

## Order Execution Policy (including RTS 28 Disclosure) August 2022

### Introduction

This Order Execution Policy ("the Policy") and RTS 28 Disclosure applies to Henderson Rowe Limited ("Henderson Rowe", "us", "we"). The purpose of this Policy is to provide clients ("you", "your") of Henderson Rowe information about our Order Execution Policy.

By signing the Client Agreement, you have consented to the Policy.

### Regulatory Requirement

The EU Markets in Financial Instruments Directive II ("MiFiD II") requires investment firms to have in place an Order Execution Policy. As a MiFiD investment firm, Henderson Rowe has an obligation to take all sufficient steps to obtain the best possible results (known as "best execution") for our clients.

Clients, for the purpose of the Policy, refer to Retail and Professional Clients as defined by the Financial Conduct Authority ("FCA").

### Applicability

The Policy applies to discretionary managed and advisory services offered by Henderson Rowe.

It does not apply where:

- we have not acted as an agent for executing your order, e.g. trade correction
- we have followed your specific instructions to execute your order, e.g. at a particular price
- we have followed your specific instructions to execute a specific part of your order. Under such circumstances, we will follow the appropriate arrangements to achieve the best possible result for the order

### Structure of the Policy

As a MiFiD investment firm responsible for achieving the best possible results for its clients, Henderson Rowe has the discretion to direct client orders to counterparties for execution.

Primarily, Henderson Rowe has a contractual arrangement in place with its custodian, Global Prime Partners ("GPP"), who carries out the execution of the client orders. However, where it is believed that best execution can be significantly achieved outside of GPP, Henderson Rowe has established direct relationships with certain brokers for the execution of those orders.

This Policy is split into two sections: **Appendix 1** sets out the order execution arrangement where trades are executed via GPP; whereas **Appendix 2** sets out Henderson Rowe's own order execution policy.

## Scope

The Policy covers the following types of financial instruments:

- Equities
- Fixed Income
- Exchange-traded funds
- Units in collective investment schemes

The best execution requirement under MiFiD II does not extend to spot foreign-exchanges therefore, we do not have an obligation to provide best execution when they are undertaken.

## GPP's Order Execution Policy and RTS 28 Disclosure Appendix 1

### Obligation to Provide Best Execution

Henderson Rowe has a contractual arrangement in place with GPP for the execution of client orders. GPP, in turn, has an obligation to execute the orders by taking into account the execution factors, including:

- (a) Price
- (b) Costs
- (c) Speed of execution
- (d) Likelihood of execution and settlement
- (e) Size and nature of the order
- (f) Any other consideration relevant to the execution of the order

In order to ensure that the regulatory obligations are met, Henderson Rowe has reviewed GPP's Execution Policy and processes have to put in place to regulatory monitor the prices achieved for client orders. Henderson Rowe is satisfied that GPP is providing the execution of trades to our clients in line with the relevant regulations set out by the FCA.

For further information on GPP's Order Execution Policy, it can be accessed via [https://www.gpp.group/application/files/6216/1244/3094/Order\\_Execution\\_Policy.pdf](https://www.gpp.group/application/files/6216/1244/3094/Order_Execution_Policy.pdf)

### Regulatory Technical Standards 28 ("RTS 28")

In accordance with RTS28, GPP, as part of their best execution obligations, must make an annual public disclosure which sets out their top five execution venues for all trading on behalf of clients.

GPP's RTS 28 disclosure can be accessed via [https://www.gpp.group/application/files/1715/5732/7956/Execution\\_Summary\\_2018.pdf](https://www.gpp.group/application/files/1715/5732/7956/Execution_Summary_2018.pdf)

## Henderson Rowe's Order Execution Policy Appendix 2

### Obligation to Provide Best Execution

In circumstances where Henderson Rowe believes that best execution for orders is better achieved outside of GPP and at our discretion, client orders may be executed with counterparties selected by us.

In achieving best execution, we take into account the following execution factors, including:

- (a) **Price:** The price, also known as "total consideration", available in the market
- (b) **Costs:** Fees and charges related to order execution, such as broker fees and commissions, exchange fees, spread, foreign-exchange charges and costs of settlement
- (c) **Speed of execution:** The time it takes to execute an order which is dependent on the liquidity and volatility in the markets
- (d) **Likelihood of execution and settlement:** The likelihood that we will be able to execute and settle the order which is dependent on market liquidity and performance of the counterparty
- (e) **Size:** Size of the order which will impact the method of execution
- (f) **Nature:** Specific instruction relating to the execution of the order
- (f) **Any other consideration relevant to the execution of the order**

For most liquid orders, we generally prioritise **price** and **costs** as the key execution factors. However, the overall resulting effect of your order may also be impacted by other execution factors.

### Execution Criteria

As well as the execution factors, we also consider the following criteria when executing your order:

- (a) Characteristics of the client, including the client categorisation
- (b) Characteristics of the client order
- (c) Characteristics of the financial instruments the client order relates to
- (d) Characteristics of the execution venue(s) to which client order can be directed

### Execution Venue

Your order will generally be executed through a non-affiliated, third-party counterparty and/or market maker. We have processes in place to undertake due diligence of these counterparties and market makers both at the outset of the relationship and periodically.

Currently, we have established direct relationships with BTIG Limited and Winterflood Securities. Both counterparties will direct all client orders, depending on the financial instrument, to one of the following possible execution venues:

- Regulated Markets ("RM")
- Multilateral Trading Facilities ("MTF")
- Organised Trading Facility ("OTF")
- Systematic Internalisers ("SI")
- Other third-party investment firms, brokers or affiliates

## Client Order Handling

Where your order is aggregated with those of other clients, we will assess the circumstances to ensure that the aggregation of the orders is unlikely to work to the disadvantage of each client's order. We have also disclosed the effect of the aggregation and that it may work to the disadvantage of a particular client's order in our Terms and Conditions.

If we decide to aggregate client orders, we will allocate all orders fairly and efficiently. It is our policy that client orders are allocated on a pre-trade basis, where possible. We will only allocate client orders on a post-trade basis for the purposes of operational effectiveness. However, we will ensure fair treatment of all of our clients in such circumstances.

On very limited and rare occasions, we may undertake a cross trade between two clients, providing that it is in the best interest of both clients to do so. Cross trades are executed through our selected counterparties in the market at the then market prevailing prices.

## Client Specific Instructions

If you provide us with specific instructions in relation to your order, including a limit order, we will fulfill that instruction as far as is reasonably possible when executing the trade. By following your specific instructions, we have satisfied our obligation to execute the trade on your behalf, which may prevent us from taking the steps that we have designed and implemented to obtain the best possible result for that particular order.

If you provide us a specific instruction which covers only part of your order, our best execution obligation remains for the other part of the order which is not covered by the specific instruction.

It is our policy that we do not accept instructions from clients to execute their orders on a specific execution venue.

## Reporting

In accordance with our regulatory obligation to comply with the RTS28 Disclosure, we will summarise and make public, in terms of trading volume, the top five execution venues for each class of financial instruments on an annual basis.

## Conflicts of Interest

Henderson Rowe does not receive any remuneration, including monetary or non-monetary benefits, for placing client orders with execution venues which would violate our conflicts of interest obligations. Additionally, we do not accept any payments for order flow arrangements or procure third-party investment research.

For further details, please refer to our Conflicts of Interest Policy which can be found at [www.hendersonrowe.com](http://www.hendersonrowe.com).

## Monitoring and Review

The Policy is reviewed and, where relevant, updated annually or as and when a material changes occur which affects our ability to continue to obtain the best possible result for the execution of client orders. The Policy, together with subsequent versions, can be found on our website via [www.hendersonrowe.com](http://www.hendersonrowe.com). If you would like to receive a hard copy of the Policy, please contact your Investment Manager.

We have implemented a governance framework to monitor and review the effectiveness of our order execution arrangements and the quality of the execution of client orders in line with the Policy on a frequent basis to ensure the best possible result for client orders.