



Related Party Transactions Policy

Dates: Policy Takes Effect: May 2016

Approved: Mint Asset Management Board Resolution

Responsible Officer: Chief Executive Officer

Relevant To: All Mint employees - this includes fixed term and temporary or contract employees and contractors and Directors of Mint

Version	Date	Modifier	Document Changes
1	May 2016	Simon Haworth	Initial Policy

1. Introduction

- 1.1. Mint Asset Management Limited (**Manager**) has adopted this Related Party Transactions Policy (**Policy**) in line with the requirements of the Financial Market Conducts Act 2013 (**the Act**).
- 1.2. For clarification a Related Party Transaction is any financial transaction, arrangement or relationship in which:
 - a. The Manager is a participant; or
 - b. Any Related Person (being any Director, Senior Manager, shareholder or associated person (as defined in Section 12 of the Act)) of the Manager, has or will have a direct or indirect material interest; or
 - c. Any other person or company who the Manager has contracted out some or all of its functions as a manager.
- 1.3. The Board is responsible for:
 - a. the prompt notification and ongoing certification of such events to the Supervisor; and
 - b. the review, approval or ratification of Related Party Transactions.
- 1.4. Any exceptions to the Policy must be consistent with the Act, and must be approved by the Board of the Manager and the Supervisor.

2. Principles of the Policy and Procedures

- 2.1. The Manager acknowledges there is a general prohibition against the manager of a registered managed investment scheme from entering into a transaction that provides for a related party benefit to be given.
- 2.2. In determining whether to approve, ratify or reject a Related Party Transaction, the Board shall take into account:
 - a. The terms and purpose of the transaction;
 - b. The extent and nature of the Manager or Related Person's interest or participation in the transaction;
 - c. Information concerning potential counterparties in the transaction;
 - d. The approximate dollar value of the transaction and the dollar value of the Manager or Related Person's interest in the transaction;
 - e. Any limitations that could result from the proposed transaction;
 - f. Whether the proposed transaction includes any potential reputational risk that may arise as a result of, or in connection to, the proposed transaction;
 - g. Whether the proposed transaction is being entered into on terms no less favourable to the Manager than would be otherwise available to an unrelated third party under the same circumstances; and
 - h. Any other relevant information regarding the transaction.

3. Reporting of Related Party Transactions

- 3.1. The Act permits related party benefits through either consent of the Supervisor or the Manager certifying that Section 174 of the Act applies to the transaction in question. The Manager will notify the Supervisor of any transaction (or transactions), the related-party benefits being given and the key terms of the transaction.
- 3.2. The Manager will provide the Supervisor with a quarterly report disclosing any certificates that have been given under Section 175 of the Act.

4. Non-Disclosure of Related Party Transactions

- 4.1. In the event the Manager becomes aware of a Related Party Transaction that has not been approved under this Policy prior to its commencement, the Board shall:
 - a. notify the Supervisor immediately;
 - b. review the relevant facts and circumstances of the transaction in order to evaluate all options available to the Manager, including ratification, revision or termination of the Related Party Transaction;
 - c. the Board shall consider the facts and circumstances pertaining to the failure of reporting the Related Party Transaction, and shall take such action as it deems appropriate.

5. Review

- 5.1. This Policy will be reviewed annually.