

COLOURFIELD

CONFLICT OF INTEREST

MANAGEMENT POLICY



1 Purpose of the policy

- 1.1 The General Code of Conduct for Authorised Financial Service Providers (FSPs) and Representatives (“the Code”) issued under the Financial Advisory and Intermediary Services Act, 2000 (Act No. 37 of 2002) (“FAIS”), requires financial service providers to have a Conflict of Interest Management Policy in place to ensure that conflict of interest is managed appropriately in the business.
- 1.2 The purpose of this policy is to assist Colourfield Liability Solutions (Pty) Ltd (“Colourfield”) and its employees to identify potential and actual conflicts of interest and manage it appropriately.

2 Policy Statement

- 2.1 Colourfield is committed to avoiding, and where this is not possible, mitigating any conflict of interest that may arise between Colourfield, as a financial service provider (and/or its representatives) when rendering financial services.

3 Who is subject to the policy?

- 3.1 Employees and representatives contracted to Colourfield (“FAIS representatives¹”) are bound by this policy.

4 What is a conflict of interest?

- 4.1 “Conflict of interest” is any situation, including financial interest, ownership interest, or any relationship with a third party, in which a provider or FAIS representative has actual or potential interest that may:
 - 4.1.1. influence the objective fulfilment of obligations to a client;
 - 4.1.2. influence the offering of unbiased and fair advice or service to a client; or
 - 4.1.3. prevent the provider or FAIS representative from acting in the best interests of a client.

¹ “Representative” is defined as any person who renders a financial service for or on behalf of a financial services provider, in terms of conditions of employment or any other mandatory agreement, but excludes a person rendering clerical, technical, administrative, legal or accounting service, which service does not require judgment on the part of that person, or does not lead a client to any specific transaction in respect of a financial product in response to general enquiries.



4.2 This may include:

- 4.1.4. real or perceived financial gain resulting from recommendations to our clients that prejudice the client;
- 4.1.5. an outcome of service delivery or transaction that may not best serve the interests of the client;
- 4.1.6. non-cash incentives that may be received by the business as a result of affecting any predetermined transaction and/ or product;
- 4.1.7. effecting a transaction and/ or product that may benefit a party other than the client;
- 4.1.8. engaging in prohibited activities related to trading, including front-running, churning or excessive trading, market manipulation and improper sharing in profits and losses with the client.



- 4.3 Annexure A lists financial interests that are allowed and disallowed and stipulates how these financial interests should be disclosed.

5 Mechanisms for identifying conflicts of interest

- 5.1 The “trust test” must be applied to identify and establish conflict of interest. The “trust test” entails enquiring whether one’s clients or the public would trust one’s judgment if they knew that one was involved in a particular situation or activity. If the answer to this enquiry is “yes”, then the situation or activity does not give rise to a conflict of interest. However, if the answer is “no” or “maybe”, then that particular situation or activity is likely to give rise to an actual or potential conflict of interest.
- 5.2 Irrespective of the “trust test”, a conflict of interest will be deemed to have arisen if Colourfield is provided with “disallowed financial interest” as listed above or receives gifts in excess of **R1,000 per FAIS representative per annum**.

6 Measures for avoidance or mitigation of conflicts of interest

- 6.1 All gifts that form part of “immaterial financial interest” must be recorded in the relevant gift register. “Immaterial financial interest” is a financial interest with an aggregate value of R1,000 or less, given to the same FAIS representative, in any given year.
- 6.2 If it has been established that a particular situation or activity gives rise to a conflict of interest, one must avoid that situation or refrain from that activity. However, if it is not possible to avoid the situation or refrain from the activity that gives rise to a conflict of interest, as confirmed by the Key Individual/s, the Key Individual/s shall, prior to approving the relevant situation or activity:
- 6.2.1 establish the extent to which a specific intermediary is conflicted, i.e. the extent to which the intermediary acts on behalf of Colourfield whilst also acting on behalf of a client;
 - 6.2.2 establish the extent to which Colourfield’s reputation would be damaged, if the situation or activity giving rise to a conflict of interest were to be brought to the public’s attention;
 - 6.2.3 establish the estimated direct financial impact that a particular situation or activity would have on Colourfield;
 - 6.2.4 consider how the financial interest is likely to affect the client; and



- 6.2.5 consider whether Colourfield has an appetite to assume the risk, in light of the answers to the above considerations.
- 6.3 Decisions pertaining to particular potential conflict of interest situations that falls within the definition of a “material conflict” of interest must be taken in consultation with the Key Individuals of the FSP. “Material conflict” is a conflict of interest whose monetary value exceeds R1,000 or that will directly impact Colourfield’s reputation.
- 6.4 Once it is decided that a conflict of interest is inevitable, the Key Individual/s must ensure that the effect of such conflict is mitigated by putting mitigation measures in place.
- 6.5 Each FAIS representative has a duty to track any immaterial financial interest given to him or her and to advise his or her Key Individual/s accordingly, as soon as immaterial interests reaches R1,000 in that particular year.
- 6.6 Where a conflict is identified and a decision is made in respect of the management thereof, the nature of the decision must be disclosed to the relevant client. This applies regardless of whether the decision was made to cease with the relevant activity or continue therewith despite the existence of the conflict or potential conflict. It is important for the preservation of the corporate integrity of Colourfield that these disclosures are made at all times.

7 Conflict of interest internal controls

- 7.1 To manage conflicts of interest, Colourfield must maintain a conflict of interest register.
- 7.2 The conflict of interest register must be accessible by key employees identified by the Key Individuals.
- 7.3 The Key Individual/s must designate a person responsible for the maintenance of the register.
- 7.4 Colourfield’s employees must disclose, to the person responsible for the relevant register (being the Risk Manager), any immaterial or material financial interest, as defined above, received from any third party. This disclosure must be made within one week after the relevant activity has taken place. Details regarding supporting documentation must also be disclosed and recorded in the conflict of interest register.
- 7.5 A person responsible for the maintenance of a conflict of interest register must record disclosures made in accordance with paragraph 7.4 above in the register, without delay.
- 7.6 The conflict of interest register forms part of the monthly risk and compliance meeting for the purpose of determining whether any financial interest received, exceeded the



aggregate value of R1,000 per FAIS representative and to determine whether any expenditure is duplicated across the respective conflict of interest registers.

8 Reporting of conflicts of interest

8.1 The outcome of the conflict of interest register audit shall be reported to the FAIS compliance officer and the COO.

9 Consequences of not adhering to the Policy

9.1 Violation of this Policy by a Colourfield employee may result in disciplinary action being taken against the employee.

10 Consequences of withholding information or inaccurate information

10.1 Provision of false or misleading information or concealment of material facts relating to activities logged or that must be logged in a conflict of interest register is, in addition to being a disciplinary action, a punishable offence. Such conduct can, on conviction, lead to a fine of up to R1 million or imprisonment for up to 10 years.

11 Staff training and general awareness

11.1 All the company's staff must read this policy.

11.2 A copy of the policy must be made available to each staff member of the FSP.

11.3 Moreover, all clients – existing and future, must be made aware of the existence of this policy. The policy must be made available on Colourfield's website: www.colourfield.co.za

12 Review of the Policy

12.1 This policy shall be reviewed by Key Individuals and the FAIS compliance officer annually and any changes to this policy shall be communicated to all staff of the FSP.



ANNEXURE A

Key individuals and Representatives – Financial Interest Received	
Financial interest allowed	Disclosure required
Commission, in accordance with the Short and Long-term Insurance Acts, 1998 (“the STIA and LTIA”)	Disclosed in Initial Disclosure document and quotation.
Fees as provided for in the STIA and LTIA.	Disclosed in Initial Disclosure document and potentially in quotation.
Fees for rendering a financial service in respect of which neither commission nor the fees provided for in the STIA are payable, provided the client has specifically agreed to the fees in writing and has a discretion to stop them at any time.	Disclosed in Initial Disclosure document and potentially in quotation.
Promotional items	Disclosed in internal gift register
Any financial interest with a determinable monetary value <u>not exceeding R1,000</u> per FAIS representative/key individual in any given year.	Disclosed in internal gift register.
Training that is not restricted to a selected group of providers and FAIS representatives on products and legalities thereof; general financial and industry information; specialised technological systems (of a third party) necessary rendering a financial service.	No need to disclose.
Financial interest disallowed	Disclosure insufficient
Any financial interest with a determinable monetary value <u>exceeding R1,000</u> per FAIS representative/key individual in any given year. This could be made up of 1 gift or of several gifts from one product supplier in one calendar year (as recorded in internal gift register).	Must be recorded in conflict of interest register. Gift may not be accepted. Refusal to accept gift must be recorded.



ANNEXURE D

CONFLICTS OF INTEREST REGISTER

Financial Advisory and Intermediary Services Act 2002 (FAIS)

Purpose -To record the incidence of conflicts of interest by the FSP to ensure compliance with the requirements of the FAIS Act and other legislation. This register should act as a summary document with more detailed history contained in the conflicts file where appropriate.

Ref No and ID of conflict	Received	Rec'd from	Rec'd by	Referred Internal	Description of conflict (add attachment no. or brief detail here)	Activity update	Status	OUTCOME- Description/ Comments AND Learnings
					Last updated on 16 Jan 2019	Last Updated by Tarri Gavson		