



ORDER EXECUTION POLICY

This Order Execution Policy is applicable to you if you are a Vermeer Partners (“Vermeer”) client who is categorised as a Retail or a Professional Client. We do not owe a duty of best execution to clients who we have categorised as eligible counterparties.

1. CONSENT

We are required to provide you with an electronic copy of this policy and obtain your prior consent to its terms. We will obtain your express, written consent to this policy during the Vermeer account opening process.

2. CHANGES TO THIS POLICY

If we make any significant changes to our Order Execution Policy, we will issue you with an updated version in a durable electronic medium. Additionally, an up to date copy of our Order Execution Policy is available online at www.vermeerllp.com.

3. OUR APPROACH TO BEST EXECUTION

The overarching requirement of Best Execution under MiFID II should not be interpreted to mean that a firm must obtain the best possible result for its clients on every single occasion. Rather, Vermeer will need to verify on an ongoing basis that our execution arrangements work well throughout the different stages of the execution process.

Vermeer utilises Pershing Trading Services (PTS) for the execution of its client orders. PTS is a division of Pershing Securities Limited (Pershing), a wholly owned subsidiary of the Bank of New York Mellon Group, and executes Vermeer’s client orders on a pure agency basis. PTS does not fill client orders from its own account, operate a proprietary trading desk, operate an MTF / OTF nor act as an SI in any MiFID II financial instruments.

As a consequence of this arrangement, Vermeer’s Order Execution Policy is essentially a mirror of Pershing’s Policy. In this regard, Vermeer are required to ensure that Pershing’s arrangements enable it to meet its regulatory obligations in respect of execution and deliver consistent high-quality outcomes to Vermeer clients.

4. EXECUTION FACTORS

Vermeer will take all sufficient steps to obtain, when executing orders, the best possible result, considering price, costs, speed, likelihood of execution and settlement, size, nature, or any other considerations relevant to the execution of the order. Our weighting of these factors will change on a per trade basis, and on a per asset class basis.

Price

Vermeer interpret “price” as the executed price we achieve when filling your order.

Costs

Vermeer interpret “costs” as the trading costs that we incur when executing your orders. The executed price and likelihood of execution take priority over the costs that we (through Pershing) incur in trading. We will not trade on inferior venues just to save on internal explicit execution costs.

Speed

Vermeer interpret this as the speed in executing your order. Whilst speed is an important factor for immediately marketable orders (especially in terms of minimizing unwanted slippage from delay cost) speed will take a lower priority specifically whereby we have to work an order slowly to limit market impact. This is usually the case for orders in securities that could be illiquid or orders that are over-sized.

Likelihood of execution

Vermeer interpret as our ability to find liquidity and fill your order. For ‘hard to trade’ names or for over-sized orders, there may be occasion where this factor takes a very high priority, and whereby ‘price’ can take a lower ranking. This dynamic between likelihood and price will depend on the urgency levels in filling your order however, and also the level of discretion that we have given to Pershing.

Likelihood of settlement

Vermeer interpret as our ability to ensure that we are able to settle the security or cash into your account efficiently.

5. EXECUTION CRITERIA

When executing your orders, we shall consider the following criteria for determining the relative importance of the execution factors referred to above.

- Your characteristics as a client, including your classification (retail or professional)
 - The characteristics of the order, including any instructions given by you
 - Characteristics of the Instrument, such as the degree of liquidity, spread and depth, and any historical trading patterns that are exclusive to that particular stock
 - Venue selection – The suitability of the venue in terms of price, experience, and overall service
- When executing orders in OTC and bespoke products, we shall check the fairness of the price proposed to you, by gathering market data used in the estimation of the price, and where possible comparing with other similar or comparable products.

6. EXECUTION VENUE SELECTION CRITERIA

Pershing uses a variety of venue types to enable Vermeer to execute your orders and take all sufficient steps in obtaining the best possible result.

- Pershing have no shared ownership or controlling interest in any trading venues
- As an agency broker, Pershing are completely unbiased in where Vermeer's orders are executed
- Pershing are un-conflicted and have no allegiances for any asset class we trade, to any Market Makers, Brokers, Investment Banks, Exchanges, MTFs, OTFs, or SI's

Reliability

Over and above any other criteria, Pershing will only trade on execution venues which they judge to be reliable from a systems perspective.

Financial health and reputation

Pershing will not trade on new venues where they consider the financial health of the venue to be questionable in terms of its backing and structure. This applies to existing venues also.

Settlement risk

If Pershing encounter issues with a venue over settlement or matching, which proves to be detrimental to their ability to efficiently execute Vermeer's orders, then they will stop trading with that venue.

Costs

Unless prohibitive, Pershing generally do not allow costs to have a high priority in venue selection criteria. If the venue has liquidity, good prices, and is proven to be a reliable destination for executing Vermeer's orders, Pershing will maintain connections / relationships with them.

Depth of Liquidity

Pershing will not connect to or trade with execution venues where there is not enough liquidity, either on a passive or aggressive basis.

Connected Parties

From time to time, Pershing may use a 'connected party' to execute Vermeer's order flow. Pershing manage these relationships in the same way as similar third-party execution relationships on an 'arms-length' basis, and with the same transaction costs analysis tools. As of 3 January 2018, Pershing trade with two connected parties.

- For U.S. equities and ETFs, Pershing trade with Pershing LLC from time to time.
- For Fixed Income, Pershing trade from time to time with BNY Mellon Capital Markets EMEA Limited.

7. INSTRUCTIONS BY YOU

Vermeer will consider any specific requirements that you may have, or instructions that you may give to us at the point of order receipt. We will also consider your knowledge and experience of the particular market or stock. Any specific instructions given by you regarding a suggested trading strategy will override or limit Pershing's ability to follow the steps outlined in this policy that are designed to assist Vermeer in attaining the best possible result on your behalf.

Equally, we acknowledge that any specific instruction you give to us pertaining to one factor of the order, does not release us from our best execution obligations for other factors of that order. Further, this will also include 'directed orders', where we are instructed by you to trade on a particular venue, or with a particular counterparty. If we are instructed to trade with a particular broker, at a particular price, it will be the case that our obligations, and those of Pershing, for achieving best execution are significantly lessened.

8. LIMIT ORDERS

There may be occasions where you have given us a 'limit' order to execute and Pershing are not able to execute it immediately. Consequently, in accordance with regulatory requirements and unless otherwise specifically instructed by you, any unexecuted part of such limit order will be made public, unless it is 'large in scale'. However, depending on the size of the limit order, relative to the liquidity profile of the stock, and the method of trading, it may be suitable *not* to publish the limit order as a full publication could work against you by having an adverse effect on the price of the financial instrument. Ultimately you are allowed to expressly tell us NOT to publish the limit order in those cases. Regulated Markets and MTFs shall be prioritised by Pershing for the publication of your limit orders.

9. MONITORING OUR POLICY AND EXECUTION ARRANGEMENTS

Vermeer are obliged to monitor the effectiveness of our policy and our order execution arrangements with Pershing, and where appropriate to correct any deficiencies.

We shall assess on a regular basis the quality of the Pershing execution services provided to us on all venues used, including MTFs, OTFs, SIs, Market Makers, RSPs, OTC, and Primary Exchanges.

10. ANNUAL REVIEW

We shall review this order execution policy and our order execution arrangements with Pershing on at least an annual basis. We will also carry out a review and re-issue this policy should a material change occur that may affect our ability to obtain the best possible result on a consistent basis using the execution venues included in this policy.

11. APPENDIX

Vermeer, through its arrangements with Pershing, has access to the following execution venues.

EQUITY EXECUTION VENUES

Regulated Markets

Athens Stock Exchange	NYSE Euronext Lisbon
Australian Stock Exchange	NYSE Euronext Paris
Budapest Stock Exchange	NASDAQ OMX Copenhagen Exchange
Borsa Italiana S.p.A	NASDAQ OMX Helsinki Exchange
Borsa Istanbul	NASDAQ OMX Stockholm Exchange
Borse Frankfurt	Oslo Stock Exchange
Deutsche Borse - Xetra	Philippine Stock Exchange
Irish Stock Exchange	Praque Stock Exchange
JSE Securities Exchange	Singapore Exchange
Kuala Lumpur Stock Exchange	SWX Exchange
London Stock Exchange	Thailand Stock Exchange
Luxembourg Stock Exchange	Tel Aviv Stock Exchange
Madrid Stock Exchange	The Stock Exchange of Hong Kong Ltd
New York Stock Exchange	Tokyo Stock Exchange
Nasdaq US	Toronto Stock Exchange
New Zealand Stock Exchange	Wiener Boerse AG
NYSE Euronext Amsterdam	Warsaw Stock Exchange
NYSE Euronext Brussels	

Multi-lateral Trading Facilities (MTF)

BATS Europe
Turquoise Chi-X Europe
Aquis

Dark MTF books

BATS Europe Dark
Chi-X Europe Dark
BATS Europe Large in Scale

Turquoise Plato Block Discovery Service
Turquoise Dark
UBS MTF
Instinet BlockMatch

ITG Posit
Liquidnet Europe
Systematic Internalisers

Virtu
UBS
Barclays

Market Makers

Goodbody
Macquarie
RBC
Citigroup
BMO
Cannacord
Cantor
Cenkos
Davy
Fidante
FinnCap
Investec
J.P.Morgan

Jefferies Virtu
Liberum
Lloyds
Novum
Numis
Stifel
Panmure
Peel Hunt
Shore Capital
SIG (Susquehanna)
Singer Capital Markets
Westhouse WH Ireland
Winterfloods

FIXED INCOME EXECUTION VENUES

MTFs

Bloomberg MTF (BMTF)
MarketAxess Europe

Fixed Income Market Makers

Winterflood
Peel Hunt
Canaccord
Cantor Fitzgerald
Davy

Fixed Income Brokers

RIA Capital Markets
Guy Butler
King and Shaxson
Mizuho International
Smith & Williamson (NCL)
BNY Mellon Capital Markets EMEA

ETF EXECUTION VENUES

MTFs

Bloomberg MTF (BMTF)



ETF Market Makers

Flow Traders

Jane Street

Susquehanna Commerzbank

Bluefin