

Conflicts of Interest Policy

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Santander Asset Management Luxembourg S.A.

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1. Objective

Santander Asset Management Luxembourg, S.A. is a Management Company regulated under Chapter 15 of the Law of 17 December 2010 as amended. The Board of Directors of Santander Asset Management Luxembourg, S.A. has the overall responsibility for Santander Asset Management Luxembourg S.A. In accordance with the Law of 17 December 2010 as amended and CSSF Circular 18/698, the Board of Directors of the management company (thereafter the "ManCo" OR "SAMLUX") has adopted the following Conflict of Interest policy.

The purpose of this policy is to provide SAMLUX employees and directors with guidelines to prevent and manage conflicts of interest that may occur as a result of their activities. In particular, the purpose of this policy is to establish a set of guidelines for:

- Identify, in a general way, the relationships, services, activities or operations in which conflicts of interest may occur.
- to identify specific services and activities carried out by (or on behalf of) the ManCo which may entail potential or existing conflicts of interest resulting in a material risk of damage to the interests of the UCITS or their shareholders. Facilitate the adoption of measures to prevent conflicts of interest as far as possible.
- Establish a process to identify and evaluate the relevance of conflicts, decide on measures to mitigate them and communicate any relevant conflict of interest (current or potential).
- Determine how an unavoidable conflict of interest should be managed and how the individual or entity concerned should be properly informed.
- Adequately document the application of the measures in force to serve the purposes described above, so that they can be monitored internally and explained to regulators.
- Provide examples of categories where conflicts of interest may occur.

2. Regulatory framework

- CSSF Circular 18/698 Authorisation and organisation of investment fund managers incorporated under Luxembourg law.
- Law of 30 May 2018 on markets in financial instruments (DIRECTIVE 2014/65/EU (MiFID II) transposition).
- Circular CSSF 07/307 (as amended by Circulars CSSF 13/560, 13/568 and 14/585) (being reviewed) on Conduct of business rules in the financial sector.
- Law of 17 December 2010 relating to undertakings for collective investment (UCITS law)
- Law of 10 August 1915 (Luxembourg Corporate Law/ Commercial Companies Act).
- CSSF Regulation No 10-4, on organisational requirements, conflicts of interest, conduct of business, risk management and content of the agreement between a depositary and a management company.as amended by CSSF Regulation No 22-05.

3. Definitions

- **Conflict of Interest:** Generally, a conflict of interest occurs when one or more persons and/or entities, and/or units or businesses have interests that may undermine a client's or UCIT's interests, including its

sustainability preferences and/or be potentially adverse to the interests of another person, entity, or business or unit, as well as when there is a duty of care or trust with respect to third parties with interests in the entity. Likewise, it can occur when a situation or circumstance may adversely affect the performance of the duties and responsibilities assigned to a person within SAMLUX.

- **Qualified Shareholder:** A shareholder (other than Banco Santander S.A.) who holds a stake in SAMLUX, which represents a relevant holding of shares or voting rights in accordance with applicable national legislation. Also, a shareholder who has obtained rights to appoint a majority of the board of directors or other means to significantly influence the management of the ManCo.
- **Related Party:** A natural or legal person with whom the employees or directors of SAMLUX maintain an economic or family relationship (ascendants, descendants and collateral, as determined by applicable local law), with the capacity to significantly influence their role or decision-making in the ManCo.
- **Economic Relationship:** It will be understood that there is an economic relationship with a legal person when a shareholding of more than 5% is held and/or when a management or administration position is held in it.
- **Family Relationship:** The spouse or person with a similar relationship, parents, children, siblings, uncles, nephews or brothers-in-law of the employee or director of SAMLUX. Also included are the spouses or persons in relation of analogous affectivity of the persons mentioned above.
- **Direct hierarchical relationship:** A direct hierarchical relationship is defined as a relationship between an employee and the manager immediately above that employee.
- **Indirect hierarchical relationship:** An indirect hierarchical relationship is defined as the relationship between an employee and the managers of the unit to which the employee belongs, who are, in turn, hierarchical superiors of the employee's immediate superior manager.
- **Unit:** The term unit is equivalent to line of business.
- **Customer.** The term customer in this policy refers to investors, shareholders and shareholders of vehicles managed, by SAMLUX. This concept includes not only current investors, but also potential investors.
- **UCIT.** Investment fund that has appointed SAMLUX to act as its management company pursuant to the 2010 Law.

Annex I provides a non-exhaustive list of the general categories of conflicts of interest and activities, services, decisions or transactions that generate or may generate conflicts of this kind that require, where appropriate, appropriate management, mitigation or prevention.

4. Principles for the management of conflicts of interest

4.1. General principles

Governing bodies and employees shall adhere to the following principles in the performance of their assigned roles and responsibilities in order to identify, escalate and manage conflicts of interest:

- **Liability.** The governing bodies, key positions and other employees will act in good faith, in compliance with applicable internal regulations and in accordance with the roles assigned to them.
- **Transparency.** Maintain an honest and transparent attitude, in accordance with corporate values, showing proactive behavior to avoid conflicts of interest and, if any, provide the most appropriate mitigation measures to minimize the negative consequences of them.
- **Independence.** Act at all times with freedom of judgment and loyalty to SAMLUX, its shareholders and customers, regardless of their own interests and those of their related parties.
- **Abstention.** Refrain from participating in or influencing decision-making that may affect employees or entities with which there may be a conflict of interest, or in which their objectivity or ability to adequately fulfill their obligations to SAMLUX may be compromised; as well as access to important information that may influence the conflict.

Likewise, they must refrain from participating in any type of transaction carried out by the ManCo in which their own interests, those of the Group or a related party are involved.

- **Communication.** Notify internally any issues that may arise or have already resulted in a direct or indirect conflict of interest. **Any actual or potential conflict of interest must be communicated to the direct supervisor and Compliance Department for proper evaluation and management.**

4.2. Specific principles

In addition to general principles, the management of conflicts of interest in SAMLUX considers the following principles:

- When identifying the types of conflicts of interest, ManCo shall consider the interests of the management company, including those deriving from its belonging to a group or from the performance of services and activities, the interests of the clients and the duty of the ManCo towards UCITS it manages as well as interests of two or more managed UCITS.
- The interest of the managed vehicles (UCITS), their shareholders, and customers will always prevail over those of SAMLUX, its directors, employees or any other person directly or indirectly linked to the ManCo by a control relationship.
- Current or potential conflicts of interest arising from SAMLUX activity must be identified. Measures will be applied to prevent it or, where appropriate, to carry out an adequate management in accordance with the principles set out in this policy.
- As per Article 7 of CSSF Regulation 22-05, when identifying conflicts of interest that might damage the interests of UCITS, ManCo should include the types of conflicts of interest which may arise from the integration of sustainability risks in their processes, systems, and internal controls.
- In accordance with Article 109(1)(b) of the 2010 Law, the ManCo must be structured and organized in such a way as to minimise the risk that conflicts of interest between the company and its clients, between

two of its clients, between one of its clients and a UCITS or between two UCITS prejudice the interests of UCITS or clients. The ManCo must try to avoid conflicts of interest and when they cannot be avoided, ensure that the UCITS it manages are fairly treated in accordance with Article 111(d) of the 2010 Law.

- If there is a conflict of interest that cannot be managed or mitigated properly, the situation that originates the given conflict of interest must be avoided. If it is impossible to avoid the conflict of interest, its existence will be managed and disclosed to the parties involved (managed vehicles, shareholders or customers), so that they can make a timely decision.
- An updated record (conflicts of interest register) should include all existing current or potential conflicts of interest. The given register is periodically presented to the relevant committees, explaining the measures applied.
- SAMLUX has established controls over the aspects covered by this policy, as well as over conflicts of interest arising from its activity.

5. Types and management of conflicts of interest

This section details non-exhaustively the types of conflicts of interest that may occur in SAMLUX activity, as well as actions that must be taken if conflict of interest situation arises. The ManCo ensures that these aspects have adequate controls and procedures in place to mitigate any conflicts that may arise.

5.1. Conflicts between ManCo and UCITS

As per Article 19 of CSSF Regulation No 10-4, for the purposes of identifying the types of conflicts of interest that arise in the course of providing services and activities and whose existence may damage the interests of a UCITS, management companies shall take into account, by way of minimum criteria, the question of whether the management company or a relevant person, or a person directly or indirectly linked to the management company by way of control, is in any of the following situations, whether as a result of providing collective portfolio management activities or otherwise:

- The management company or that person is likely to make a financial gain, or avoid a financial loss, at the expense of the UCITS.
- the management company or that person has an interest in the outcome of a service, or an activity provided to the UCITS or another client or of a transaction carried out on behalf of the UCITS or another client, which is distinct from the UCITS' interest in that outcome.
- the management company or that person has a financial or other incentive to favor the interests of another client or group of clients over the interests of the UCITS.
- the management company or that person carries on the same activities for the UCITS and for another client or clients which are not UCITS.
- the management company or that person receives or will receive from a person other than the UCITS an inducement in relation to collective portfolio management activities provided to the UCITS, in the form of monies, goods or services, other than the standard commission or fee for that service.

5.2. Conflicts between SAMLUX and its employees

SAMLUX employees shall act in such a way that their personal interests and those of their families or other parties linked to them do not prevail over the interests of the Group, the ManCo, its customers and other stakeholders. We describe examples of situations that can give rise to these conflicts:

- **Gifts and invitations.** As a general rule, you may not request or accept any type of payment, commission, gift, invitation or remuneration that comes from customers, suppliers, intermediaries, etc. Counterparties or any other third party for transactions generated from SAMLUX or otherwise take advantage of the position held therein for their own benefit. However, the ManCo has a specific gifts and invitations policy that clarifies the situations that can be exempted from the general principle.
- **Professional activities outside SAMLUX.** Employees who perform or propose to perform a professional activity¹ outside of the ManCo, paid or not, must have the authorization of their direct supervisor, Compliance, and Human Resources, after analyzing the existence of conflict of interest with SAMLUX or Santander Group. We highlight:
 - **Participation in external courses and presentations.** The participation of SAMLUX employees as trainers in external courses or seminars will require prior authorization of the Compliance Department, Global Human Resources, as well as the employee's direct supervisor.

If an employee is acting as a speaker on behalf of SAMLUX or the Group or whenever a presentation in personal capacity is to be disseminated through a media (press, social networks, ...), prior authorization must be obtained from the Conducting Officer responsible for Marketing and from SAMLUX Compliance Department who will review the content of the employee's speech.

After participating in forums or events, employees should avoid providing testimonials or interviews. If applicable, they must have prior authorization from SAMLUX Compliance Department.
 - **Participation in blogs, forums, magazines, articles or publications.** To carry out this type of activities, the devices or means that are made available to SAMLUX employees for the performance of their professional activity may not be used.
- **Personal Operations.** SAMLUX employees can perform personal securities transactions, including transactions on the funds they manage, however, by doing so, conflicts of interest may occur. Therefore, employees must comply with Personal Account Dealing policy and with the General Code of Conduct and the Code of Conduct in Securities market.
- **Links with third parties.** The ManCo's employees may have personal or business ties (relevant interests in other entities) with third parties that may undermine their fairness. These aspects must be identified and communicated to their direct supervisors, as well as to Compliance Department.
- **Remuneration systems.** SAMLUX has a Remuneration Policy that includes the rules and fundamental aspects to consider. Variable remuneration will be determined based on the risk profile and the promotion of good conduct, in addition to promoting the Group's culture and compliance with internal regulations to avoid conflicts of interest.

¹ Examples of activities are: Acting as a trainer or external speaker, membership in non-profit organizations, sectoral associations, political positions, etc.

Likewise, the remuneration policy of employees who make relevant risk decisions, including management, control functions and all those in the same remuneration range, must be consistent with the predetermined risk profiles for vehicle, in accordance with the established regulations.

- **Special conditions.** SAMLUX employees' access to subsidized classes must be done in a manner of transparency, fairness and in compliance with internal procedures that ensure that only authorized employees will be able to access these classes. Compliance Department must ensure that the interest of other investors is not impaired, that the provisions of the internal regulations and the information of the vehicle in question are complied with.
- **Activities in stock markets.** The Code of Conduct in Securities Markets establishes a detailed regime on various aspects related to conflicts of interest or issues closely related to areas particularly sensitive to their relationship with financial markets, such as: Mechanisms for detecting and controlling personal conflicts of interest (e.g. A statement of personal situation), management of sensitive information (confidential, material and privileged), establishment of separate areas and information barriers, and rules for the management of securities purchase orders to avoid acts that are harmful to customers.

Notification of circumstances that could lead to conflict of interest:

In order to assess a potential conflict of interest affecting employees, SAMLUX's Compliance Department may request employees to provide data or information (and employees are required to provide it) on any recent personal or professional circumstance that could influence the performance of their professional obligations and decision-making, such as:

- Economic interests of employees that may involve a conflict of interest with the Group and SAMLUX.
- Personal or professional relationships with shareholders holding a significant number of shares in the Group.
- Family, personal or professional relations with the Group's or SAMLUX's directors and employees.
- Professional activities or activities carried out on a self-employed basis in entities that do not belong to the Group.
- Personal or professional relationships with the main business partners of the Group, of SAMLUX, third parties or suppliers.
- Public offices or positions of authority held in the Public Administration.
- Positions in governing bodies of non-profit associations or foundations that had a relationship with SAMLUX or Santander Group.

In any event, employees are responsible for promptly communicating to their direct supervisor, as well as to the Global Human Resources and SAMLUX's Compliance Department, any situation that may arise and affect their personal or professional circumstances and result in a conflict of interest with the Group or the ManCo.

In this regard, employees must communicate the family relationships they have with others subject to the General Code of Conduct in SAMLUX or any other Group entity, during the selection, hiring, promotion or in cases where new working conditions including wages are approved.

With respect to activities or interests outside SAMLUX, employees must declare them at the time of their incorporation into the ManCo, as well as whenever they may participate in a new activity outside their employment with SAMLUX. This statement must be made in advance to the Compliance Department to

conduct the analysis of potential conflicts of interest and, where appropriate, to authorize or disallow employee's participation in the new activity. It will not be necessary to declare unique or punctual collaborations (for example, participation in a conference), only the prior authorization described above is necessary.

5.3. Conflicts between SAMLUX and its investors

Under no circumstances should an investment be encouraged by one client to benefit another unless both know their different positions and expressly agree to carry out the operation. In this sense, we detail some situations that can lead to conflicts with customers.

- **Design and launch of new products and services.** All products and services must be properly approved in accordance with the established government and procedure. In the evaluation of proposals, it should be analyzed and identified whether the sale or marketing of products and services may result in a conflict of interest in the sense defined in this policy.

If a dispute is identified, precautionary measures shall be taken to minimize its effect, if the product is approved, and the warnings to be provided during the marketing process or, where appropriate, the corresponding statements to be obtained from customers, shall be determined; in order to provide transparency and ensure that potential customers are informed about existing conflict of interest before making the investment decision.

- **Segregation of functions.** Adequate segregation of functions, hierarchical and physical among management, administration, risk, and control activities within SAMLUX must be ensured.
- **Voting rights and involvement ("*Engagement*").** The voting rights granted by certain instruments must be exercised for the exclusive benefit of the shareholders or participants of each vehicle, taking into account their long-term interests, as well as the *Engagement* actions taken on the investments. In accordance with Article 23 of CSSF Regulation No 10-4, the ManCo shall prevent or manage any conflict of interest arising from the exercise of voting rights.
- **Execution of orders.** When executing orders through financial intermediaries, incidents may occur due to the time of execution or transmission of the same. In this extent, SAMLUX has put in place Best Execution Policy that guarantees that this process is done in the best interest of the participants, shareholders or investors. SAMLUX does not execute orders itself. The ManCo has delegated the portfolio management to other Santander group entities or third-party managers (together the "Delegated Portfolio Managers"). The Delegated Portfolio Managers therefore decide on the type of order placement and execution. They act according to their internal best execution policies and guidelines. SAMLUX ensures that the Delegated Portfolio Managers comply with the principles set out in its Best Execution Policy and regularly monitors its implementation as part of the delegation control.
- **Operational errors.** The existence of operational errors (for example, incidents in the calculation of the Net Asset Value or Net Asset Value), may imply a disadvantage for customers that must be analyzed by SAMLUX in accordance with the regulations in order to determine further actions.

- **Sustainable and Responsible Investment (SRI).** The sustainable and responsible investment approach followed by SAMLUX is carried out in compliance with the applicable regulatory framework and with transparency on the activities carried out. In this sense, the ManCo has an SRI Policy published on the website where the principles followed in the investment are established.
- **Other guidelines on conflicts of interest.** No investor shall be subject to special treatment or conditions, nor shall anyone be induced to offer such treatment or conditions based on personal, family or other links.

Exclusive relationships with customers that may result in excessive personal ties or restriction of their access to other employees or channels of the Group should be avoided.

If it is not possible to avoid the conflict by the above criteria, before providing a service likely to produce a conflict of interest, investors should be properly informed.

Disclosure of conflicts of interest to investors should be used where the organizational or administrative measures taken to prevent the conflict from harming the interests of customers are not sufficient to ensure, with a reasonable degree of certainty, that the same will be avoided.

Investors should be informed of any economic or other impact that may involve such a conflict of interest.

5.4. Conflicts between SAMLUX and Banco Santander S.A., as a parent company

Conflicts of interest may arise when SAMLUX may have conflicting interests with respect to those of SAM, of Banco Santander, S.A., as a parent company, or the Group as a whole, or as a result of the different lines of authority and information flows established between the parent company and SAMLUX.

Banco Santander, S.A., as the parent company of the Santander Group, has its own policies, controls and procedures to prevent conflicts of interest with subsidiaries.

All interactions must be conducted in a collaborative manner in accordance with defined corporate frameworks. The Global Governance Model establishes the mechanism to be applied for the resolution of conflicts, with the participation ultimately of the key position, Head and / or CEO, Boards of Directors or the most appropriate governing bodies.

In this regard it should be considered:

- **Chinese walls.** There is functional, hierarchical, and physical separation of the Manager from other entities of the Santander Group, with information barriers preventing or controlling the exchange of information; as well as separate areas to prevent the flow of privileged or non-public information ("Chinese Walls") between the entities of the Santander Group.
- **Research.** The information issued by analysts of a Group company on recommendations for the purchase or sale of financial instruments of other entities must be analyzed within the framework of the regulations with special consideration for those services in which they cannot be delivered free of charge because they are prohibited the reception of incentives, as is the case with discretionary portfolio management.

- **Outsourcing of activities.** The outsourcing of a SAMLUX activity to a company of the Santander Group must also have a conflict of interest analysis, evaluating the existence of third parties that provide these services.
- **Linked Operations.** This paragraph refers to the subscription of financial instruments issued, sponsored or in any way participating in² a Group entity acquired by a SAM Group Investment Manager, must have controls in place to avoid the existence of conflicts of interest.

5.5. Conflict between SAMLUX and members of their management bodies

It refers to the possible concurrence of a potential conflict between the interests of SAMLUX and the private interests of the members that make up its Management Body that could have a negative influence on the performance of its functions and responsibilities as a member of this Body.

The members of the management bodies shall act in the interests of all their shareholders and, at the same time, (i) hold a position in the Management of the Board of SAMLUX; (ii) hold an executive position; Or (iii) belong to the Board of Directors of any another entity of the Santander Group. Consequently, they must take into account both interests.

Members of the Board of Directors are subject to applicable local regulations, and best practices in this area.

In this regard, members of the administrative bodies shall:

- Act in accordance with the duty of loyalty with which they must perform their functions, acting in good faith and in the best interest of SAMLUX.
- Act in accordance with the criteria and principles set out in policies and promoting good governance.
- Achieve and improve the knowledge required to carry out the roles and responsibilities assigned to them.
- Report on other professional obligations and the governing bodies to which they belong.
- Refrain from:
 - Use the name of the SAMLUX or its status of director to improperly influence private transactions.
 - Use corporate assets, including the SAMLUX's confidential information, for private purposes.
 - Take advantage of the business opportunities offered by the SAMLUX.
 - Obtain advantages or remuneration from third parties outside SAMLUX, related to the performance of its functions.
 - Participate in a business, on its own account or of third parties, which involves actual or potential competition with the business of SAMLUX or which, failing that, creates a situation of permanent conflict with the interests of SAMLUX. In addition, they must disclose any direct or indirect material interest held by them or other related persons in the capital of a company that is in a situation of effective competition with SAMLUX or any entity of Santander Group.
 - Conduct, or suggest that a person transacts with shares of SAMLUX or the Santander Group or associated or linked subsidiaries in respect of which, due to their position, they hold privileged or reserved information, provided that this information is not public.

² For example, as a legal advisor, issuer, structuring agent, etc.

- Participate in deliberations and vote on resolutions or decisions in relation to which they, or anyone linked to them, are affected by a conflict of interest, either directly or indirectly.

Transactions between related parties and board members should be identified and communicated in accordance with applicable requirements.

Transactions with related parties should be assessed in the light of the principle of equal treatment between all shareholders and prevailing market conditions.

5.6. Conflicts between SAMLUX and its main business partners, third party suppliers and intermediaries

SAMLUX may not preempt its interest by violating or rendering incompatible the interests of service providers, intermediaries, business partners or consultants and advisers. Thus, in the SAMLUX activity there may be conflicts with third parties, among others, in the following circumstances:

- **Selection processes for managers and third party funds.** The process of selecting asset managers as business partners (mandate management) must ensure proper analysis in accordance with internal and regulatory requirements.

In addition, the selection of third-party funds must ensure compliance with internal regulations and the choice of classes with cheaper conditions to which vehicles can access.

Control procedures must be undertaken during initial and periodic due diligences to be performed over Investment Managers. In addition, Investment Managers provide SAMLUX with periodic reporting where they include (among others) information on cross trades (Inter-vehicle transactions involving the transfer of assets between vehicles that may result in the benefit of a vehicle over others, with a detriment to shareholders, shareholders, or investors, especially in the case of the transfer of non-liquid assets).

- **Financial Intermediaries.** Financial intermediaries are selected according to objective and independent criteria, in accordance with established internal procedures and following the best execution policies implemented by the ManCo.
- **Distributors.** Third party entities that act as distributors of SAMLUX products must be selected in accordance with the internal procedures and regulations in force.

Depository and Custodial Society The selection of depository company and custodian must be based on objective and independent selection criteria, in accordance with the established internal procedures and guaranteeing an adequate segregation of functions. In accordance with Article 379 of CSSF Circular 18/698, in its analysis of the risks of conflicts of interest, the ManCo must in particular identify the risks arising from the relationship with the depository. Moreover, the ManCo must consider the risks arising from the delegation of the UCITS management functions to third parties.

- **Incentives paid or received from third parties.** Local SAM units must have procedures in place to ensure that these incentives (i) can be justified as necessary for the provision of the service or distribution of the

product; or (ii) are designed to provide an additional service; or (iii) improve their quality. Likewise, it must be guaranteed that the client is informed prior to the provision of the service of the nature and amount of the same. We distinguish:

- **Monetary incentives.** the commissions received by the third party must be reinstated to the vehicle that has received the service.
 - **Non-monetary incentives (“soft dollar”).** The existence of non-monetary incentives must be the subject of specific analysis and validated by the local Risk & Compliance department. In this sense, procedures must be in place to ensure an adequate selection of Research suppliers, in accordance with local regulations.
- **Suppliers of products or services.** Employees may not participate in processes to purchase products or services for SAMLUX with companies or individuals with whom they have economic or family ties. In this sense:
- Any interference that may affect impartiality or objectivity in purchasing supplies and services or in establishing economic conditions should be avoided.
 - Where possible, exclusive relationships with suppliers of products and services should be avoided.
 - It is prohibited to grant treatment or special working conditions based on personal or family ties.
 - You may not participate in procedures for contracting products or services for SAMLUX with companies or persons with whom the employee has an economic or family relationship.

SAMLUX reviews conflicts of interest policies and controls of its delegates during Due Diligence process.

5.7. Conflicts between two subsidiaries

In the event of conflicts with other subsidiaries of Banco Santander, SA, SAMLUX Compliance Department will inform Santander Group Compliance Area.. Conflicts of interest will be managed and resolved for the benefit of the Group as a whole, applying the resolution mechanism included in the Global governance model with the participation of the CEOs, presidents or the most appropriate governing bodies of both subsidiaries involved in the conflict.

6. Management of conflicts of interest

Processes are established to ensure the timely identification, prevention, and management of conflicts of interest with an appropriate allocation of responsibilities, as detailed below. Conflict of Interest Management at SAMLUX follows the following principles:

- **Proper management of conflicts of interest.** For the proper management of the different types of conflicts of interest that may arise in SAMLUX, the following means are established, among others:
 - Internal regulations, controls and organizational provisions designed to prevent conflicts of interest that may arise and, where appropriate, mitigate the risks associated with them.
 - Training for employees and members of the Board of Directors that allow them to identify, escalate and manage conflicts of interest.

- Specific governance mechanisms or processes to communicate and resolve conflicts of interest, and if necessary, to apply disciplinary sanctions for those who violate this policy.
 - Assignment of roles and responsibilities in a clear manner, ensuring an internal control environment, according to the model of the three lines of defense.
 - Segregation of obligations for the provision of services, or attribution of supervisory and reporting responsibilities for activities that may generate a conflict of interest between different people.
 - Suitable procedures for operations with related parties. These operations must be carried out under market conditions.
 - Establishment of information barriers, including the physical separation of certain lines or business units where appropriate, in accordance with applicable codes of conduct or other internal regulations.
- **Escalation process.** Employees must follow the internal escalation process established in SAMLUX in relation to conflicts of interest, informing their direct supervisor, and the Compliance Department of the existence and nature of the conflict, who will maintain a record of conflicts, available for regulatory purposes.

In addition, in case of doubt about the possible occurrence of a conflict of interest, employees may direct their queries to the Compliance Department of SAMLUX.

- **Register.** Conflicts of interest will be adequately documented, communicated, and managed, taking into account their nature and relevance.

As a constantly ongoing activity, Compliance Department of SAMLUX shall maintain and regularly update a record of all situations in which a conflict of interest has arisen.

The ManCo will register any conflict of interest which could seriously harm the interests of one or more UCITS or other customers, in relation to collective portfolio management activities carried out by the ManCo itself or on its behalf, as well as any circumstances which constitute or may give rise to conflict of interest, as indicated by CSSF Regulation 10-04 and further described by CSSF Circular 18/698.

For this purpose, and as per Art.381 of CSSF Circular 18/698, the following shall be documented in the conflicts of interest register: The description of the conflict of interest (whether potential or actual), the identification of the persons, units, the key position and/or the governing bodies involved, the date on which a conflict of interest occurred or was discovered, potential or actual impacts of the conflict of interest, the resolution and measures adopted, if applicable, and, where appropriate, the arrangements for informing investors. .

The Conflict of Interest Register shall be maintained for a minimum period of five (5) years, starting from the date the conflict of interest or potential conflict of interest is identified.

- **Disclosure.** As per Article 22 of CSSF Regulation No 10-4, where the organisational or administrative arrangements made by the ManCo for the management of conflicts of interest are not sufficient to ensure, with reasonable confidence, that risks of damage to the interests of UCITS or of its unitholders will be prevented, the senior management or other competent internal body of the management company is promptly informed in order for them to take any necessary decision to ensure that in any case the management company acts in the best interests of the UCITS and of its unitholders. The ManCo shall report the given situations to investors by any appropriate durable medium and give reasons for its decision.

- **Independence.** In accordance with Article 21 of CSSF Regulation No 10-4, the procedures to be followed and measures to be adopted to manage conflicts of interest shall include the following where necessary and appropriate for the management company to ensure the requisite degree of independence:
 - effective procedures to prevent or control the exchange of information between relevant persons engaged in collective portfolio management activities involving a risk of a conflict of interest where the exchange of that information may harm the interests of one or more clients.
 - the separate supervision of relevant persons whose principal functions involve carrying out collective portfolio management activities on behalf of, or providing services to, clients or to investors whose interests may conflict, or who otherwise represent different interests that may conflict, including those of the management company.
 - the removal of any direct link between the remuneration of relevant persons principally engaged in one activity and the remuneration of, or revenues generated by, different relevant persons principally engaged in another activity, where a conflict of interest may arise in relation to those activities.
 - measures to prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out collective portfolio management activities.
 - measures to prevent or control the simultaneous or sequential involvement of a relevant person in separate collective portfolio management activities where such involvement may impair the proper management of conflicts of interest.

Where the adoption or the practice of one or more of those measures and procedures does not ensure the requisite degree of independence, management companies shall adopt such alternative or additional measures and procedures as will be necessary and appropriate for those purposes.

- **Resolution.** The resolution of conflicts of interest of the staff is the responsibility of the person responsible for the unit concerned (Conducting Officer), who will make the appropriate decision on the conflict in question. If a particular conflict of interest arises in two units, it will be resolved by the controller in both units affected (by both Conducting Officers concerned).

In the event that the conflict of interest could affect other entities of the Santander Group or the Group as a whole, the resolution mechanism set out in the Global Governance Model will apply, as appropriate.

- **Government.** The management of conflicts of interest will be carried out by the holders of key positions or by the governing bodies, according to the functions and responsibilities assigned to them.

Governing bodies shall take into account potential conflicts of interest when determining their composition. It is also expected that all members of the governing bodies will disclose conflicts of interest in which they may be pursued as they arise.

Compliance Department should be responsible for maintaining documentation related to the conflict and keeping supporting documentation that shows how it was handled and finally resolved.

- **Whistleblowing / Reporting irregularities.** In addition to the ordinary communication and escalation process, employees may use the whistleblowing channel (set out in the General Code of Conduct and detailed in Whistleblowing policy), if appropriate.

7. Policy noncompliance

Failure to comply with this policy may result in employment penalties, including dismissal, without prejudice to administrative or criminal penalties that, where appropriate, may also result from it.

8. Governance

Compliance SAMLUX Department is responsible for ownership of this policy. Compliance Department is responsible for the interpretation of the policy. This Policy will be effective from the date of its publication. Its content will be subject to periodic review, making changes or modifications that are deemed appropriate.

9. Change control

Version	Responsible Area	Description	Approval Committee	Approval Date
1	Global Risk & Compliance	Approval of the Global Conflicts of Interest Policy	Board SAM INVESTMENT HOLDINGS LTD.	15.12.2015
2	Global Risk & Compliance	Update of the Global Conflicts of Interest Policy	Board SAM INVESTMENT HOLDINGS LTD.	01.10.2020
3	SAMLUX Compliance	Update the Global Conflicts of Interest Policy	SAMLUX BoD	23.03.2023
4	SAMLUX Compliance	Comprehensive review on Conflicts of Interest	SAMLUX BoD	21.09.2023

10. Annex I: General examples of conflicts of interest

The following is the list of general categories of conflicts of interest and activities, services, decisions or transactions, provided in a general and illustrative way without being exhaustive.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Employees	Misconduct	Inappropriate and/or non-diligent behavior. Conflict of interest is not communicated or avoided.
	Linked party transaction	Financing or supply of products and services and other material to related parties (persons or entities).
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Competition	Carry out activities or services, directly or indirectly, in the same sector or similar or similar activities.
	Remuneration Practices	Promotion of activities and/or direct or indirect participation in decision-making processes that may increase the current, future or potential remuneration of senior managers or other employees.
	Incentives	Incentives paid or received from third parties with respect to the supply or sale of service products to customers.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision, or transaction
Customers	Misconduct	Inappropriate and/or non-diligent behaviour. Conflict of interest is not communicated or avoided.
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Remuneration Practices	Promotion of activities and/or direct or indirect participation in decision-making processes that may increase the current, future or potential remuneration of senior managers or other employees.
	Incentives	Incentives paid or received from third parties with respect to the supply or sale of service products to customers.
	Market reports	Provision of market reports that can promote investment decision.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision, or transaction
SAM and Santander Group	Corporate transactions	Willingness to conduct or carry out corporate transactions (as defined in the Corporate Development Operations Procedure).
	External business transactions	
	Misconduct	Inappropriate and/or non-diligent behaviour. Conflict of interest is not communicated or avoided.
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Information flow	Simply provide the information necessary to consolidate or inform the objective. Resistance to maintaining collaborative and productive interaction.
	Appointment	Discrepancies due to conflicting interests in the proposal and in the implementation of the process for the appointment of board members or key persons.

	Goal setting and assessment	Rejection or discrepancies in relation to the establishment of objectives and evaluation processes, as well as resistance to carry out these processes chronologically and / or following defined standards.
	Remuneration Practices	Promotion of activities and/or direct or indirect participation in decision-making processes that may increase the current, future or potential remuneration of the member of the Board of Directors and employees. Activities that may arise in the malus and restitution clauses. Discrepancies for conflicting interests with respect to individual remuneration decisions and/or in the execution of the corresponding process.
	Execution of key processes	Resistance, delay or undiligent collaboration for the timely completion of the Group's key processes, as well as differences of opinion with respect to the key processes defined by the Group at any given time (at least, "Sxx " strategy planning," pXX "planning, and budget decision, capital and liquidity).
	Capital	Decision regarding capital (issuance and allocation), dividend and issuance of debt or other financial instruments that may affect the Group in its entirety or potential.
	Liquidity	A relevant decision regarding liquidity management that may actually or potentially affect the Group as a whole.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Member of the Board of Directors	Misconduct	Inappropriate and/or non-diligent behavior. Conflict of interest is not communicated or avoided.
	Funding	Financing or supply of products and services and other material.
	Linked party transaction	Financing or supply of products and services and other material to related parties (persons or entities).
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Competition	Carry out activities or services, directly or indirectly, in the same sector or activities similar or similar to those of the entities of the Santander Group.
	Remuneration Practices	Promotion of activities and/or direct or indirect participation in decision-making processes that may increase the current, future or potential remuneration of the Board member.
	Membership in several governing bodies	Development of several functions in the governing bodies of the entities of the Santander Group (double hat).

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Qualified Shareholders	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Voting Rights	Individual interactions between Santander Group entities and qualified shareholders.
	Relevant transactions	Transactions, activities or services provided by the Santander Group entities to any qualified investor or parties linked to any of the entities belonging to the Santander Group.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Third parties	Misconduct	Inappropriate and/or non-diligent behavior. Conflict of interest is not communicated or avoided.
	Relevant transactions	Transactions, activities or services provided by the Santander Group entities to any qualified investor or parties linked to any of the entities belonging to the Santander Group.
	Linked party transaction	Financing or supply of products and services and other material to related parties (persons or entities).
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Competition	Carry out activities or services, directly or indirectly, in the same sector or activities similar or similar to those of the entities of the Santander Group.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Line of Business / Unit	Corporate transactions	Willingness to conduct or carry out corporate transactions (as defined in the Corporate Development Operations Procedure).
	External business transactions	
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Competition	Carry out activities or services, directly or indirectly, in the same sector or activities similar or similar to those of the entities of the Santander Group.

Category of the conflict	Type of possible conflict of interest	Activity, service, decision or transaction
Between entities of Santander Group	Corporate transactions	Willingness to conduct or carry out corporate transactions (as defined in the Corporate Development Operations Procedure).
	Linked party transaction	
	Misconduct	Inappropriate and/or non-diligent behavior. Conflict of interest is not communicated or avoided.
	Confidentiality	Access to and use of confidential, internal or secret information subject to the duty of protection.
	Competition	Carry out activities or services, directly or indirectly, in the same sector or activities similar or similar to those of the entities of the Santander Group.