Changing the Start Date**

Once an employee has notified the Company of the date they wish OML to start, they are entitled to change this date, so long as they notify (in writing if requested) the Company of their new start date by whichever is the earlier of a) 28 days before the date they originally intended to start their leave, or b) 28 days before the new date that they want their leave, unless it is not reasonably practicable to do so, in which case, they must give notification as soon as reasonably practicable.

- v. **Return from OML**

- a. OML continues for a period of 26 weeks from its commencement or until the end of compulsory maternity leave (“CML”), whichever is later, or until the end of any later period for which an employee is prohibited by law from working by reason of having recently given birth. During OML and AML an employee’s existing terms and conditions of employment, except for the terms and conditions in relation to remuneration, will continue. Employees have the right to return from OML to the same job with the same terms and conditions of employment as if they have not been absent, unless a redundancy situation has arisen, in which case they are entitled to be offered a suitable alternative vacancy if one is available.
- b. If an employee is only taking OML, then they do not have to give any notice to return to work, if they are returning at the end of OML. If an employee wishes to return to work early from

OML they must give at least 28 days' notice in writing of their intended return date. Until an employee complies with this provision, they will not be entitled to return to work, and the Company will be entitled to postpone their return until they have given sufficient notice. The Company, may in its sole discretion, waive the requirement to give this notice or shorten the period that applies. Employees are not entitled to return to work during the period of Compulsory Maternity Leave (see above).

2. *Additional Maternity Leave ("AML")*

All employees are entitled to AML. Employees do not have to notify the Company that they intend to take AML when giving the notifications required for OML. The presumption is that an employee will take AML unless they notify their intention to return early. AML continues for a period of 26 weeks beginning immediately after the end of OML.

a. Return after AML

When annual leave or parental leave is taken by the employee, employees are due back to work on the first working day after their AML finishes. Employees will have already been notified of the date after they gave notice of their maternity leave. Employees have the right to return after AML to the job they were doing before their absence or, if this is not reasonably practicable, to another job which is both suitable and appropriate for them to do in the circumstances, unless during AML a redundancy situation has arisen, in which case the employee is entitled to be offered a suitable alternative vacancy if one is available.

b. Returning Early from AML

- i. If an employee wishes to return to work early from AML they must give at least 8 week's notice in writing of the intended return date. Until the employee complies with this provision, they will not be entitled to return to work, and the Company will be entitled to postpone the return until sufficient notice has been given. The Company, may at its sole discretion, waive the requirement to give this notice or shorten the period that applies.
- ii. If an employee decides at any time before their return date that they do not wish to return to work, the employee must give notice as provided for in this Handbook or the Contract of Employment, whichever is the greater. As a matter of good practice, and so as to enable the employee to return to work smoothly or for the Company to take appropriate steps if an employee decides not to return to work, the Company may contact employees within a reasonable period (usually 21 days) before their return date to clarify that the anticipated return date remains the same.

c. Statutory Maternity Pay (SMP)

Employees must satisfy the following conditions to qualify for Statutory Maternity Pay (SMP):

- i. they must have been continuously employed by the Company for at least 26 weeks ending with the 15th week before the EWC;
- ii. they must still be pregnant at the 11th week before EWC or have given birth;
- iii. they must have ceased work after the end of 15th week before the EWC; and
- iv. their normal weekly earnings must exceed the lower limit for payment of National Insurance contributions.

If an employee satisfies the above conditions, in order to claim SMP, they must provide the Company with a medical certificate (usually a MATB1 form signed by their doctor or midwife) setting out the EWC at least 28 days before they wish to start your OML, or as soon as reasonably practicable if this is not possible. The Company will not accept any certificate which is produced more than 20 weeks before the EWC. This certificate may be provided at the same time as notice to take OML.

SMP lasts for a maximum period of 39 weeks, commencing the Sunday after the start of maternity. SMP is not payable in any week where an employee works for the Company, for example, if an employee returns to work early during OML.

If an employee qualifies for SMP they will receive 90% of average weekly earnings for the first six weeks of absence and the lower rate of SMP for the following 33 weeks.

SMP will be paid on the usual pay day and is subject to the usual deductions e.g. tax and N.I.

If an employee does not qualify for SMP, they may still qualify for Maternity Allowance, for which employees will need to contact your local social security office or Jobcentre.

B. Paternity Leave and Pay

1. Statutory Paternity Leave (“SPL”)

SPL is in addition to the existing right to parental leave and time off for dependants.

a. Who qualifies for leave?

Anyone who has or expects to have responsibility for the child’s upbringing; who is the biological father or the mother’s husband or partner (including a partner in a same-sex relationship); and have worked continuously for the Company for 26 weeks by the 15th week before the EWC. Employees may be required by the Company to sign a declaration that they meet the eligibility conditions. Where a child is adopted, one parent is entitled to adoption leave (see below) whereas the other is entitled to SPL. An employee is entitled to SPL even if the child is stillborn, providing the birth was after 24 weeks of pregnancy.

b. Notice

Employees must give the Company notice (in writing if requested) that they intend to take SPL by the end of the 15th week before EWC, or if this is not reasonably practicable, as soon as it is reasonably practicable. The notice must state a) the EWC and confirm the relationship to the unborn child satisfies the qualifying criteria set out above; b) whether the employee wishes to take one or two weeks’ leave; c) the intended start date. Failure to give appropriate notice may mean that the right to SPL is forfeited.

c. Length of Leave

Employees are able to choose either one week or two consecutive weeks (but not odd days) for the leave, and can choose to start the leave on the date of the child’s birth, or from a chosen number of days/weeks after the child’s birth, or on a chosen date. The leave must be completed within 56 days of the child’s birth, or if the child was born before the EWC, within 56 days of the end of the EWC. The leave must be for the purposes of looking after the child or providing support to the child’s mother.

d. Effect on the Contract of Employment

Employee’s standard terms & conditions of employment continue during paternity leave with all benefits under the contract accruing as usual (except for wages or salary). Employees are entitled to return to the same job following the leave, unless a redundancy situation has arisen.

2. Statutory Paternity Pay (SPP)

If an employee qualifies for SPL and has average weekly earnings above the lower earnings limit for National Insurance they will qualify for SPP. The rate is the same as the lower rate of Statutory Maternity Pay (SMP).

- a. In order to claim SPP, an employee must give at least 28 days' notice from the date they want SPP to start, unless this is not reasonably practicable, in which case they must do so as soon as is reasonably practicable. They must also self-certify that you meet the eligibility criteria for SPP. This notice may be given at the same time as giving notice for leave, and employees will be able to obtain appropriate forms from the Company, or from the Inland Revenue.
- b. There are no provisions parallel to Maternity Allowance for fathers who do not qualify for SPP.

C. Adoption Leave And Pay

The following guide applies for adopted children placed through a UK agency. Different provisions apply for adopted children placed through an overseas agency. If an employee is adopting a child they are advised to seek specific advice about their rights from the Company as the rules are complicated and differ according to the specific circumstances of each case. The following brief summary is stated for guidance purposes only.

1. Who qualifies for leave and pay?

To qualify for leave, employees must be newly matched with a child for adoption by an approved adoption agency and have worked continuously for the Company for 26 weeks leading into the week in which they are notified of being matched for adoption. Employees will qualify for Statutory Adoption Pay (SAP) if they qualify for adoption leave, and earn more than the lower earnings limit for National Insurance.

2. Length of Adoption Leave and Pay

Employees are entitled to up to 26 weeks' ordinary adoption leave (OAL) followed immediately by up to 26 weeks' additional adoption leave (AAL). SAP will normally be payable during OAL, and SAP is payable for 39 weeks. OAL may start from the date of the child's placement or from a fixed date, which can be up to 14 days before the expected date of placement. If the placement ends during the adoption leave period, the adopter will be able to continue adoption leave for up to eight weeks after the end of the placement.

3. Notice Requirements

- a. Unless it is not reasonably practicable, employees must inform the Company of the intention to take adoption leave within 7 days of being notified that they have been matched. Failure to notify at the appropriate time may lead to forfeiting the right to adoption leave. Employees need to inform the Company of the date when they expect the child to be placed and the date from which they wish the adoption leave to start.
- b. Employees must give at least 28 days' notice of when they wish SAP to start, unless it is not reasonably practicable. Employees will also have to provide a "matching certificate" from the adoption agency as evidence of the entitlement to SAP.
- c. Employees do not have to give notice of when they intend to return to work, if it is at the end of OAL or OAL and AAL. However, if an employee intends to return early, they must give 8 week's notice from the date they wish to return.

4. Amount of Statutory Adoption Pay ("SAP")

The rates are the same as the lower rate Statutory Maternity Pay and Statutory Paternity Pay (see above). If an employee does not qualify for SAP they may be entitled to other benefits such as Income Support and housing benefit. The Company is entitled to recoup SAP on similar terms to SMP.

5. Effect on the Contract of Employment and Return to Work

During OAL and AAL, the contract of employment continues, with normal benefits accruing, such as holiday entitlement, except that employees are not entitled to salary or wages. At the end of OAL, employees are entitled to return to their existing job or any suitable alternative employment after their leave has ended, unless they are made redundant during or at the end of their leave. Slightly different rules apply when employees are returning at the end of AAL.

X. PARENTAL LEAVE

A. Who Qualifies?

The right to take parental leave is in addition to any rights employees may have in relation to maternity, paternity or adoption leave. To qualify for parental leave employees must satisfy the following conditions:

- a. Employees must have worked continuously for the Company for at least a year AND the leave must be taken before the child reaches the age of 5 or within the 5th year after placement (or the child's 18th birthday if sooner) in the case of an adopted child;
- b. If a child is disabled (i.e. entitled to disability living allowance), employees are entitled to take parental leave at any time until the child reaches his 18th birthday;
- c. In all cases the employee must have parental responsibility for the child within the meaning of the Children Act 1989 (whether they are the mother or father) or be registered as a parent;
- d. The leave must be for the purposes of caring for that child..

If an employee is on maternity leave, it is possible to take parental leave at the end of maternity leave so long as the notice requirements set out below have been complied with.

B. Duration

- a. Employees are entitled to 13 weeks' leave (or 18 weeks in the case of a disabled child) per child. The leave is unpaid. Entitlement to leave ceases as soon as the child reaches the age(s), set out above, and therefore any untaken leave will be forfeited. The terms & conditions of employment will continue as normal during any such leave, except that the employee will not be entitled to any remuneration, and so employees are obliged to continue to act in good faith and in accordance with the terms and conditions of their contract of employment during any period of leave.
- b. Employees will ordinarily be entitled to take no more than 4 weeks' leave in any twelve month period, beginning with the date on which they first became entitled to take parental leave in respect of that child. The leave must be taken in multiples of at least one week, although in the case of disabled child, it may be taken in block or multiples of one day. If an employee takes less than four weeks parental leave at the same time, they will be entitled to return to the same job, or if there is a redundancy situation whilst they are on leave, to a suitable alternative job, if available.
- c. If, in an exceptional case, the Company agrees that an employee may take leave for more than four weeks in any one twelve-month period, they will be entitled to return to the same job, or if this is not possible, to a suitable alternative job which is equivalent to or better than the original job.

C. Notice Requirements

- a. In order to take leave an employee must give at least 21 days' notice in writing that they wish to take leave and specify the dates on which the period of leave is to begin and end; or if the father of a child wishes to take leave from the date of the child's birth, give at least 21 days' notice in writing of the date of the EWC and period of leave they wish to take; or in the case of a parent wanting to start leave from the date of placement of an adopted child, at least 21 days' notice in writing before the date of placement, of the date of placement and period of leave they wish to take.
- b. The Company may require proof that an employee qualifies for leave. If the Company requests to see specific documents to ascertain whether an employee qualifies for leave (e.g. birth certificate of the child), the employee will not be entitled to take leave until they have provided the proof that has been requested.

D. Postponement of Leave

- a. Except in cases where a father is seeking to take leave commencing the date of the child's birth, or a parent is seeking to start leave from the date of placement of an adopted child, the Company may postpone parental leave for a maximum of 6 months by giving notice in writing within 7 days of the notice to take leave.

XI. FLEXIBLE WORKING

A. Eligibility

Employees satisfying the following qualifying conditions are eligible to request flexible working:

- a. have responsibility for the upbringing of a child under six, or under 18 in the case of a disabled child, or have caring responsibilities;
- b. have worked with the Company continuously for 26 weeks at the date the application is made;
- c. not have made another application to work flexibly under the right during the past 12 months.

B. What is the scope of the request?

1. If an employee is eligible, they may request:
 - a. a change to hours of work;
 - b. a change to the times when they are required to work;
 - c. to work from home; or
 - d. a combination of the above.
2. Many requests for a change in working pattern will not always require a significant alteration. For example, a parent may simply wish to start work half an hour later to take their child to school and make up the time later in the day.

C. What must you do to make a valid request?

1. Employees must make any request in writing (including via e-mail). Only one application per year is allowed, running from the date of the previous application, and the Company is entitled to refuse to consider such subsequent requests which are made within a year of the first one. However, it will be open to the Company to consider second requests if it chooses to do so.
2. A request will be valid if it is in writing (including e-mail) and conforms with the following conditions:
 - a. states that it is being made under the statutory right to request a flexible working pattern;
 - b. confirms that if in relation to caring for a child, the employee has responsibility for the upbringing of the child and are either the mother, father, guardian or foster parent or are the spouse or partner of one these categories of people, or in relation to an adult, that the employee has responsibility for caring for an adult and is either married to, the partner or civil partner of the adult, a relative of the adult or living at the same address as the adult;
 - c. specifies the flexible working pattern applied for;
 - d. explains what effect, if any, the employee thinks that the proposed changes would have on the Company and how, in their opinion, any such effect might be dealt with;
 - e. states the date on which it is intended that flexible working pattern come into effect;
 - f. states whether an application has been made before, and if so, the date of any previous application; and
 - g. is dated.

D. Procedure for Consideration of a Request

1. If a valid request is made, the Company must arrange to meet with the employee within 28 days of the request to discuss the proposal. The meeting is designed to allow both sides to explore the desired work pattern in depth, and to discuss how best it might be accommodated. The Company may propose alternative working patterns should there be problems in accommodating the desired work pattern outlined in the application.

2. Employees are entitled to bring a work colleague of trade union representative to the meeting, who is entitled to advise the employee and ask questions on their behalf, but is not allowed to answer questions on their behalf.
3. Within 14 days after the date of the meeting the Company will write to the employee to either agree to a new work pattern and a start date; or to provide a clear business ground(s) as to why the application cannot be accepted and the reasons why the ground(s) applies in the circumstances. If the Company needs more time to consider the request, the Company may delay the decision for a further period of 14 days with the employee's agreement.

E. Appeal of the Decision

If the Company rejects the application, the employee may appeal against it, although a request for an appeal must be made in writing within 14 days of the decision to the Managing Director. Within 14 days of the request for the appeal, the Company, through a more senior member of staff than in the initial meeting (if possible) will again meet with the employee to discuss the proposals. Employees have a right to bring along a work colleague or Trade Union Representative with them to the appeal, who has the same rights as in the initial meeting. The Company will then notify the employee of its decision in writing within 14 days of the appeal hearing.

F. Acceptance of the Flexible Work Pattern

1. If a flexible working pattern is implemented, it has the effect of varying the terms of the terms & conditions of employment. For example, if a request has the effect of reducing the hours of work, employees must consider the effect of reduced pay.
2. It is open to the employee and the Company to agree that the variation is permanent, for a trial period, or even limited in time, e.g. until the dependent child reaches a certain age. Unless it is a straightforward change, the Company's policy is that any new flexible working pattern will be implemented on an initial trial basis for 12 weeks so that any teething problems are resolved.

G. When can the Company refuse to implement a request?

The Company is entitled to refuse a request if employees do not meet the qualifying criteria set out above or have not made a valid request. If an employee has made a valid request, the Company is entitled to refuse the request for the following specific reasons ("business grounds"):

- a. burden of additional costs;
- b. detrimental effect on the ability to meet customer demand;
- c. inability to recruit additional staff;
- d. detrimental impact on quality;
- e. detrimental impact on performance;
- f. insufficiency of work during the periods the employee proposes to work; and
- g. planned structural changes.

XII. PERSONNEL REDUCTIONS OF PERMANENT EMPLOYEES

If the Company has to reduce its work force, it will attempt to accomplish such reductions through the elimination of vacant positions which the Company determines do not have to be filled. If this is not possible, reductions in force of permanent employees may be necessary and will be carried out according to the following guidelines:

1. Reductions in force will be made by classification and within departments. These exempt employees in an affected classification within a department will be laid off by seniority with the least senior person laid off first. Seniority is defined as continuous permanent Company service, including probationary time.
2. Employees faced with lay-off may transfer or bump into other position on the following basis:
 - a. An employee who would be laid off under Section 1 above may transfer to a vacant position within the Department which the employee is qualified to perform as determined by the Company.
 - b. If there is no suitable vacant position, the employee may bump a less senior employee in a position within the Department which the employee faced with lay-off once held.
 - c. If there is no less senior employee in a position once held, the employee faced with lay-off may bump less senior employees in positions within the Department which the employee is qualified to perform as determined by the Company.

3. Employees who transfer or bump into a position under Section 2 above will be compensated at the rate provided in the Company's pay plan for that position. Employees cannot transfer or bump into a promotional position nor can they transfer or bump into a union-covered position. Part-time employees cannot transfer or bump into full-time positions.
4. Employees faced with lay-off may accept lay-off rather than transfer or bump into a position under subsection 2 above.
5. Employees who are in fact laid off will receive any separation pay to which they may be entitled.
6. Employees who are laid off will have a 15-month recall to the classification in the Department from which they were laid off. Employees will be recalled in order of seniority.

IX. Employee Conduct

A. Industry Standards

Employees should follow the FSA Conduct of Business Sourcebook (COBS) whenever applicable.

Employees should follow industry standards and principles whenever relevant. Some of the standards that the Company follows are: IFRS, GIPS, MiFID, and FIX¹.

B. Ethical Standards

The Company insists on the highest ethical standards in conducting its business. Doing the right thing and acting with integrity are the two driving forces behind TYDFO's great success story. When faced with ethical issues, employees are expected to make the right professional decision consistent with TYDFO's principles and standards.

C. Dress Code

Employees of the Company are expected to present a clean and professional appearance while conducting business, in or outside of the office. Dressing in a fashion that is clearly unprofessional, that is deemed unsafe, or that negatively affects the Company's reputation or image is not acceptable.

D. Conflicts of Interest

In addition to adhering to general standards of conduct for employees of any organization, employees are expected to fulfil their duties with complete impartiality and are prohibited from using their position for personal profit or the profit of friends and family.

Employees should not place themselves in positions where their own interests could conflict with those of the Company or any of its clients. If there is any possibility that a conflict of interest exists, employees concerned should disclose it to their supervisor/superior or the COO.

Outside employment which must be reviewed by the Company as part of its reviewing authority is prohibited. Employees must also comply with any departmental rules and regulations regarding outside employment.

All transactions with third parties must be carried out at arm's length, or otherwise in accordance with the Company's procedures and should at all times be consistent with best execution standards.

Acceptance of soft-dollars commissions or incentives from third parties is prohibited.

E. Confidential Information

Employees will:

1. Treat all information received about clients of the company as confidential.
In the ordinary course of employment employees will be exposed to information about the business of the Company and the suppliers and customers of the Company which is confidential or is commercially sensitive and which may not be readily available to competitors or the general public and which if disclosed will be liable to cause significant harm to the Company.

¹ IFRS: International Financial Reporting Standards
GIPS: Global Investment Performance Standards
MiFID: Market in Financial Instrument Directive
FIX: Financial Information eXchange (FIX) Protocol

Employees must not whether during or after employment, except as authorised or required by their duties as employees of the Company, reveal to any person, firm, company or organisation or otherwise make use of any of the trade secrets, secret or confidential operations, processes or dealings or any information (other than that within the public domain) concerning the organisation, business, finances, transactions or affairs of the Company or any related company (including lists of the customers or clients) of the Company or of any such company which may come to your knowledge during your employment.

Nothing in this Policy will prevent employees from disclosing information to comply with a Court Order from complying with any statutory obligation on you to disclose information or from making a protected disclosure under the Public Interest Disclosure Act 1998.

2. Implement and maintain proper procedures to preserve the confidentiality of client information.
3. Comply at all times with confidentiality provision under the UK-Financial Services Authority rules.

F. Employment of Relatives

1. The Company discourages the employment of individuals to work in a direct or indirect line of supervision with an employee who is a member of the individual's family. The Company further prohibits any employee of the Company from using his or her position to advance, advocate, hire or promote the employment of that employee's relatives in any Company position. An employee of the Company may provide a personal reference for a relative who is applying for a position over which that employee does not exercise any direct or indirect supervision or control. An employee of the Company shall not be involved in the hiring process for any position if it involves a relative.
2. The Company reserves the right to refuse to appoint a person to a position in the same department, division or facility, wherein his or her relationship to another employee has the potential for creating adverse impact on supervision, safety, security or morale, or involves a potential conflict of interest. The Department Head shall make the determination as to whether such adverse impact exists, subject to review by the CEO.
3. In the case of a finding of adverse impact, the Department Head shall make a reasonable effort to see if a written management plan governing the assignment and evaluation of such employee can be put in place which would avoid the conflict and mitigate any adverse impact, prevent favouritism or other improper influences. Any such management plan will be subject to approval by the CEO at the time of hire and to ongoing oversight by the COO. If the structure or size of the Department does not permit such a management plan, then the Company may refuse to appoint that person to the position.
4. The provisions of this section shall apply when a relationship is formed after the date of hire such as through a marriage or domestic partnership.
5. An individual violating these provisions, or hired in violation of these provisions as a result of applicant failure to disclose a relationship, may be subject to disciplinary action, up to and including termination.
6. For purposes of the above provisions, a "relative" is defined as: grandfather, grandmother, father, mother, son, daughter, child of domestic partner, grandson, granddaughter, brother, sister, uncle, aunt, first cousin, nephew, niece, husband, wife, domestic partner, father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, step-father, step-mother, step-son, step-daughter, step-brother, step-sister, half-brother, half-sister, partners or girl/boyfriends.
7. The CEO may provide specific instructions concerning employees or applicants affected by this provision in a manner to safeguard the hiring and promotional opportunities of the individual as well as the objectivity of the process.

G. Professional Integrity

1. **Employees should fulfil their duties with honesty, fairness, integrity and professionalism** in order to maintain good faith and to preserve trust in the Company.

As part of this duty to maintain professional integrity, *employees* must:

- a. act with integrity in carrying out their functions;

- b. act with due skill, care and diligence in carrying out their functions;
- c. observe proper standards of market conduct in carrying out their functions;
- d. Deal with the regulatory authorities in an open and cooperative way and must disclose appropriately any information of which the authorities would reasonably expect notice.

In determining whether or not the particular conduct of an employee within his functions complies with the above obligations, the following are factors which are to be taken into account:

- a. whether that conduct relates to activities that are subject to other provisions of the Handbook;
- b. Whether that conduct is consistent with the requirements and standards of the regulatory system relevant to his Company.

As part of this duty to maintain professional integrity, an **employee performing a managerial / significant influence function** must:

- a. take reasonable steps to ensure that the business of the Company for which he is responsible in his functions is organised so that it can be controlled effectively;
- b. exercise due skill, care and diligence in managing the business of the Company for which he is responsible in his functions;
- c. Take reasonable steps to ensure that the business of the Company for which he is responsible in his functions complies with the relevant requirements and standards of the regulatory system.

In determining whether or not the conduct of an approved person performing a managerial / significant influence function complies with the obligations listed above, the following are factors which are to be taken into account:

- a. whether he exercised reasonable care when considering the information available to him;
- b. whether he reached a reasonable conclusion which he acted on;
- c. the nature, scale and complexity of the Company's business;
- d. his role and responsibility as an approved person performing a significant influence function;
- e. The knowledge he had, or should have had, of regulatory concerns, if any, arising in the business under his control.

2. Employees should not engage in bribery, corruption, fraud, dishonesty or commit any act that would reflect adversely on them.

3. Employees should not make use of their position in the Company to solicit or receive favours.

H. Harassment Policy

The Company does not tolerate workplace harassment. Workplace harassment can take many forms. It may be, but is not limited to, words, signs, offensive jokes, cartoons, pictures, posters, e-mail jokes or statements, pranks, intimidation, physical assaults or contact, or violence.

The Company does not tolerate sexual harassment. Sexual harassment may include unwelcome sexual advances, requests for sexual favours, or other unwelcome verbal or physical contact of a sexual nature when such conduct creates an offensive, hostile, and intimidating working environment and prevents an individual from effectively performing the duties of their position.

I. Whistle Blowing

The Company complies with the Public Interest Disclosure Act 1998 (PIDA) and encourages employees to feel confident in raising serious issues or concerns within the company rather than overlooking a problem or "blowing the whistle" outside the Company.

The Company will not in any way preclude any employee from making a protected disclosure (that is, "blow the whistle").

In accordance with section 1 of PIDA:

1. A protected disclosure is a qualifying disclosure which meets the relevant requirements set out in that section;
2. A qualifying disclosure is a disclosure, made in good faith, of information which, in the reasonable belief of the worker making the disclosure, tends to show that one or more of the following (a "failure") has been, is being, or is likely to be, committed:
 - a. a criminal offence; or
 - b. a failure to comply with any legal obligation; or
 - c. a miscarriage of justice; or
 - d. the putting of the health and safety of an individual in danger; or
 - e. damage to the environment; or
 - f. deliberate concealment relating to any of (i) to (v).

It is immaterial whether the relevant failure occurred, occurs or would occur in the United Kingdom or elsewhere, and whether the law applying to it is that of the United Kingdom or of any other country or territory. Whistle blowing is the release of information by a member or former member of an organisation that is relating to an allegation of an illegal or unethical act or conduct within the organisation or which is not in the public interest.

The COO and/or the CEO shall ensure employees that every effort will be made to maintain their anonymity and resolve the issues at stake.

Whistle blowing could be subject to abuse and should be exercised responsibly. The Company reserves the right to take disciplinary action against employees who make an allegation frivolously, maliciously or for personal gain.

J. Competency – Fit and Proper Character

Employees should keep up-to-date with and comply with applicable laws, rules and regulations in their respective area of operations.

Employees should ensure that they remain Fit & Proper under FSA regulation.

The Company will take reasonable steps to ensure that employees are familiar with all applicable laws and regulations.

Employees should keep abreast of developments in the banking and financial services industries and participate in continuing education throughout their professional career in order to maintain the necessary competence, knowledge and skills in all the business activities they are engaged in.

K. Clean Desk Policy

Employees should ensure that their desks are cleared of all documents before leaving the company each day. Confidential documents should be stored in the Company's safes. Discarded papers should systematically be shredded. Computers should be switched off.

L. Retirement Policy

The Company is committed to employee training and development for all staff, regardless of age. Employees will be given the necessary training to ensure that their skills stay up to date and to ensure that their productivity remains constant throughout the length of their service.

The Company's normal retiring age is 65. Employees have the right to request to work beyond the age of 65, however the Company may refuse such a request at its discretion.

In the event that an employee wishes to carrying on working past the age of 65, the procedure is as follows: -

- a. Between 6 to 12 months before the intended retirement date (which would usually be the date at which the employee attains the age of 65), TYDFO will write to the employee setting out the date on which we intend the employee to retire, and informing the employee that they have a right to request to continue working beyond retirement.
- b. If the employee wishes to request to carry on working they must write to the Company stating this, proposing either that their employment continues indefinitely, or to a stated date or for a stated period. Any such request must be made between three to six months before the intended date of retirement.

- c. Where an employee makes a request to continue working past their retirement date, the Company will invite the employee to a meeting to discuss the request within a reasonable period of the request. Both parties must take all reasonable steps to attend the meeting and the employee may be accompanied by a work colleague or a trade union representative.
- d. Once the meeting has been held, notice of the Company's decision will be given to the employee in writing, stating whether or not the request has been accepted or rejected.
- e. Where the request has been rejected, or the employee has been approved to carry on working for a different period to that requested, the employee may appeal against the decision. If the employee's request is accepted, then the Company will write to the employee confirming this and stating the employee's new intended retirement date.
- f. If the employee wishes to appeal against the decision of the Company, they must appeal in writing, setting out the grounds of their appeal.
- g. After receiving a notice of appeal the Company will hold a meeting with the employee to discuss their appeal as soon as possible. Both the Company and employee must take all reasonable steps to attend the meeting. The employee will be allowed to be accompanied at this meeting by a work colleague or trade union representative.
- h. After the appeal hearing, the Company will communicate its final decision in writing to the employee as soon as reasonably practicable.
- i. In the event that the outcome of the appeal is refusal of the employee's request, the decision will state that it is a final decision and the employee's intended retirement date. If the employee is allowed to carry on working, the appeal decision will state that it is a final decision and the employee's new intended retirement date.
- j. Wherever an employee is successful in varying their intended retirement date, the new retirement date will set out to the employee in writing by the Company. Then, 6 to 12 months before the new intended retirement date, the employer should write to the employee and begin the retirement process anew.

M. Information Security, Email and Telecommunications Policy

In drafting the Information Security policy and associated procedures the Company considered, where appropriate and proportionate to do so, British Standard ISO17799 (Information Security Management), the FSA Report on Data Security in Financial Services (April 2008), the FSA fact-sheet to assist small firms in drawing up a data security risk assessment, and the FSA Final Notice in respect of Merchant Securities Group Ltd (June 2008).

Policies

Staff should appreciate that any electronic communication/internet activity undertaken by them is discoverable at law. Use of the Company's information technology resources remains subject to UK law and any illegal use will be dealt with appropriately. The firm establishes and maintains appropriate systems and controls to appropriately manage its information security risks.

In doing so, the Company has regard to:

- a. confidentiality: information should be accessible only to persons or systems with appropriate authority, which may require firewalls within a system, as well as entry restrictions;
- b. integrity: safeguarding the accuracy and completeness of information and its processing;
- c. availability and authentication: ensuring that appropriately authorised persons or systems have access to the information when required and that their identity is verified;
- d. non-repudiation and accountability: ensuring that the person or system that processed the information cannot deny their actions.

Failure to observe any aspect of these policies or procedures may lead to disciplinary action which could lead to summary dismissal of a staff member.

Procedures

- a. Monitoring of communications

For the avoidance of doubt, staff should be aware that the Company may intercept and monitor communications (including telephone, e-mail, & internet) in order to

- i. establish evidence of transactions,
- ii. improve system performance
- iii. ensure regulatory compliance, or
- iv. detect unauthorised use of its systems (i.e. to prevent or detect crime).

b. Security

Any attempt to gain unauthorised access to, or to tamper with, any computer system or software or installation will be regarded as gross misconduct. This includes the malicious deletion or alteration of documents created by you or others in the course of your duties. Your password is confidential and should be kept as such. When leaving the office, you should log out of the system to prevent unauthorised access.

You must not download any software or electronic files without implementing the virus protection measures that have been approved by the Company. No installation of software should be undertaken without the approval of the COO.

You must not intentionally interfere with the normal operation of the network, e.g. by the propagation of computer viruses or by causing unauthorised high volume network traffic that substantially hinders others in their use of the network.

You must not examine, change, or use another person's files, output or user name if you do not have explicit authorisation.

Should you have reason to take any Company equipment (such as laptop computers, mobile telephones and electronic data storage devices) off site in the course of your duties, you will be expected to keep the equipment safe and secure at all times.

c. Copyright infringement

You must take care to ensure that you do not breach copyright when copying, downloading or sending material to third parties.

No Company data or information (including software, proprietary databases, data or information in any electronic format) should be removed from the premises or systems, unless specific authority has been obtained from a Director. Similarly, you should not transmit data electronically to third parties unless authorised to do so.

No Company data or information is to be copied, altered or destroyed, unless so authorised as part of a specific computer procedure and process.

Telephone Calls

- It is accepted that Personal Calls need to be made but their duration should be kept to a minimum exchange of information. Personal 'chat' calls are not allowed. This applies only to land lines. No personal telephone calls are allowed at all on any Company mobile telephones.
- In no circumstances should international calls be made of a personal nature.

Office Computers

The following general rules apply to employee's operation of the Company's computers:-

- Employees must never install any software of their own on the Company's computer. This could adversely affect the Company's software and data. It could also introduce a virus.
- Whenever loading a disk for authorised purposes, employees must always have it checked for viruses first by the Company.
- Whenever you experience problems relating to computer software or hardware this should be notified to their Line Manager immediately.

Any breach of these rules will be regarded as a serious disciplinary offence.

Display Screen Equipment (DSE)

Provision of Eye Tests/Corrective Appliances:

It is the Company's intention to optimise the use and application of display screen equipment within the organisation whilst safeguarding the health and welfare of the employee involved in using such equipment.

Employees who spend a large proportion of their working day working with DSE are entitled to request the free provision of an eye test should they experience visual difficulties using the equipment and believe that this may be as a result of using that equipment.

The Directive is aimed at users of display screen equipment. A "user", in terms of the regulations is defined as "an employee" who habitually uses display screen equipment as a significant part of his or her normal work.

To conform to the regulations, the Company will provide for an eyesight test on the understanding that the testing has been arranged with the Company's knowledge. Where the employee obtains a test independently and without the knowledge of the Company, then the Company will not be responsible for the costs incurred.

Please remember that the eyesight tests may be specifically designed for users of DSE and that these tests could therefore be limited to an assessment of the visual capability needed to see the screen and are not a substitute for more comprehensive tests that may be carried out by opticians.

Staff who spend a substantial part of their working day using DSE and who believe they are suffering visual difficulties as a result, should discuss the matter with their Line Manager.

Staff are expected to attend eye tests in their own time.

Internet and E-Mail Use Policy

- **Scope**
High quality computing facilities and appropriate access to electronic information are vital to the advancement of the Company's business objectives. The Company is committed to providing the recourse and support necessary to encourage effective use of all systems and has developed the following policy on the use of the Internet.

- **The aim of the Policy**
The aim of this policy is to:
 - Protect the Company from potential legal liabilities;
 - Ensure the effective running of all operations and make the best use of employees time;
 - Prevent disruption caused by computer viruses or unauthorized downloading of material/software;
 - Safeguard confidential and sensitive information;
 - Increase employees' awareness of the legal, security and productivity issues relating to use of the internet;
 - Inform employees how they may and may not use computer facilities; and
 - Encourage best practice.

- **Policy Statement**
The primary use of the Internet, e-mail, the Company website and related domains are:
 - To exchange relevant, concise, up-to-date and actionable information to facilitate business.
 - To allow outsiders to access information about the Company, its services, results and emerging issues.
 - To promote sharing of ideas and information within the Company and with external interests.
 - To provide all staff access to the Internet environment for self-improvement and education.
 - To enhance communication between the Company, its staff, clients, and other outside parties.Access to the Internet and e-mail is provided to staff and commercial interests on the understanding that Users will act responsibly and ethically and adhere to all policies governing computing at the Company.

All persons using the Internet and e-mail system are individually responsible for their actions and should ensure that they read, understand and comply with this policy. If employees have any queries they should contact their Line Manager.

As in the case with print publications, the electronic information on the website must be tasteful, professional and reflect positively on the Company and its staff.

- **Internet Misuse**
Internet misuse leads to many potential dangers to the Company, its systems, and the well-being of all staff. The following is a list of potential risks (the list is not exhaustive):
 - Viewing, downloading, transmitting, sending or in any other way disseminating pornographic, racist, sexist, obscene, defamatory or any other offensive and/or illegal material may lead to legal claims against the Company, its partners or staff;
 - Unauthorised downloading of material or software (e.g. images, news tickers, personal mail messenger services, graphics, games, screensavers) may cause damage to the Company's systems, whether or not a virus is downloaded;
 - Unauthorised downloading of material or software also exposes the Company system to the risk of damage through the infection of viruses;
 - Unauthorised downloading of material or software also exposes the Company to potential claims for breach of copyright; and
 - Concluding unauthorised contracts via the Internet, (e.g. buying a DVD) may lead to legal liability against the Company and may expose the user to fraud.

- **E-mail**
As well as the many benefits of e-mail, it is essential that employees realise the following:
 - E-mail is not an informal communication tool – it has the same authority as any other communication;
 - Deleting an e-mail may not mean that it has been permanently erased from the company's system;
 - E-mails are not confidential and can be read by anyone given sufficient levels of expertise;
 - E-mails are a common vehicle for the transmission of computer viruses;
 - Binding contracts may be inadvertently created through e-mail;
 - Defamatory comments made against colleagues or other parties (deliberate or otherwise) may lead to legal liability;
 - It is easy to inadvertently forward a confidential e-mail to person by mistake;
 - Abrupt, inappropriate and unthinking use of language can lead to allegations of bullying and harassment;
 - Inappropriate content in or attachments to e-mail which are pornographic, racist, sexist, obscene, or in any other way offensive and/or illegal may lead to legal liability against the Company, its partners or staff.

- **Compliance**
Employees must comply with all laws; international and local, and with all Company policies.

Any member of staff found to be violating any of the terms of this policy may be subject to disciplinary action and may, depending on the seriousness of the breach, be summarily dismissed. In the event that any employee knowingly engages in any of the prohibited uses of the Company's Internet and/or e-mail system s/he may summarily be dismissed.

The Company reserves the right to block or limit Internet access and/or e-mail during specific times or to unilaterally terminate access as it deems fit. If access to a site is restricted and this interferes with the day-to-day of employees, this should be reported to their Line Manager.

The Company may prohibit certain Users from downloading files or may restrict the types of files to be downloaded. In particular, executable files - .exe or .com files, ActiveX components or JavaScripts – may not normally be downloaded. Employees wishing to download a file of this type should contact their Line Manager for advice.

No software, graphics, screensavers or documents or copyright material may be downloaded, copied or distributed from the internet or via e-mail without the prior approval of the Company as such material may damage the network's performance or render the Company liable for infringement of copyright or for the illegal or unlicensed use of such software.

Employees may not at any time use the Company's Internet and e-mail system for any of the following prohibited purposes:

- Accessing, viewing, downloading, sending, receiving or in any other way transmitting or disseminating pornographic, racist, sexist, illegal or offensive material;

- Creating or transmitting defamatory, discriminatory or otherwise illegal material, whether on the Company's website or elsewhere;
- Disseminating material that may bring the Company or any of its employees into disrepute;
- Carrying out any freelance work unrelated to the business of the Company;
- Gambling, contributing to internet newsgroups, playing games or conducting political activities;
- Entering into a contractual agreement with any outside party, unless expressly authorised to do so by the relevant line manager;
- Buying or selling goods, unless expressly authorised to do so by the relevant line manager; and
- Accessing the Internet for personal use during working hours.

This list is not exhaustive and the spirit, as well as the letter of this policy, must be followed at all times. Employees should be aware that, although they may not find internet content offensive, others in the workplace might to so.

Although reasonable personal use of e-mail is permitted subject to the rules laid down in this policy, it must not be used excessively so as to materially interfere with the Employees work during working hours. Employees are advised that as the Company records and monitors e-mails for its legitimate business aims (see below), employees should not treat any e-mail sent or received as confidential.

- **Commercial Activity**
Commercial activity on the website is permitted on behalf of the Company.
The Company's computing facilities may not be used for the commercial benefit of any non-related individual or organisation.
- **Monitoring & Inspection**
The Company's Internet and e-mail systems is the property of the Company and therefore employees use of the Internet and e-mail through the Company's equipment and systems is not to be regarded as private. Similarly, employees should be aware that they neither own the documents that they create, nor the intellectually property rights therein.

The Company reserves the right to monitor, open and inspect the content of e-mail messages and the content of information accessed, downloaded and transmitted via the Internet in accordance with all relevant legislation. The Company's aim is to ensure that any such monitoring and inspection will be proportionate to the legitimate business aims being pursued.
- **The Legal Position**
Interception and monitoring of employees' e-mail and internet usage is covered by the following legislation:
 - *Regulation of Investigatory Powers Act 2000 (RIPA)*
 - *Telecommunications (Lawful Business Practice) Regulations 2000*
 - *The Human Rights Act 1998 (HRA)*
 - *The Data Protection Act 1998 (DPA)*The Company adopts the principles contained in this legislation as underpinning this policy.

N. Theft Policy

Employees bring personal items onto the Company's premises at their own risk. The Company cannot be held responsible for any loss, damage or theft suffered by an employee to their personal items where an employee has brought such personal items onto the Company premises.

The Company recognises that, from time to time it may be necessary for employees to bring personal items onto the premises it is the Company's policy that employees should be able to bring personal items onto the Company's premises at their own risk without the fear of their personal items being stolen. It is also Company policy that unauthorised removal of Company property from Company premises or any attempt to do so will be viewed as theft. For the avoidance of any doubt, the Company views any instance of theft or attempted theft as gross misconduct.

In the event that employees suspect another employee of either removing or attempting to remove items from Company premises without express permission, they should always report this immediately to their line manager, or to the Managing Director. Every attempt will be made to treat the report as confidential, and any employee making such a report will be protected under the Company's whistle-blowing policy.

In the event that an employee is suspected of theft, due to the serious nature of such allegations the Company may at its' discretion suspend any employee so suspected from their duties for such a period as is reasonably necessary in order to enable the matter to be fairly investigated.

The Company reserves the right to search an employee's locker, vehicle, person or personal belongings where the Company has cause to reasonably believe that the employee concerned may have acted in breach of this policy. Any such search must be authorised by the Managing Director, and must be witnessed by the Employee's line Manager or the Managing Director. Failure to consent to such a search by an employee may lead to an adverse inference being drawn.

Investigations will be handled by the line manager of the employee concerned or the CEO. All available evidence will be gathered, and the employee suspected of committing the alleged acts then will be invited to a meeting to discuss the allegations and the evidence against them, and will be entitled to give representations in their own defence. The employee will be entitled to bring a work colleague or trade union representative to take notes on his behalf. Following the hearing, those investigating will determine whether or not enough evidence exists to reasonably conclude that the employee in question was guilty of the alleged offences. The decision of the hearing will be communicated to the employee in question in writing at the earliest possible opportunity.

If an employee is found to be guilty of the offence of theft at an investigatory hearing, the employee will have a right to appeal to the CEO. The employee will be entitled to be accompanied to the appeal hearing by a work colleague or a trade union representative.

When an employee is found be guilty of theft, this is prima facie a case of gross misconduct and the Company reserves the right to invoke the Company dismissal and disciplinary procedure and to dismiss the employee without notice.

APPENDIX A- Business Functional Areas

The Company has 5 main areas of business:

1. Finance

Reporting, auditing and consolidation.

Corresponding Positions:

- ✓ Accounting Manager
- ✓ Assistant Accounting Manager

2. Investment

Management of our portfolios and funds.

Corresponding Positions:

- ✓ Portfolio Manager
- ✓ Assistant Portfolio Manager

3. Compliance & Governance:

- c. FSA compliance
- d. Corporate governance: boards, minutes, general meetings, company secretarial.

Corresponding Positions:

- ✓ Compliance & Governance Manager
- ✓ Assistant Compliance & Governance Manager

4. Operations

Processes, Corporate Identity, IT, HR.

Corresponding Positions:

- ✓ Chief Operating Officer (COO)

5. Family Office Clients

Services provided to the family (apart from Investment): property servicing, bill payment, tax assistance, training, “other”.

Corresponding Positions:

- ✓ Family Officer
- ✓ Assistant Family Officer

APPENDIX B - CLASSIFICATION PLAN

| SALARY GRADE | POSITION TITLE |
|--------------|---|
| 4 | Chief Operating Officer Chief Compliance Officer Chief Financial Officer Legal Counsel |
| 3 | Family Officer Portfolio Manager Accounting Manager IT Manager |
| 2 | Assistant Family Officer Assistant Portfolio Manager Assistant Accounting Manager Assistant IT Manager |
| 1 | Junior Family Officer Junior Portfolio Manager Junior Accounting Manager Junior IT Manager |

APPENDIX C - PAY PLAN

EFFECTIVE 10 May 2010
Annual Rate

| | Minimum | Mid-Point | Maximum |
|---|----------------|------------------|----------------|
| 4 | GBP 50,000 | GBP 60,000 | GBP 100,000 |
| 3 | GBP 40,000 | GBP 50,000 | GBP 90,000 |
| 2 | GBP 30,000 | GBP 40,000 | GBP 60,000 |
| 1 | GBP 20,000 | GBP 30,000 | GBP 40,000 |

APPENDIX D - JOB DESCRIPTIONS (by business function)

1. Finance

a. Chief Financial Officer (CFO)

General Role Description

Reporting to and partnering with the CEO, the chief financial officer (CFO) will set the Company's financial policy and direction while also being an active participant in, and driver of, the organization's overall strategy. S/he will lead all financial administration, business planning, and budgeting. As a member of the senior leadership team, the CFO will work closely with a motivated and engaged finance committee.

Reporting: CEO

Management Responsibilities

FSA Compliant Financial Reporting

- ✓ Oversees all company accounting practices, including accounting departments, preparing budgets, financial reports, tax and audit functions.
- ✓ Directs financial strategy, planning and forecasts; conferring with CEO, Auditors and the Board.
- ✓ Supervises investment and raising of funds for business.
- ✓ Reviews investment reports produced by the investment/portfolio team.

Risk Management

- ✓ Studies, analyses and reports on trends, opportunities for expansion and projection of future company growth.
- ✓ Defines financial-risk controls for all bank accounts, portfolios and funds of the Family.
- ✓ Monitors risk/return analysis across the family's asset classes

Key Features of the Role

Member of the senior leadership team and head of Finance Committee.

Member of the Investment Committee.

Some Direct interaction with Family.

Attention to details in the reporting and risk analysis.

Ability to interact with our service providers (banks, lawyers, fiduciaries).

Skills Requirements of the Role

A. Personal and Social

Excellent verbal, analytical, organizational and written skills.

Deep knowledge of financial markets, financial analysis, real estate, wealth management.

Good listener, possessing a high degree of sensitivity combined with the ability to be objective.

Process-oriented, organised and control-minded personality.

B. Professional and Technical

A minimum of 10, years' experience in a senior financial role.

Up-to-date knowledge of current financial and accounting computer applications.

Knowledge and understanding of FSA regulations and policies.

ACA or CPA designation preferred.

Masters degree in business, accounting or finance.

Reporting Line

Report to the CEO of Family Office.

Direct report responsibility – Assistant Accounting Manager.

b. Assistant Accounting Manager (AAM)

General Role Description

Assisting in the day-to-day supervision of the Family's bank accounts, funds and portfolios.

Assisting in the day-to-day accounting of the FO company – a UK limited company.

Reporting:

- ✓ regarding banks and funds: to the Family Officers hereafter FO's, in the absence of such managers, reporting to the CFO;
- ✓ Regarding the FO Company accounting: reporting to the CFO.

This is the role of a junior accounting officer and/or risk manager, with strong financial risk management qualities. He/she should have the capacity to help identify errors, inconsistencies in reports and financial risks and returns in great details and ensure professional support to the FO's and CFO.

Management Responsibilities

Financial Reporting

- ✓ Prepare reports on the Family's assets financial performance, liquidity and main risks.
- ✓ Control execution of investments/ trading confirmations.
- ✓ Liaison with external back offices to ensure that financial accounts are prepared, reviewed and ready in time for any family meetings/ visits.
- ✓ Assist with financial statement preparation, records maintenance and administration.
- ✓ Assist with the production of regular timely accurate Family Office reports and ad hoc analysis. Review of family investment portfolios.
- ✓ Preparation of investment reports, using the FO Company's systems.

Risk Management

- ✓ Implement financial-risk controls for all bank accounts, portfolios and funds of the Family.
- ✓ Perform regular risk/return analysis across the family's asset classes

Key Features of the Role

Some Direct interaction with Family.

Attention to details in the reporting and risk analysis.

Ability to interact with our service providers (banks, lawyers, fiduciaries).

Skills Requirements of the Role

A. Personal and Social

Analytical and communication skills (oral and written).

Interest in financial markets, financial analysis, real estate, wealth management.

Good listener, possessing a high degree of sensitivity combined with the ability to be objective.

Process-oriented, organised and control-minded personality.

B. Professional and Technical

3-5 years working experience.

Preferably undergraduate degree in accounting or finance

Preferably accounting certification or under preparation.

Reporting Line

Report to the CFO of Family Office.

2. Investment

c. Portfolio Manager (PM)

General Role Description

Day-to-day supervision of the Family's bank accounts, funds and portfolios. Reporting to the CEO and the Investment Management Committee. This is the role of an asset allocator and risk manager, with strong financial risk management qualities. He/she should have the capacity to measure financial risks and returns in great details and ensure best-practice management of the Family's portfolios.

Management Responsibilities

- **Investment Management**

- ✓ Approved CF30 managing the FO's portfolios.
- ✓ Attend investment management committees.
- ✓ Prepare Strategic Asset Allocation recommendations.
- ✓ Collaborate with other CF30's on securities/product selection.
- ✓ The PM will monitor all portfolios and ensure compliance with the FO's risk metrics and product biases.

- **Financial Reporting**

- ✓ Prepare reports on the Family's assets financial performance, liquidity and main risks.
- ✓ Control execution of investments.
- ✓ Liaison with internal back office to ensure that financial accounts are prepared, reviewed and ready in time for any family meetings/ visits.
- ✓ Assist with financial statement preparation, records maintenance and administration.
- ✓ Assist with the production of regular timely accurate Family Office reports and ad hoc analysis. Review of family investment portfolios.
- ✓ Responsible for preparation of investment reports.

- **Risk Management**

- ✓ Implement operational-risk controls for all bank accounts, portfolios and funds of the Family.
- ✓ Perform regular risk/return analysis across the family's asset classes
- ✓ Coordinate with CEO of the Family Office to recommend appropriate Strategic Asset allocation and potential rebalancing.

Key Features of the Role

- Some Direct interaction with Family.
- Attention to details in the risk analysis as well as ability to perform top-down Strategic Asset Allocation reviews.
- Broad asset-class coverage.

Skills Requirements of the Role

A. Personal and Social

- Analytical and communication skills (oral and written).
- Interest in financial markets, financial analysis, alternative asset management, real estate, wealth management.
- Good listener, possessing a high degree of sensitivity combined with the ability to be objective.
- Process-oriented, organised and control-minded personality.

B. Professional and Technical

- 5-7 years working experience.
- At least undergraduate degree in finance or business administration.
- Preferably CFA or under preparation.

Reporting Line

- Report to the CEO of Family Office.
- Side reporting to the COO.

d. Assistant Portfolio Manager (APM)

General Role Description - APM

Assisting in the day-to-day supervision of the Family's bank accounts, funds and portfolios. Reporting to the Portfolio Managers (hereafter PM, in the absence of such managers, reporting to the COO). This is the role of an asset allocator and risk manager; with strong financial risk management qualities. He/she should have the capacity to measure financial risks and returns in great details and ensure professional support to the PM and COO.

Management Responsibilities

- **Investment Management**

- ✓ Assist Investment Manager (CF30) with management of FO's portfolios.
- ✓ Attend investment committees and prepare Strategic Asset Allocation recommendations.
- ✓ Assist with securities/product selection.
- ✓ The APM will monitor all portfolios and ensure compliance with the FO's risk metrics and product biases.

- **Financial Reporting**

- ✓ Prepare reports on the Family's assets financial performance, liquidity and main risks.
- ✓ Control execution of investments.
- ✓ Liaison with internal back office to ensure that financial accounts are prepared, reviewed and ready in time for any family meetings/ visits.
- ✓ Assist with financial statement preparation, records maintenance and administration.
- ✓ Assist with the production of regular timely accurate Family Office reports and ad hoc analysis. Review of family investment portfolios.
- ✓ Preparation of investment reports.

- **Risk Management**

- ✓ Implement operational-risk controls for all bank accounts, portfolios and funds of the Family.
- ✓ Perform regular risk/return analysis across the family's asset classes
- ✓ Coordinate with CEO of the Family Office to recommend appropriate Strategic Asset allocation and potential rebalancing.

Key Features of the Role

- Some Direct interaction with Family.
- Attention to details in the risk analysis as well as ability to perform top-down Strategic Asset Allocation reviews.
- Broad asset-class coverage.

Skills Requirements of the Role

A. Personal and Social

- Analytical and communication skills (oral and written).
- Interest in financial markets, financial analysis, alternative asset management, real estate, wealth management.
- Good listener, possessing a high degree of sensitivity combined with the ability to be objective.
- Process-oriented, organised and control-minded personality.

B. Professional and Technical

- 3-5 years working experience.
- At least undergraduate degree in finance or business administration.
- Preferably CFA or under preparation.

Reporting Line

- Report to the CEO of Family Office.
- Side reporting to the COO.

3. Compliance & Governance

e. Assistant Compliance and Governance Officer (ACGO)

General Role Description - ACGO

Reporting to the COO the ACGO is responsible for all aspects of compliance and governance duties within the FO as well as being the Money Laundering Reporting Officer (MLRO). Ideally the ACGO holds the CF10 and CF11 functions and ensure compliance with the FSA regulations whilst carrying out the relevant reviews in line with the compliance monitoring programme. This is the role of an organiser, rational, with strong human and negotiation qualities. He/she should be proactive and have the ability to capacity to set up and maintain the office's day-to-day compliance procedures and reporting.

Management Responsibilities

Compliance and governance

- ✓ Responsibility and accountability for the FO's compliance and governance in line with the FSA's requirements.
- ✓ Setting up and maintaining the FO's compliance monitoring programme, ensuring all compliance procedures are embedded in the FO's systems.
- ✓ Acting as the FO's MLRO.
- ✓ Ensuring all FO staff work in a complainant manner and are up-to-date with all compliance procedures and changes to regulations as required.
- ✓ To take responsibility for financial promotions and other related approvals, ensuring at all times efficient use of compliance resource and compliance risk is well managed.
- ✓ Ensure regulatory policy is effectively defined, up-to-date and incorporated within the Compliance Manual and other related business documents.
- ✓ Where necessary, liaise with outsourcing partners to ensure any key regulatory change has been considered and effectively incorporated.
- ✓ Take part in and provide advice on due diligence programmes.
- ✓ Board of Directors notices, agendas and minutes.
- ✓ Annual report preparation and validation.
- ✓ Coordinate with COO to recommend appropriate compliance and governance training and procedures for the FO.

Key Features of the Role

| |
|---|
| Strong knowledge of FSA rules and requirements |
| CF10 and CF11 qualification preferable |
| Working knowledge/experience of the MLRO requirements |
| Some Direct interaction with Family. |

Skills Requirements of the Role

A. Personal and Social

| |
|--|
| Have excellent analytical and report writing skills, strong communication and interpersonal skills, combined with a logical approach and high attention to detail. |
| A self-starter, committed and self motivated to deliver results selflessly. |
| Good listener, possessing a high degree of sensitivity combined with the ability to be objective. |
| Process-oriented, organised and control-minded personality. |
| Resilient when working under pressure. |
| Interest in financial markets, financial analysis, alternative asset management, real estate, wealth management. |

| |
|---|
| B. Professional and Technical |
| 3-5 years working experience in compliance for an FSA regulated financial institution. |
| Excellent academic background, preferably with an undergraduate degree in finance or business administration. |
| CF10 and CF11 functions preferable. |

| |
|--|
| <i>Reporting Line</i> |
| Direct report to the COO of Family Office. |
| Side reporting to the CEO. |

4. Operations

f. Chief Operating Officer (COO)

General Role Description

Partnering the CEO on all matters concerning the family office and acting as a coach for the development and growth of the employees (incl. recruitment and retention). He/ She will report to the CEO. The COO shall demonstrate strong management and training skills as well as an outstanding motivation. This is the role of an organiser, rational, with strong human and negotiation qualities. He/she should have the capacity to support the growth and better structure a very successful Family Office by a good understanding of the global issues facing an international FO. The COO shall free some of the CEO's time to let him focus on strategic issues.

Management Responsibilities

• **Accounting and Reporting**

- ✓ Responsibility and accountability for the Family Office's governance and the achievement of strategic and operative targets affecting financial performance, liquidity and main risks through analysis, planning, controlling and reporting to the CEO and the Family Council.
- ✓ Accounting – Supervision of bookkeeping, bill paying, cash flow analysis, budgeting, funds transfers, employee payroll management, net worth statement preparation. Control execution of investments. Liaison with internal back office to ensure that financial accounts are prepared, reviewed and ready in time for any family meetings/ visits.
- ✓ Reporting - General pre-meeting preparation and post meeting follow up with Family Council. Financial statement preparation, records maintenance and administration. Responsible for the production of regular timely accurate Family Office reports and ad hoc analysis. Review of family investment portfolios. Preparation of investment reports. Preparation of specific family presentations (using PowerPoint, Word and Excel) during regular family members' meetings the COO has the responsibility to organise and coordinate.

• **Legal & Risk**

- ✓ Supervising the work of the Compliance and Governance Officer and ensuring compliance with laws and regulations.
- ✓ Working with the Compliance and Governance Officer to ensure the company's compliance and governance processes and guidelines are embedded in the company's IT systems.
- ✓ Follow-up on all legal and tax aspects of the Family Office company's operations (Takoradi) as well as any transactions conducted by the company on behalf of the Family.
- ✓ Assist professional team with coordination of legal affairs, structuring of family trusts and companies, and take-on of existing family entities, contracts and policies.
- ✓ Ensure that there are effective operational-risk controls in place and that they are performed on a regular timely basis.
- ✓ Document management and retention – wills, trusts, estate plans, advisor agreements, deeds, contracts, tax returns, passports, birth certificates, marriage certificates, prenuptial and postnuptial agreements, and other paperwork.
- ✓ Tax services – assist professional team with coordination of income tax planning, preparation and compliance.
- ✓ Estate planning – assist professional team with coordination of estate plan review, wealth transfer arrangements, estate tax compliance, long-term healthcare analysis.

• **Non-Financial assets management**

- ✓ Real Estate & Property management – including remote management of staff at each property location and follow-up on tenancy agreement matters.
- ✓ Insurance services – consulting and administration for all types of homeowner, property and liability insurance.
- ✓ Art items assistance – purchases and sales, insurance appraisals and management, storage arrangements,

| |
|---|
| <p>maintenance, inventory updates and record keeping.</p> <ul style="list-style-type: none"> ✓ Philanthropic planning and administration – gift administration, charitable trust advice, family foundation administration, development and management of charitable giving program. ✓ Relationship management – oversee internal relationships within the family office, external relationships between the family office and the other family members, with family office trustees, administrators, banks and other third-party business contacts. To facilitate communication with the family. <ul style="list-style-type: none"> • IT & Operations <ul style="list-style-type: none"> ✓ Validate, improve and control the organisational process. ✓ Manage program of improvements which aims to enhance family office reporting capability, improve controls and seek efficiency of activities which take place across the closely linked entities associated with the Family Office. ✓ Responsibility and accountability for all internal workflows, control procedures (to be compliant with external regulations and internal directives), and infrastructure. |
|---|

| |
|---|
| Key Features of the Role |
| <ul style="list-style-type: none"> • Member of the FO's Management Committee and Secretary of the Family Council. • Target setting and assessment for all employees in conjunction with CEO. • Team management through monthly team meeting. • Single signing authority for IT expenses up to USD 150,000, other operating expenses up to USD 50,000 and dual signing authority for any other expenses. |

| |
|---|
| Skills Requirements of the Role |
| A. Personal and Social |
| <ul style="list-style-type: none"> • Analytical and communication skills (oral and written). • Interest in financial markets, real estate, wealth management, process reengineering and business building. • Good listener, possessing a high degree of sensitivity combined with the ability to be objective. • Process-oriented, organised and control-minded personality. |
| B. Professional and Technical |
| <ul style="list-style-type: none"> • 10-15 years working experience. • Significant management experience in terms of teams, projects and complex and interdepartmental tasks. • Completed education (academic degree, further industry-specific training); on-the-job training. • Job specialisation in Strategy, Marketing, IT/Operations, Legal, Risk Management, Finance, or Consulting / Audit. |

| |
|--|
| Reporting Line |
| <ul style="list-style-type: none"> • Report to the CEO of Family Office • Side reporting to the Family Council |
| |
| |

5. Family Office Clients

g. Family Officer (FO)

General Role Description

Assisting in the day-to-day administration of the Family Office. Assisting in managing financial, property and other personal family matters for the family. Reporting to Family Office Management. This is the role of an organiser, rational, with strong human and administration qualities. He/she should have the capacity to maintain the office's day-to-day procedures and ensure professional administrative support to Family and Family Office Managers.

Management Responsibilities

- **Accounting and Reporting**
 - ✓ Assist with bookkeeping, bill paying, cash flow analysis, budgeting, payroll management, net worth statement preparation.
 - ✓ Assist with pre-meeting preparation and post meeting follow up with CEO.
 - ✓ Assist with financial statement preparation, records maintenance and administration.
- **Legal & Risk**

Assist with operational-risk controls on a regular timely basis.

 - ✓ Ensure document management and retention – wills, trusts, estate plans, advisor agreements, deeds, contracts, tax returns, passports, birth certificates, marriage certificates, prenuptial and postnuptial agreements, and other paperwork.
- **IT & Operations**

Maintain IT reporting and controls of the Family Office.

Key Features of the Role

Some Direct interaction with Family.

Skills Requirements of the Role

A. Personal and Social

- Analytical and communication skills (oral and written).
- Interest in financial markets, real estate and wealth management.
- Good listener, possessing a high degree of sensitivity combined with the ability to be objective.
- Process-oriented, organised and control-minded personality.

B. Professional and Technical

- 2-5 years working experience.

Reporting Line

Report to Family Office Manager.

h. Assistant Family Officer (AFO)

General Role Description and Responsibilities

Reporting to the CEO this person will assist in the day-to-day administration of the Family Office, the role requires an organiser with strong human and administration qualities. He/she should have the capacity to maintain the office's day-to-day procedures and ensure professional administrative support to the CEO. The ideal candidate will be able to work on their own initiative, be proactive and also be able to deal with issues and matters quickly and in an efficient manner.

Functions include:

- Assisting in the CEO's diary management, meeting management, making travel and accommodation arrangements (including obtaining visas), filing as well as general administration and secretariat duties.
- Office equipment maintenance, postal services, supplier liaison, database management and stationery ordering.
- Assisting in managing financial, property and other personal family matters for the family.
- Ensuring document management and retention – tax returns, passports, estate plans etc.
- Ad hoc support to other members of staff as required.

Skills Requirements of the Role

Personal and Social

Analytical and communication skills (oral and written).

Good listener, possessing a high degree of sensitivity combined with the ability to be objective.

Process-oriented, organised and control-minded personality.

Must have good attention to detail and be a flexible team player.

Highly discreet and confidential.

Professional and Technical

2+ years working experience in a secretarial/PA or office administrator role.

Interest in financial markets, real estate, wealth management, process reengineering and business building is beneficial.

Reporting Line

Report to the CEO of Family Office

APPENDIX E – Employee Performance Review

1. General Employee Performance Review Form

Employee Information

Employee Name:

Employee ID:

Job Title:

Date:

Department:

Manager:

Review Period: **to**

At least one week prior to this review, notify employee of the review, and assign the employee a self-review as well as an employee peer review. All goals should be reasonable and specific.

Record of Duties and Responsibilities reviewed? Yes / No

Criteria for Assessment of Competence? Yes / No

Record of Individual Training reviewed? Yes / No

Examinations passed in period? (if Yes, give details below) Yes / No

Record of Supervision Arrangements reviewed (if applicable)? Yes / No / Not Applicable

Goals

GOALS AND OBJECTIVES DURING THIS EVALUATION PERIOD

-

ACHIEVEMENTS, ACCOMPLISHMENTS, AND RESPONSIBILITIES *(completed by employee)*

-

-

EVALUATION *(completed by supervisor)*

-

-

STRENGTHS AND AREAS FOR DEVELOPMENT

-

-

CAREER DEVELOPMENT PLAN

-

-

GOALS AND OBJECTIVES FOR NEXT EVALUATION PERIOD

-
-

Evaluation

Use this rating key for the following evaluation:

- 1 = *Unsatisfactory*: Does not perform required tasks. Requires constant supervision
- 2 = *Marginal*: Needs improvement in quality of work. Completes tasks, but not on time.
- 3 = *Meets Requirements*: Meets basic requirements. Tasks are completed on time.
- 4 = *Exceeds Requirements*: Goes above and beyond expectations.
- 5 = *Exceptional*: Always gets results far beyond what is required.

Communication

| | (5) = Exceptional | (4) = Exceeds Requirements | (3) = Meets Requirements | (2) = Gets By | (1) = Needs Work |
|--|--------------------------|----------------------------|--------------------------|--------------------------|--------------------------|
| Processes received information | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Listens to others | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Communicates effectively | | | | | |
| Verbal communications | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Written communications such as reports | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| E-mail etiquette | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Telephone etiquette | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Leadership

| | (5) = Exceptional | (4) = Exceeds Requirements | (3) = Meets Requirements | (2) = Gets By | (1) = Needs Work |
|---|--------------------------|----------------------------|--------------------------|--------------------------|--------------------------|
| Leads by example | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Finds realistic solutions | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Acts decisively; meets problems head-on | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Brings out the best in team members | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Resolves conflicts | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Establishes clear expectations | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Provides necessary resources | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Delegates clearly | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Relationships

| | (5) = Exceptional | (4) = Exceeds Requirements | (3) = Meets Requirements | (2) = Gets By | (1) = Needs Work |
|--------------------------|--------------------------|----------------------------|--------------------------|--------------------------|--------------------------|
| Strong customer advocate | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

| | | | | | |
|--------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| Sets aside personal biases and wants | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Gives good, practical advice | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Fosters loyalty in employees | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Project Management

(5) = Exceptional (4) = Exceeds Requirements
 (3) = Meets Requirements (2) = Gets By (1) = Needs Work

| | | | | | |
|---------------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| Prioritizes tasks | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Responds quickly and well to problems | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Manages costs effectively | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Develops new strategies | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Organizes tasks | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Productivity

(5) = Exceptional (4) = Exceeds Requirements
 (3) = Meets Requirements (2) = Gets By (1) = Needs Work

| | | | | | |
|---------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| Makes realistic goals | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Meets deadlines | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Comes in under budget | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Works smarter, not harder | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Looks for efficiencies | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Completes tasks | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Personal Development

(5) = Exceptional (4) = Exceeds Requirements
 (3) = Meets Requirements (2) = Gets By (1) = Needs Work

| | | | | | |
|------------------------------|--------------------------|--------------------------|--------------------------|--------------------------|--------------------------|
| Even-tempered under pressure | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Sets high standards for self | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| Sets challenging goals | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Additional Comments:

Provide Suggestions For Self-Improvement:

Supervisor/Manager Feedback:

Decision of Supervisor/Manager

I consider that, for the reasons given above, the above individual: *(delete as appropriate)*

- Is, for the first time, Competent to perform his duties on an unsupervised basis.
- Continues to be Competent to perform his duties on an unsupervised basis.

- Is still Competent to perform his duties on a supervised basis.
- The continuing / updated arrangements for his supervision are attached.

Is still not Competent to perform his duties on an unsupervised basis.

Verification of Review

By signing this form, you confirm that you have discussed this review in detail with your supervisor. Signing this form does not necessarily indicate that you agree with this evaluation.

I, _____ acknowledge receipt of review, and my signature does not necessarily indicate agreement.

Employee Signature

Date

Manager Signature

Date

2. Role-Specific Criteria for Performance Review

Assistant Accounting Manager (AAM)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick the required ones

Governing Functions

CF1 Director

CF3 Chief Executive

CF2 Non-Executive Director

CF 4 Partner

Required Functions

CF8 Apportionment and Oversight

CF11 Money Laundering Reporting

CF10 Compliance Oversight

Significant Influence Functions

CF 28 Systems and Controls

Customer Function

CF 30 Customer

Assistant Portfolio Manager (APM)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick the required ones

Governing Functions

CF1 Director

CF3 Chief Executive

CF2 Non-Executive Director

CF 4 Partner

Required Functions

CF8 Apportionment and Oversight

CF11 Money Laundering Reporting

CF10 Compliance Oversight

Significant Influence Functions

CF 28 Systems and Controls

Customer Function

✓ **CF 30 Customer**

Assistant Compliance & Governance Officer (ACGO)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick *the required ones*

Governing Functions

| | | | |
|-----|------------------------|------|-----------------|
| CF1 | Director | CF3 | Chief Executive |
| CF2 | Non-Executive Director | CF 4 | Partner |

Required Functions

CF8 Apportionment and Oversight

- ✓ **CF11 Money Laundering Reporting**
- ✓ **CF10 Compliance Oversight**

Significant Influence Functions

CF 28 Systems and Controls

Customer Function

CF 30 Customer

Chief Operating Officer (COO)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick the required ones

Governing Functions

| | | | |
|-----|------------------------|------|-----------------|
| CF1 | Director | CF3 | Chief Executive |
| CF2 | Non-Executive Director | CF 4 | Partner |

Required Functions

| | | | |
|------|-----------------------------|------|----------------------------|
| CF8 | Apportionment and Oversight | CF11 | Money Laundering Reporting |
| CF10 | Compliance Oversight | | |

Significant Influence Functions

✓ **CF 28 Systems and Controls**

Customer Function

CF 30 Customer

Family Officer (FO)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick the required ones

Governing Functions

CF1 Director

CF3 Chief Executive

CF2 Non-Executive Director

CF 4 Partner

Required Functions

CF8 Apportionment and Oversight

CF11 Money Laundering Reporting

CF10 Compliance Oversight

Significant Influence Functions

CF 28 Systems and Controls

Customer Function

CF 30 Customer

Assistant Family Officer (AFO)

Description of Position: Refer to Job Description

Skills Requirements of the Role: Refer to Job Description

Which Controlled Functions, if any, fall within this position?

Tick the required ones

Governing Functions

| | | | |
|-----|------------------------|------|-----------------|
| CF1 | Director | CF3 | Chief Executive |
| CF2 | Non-Executive Director | CF 4 | Partner |

Required Functions

| | | | |
|------|-----------------------------|------|----------------------------|
| CF8 | Apportionment and Oversight | CF11 | Money Laundering Reporting |
| CF10 | Compliance Oversight | | |

Significant Influence Functions

| | |
|-------|----------------------|
| CF 28 | Systems and Controls |
|-------|----------------------|

Customer Function

| | |
|-------|----------|
| CF 30 | Customer |
|-------|----------|