

Argus Stockbrokers Ltd

Order Execution Policy

1 INTRODUCTION

Argus Stockbrokers Ltd (hereafter the “Company”) is an Investment Firm incorporated and registered under the laws of the Republic of Cyprus, with registration number HE 108270. The Company is authorised and regulated by the Cyprus Securities and Exchange Commission (hereafter the “CySEC”) under the license number 010/03.

This is the Order Execution Policy (the “Policy”) of the Company, with the application of the “Investment Services and Activities and Regulated Markets Law (87(I)/2017)”, pursuant to the European Directive MiFID – Market in Financial Instruments Directive. MiFID is the European Parliament and Council’s Directive 2004/393 EC, for financial markets. In addition, this Policy sets forth information relating to how the Company executes orders on behalf of clients, as required by the Markets in Financial Instruments Directive 2014/65/EU (“MiFID II”) and the rules of our regulator (CySEC). The CySEC also expects the Company to pay due regard to the interests of its customers and treat them fairly.

The Company is required to set up this policy and take all sufficient steps to obtain the best possible result for its clients (“best execution”) either when executing client orders or receiving orders for execution in relation to financial instruments.

2 SCOPE

The Order Execution Policy (herein the “Policy”) applies to both Retail and Professional Clients of the Company. It is noted that the provisions of this Policy do not apply to Eligible Counterparties and clients who have requested to be treated as Eligible Counterparties.

The Policy applies in respect of the financial instruments under Part III of the First Appendix of the Law and when the Company provides the following investment services under its license:

- Reception and Transmission of Orders;
- Execution of Orders on behalf of Clients;
- Portfolio Management.

The Company has a duty to act honestly, fairly and professionally in accordance with the best interest of its Clients when providing investment services, or where appropriate, ancillary services.

The overarching obligations stemming from the Law when carrying out the following investment services are:

- (a) Execution of Orders on behalf of Clients: The Company has an obligation to execute orders on terms most favourable to its Clients (the "best execution obligation").
- (b) Reception and transmission of Client orders to other entities for execution: The Company owes a duty to act honestly, fairly and professionally in accordance with the best interest of its Clients when receiving and transmitting Client orders to other entities for execution (the "best interest obligation").

In order to comply with the above obligations, the Company shall take "all sufficient steps" to obtain the best possible result for its Clients taking into account the execution factors outlined below (i.e. price, costs, speed, likelihood of execution etc.). The relative importance of these factors will be determined by reference to the characteristics of the Client, the Client order, the Financial Instruments that are subject to that order, and the Execution Venues or entities to which that order can be directed.

3 DEFINITIONS

“Investment Services Agreement” sets out the terms and conditions that govern the provision of investment services and the performance of investment activities by the Company to the Client;

“Client” for the purposes of this Policy shall mean any Client who is either Retail or Professional Client per se or has requested to be treated as a Professional Client as per the provisions of the Law;

“**DMA**” means Direct Market Access;

“**MTF**” means a Multilateral Trading Facility;

“**OTC**” means Over-The-Counter;

“**Operative Policies**” includes without limitation to the following operative policies which govern the business relationship between the Client and the Company i.e. the Client Categorisation Policy, the Conflicts of Interest Policy, the Complaints Handling Policy, the Risk Disclosure statement and any other policy made available by the Company to the Client from time to time;

“**RM**” means a Regulated Market.

4 SPECIFIC CLIENT INSTRUCTION

When the Company receives specific Client instructions for an order, it shall execute the order in line with the specific instructions provided by the Client. For the purposes of this Policy, executing an order following the Client's specific instruction is deemed as satisfying the best execution obligation owed by the Company to its Clients.

When the Company executes an order following specific instructions from the client, it should be treated as having satisfied its best execution obligations only in respect of the part or aspect of the order to which the client instructions relate. The fact that the client has given specific instructions which cover one part or aspect of the order should not be treated as releasing the Company from its best execution obligations in respect of any other parts or aspects of the client order that are not covered by such instructions.

It is highlighted that by following specific Client instructions, the Company may be prevented from taking the steps designed and implemented as described in this Policy to obtain the best possible result for the execution or transmission of those orders in respect of the elements covered by those instructions.

5 BEST EXECUTION FACTORS

The Company shall take all sufficient steps to obtain the best possible result for its Clients, taking into account a combination of the following best execution factors:

- (a) **Price:** the price a financial instrument is executed at;
- (b) **Costs:** this includes implicit costs such as the possible market impact, explicit external costs i.e. exchange or clearing fees and explicit internal costs which represents the Company's own remuneration through commission or spread;
- (c) **Speed:** the time it takes to execute a Client transaction;
- (d) **Likelihood of execution and settlement:** the likelihood that a transaction will be completed;
- (e) **Size and nature of the order:** the size of the transaction executed for a Client and the available market liquidity;
- (f) **Client objectives;**
- (g) **Brokers/ execution venues;**
- (h) **Any other consideration which is deemed relevant.**

It should be noted that some factors may rapidly affect the price of the underlying instruments/products from which the Company's quoted price is derived and may also affect other factors therein.

For retail clients, the best possible result shall be determined in terms of the total consideration, representing the price of the financial instrument and the costs related to execution, which shall include all expenses incurred by the client which are directly related to the execution of the order, including Execution Venue fees, clearing and settlement fees and any other fees paid to third parties involved in the execution of the order. The relative importance of the execution factors considered by the Company to obtain the best possible result for its clients.

The Company may more frequently consider the price as the most important of the execution factors, however the process by which the Company carries out this assessment is not standardized and depends on each particular set of circumstances. In weighing the above factors, regard will be given to inter alia:

- (a) the particular circumstances related to the execution including the type of instrument i.e. for shares, ADRs and GDRs admitted to trading in a centralized trading venue, price and cost would be factors to which greater weight would be given;
- (b) lack of liquidity arising from OTC transactions that contain a financial element which is tailor-made to the Client's own requirements (in which case more emphasis may be placed in fulfilling the Client order and less emphasis may be placed on price;
- (c) in certain non-developed markets, the Company could face lower volumes of liquidity (in which case emphasis would be placed on the speed and likelihood of execution)
- (d) the manner of execution i.e. if the execution will be OTC or on an RM.

The relative importance of the best execution factors is depicted in the tables below:

Non-complex instruments (Equities & bonds)			
Retail clients		Professional clients	
Execution factors *			
Price	1	Price	1
Likelihood of execution and settlement	4	Likelihood of execution and settlement	4
Size of order	5	Size of order	5
Costs	2	Costs	2
Speed of execution	3	Speed of execution	3
Nature of order	6	Nature of order	6
Any other consideration relevant to the execution	7	Any other consideration relevant to the execution	7

NOTE: 1 is the most important factor and 7 is the least important one

Complex instruments (Derivatives and related financial instruments)			
Retail clients		Professional clients	
Execution factors *	Importance	Execution factors *	Importance
Price	1	Price	1
Likelihood of execution and settlement	5	Likelihood of execution and settlement	5
Size of order	4	Size of order	4
Costs	2	Costs	2
Speed of execution	3	Speed of execution	3
Nature of order	6	Nature of order	6
Any other consideration relevant to the execution	7	Any other consideration relevant to the execution	7

NOTE: 1 is the most important factor and 7 is the least important one

6 APPLICATION OF BEST EXECUTION BY PRODUCT

European Equities and Exchange Traded Funds (ETFs)

1) Client directed orders to third party execution venues

The Company offers access to third party execution venues where the specific instructions for each order are defined by the client. Such orders place reliance on the Company and we consider that a duty of best execution is owed. Execution Factors are prioritised for client directed electronic access to third party execution venues:

1. Speed
2. Costs

The remaining Execution Factors – price, likelihood of execution and settlement, order size, nature of the order and any other consideration relevant to the efficient execution of your order are generally given equal ranking.

2) Working orders on behalf of clients

We consider that best execution is owed in respect of working order trades. However, working order trades in relation to cash equities can involve highly prescriptive specific instructions from you as to how you require the trades to be executed, and this will limit our duty of best execution to only those matters which are not covered by specific instructions. Execution Factors are prioritised for working orders on behalf of clients:

1. Price
2. Likelihood of execution and settlement

The remaining Execution Factors – order size, costs, speed, nature of the order and any other consideration relevant to the efficient execution of your order are generally given equal ranking.

3) Risk trades (RFQ)

Best execution obligations are unlikely to apply where you have asked us for a quote (RFQ) where we are acting as principal on a risk price transaction. We generally take the view that in the context of the European Commission's four considerations there is no legitimate reliance being placed on us to meet the relevant best execution requirements.

Cash Bonds

1) Riskless principal trades

We consider that best execution is owed in respect of riskless principal trades in cash bonds. Such trades will be subject to our policy on fees, commissions and mark-ups.

Execution Factors are prioritised for riskless principal trades in cash bonds:

1. Price
2. Likelihood of execution and settlement

Generally, the most important execution factor for our clients will be the price the relevant financial instrument is executed at. However, in more illiquid markets, the primary execution factors may vary, as such, likelihood of execution may become the primary execution factor. The remaining Execution Factors – order size, costs, speed, nature of the order and any other consideration relevant to the efficient execution of your order are generally given equal ranking.

2) Risk trades (RFQ)

Best execution obligations are unlikely to apply where you have asked us for a quote (RFQ) where we are acting as principal on a risk price transaction. We generally take the view that in the context of the European Commission's four considerations there is no legitimate reliance being placed on us to meet the relevant best execution requirements.

Convertible Bonds

1) Working orders on behalf of clients

We consider that best execution is owed in respect of working orders in convertible bonds. Such trades will be subject to our policy on fees, commissions and mark-ups.

Execution Factors are prioritised for working orders on behalf of clients:

1. Price
2. Likelihood of execution and settlement

The remaining Execution Factors – order size, costs, speed, nature of the order and any other consideration relevant to the efficient execution of your order are generally given equal ranking.

2) Risk trades (RFQ)

Best execution obligations are unlikely to apply where you have asked us for a quote (RFQ) where we are acting as principal on a risk price transaction. We generally take the view that in the context of the European Commission's four considerations there is no legitimate reliance being placed on us to meet the relevant best execution requirements.

Cash Equities

Argus trades as agent with respect to cash equity trades with clients. The ranking of execution factors for cash equities is:

1. Price
2. Expected impact of execution
3. Likelihood of execution and settlement

4. Costs
5. Speed
6. Other factors

Futures

Argus does not support physical delivery of the underlying security on expiry of futures. Given the risks that arise when trading in volatile markets, the client may want to consider using different types of orders to limit risk and manage investment strategies.

Argus trades as agent with respect to futures trades with clients. For futures, the ranking of the applicable execution factors is:

1. Price
2. Expected impact of execution
3. Likelihood of execution and settlement
4. Costs
5. Speed
6. Other factors

Listed Options

Argus trades as agent with respect to listed options trades with clients. For listed options, the ranking of the applicable execution factors is:

1. Price
2. Expected impact of execution
3. Likelihood of execution and settlement
4. Costs
5. Speed
6. Other factors

CFDs Equities, Indices and Commodities

Given the risks that arise when trading in volatile markets, the client may want to consider using different types of orders to limit risk and manage investment strategies. Argus trades as an agent to CFDs trades with clients.

1. Price
2. Expected impact of execution
3. Likelihood of execution and settlement
4. Costs
5. Speed
6. Other factors

7 EXECUTION CRITERIA

The Company will take into account, based on its commercial judgement and market expertise, the following criteria when determining the relative importance of the best execution factors:

- (a) The characteristics of the Client i.e. the categorisation of the Client as per the Client Categorisation Policy of the Company which is available via the Company's website.
- (b) The characteristics and nature of the Client's order and instructions.
- (c) The characteristics of financial instruments that are subject to that order.
- (d) The characteristics of the execution venues to which that order can be directed.

The execution process conducted by the Company is neither uniform nor directly comparable in each instance. The Company will discharge its execution obligations in a manner that takes into account the different circumstances associated with the execution of the order as they relate to the particular financial instrument involved i.e. for financial instruments which are not listed in an RM or an MTF, the price offered by the Company will depend on the financial instrument's characteristics (i.e. whether it is liquid or illiquid) and the market conditions at the time of the transaction.

Client orders may involve financial instruments that are traded in an RM or MTF as well as instruments that are not listed. For any Client orders which involve financial instruments traded in an exchange where the

Company has DMA, the Company shall enter the Client orders in the same way they were received i.e. the principle of first-in-first-out will be followed.

In circumstances where a Client order involves a financial instrument traded in an exchange in which the Company does not have DMA, the Company shall transmit the Client order to a third party for execution. The Company shall maintain records of the date and time the Client order was transmitted to the third party, thereby the first-in-first-out principle is served.

In the case where, as a result of a system or other failure, the Company has no alternative but to execute an order using a method other than the one prescribed in this Policy, the Company will endeavour to execute on the best prevailing terms possible on behalf of the Client.

8 EXECUTION VENUES/APPROVED INTERMEDIARIES

The Company has access to a variety of different execution venues either directly or indirectly through third parties. The types of execution venues used by the Company when executing Client orders are:

- (a) Regulated Markets;
- (b) Multilateral Trading Facility;
- (c) Systematic Internalisers;
- (d) Over-the-Counter market networks;
- (e) Market Maker or approved liquidity provider; and
- (f) An entity which performs a similar function in a third country which is regulated by a competent authority which applies standards equivalent with EU laws and regulations.

Orders for stocks which are listed will usually be carried out on an RM or OTC whereas orders for stocks which are not listed will usually be carried out OTC. Orders for bonds or derivatives may be executed on any of the five types of execution venues set out above. Orders for structured products may be carried out on any of the five types of execution venues listed above except for an RM.

The choice of the execution venue will be influenced by the execution factors and the criteria set out in paragraphs 5 and 6 of this Policy.

For the purpose of delivering best execution, when there are more than one competing venues for the execution of an order involving a financial instrument, the Company's own commissions and costs for executing the order on each of the execution venues will be taken into account. In similar future cases and if the Company becomes a member in any market, the Company's first choice will be to execute the order in the market in which it is a member.

The Company has the following execution venues:

- Athens Stock Exchange
- Cyprus Stock Exchange

and the following brokers for reception and transmission of orders, which are using the various execution venues as stated at their websites at their order/best execution policies:

- [Saxo Bank](#)
- [Barclays Bank](#)
- [Linear Investments Ltd](#)
- [Hellenic Bank](#)
- [Bank of Cyprus](#)
- [Astro Bank](#)
- [Eurobank](#)
- [Athlos Capital Investment Services Ltd](#)
- [Raiffeisen](#)
- [BETA SECURITIES S.A.](#)
- [Capital Union Bank](#)
- [Piraeus Bank](#)

The Company will not unfairly discriminate between execution venues but will make a decision on an execution venue based on a consideration of the execution factors.

The factors relevant to the Company for selecting execution venues/intermediaries include the following:

- a) Soundness of intermediary;

- b) Reputation, financial strength and stability;
- c) Access to primary and/or secondary markets;
- d) Ongoing reliability;
- e) Overall costs of a trade including commissions, mark-ups, markdowns or spreads;
- f) Electronic connectivity; and
- g) Willingness to execute difficult transactions.

In addition, the following conditions must be met before intermediaries can be approved:

- a) Licensed, as required to execute the type of transaction; and
- b) Adequate supervision by the relevant competent authorities;
- c) For intermediaries established in a third- country, ensuring that the country applies standards equivalent to the EU laws and regulations.

In respect of Financial Instruments that can be traded on a regulated market, an MTF or on an OTF, you should note that, subject to your prior express consent, in order to obtain best execution for you we may be required to execute orders on your behalf outside of a regulated market, an MTF or an OTF. As part of our client on-boarding, we require that you provide this consent as, without it, we will be restricted to executing your orders solely on regulated markets, MTFs or OTFs and will therefore be unable to access diverse sources of liquidity. This may have a potentially detrimental effect on the quality of the execution that we are able to provide to you.

9 TRADE CONFIRMATION

Where the Company carries out an order on behalf of a Client, it shall promptly provide the Client with details concerning the trade.

10 REFUSAL OR DELAY IN EXECUTION

The Company may refuse to accept, or delay in executing Client orders until appropriate remedial actions are taken by the Client, depending on the particular circumstances, where:

- (a) it reasonably believes or suspects that in doing so it shall be in breach or may potentially be in actual or anticipatory breach of applicable laws including but not limited to circumstances in which the Company reasonably believes that execution of the order results in or intends or may intend to or result in market manipulation, insider dealing or otherwise affecting in any manner the credibility of the regular operation of any market or contributing to the legalisation of illegal activities;
- (b) the Client has not fulfilled his obligations pursuant to the terms and conditions governing his Business Relationship with the Company;
- (c) the Company is not satisfied of the identity or the authorisation of the person placing the order;
- (d) the order has a time duration that is not acceptable to the Company;
- (e) the Client has not provided his instructions during the normal trading hours of the Company.

11 QUOTE DRIVEN MARKET/REQUEST FOR QUOTE

Where the Company provides quotes or negotiates a price upon request i.e. dealing on a request for quote, the Company will determine whether there is a legitimate reliance on it to protect the Client's interests in relation to pricing and other elements of the transaction. In order to determine the existence of a legitimate reliance, the Company will apply the 'Four-Fold Cumulative Test' as described by the European Commission. The following factors will be used by the Company to assess whether a Client is legitimately relying on it:

- (a) **Which party initiates the transaction:** Where the Client initiates the transaction, it can be concluded that it is less likely that the Client will be placing reliance on the Company. The Company may communicate trade ideas, relevant market opportunities or indicative prices to the Client as part of its general relationship with its Clients and this shall not be considered as initiating the transaction on behalf of the Company.
- (b) **Questions of market practice and the existence of a convention to 'shop around':** where market practice suggests that the Client takes responsibility for the pricing and other elements of the transaction and the market practice is to obtain quotes from various sources, it is less likely that the Client will be placing reliance on the Company.
- (c) **The relative levels of transparency within a market:** if a Client does not have ready access to prices in a market in which the Company operates, it is more likely that the Client will be placing

reliance on the Company whereas, if a Client's access to pricing transparency is broadly equivalent to that of the Company's, it is less likely that the Client will be placing reliance on the Company.

- (d) **The information provided by the Company and any agreement reached:** Where the arrangements and agreements with a Client state that the Company will provide best execution, it is more likely that the Client will be placing reliance on the Company.

Where the Company has taken into consideration the above factors and it has concluded that the Client is not placing a legitimate reliance on the Company, the provisions for best execution will not apply.

12 CLIENT ORDER HANDLING

The Company will proceed with executing Client orders in a prompt, fair and expeditious manner, relative to its other Client orders or the trading interests of the Company. The Company will ensure that Client orders will be handled equitably and to the Client's best advantage. The Company may derogate from this obligation where it deems that it is in the best interests of its client and the client has not prohibited to the derogation. The Company shall not be liable for any loss or expense suffered by the Client due to any change in market conditions between the time of receipt of the order and the time of execution.

Comparable Client orders will be promptly allocated and executed in accordance with the time of reception, unless a Client specifically seeks to be treated otherwise or the characteristics of the order or the prevailing market conditions make the execution of the order impracticable or the interests of the Client require otherwise.

In the case of a limit order in respect of shares admitted to trading on an RM which is not immediately executed under prevailing market conditions, the Company shall, unless the Client expressly instructs otherwise, take measures to facilitate the earliest possible execution of that order by making immediately public that Client limit order in a manner easily accessible to other market participants, by transmitting the Client order to an RM or an MTF. Aggregation and allocation of orders.

The Company is not permitted to carry out a Client order in aggregation with another Client order, unless the following conditions are met

- (a) it must be unlikely that the aggregation of orders and transactions will work overall to the disadvantage of any Client whose order is to be aggregated;
- (b) it is disclosed to each Client whose order is to be aggregated that the effect of aggregation may work to his disadvantage in relation to a particular order.

13 REMUNERATION

The Company shall ensure that its staff is not remunerated in a way that conflicts with its duty to act in the best interests of its Clients. All staff will be remunerated in accordance with the Remuneration Policy maintained by the Company.

14 INDUCEMENTS

The Company shall ensure that its staff do not receive any fees or commissions by any third-party unless such fee or commission complies with the following requirements:

- (a) The payment or benefit is designed to enhance the quality of the relevant service to the client; and
- (b) The payment or benefit does not impair the Company's compliance with its duty to act honestly, fairly and professionally in accordance with the best interests of its clients.

Where the Company accepts to be provided with a fee or commission or a non-monetary benefit, provided that the conditions of paragraph 13 are fulfilled, it will disclose the existence, nature and amount of the payment or benefit to its clients.

15 ACKNOWLEDGMENTS

The Client acknowledges, accepts and consents that a Client order may be executed or transmitted for execution to a third party outside an RM or an MTF.

16 MONITORING

The Company will monitor each of the execution venues mentioned in paragraph 8 of this Policy on a periodic basis to ensure that the best result is achieved on a consistent basis for its Clients. The Company will regularly monitor the quality of the execution process provided to assess whether trades are being handled in compliance with this Policy and best execution is being achieved at the selected execution venue(s). Additionally, the Company will be constantly assessing whether the execution venues included in this Policy as well as any other counterparties provide the best possible result for the Client or whether the Company needs to make changes to its execution arrangements.

Where the findings of the monitoring conducted reveals that the Company has fallen short of obtaining the best possible result, the Company will consider whether this is because it has failed to follow its order execution policy and/or execution arrangements or because of a deficiency in the order execution policy and/or execution arrangements and take appropriate remedial actions.

The Company has implemented a governance framework and control process through which it systematically monitors the effectiveness of our order execution arrangements (including this Order Execution Policy), to identify and, where appropriate, correct any deficiencies. This includes the Company conducting best execution monitoring for relevant trades on a post trade basis. Through this governance framework and controls process the Company will assess whether the execution venues included in this Policy provide the best possible result for you or whether we need to make any changes to ensure the quality and appropriateness of our execution arrangements.

17 CONFLICT OF INTEREST

Subject to any specific instructions provided by the client, ARGUS Stockbrokers Ltd. may transmit a client order to another entity within the ARGUS Group or to an external party, such as a third-party broker, for execution. When the selection of a third-party broker is expected to achieve a better result for the client, that broker will be preferred over a Group entity, provided this remains the case.

ARGUS does not receive any remuneration, discount, or non-monetary benefit for routing client orders to a particular trading or execution venue that would compromise its obligations relating to conflicts of interest or inducements.

In accordance with the Company's Order Execution Policy, ARGUS must not receive any remuneration, discount, or non-monetary benefit for routing orders to a specific Execution Venue, as this may create a conflict of interest between the benefit to the Company and its duty to act in the client's best interest by achieving the most favorable execution terms.

18 RECORD KEEPING

The Company shall maintain records of all Client orders placed, including the date and time a Client order was placed and any details including but not limited to the type of order, the financial instrument involved and the price it was executed.

19 NO FIDUCIARY RELATIONSHIP

The Company's commitment of providing the Clients with "best execution" does not mean that the Company owes the Client any fiduciary duty over and above the specific regulatory obligations placed upon it, or as may be otherwise contracted between the Company and the Client. The Client remains responsible for his own investment decisions and the Company will not be responsible for any market trading loss the Client suffers as a result of those decisions.

20 REVIEW

The Policy shall be reviewed by the Compliance Function in cooperation with the Trading Department of the Company, at least on annual basis or sooner whenever a material change occurs that could affect its

ability to obtain the best possible result for the execution of its Clients' orders. Any persons which are directly affected by any changes in the provisions of this Policy shall be informed accordingly.

The latest version of the Policy will also be available on the Company's website.

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