



Best Execution Policy

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1 Glossary

Term	Description
UCITS	Undertakings for Collective Investment in Transferable Securities as per the definition provided by the law of 17 December 2010
Massena Partners S.A	Management Company as per the definition provided by the law of the 17 December 2010 on UCITS, or hereafter “the ManCo”
AIFM	Alternative investment fund manager as per the definition provided by the law of the 12 July 2013 on AIFM
AIF	Alternative Investment Fund as per the definition provided by the law of the 12 July 2013 on AIFM
Funds	UCITS or AIF managed by the ManCo
Order	Instruction related to a financial instrument within the meaning of the Law
Regulated Market	A multilateral system operated and/or managed by a market operator, which brings together or facilitates the bringing together of multiple third-party buying and selling interests in financial instruments - in the system and in accordance with its nondiscretionary rules - in a way that results in a contract, in respect of the financial instruments admitted to trading under its rules and/or systems, and which is authorised and functions regularly and in accordance with the provisions of Title III of the directive 2004/39 on markets in financial instruments.
MTF	Multilateral Trading Facility A multilateral system, operated by an investment firm or a market operator, which brings together multiple third-party buying and selling interests in financial instruments - in the system and in accordance with non-discretionary rules - in a way that results in a contract in accordance with the provisions of Title II of the directive 2004/39 on markets in financial instruments.
Material change	A change where its disclosure is necessary to enable the investor to make a properly informed decision about whether to continue utilising the services of the Company.

2 Applicable regulations

Law	Law of 17 December 2010 relating to Undertakings for Collective Investment
	Law of the 12 July 2013 on Alternative Investment Fund Managers
Directive	Directive 2014/91/EU of the European Parliament and of the Council
Regulation	CSSF Regulation 10-04 of 1 st July 2013
	Commission Delegated Regulation (EU) No 231/2013
CSSF Circular	CSSF Circular 12/546 on authorisation and organisation of management companies
Grand Ducal regulation	Grand Ducal regulation of 13 July 2007 relating to organisational requirements and rules of conduct in the financial sector (“the GD 2007”)

3 Purpose of the policy

The present policy and its subsequent measures aim at ensuring that Massena Partners S.A. (hereafter “the ManCo”) while handling or executing the orders guarantees the interests of the Funds and or the investors of the Funds. The requirements implementation ensures to obtain the best results on a consistent and general basis.

The ManCo only executes orders upon clients’ request under discretionary investment management. Therefore, this policy applies mutadis mutandis when the situation described above occurs.

The present policy is approved by the Board of Directors and it applies to the ManCo and its delegates, if any.

4 General requirements

When executing orders on behalf of the Fund, the ManCo must ensure a prompt, fair and expeditious execution of the order.

4.1 Best execution factors

While acting on behalf of the Funds or the investors in the Funds, it must ensure that all reasonable steps are taken to obtain the best execution result.

The following factors are to be taken into account:

- Price;
- Speed
- Likelihood of the execution and settlement;
- Size;
- Nature or;
- Any other consideration relevant to the execution of the order.

The following criteria are considered to determine the relative importance of the factors referred above:

- The objectives, investment policy and risks specific to the Fund as indicated in the Fund’s rules or articles of association, prospectus or offering documents of the Fund;
- The characteristics of the order;
- The characteristics of the financial instruments or other assets that are the subject of that order;
- The characteristics of the execution venues to which that order can be directed.

All orders must be properly documented in order to ensure that the execution has been performed in accordance with the principles laid down in the present policy.

When no different execution venues are available, the ManCo is required to explain that there is no choice of different execution venues.

4.2 Recording and allocation

Orders executed on behalf of the Fund must be promptly and accurately recorded and allocated.

The recording is done in order to allow a reconstruction of the details of the order. The following details are recorded:

- Date;
- Exact time of the transmission of the order;
- Name or other designation of the person to whom the order was transmitted;
- Name of the person transmitting the order, where applicable;
- The reasons for the revocation of an order, where applicable.

As regards the aggregation, the ManCo can only carry out an AIF order in aggregate with an order of another AIF, a UCITS or a client or with an order made when investing their own funds where:

- it can be reasonably expected that the aggregation of orders will not work overall to the disadvantage of any AIF, UCITS or clients whose order is to be aggregated;
- an order allocation policy is established and implemented, providing insufficiently precise terms for the fair allocation of aggregated orders, including how the volume and price of orders determines allocations and the treatment of partial executions.

The following conditions are to be respected:

- Where an AIFM aggregates transactions for its own account with one or more orders of AIFs, UCITS or clients, it shall not allocate the related trades in a way that is detrimental to the AIF, UCITS or a client.
- Where an AIFM aggregates an order of an AIF, UCITS or another client with a transaction for its own account and the aggregated order is partially executed, it shall allocate the related trades to the AIF, UCITS or to clients in priority over those for own account.

However, if the ManCo is able to demonstrate to the Fund or to the client on reasonable grounds that it would not have been able to carry out the order on such advantageous terms without aggregation, or at all, it may allocate the transaction for its own account proportionally, in accordance with the policy referred above.

4.3 Sequentially execution

The ManCo can execute comparable Funds orders sequentially with the time of their reception unless:

- It is otherwise instructed by the Fund;
- The characteristics of the order or the prevailing market conditions make this impracticable;
- The interests of the Fund requires otherwise.

4.4 Settlement of the order

The ManCo ensures that financial instruments, sums of money or other assets received in settlement of the executed orders are promptly and correctly delivered to or registered in the account of the relevant Fund.

4.5 Pending AIF orders

Information acquired on pending orders must not be misused by any relevant persons (cf. personal transactions and market manipulation policy).

5 Delegation

When the execution of orders is performed by a third parties, the ManCo must put in place some arrangements which guarantee that third parties comply with the obligation to obtain the best results for the Funds or the investors of the Funds.

In order to ensure that the above principles are respected, the ManCo:

- will select the executing firm by applying a precise selection process which will be also based on different selection criteria (e.g. presence of best execution policy and procedures, presence of processes and systems for monitoring its best execution policy, financial health of the firm, etc.);
- will pre-define the regulated market or MTF on which the executing firm will execute the order
- will establish, implement and apply a policy to enable the executing firm to comply with the obligation referred in the present policy. The policy will be structured in order to identify, in respect of each class of instruments, the entities with which the orders will be placed.

Any agreement with third parties will be finalized only when such arrangement is consistent with the obligations reported above.

6 Disclosure

When the ManCo has carried out a subscription or, where relevant, a redemption order from an investor, the ManCo must ensure that the investor has received, by means of a durable medium, the essential information concerning the execution of that order or the acceptance of the subscription offer, as the case may be. The provision is not applicable when a confirmation of order is sent to the investors and it contains all the essential information.

The essential information referred above is:

- The identification of the ManCo;
- The identification of the investor;
- The date and time of receipt of the order;
- The date of execution;
- The identification of the AIF or UCITS;
- The gross value of the order including charges for subscription or the net amount after charges for redemptions.

The disclosure is also applicable to all the information regarding the present policy or any material change to that policy. In accordance with the provisions stated above the disclosure is done through an appropriate mean of communication (e.g. via website or paper copy).

Additional information about the present policy can be also disclosed upon specific request by the investors.

The disclosure requirements apply also to the delegated third parties, if any.

7 Policy review

This policy will be reviewed at least once a year by the Control function (Compliance Officer) of the company under the supervision of the Board of Directors.

The review will be also carried out whenever a material change occurs that affects the ManCo ability to continue to obtain the best possible result for the managed Funds.

Where no update is required, the Policy will be applied consistently over time.