

**Standards of Professional Conduct**  
October 2015

## **Threesixty Elements S.A.**

30 de Castro Street. P.O. Box 4519, Road Town,  
Tortola, British Virgin Islands

[elements.vi](http://elements.vi)



Threesixty Elements S.A. (BVI Company number: 1882001) is authorized and licensed by the Financial Services Commission (“FSC”) under the Securities and Investment Business Act, 2010 (“SIBA”) and Investment Business (Approved Managers) Regulations, 2012 in the British Virgin Islands (“BVI”), Certificate No. IBR/AIM/15/0110.

## Table of Contents

<b>CAPTION</b>	<b>PAGE</b>
Objective .....	3
Policy .....	4
Data Privacy.....	5
Conflicts of interest.....	6
Reporting of process (Conflict management) .....	7
Personal Transaction of Employees.....	8
Corruption.....	9
Discrimination.....	10
Drugs and Alcohol .....	11
Records management .....	12
Compliance Procedures .....	13

## Objective

Threesixty Elements S.A. have maintained a reputation for conducting their business activities in the highest ethical and professional manner. Indeed, reputation for integrity is one of the most important assets and has been instrumental in its business success. Each employee, officer and director — whatever his or her position — is responsible for continuing to uphold these high ethical and professional standards. This Code of Ethics covers a wide range of the activities and the procedures. It does not cover every issue that may arise in the course of Threesixty Elements S.A. in many business activities, but it sets out basic principles designed to guide of the employees, officers and directors. All of our employees, officers and directors must conduct themselves in accordance with this Code. This Any employee who violates the requirements of this Code will be subject to disciplinary responsibility. If you know a situation which in your opinion may violate or lead to a violation of this Code, you should notify the Chief Compliance Officer.

## Policy

All the employees of the Company are required to read and fully understand the policy before starting their work. All the employees of the Company are obliged to register their acceptance of having read and understood the Policy in a register, which is to be filled and managed by the Chief Operating Officer of the Company. Any employee suspects that any conflict of interest must immediately inform the Chief Operating Officer who will determine if any conflict does exist or may occur and will state the reasoning for their findings in a file kept in storage for referral to the Commission should such need arise.

The Company and its employees who are involved in investment research must not:

- act as a result of an inducement;
- promise issuers favourable research coverage;

If any draft investment reports contain recommendations or target prices, the employees must not review the research material, other than for the purpose of verifying its compliance with the legal obligations.

## Data Privacy

Employees, officers and directors who have access to confidential information about Threesixty Elements S.A., our clients or issuers in which we invest client`s assets are not permitted to use or share that information for security trading purposes or for any other purpose except in the proper conduct of our business. All nonpublic information about Threesixty Elements S.A. or any of our clients or issuers should be considered as "confidential information."

## Conflicts of interest

Threesixty Elements S.A. defines a conflict of interest as any situation where either the Company or an individual is in a position to exploit a professional or official capacity in some way for either corporate or personal benefit. Situations where conflicts of interest can occur include the following:

- The Company 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.
- The Company or a relevant person, or a person directly or indirectly linked by control to the Company, has an interest in the outcome of a service provided to the client, or of the transaction carried out on behalf of the client, which is distinct from the client's interest in that outcome.
- The Company or a relevant person, or a person directly or indirectly linked by control to the Company, has a financial or other incentive to favour the interest of another client or group of clients over the interests of the client.
- The Company or a relevant person, or a person directly or indirectly linked by control to the Company, carries on the same business as the client.
- The Company or a relevant person, or a person directly or indirectly linked by control to the Company, 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 money, goods or services, other than the standard commission or fee for that service.

Conflicts of interest can occur in a number of situations, for example:

- The Company is likely to sustain an overall financial loss or avoid a financial loss, by executing a client's specific order.
- The Company is likely to sustain an overall financial gain by not executing a client's specific order.
- The market moves to a direction of a point/timing when by executing client's order will result in a financial loss for the Company.
- The Company's hedging policy is affected negatively by the market movement and as a result client's orders are rejected in order to prevent a financial loss for the Company.

## Reporting of process (Conflict management)

Employees are required to identify new conflicts of interest arising out of the activities/services that they perform and engage in the process to notify line management upon identifying any potential conflict.

The Company's Conflicts Officer is the Head of Compliance who is responsible for the day to day management of the implementation of this policy. In particular, he, or his delegate, is responsible for:

- establishing the policy in relation to conflicts of interest;
- providing training oversight and aid;
- monitoring compliance with arrangements;
- the oversight of conflicts management;
- maintaining records in relation to conflicts of interest;
- reviewing and challenging the Conflicts Identification and Management Map; and
- providing appropriate internal reporting to the Directors.

Where line management cannot resolve a conflict to the satisfaction of all parties, the Compliance Head will, as the Approved Person with responsibility for Compliance and Risk, have the final say.

## Personal Transaction of Employees

All the employees of the Company that are involved in research or other investment activities must be aware of the restrictions on personal transactions detailed below. This section also includes personal transactions which may be performed by persons who are employed by companies which perform an outsourced activity to the Company. If any prohibited personal transactions are entered into the Company must be notified promptly. Employees of the Company that are involved in the provision of investment services and the dissemination of investment research or other activities must not enter into the personal transactions that which will cause the following:

- misuse or cause improper disclosure of confidential information,
- enter in a transaction that is likely to conflict with any obligations of the Company, or the employee.

Where the employee has come into contact with information which is not publicly available to clients or cannot readily be inferred from information that is so available, the employees must not act or undertake personal transactions or trade, other than as market makers acting in good faith and in the ordinary course of market making, or in the execution of an unsolicited client order, on behalf of any other person, including the Company. The employees must not disclose any opinion other than in the normal course of business, if the person who is given the opinion is likely to enter into a transaction which is contrary to the above. The employee also should not provide an advice or provide to anyone any information, other than in the proper course of his/her employment, especially if it is clear that the person who is receiving such information will advise another party who might acquire or dispose of financial instruments to which that information relates. Any client's orders that have been relayed to any employees of the Company must not be disclosed to another party. An employee of the Company who has knowledge of a potential client's order must not carry out a personal transaction that is the same as the client order, if this will cause a conflict of interest.



## Corruption

Threesixty Elements S.A. employees, officers, directors or representatives are prohibited from offering or giving anything of value, directly or indirectly to:

- public officials – if the intention is to influence the official and obtain; or
- persons in the private sector – if the purpose is to induce such persons to perform (or reward them for performing) a relevant function or activity improperly.

It is strictly prohibited to make illegal payments to public officials of any country for the purpose of obtaining or retaining business or an advantage in the course of business conduct.

## Discrimination

The diversity of Threesixty Elements S.A. employees are a tremendous asset. We are firmly committed to providing equal opportunity in all aspects of employment and will not tolerate any illegal discrimination or harassment of any kind. In particular, it is policy to comply with the law by affording equal opportunity to all qualified applicants and existing employees without regard to race, religion, color, national origin, sex (including pregnancy and gender identity), sexual orientation, age, ancestry, physical or mental disability, marital status, political affiliation, citizenship status, genetic information, or protected veteran status or any other basis that would be in violation of any applicable ordinance or law. All personnel actions, including but not limited to recruitment, selection, hiring, training, transfer, promotion, termination, compensation, and benefits conform to this policy. In addition, will not tolerate harassment, bias or other inappropriate conduct on the basis of race, color, religion, national origin, sex (including pregnancy and gender identity), sexual orientation, disability, age, ancestry, physical or mental disability, marital status, political affiliation, citizenship status, genetic information, or status as a veteran or any other basis by a manager, supervisor, employee, customer, vendor or visitor that would be in violation of any applicable ordinance or law.

## Drugs and Alcohol

Threesixty Elements S.A. prohibits the use, possession or distribution of illegal drugs by employees while employed by Threesixty Elements S. A.. Also, the Threesixty Elements S.A. prohibits any use of alcohol by employees that might affect their fitness for duty or job performance, the operations of Threesixty Elements S.A., and/or their security or safety or that of others.

## Records management

Threesixty Elements S.A. requires honest and accurate recording and reporting of information in order to conduct its business and to make responsible business decisions. In addition, since we are engaged in a variety of financial services activities and is a public company, it is subject to extensive regulations regarding maintenance and retention of books and records.

All of Threesixty Elements S.A. documents, records, accounts and financial statements must be maintained in reasonable detail, must appropriately reflect transactions and must conform both to applicable legal requirements and to Threesixty Elements S.A. system of internal controls.

## Compliance Procedures

We must all work to ensure prompt and consistent action against violations of this Code. Since we cannot anticipate every situation that will arise, it is important that we have a way to approach a new question or potential problem in a complete and thorough manner.

You may report violations in confidence and without fear of retaliation. Threesixty Elements S.A. does not permit retaliation of any kind against employees for good faith reports of violations. Always ask first, act later. If you are unsure of what to do in any situation, seek guidance before you act