

BofA EMEA Conflicts of Interest Policy

Version 4.0 – Updated September 2020

1 Introduction

1.1 Bank of America (“BofA” or the “Firm”), including Merrill Lynch International, BofA Securities Europe Société Anonyme, Bank of America Europe Designated Activity Company (See ‘BofA Entities List’ for additional information) has obligations to address requirements and best practices as described within the Applicable Rules and MiFID II, relating to the identification and management of Conflicts of Interest (“Conflicts”).

1.2 BofA faces actual, potential and perceived conflicts of interest on a regular basis during the normal course of business. This document provides a summary of BofA Conflicts of Interest Policy, which applies when we provide investment and ancillary services to our clients.

This policy applies to all EMEA employees.

1.3 MiFID II requires that BofA establishes and implements effective arrangements for complying with the obligation to identify, prevent (where possible), escalate and manage Conflicts as part of the Firm’s commitment to make good decisions and deal fairly with all clients. Conflicts may arise in any relationship where a duty of care or trust exists between two or more parties and generally fall into one or more of the following categories:

1.3.1 Firm vs. Client

1.3.2 Client vs. Client

1.3.3 Employee vs. Client

1.3.4 Employee vs. Firm

1.3.5 Vendor vs. Client

1.3.6 Employee vs. Employee

1.4 Under the Policy, Employees are required to consider any situations where their activities and/or interactions with clients, vendors or with other employees could present an actual, potential or perceived Conflict.

2 Requirements

2.1 BofA must take all appropriate steps to identify, escalate and manage Conflicts between the Firm (including its managers, employees and tied agents and any person directly or indirectly linked to them by control) and its clients, or between one client and another, that arise in the course of the Firm providing services.

2.2 Employees follow established policies and processes to address Conflicts that arise in the normal course of business, including, among others, anti-bribery or anti-corruption, employee outside business activities, personal trading, political and charitable contributions, compensation, permissible expenses and expense reimbursement, gifts and entertainment, interactions with

2.3 Research, information barriers, investment banking transactions and deal team resources, derivatives clearing, government relations and all other Conflicts-related topics.

2.4 If there is no established policy or process in place for addressing a Conflict, or if it is unique or potentially significant, employees must escalate the Conflict in accordance with internal process.

3 Conflicts Identification, Escalation and Management

3.1 BofA employees are responsible for taking appropriate action when they become aware of potential or actual Conflicts in the execution of all business activities, including, for example, new product approvals, decisions to undertake or continue business relationships or offering of products (especially if those decisions are motivated by impacting employee compensation), and day-to-day business activities with clients, vendors and other third parties.

3.2 To the extent an employee identifies a Conflict that cannot be readily addressed by existing controls or normal business processes and decision-making, there is an internal escalation process to determine the scope of risk and risk mitigation actions, as needed, to address the Conflict.

4 Mitigating Client Conflicts

4.1 Conflicts of Interest in EMEA are identified and documented in the regional Conflicts of Interest Register. This constitutes an internal list of all identified circumstances which constitute or may give rise to a conflict of interest entailing a risk of damage to the interests of one or more clients, and the controls and mitigants in place to manage them.

4.2 The Firm may have in place appropriate information barriers to mitigate the Conflict by restricting the flow of certain information, such as material non-public information or other confidential information, or otherwise manage the Conflict appropriately given the facts and circumstances.

4.3 Under applicable EMEA rules and legislation, disclosure is a measure of last resort that is used only when other arrangements made by the Firm to manage Conflicts are not deemed sufficient to ensure with reasonable confidence that the risk of damage to the interests of a client will be prevented. Any such disclosure will be made in a “durable medium” (as that term is defined in MiFID II) and clearly state that the organizational and administrative arrangements of the Firm are not sufficient to ensure, with reasonable confidence, that risks of damage to the interests of the client will be prevented. The disclosure will include a specific description explaining the nature and source of the potential Conflict/s, the risks to the client that may arise as a result of the Conflict/s, and the steps taken and to be taken to mitigate those risks, in sufficient detail to enable that client to make an informed decision with respect to the investment or service where the actual or potential Conflict has arisen.

4.4 For the avoidance of doubt, BofA disclosures are made in order to provide you with general information as to our approach to managing conflicts generally, and not due to our having concluded that our arrangements for managing such conflicts are insufficient. We may, as a measure of last resort, make specific disclosure to you of conflicts of interest that arise in the provision of Services to you where the effective organisational and administrative arrangements established by us to prevent or manage our conflicts of interest are not sufficient to ensure, with reasonable confidence, that risk of damage to your interests will be prevented.

4.5 In cases where a Conflict cannot be sufficiently mitigated through disclosures, information barriers, or other controls, the Firm must decline to enter into such a transaction/relationship.

5 Governance

5.1 All employees are responsible for identifying and managing actual or perceived conflicts in accordance with applicable regulatory requirements and Bank of America policies.

5.2 EMEA Management Body for EEA (European Economic Area) and UK based Firm entities are accountable for:

5.2.1 Defining and overseeing the implementation of the governance arrangements that ensure effective and prudent management of those entities including the segregation of duties and prevention of Conflicts. Designated Senior Management receive frequent written reports, at least on an annual basis, on situations related to Conflicts of Interests.

5.3 For further details on the management of specific conflicts please consult the relevant policies on our MIFID II webpage:

5.3.1 BofA EMEA Capital Markets Allocation and Distribution Policy Summary – BofA EMEA Capital Markets Allocation and Distribution Policy Summary is in place to ensure that allocations of securities in primary and secondary book built Capital Markets transactions are made appropriately, and in line with all applicable laws and regulations.

www.bofa.co/mifid2

5.3.2 BofA EMEA Order Execution Policy Summary – The BofA EMEA Order Execution Policy Summary outlines the steps employees must take to obtain the best possible result for BofA clients when executing client orders.

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Questions?

If you have questions, please contact your Market Manager.