

Conflicts of Interest Policy

The Company has a fiduciary duty to manage conflicts of interest fairly and in the best interests of its clients. Many of these potential or actual conflicts are addressed in the procedures outlining how the Company performs its investment services on behalf of its clients.

It is our policy to identify the conflicts of interest that may exist between;

- a) ourselves or anyone linked to the firm and our clients or
- b) one client and another.

We must ensure that clients are not adversely affected by potential risks. Therefore, we document the arrangements we have put in place to manage the conflicts identified entailing a material potential risk of damage to the interests of one or more clients. We take all reasonable steps to prevent conflicts of interest from constituting, or giving rise to, a material risk of damage to the interests of our clients. Where the potential risk cannot be effectively managed with reasonable confidence to prevent the risk, we disclose this to our client before providing services. We make disclosure in a durable medium; providing sufficient detail to enable that client to take an informed decision with respect to the service in the context of which the conflict of interest arises

Conflicts of interest include situations where the Company could:

- Make a financial gain, or avoid a financial loss, at the expense of a client;
- Have an interest distinct from the clients, in the outcome of a transaction undertaken on clients' behalf;
- Have a financial interest or other incentive in favouring one client over another;
- Carry on the same business as the client; or
- Receive a payment or other form of inducement from someone other than the client other than a contractually agreed commission or standard fee.

We have developed a written Conflicts of Interest Policy, which identifies all material conflicts and how we manage them. That Policy is attached in Appendix B.

The arrangements to manage potential conflicts of interest include:

- Disclosure of the interest or potential conflict to the client;
- Segregation of functions;
- Independent supervision;
- Avoiding inappropriate influence being brought to bear in the way clients are treated;
- Policies in relation to staff personal account dealing and other interests which are detailed in Section 2.C. below.

Linear will only rarely be in receipt of material, nonpublic, confidential information. "Chinese Wall" or information barrier procedures will be followed where appropriate, for example between those based at our offices in Grosvenor Gardens and the staff of Appointed Representatives based in other locations.

B CONFLICTS OF INTEREST POLICY

Linear is involved in dealing, managing, advising and arranging on investments and as such may have a material interest or conflict of interest in the services or transactions it carries out with or on behalf of its clients. The Company utilises this Conflicts of Interest Policy to outline the arrangements we have in place to manage conflicts of interest that may arise when we provide services or execute transactions for our clients. The information given below is a summary only.

Linear has a fiduciary duty to act in the best interests of its clients. FCA Principle 8 requires us to manage conflicts of interest fairly, both between itself and its customers and between a customer and another client. SYSC 10.1 requires the Company to take all reasonable steps to identify conflicts of interest between:

- Linear (including its managers, staff or any person directly or indirectly linked to them by control), and a client of the Company; or
- One client of Linear and another client

Accordingly, our Conflicts of Interest Policy is designed to identify, assess, manage and if appropriate, disclose all potential and actual conflicts of interest in our business.

Types of Conflict

For the purposes of identifying the types of conflict and potential conflicts that arise which may entail a material risk of damage to the interests of a client, we must take into account whether Linear or a relevant person, or a person directly or indirectly linked by control to the Company:

- Is likely to make a financial gain, or avoid a financial loss, at the expense of the client;
- Has an interest in the outcome of a service provided to the client or of a transaction carried out on behalf of the client, which is distinct from the client's interest in that outcome;
- Has a financial or other incentive to favour the interest of another client or group of clients over the interests of the client;
- Carries on the same business as the client;
- Receives or will receive from a person other than the client an inducement in relation to a service provided to the client, in the form of monies, goods or services other than the standard commission or fee for that service

Managing Conflicts

Governance

Linear has robust governance arrangements. Key business decisions are taken by the Board and the Compliance Officer (“CO”) is a member of the Board.

This Policy will be reviewed annually by the Board as part of the CO’s Report with respect to Senior Management Arrangements, Systems & Controls (“SYSC”).

Management information relevant to identifying conflicts is reviewed by the Compliance Officer (including risk reports and monitoring of account and position statements).

The Company has a Conflicts Register (below) that seeks to identify and mitigate our potential and actual conflicts of interest.

Reporting Lines

Linear has defined and clear reporting lines. An organisational chart is maintained by the CO.

The Company also has external compliance consultants to advise on our compliance programme, to undertake independent monitoring of our regulatory obligations, including management of conflicts of interest.

Segregation of Functions

The Company has structured its senior management to appropriately segregate duties so as to avoid conflicts of interest wherever possible.

Remuneration/Compensation Arrangements

Linear’s interests and the staff’ interests are aligned with those of the Company’s clients, including by way of remuneration.

We have prepared a Remuneration Policy detailing our approach to remuneration and compensation arrangements.

Disclosure of Personal Conflicts

Staff are required to disclose actual or perceived conflicts of interest upon commencement of employment or admission to the Company as a Director, as the case may be, and thereafter on an ongoing basis in declarations to the CO. Staff and Directors will disclose any conflicts of interest directly to the CO and, if necessary, to the Board. Upon receiving any material disclosure, the CO will record it in the appropriate register and inform the Board.

Disclosure to Clients

Linear discloses to its clients all material conflicts in sufficient detail so as to allow the client to take an informed decision in relation to the service offered.

If our arrangements to manage a conflict of interest are not sufficient to ensure with reasonable confidence that the risk of damage to that client’s interests is prevented, we will inform the client in writing.

Policies & Procedures

Systems and controls are documented in the Compliance Manual, which are reviewed by the CO at least annually to ensure they are fit for purpose.

Conflicts of Interest Register

Potential & Actual Conflicts	Mitigating Controls	Conflict Rating
<p>Valuation - Where the Company may exercise a significant amount of influence over valuations of hard to value securities and manipulate management and performance fees and/or assets under management. The ability of the Company to influence the reported valuation of its funds could be to the detriment of investors entering or exiting the fund.</p>	<p>An independent Administrator is engaged by the funds, who has responsibility for valuation of fund assets</p>	L
<p>Different fee structures - Conflicts may arise from clients with differing fee structures. Due to the different fees, there is a potential conflict as portfolio managers and advisors might favour those clients that earn higher fees.</p>	<p>Not applicable at this time.</p>	N/A
<p>Different strategies and mandates - The differing objectives and mandates might lead to a conflict between the Company and its clients.</p> <p>For example, a potential conflict arises when portfolio managers from one Appointed Representative are long of a given security, whilst those at another Appointed Representative are short in the same security.</p>	<p>Not applicable at this time, as there is little if any overlap in securities traded. If this scenario does arise in future, we would need to consider the operation of robust chinese walls.</p>	N/A
<p>Selection of Brokers – Conflicts may arise with our duty of best execution when we select brokers who do not provide the lowest price and/or provide us with research and execution services</p>	<p>The Company has a Best Execution Policy where a number of factors are assessed when achieving the best possible result for the client. This is clearly set out in our Terms of Business provided to each client.</p>	M
<p>Side Letters – Conflicts may arise if fund investors receive information that could place other investors at a material disadvantage.</p>	<p>Not applicable at this time. There are no side letters in place.</p>	N/A
<p>Soft commissions</p>	<p>N/A</p>	N/A
<p>Portfolio Manager Remuneration - As the portfolio managers' remuneration is performance based, they have an incentive to manage funds in a more speculative and risky manner, than if the remuneration not been performance based.</p> <p>Conflicts of interest could arise where the portfolio manager is being paid a performance related fee. If the performance of the portfolio being managed is some way off-target, care needs to be exercised to ensure that managers do not seek to improve performance by taking on overly risky positions close to a valuation date in the hope of reaching the performance target.</p>	<p>The trading strategies focus on the long term and are controlled by the investment mandates set out in the offering documentation, fund documentation and applicable investment management agreement.</p> <p>Adherence to the restrictions contained in these documents is monitored on a regular basis.</p>	ML
<p>Trade Errors – A potential conflict exists where the Company benefits from a trade error to the detriment of the client.</p>	<p>All trade errors are resolved fairly and in the best interest of the client. Linear will never profit from errors made on client accounts.</p>	ML
<p>Cross Trading – A conflict may exist if crossing amongst clients does not benefit both clients.</p>	<p>The Company does not engage in cross trading.</p>	N/A

<p>Trade Allocation - A potential conflict exists if one fund managed by the Company is given priority in trade allocation over other funds managed by the Company.</p>	<p>Not applicable at this time, as there is little if any overlap in securities traded.</p>	<p>N/A</p>
<p>Personal Account Dealing - Conflicts can arise from staff undertaking personal securities transactions in securities in which the Company has, or is in the process of issuing research, or in securities which are held by funds managed by the Company.</p>	<p>The Company has procedures and controls with respect to personal account dealing and use of inside information. The Company also has a general policy of staying on the public side of the wall when undertaking research.</p>	<p>L</p>
<p>Gifts & Inducements - Conflicts might arise from inducement given by brokers and various other suppliers or where the Company's staff offer or receive gifts which influence the business relationship between the Company and its suppliers.</p>	<p>This is considered to be very low risk and the Company has detailed procedures and controls with respect to receipt of gifts and inducements.</p>	<p>L</p>
<p>Outside Business Activities & Directorships - Conflicts can arise from staff undertaking outside business activities which may conflict with the interests of the accounts and funds managed by the Company.</p>	<p>The Company has detailed procedures and controls with respect to the approval of outside business activities.</p> <p>The Company is aware that its ARs may have outside business interests and as part of taking on the ARs, the Directors make an assessment of those interests and where they conflict with the Company or its customers will either disclose these interests or decline to engage with the ARs.</p>	<p>L</p>
<p>Public statements - Potential conflict and market abuse issues arise if the portfolio managers make public statements in order to talk up or down a particular security where the portfolios managed by the Company have a position.</p>	<p>The Company do not currently undertake public statements and have procedures in place whereby staff are not allowed to talk to the press regarding the Company and its investments unless prior approval from the CO.</p>	<p>L</p>
<p>Use of inside information - It is possible that staff could come into contact with inside information, which if used improperly could damage the reputation of the Company against the best interests of its clients.</p>	<p>All staff are required to inform the CO immediately upon receiving inside information. The CO will place the securities of that firm on the Restricted List, if appropriate.</p>	<p>ML</p>

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