

# MiFID II Conflicts of Interest Policy

## BMO Europe

May 2025

## Introduction and Application

This document provides summary information on the Conflicts of Interest policy for Bank of Montreal Europe, plc (“BME”). The purpose of this Conflicts of Interest Summary Policy (“Policy”) is to ensure that all appropriate steps are taken to identify and prevent or manage conflicts of interest. This Policy applies to BME and its staff.

## Policy Objectives

Actual or potential conflicts of interest are inherent to financial services groups such as BME. Under MiFID II and the corresponding implementing legislation BME is required to maintain and operate effective organisational and administrative arrangements with a view to taking all appropriate steps to identify, monitor, prevent and manage conflicts of interest.

## Conflicts of Interest Defined

A conflict exists when BME, its affiliates or any member of staff stands to benefit to the disadvantage of a client or where a client stands to benefit to the disadvantage of another client. Clients may include existing or potential clients.

A conflict can be actual, potential or perceived:

- An **actual** conflict of interest exists where the scenario gives rise to a current risk of damage to the interests of a client.
- A **potential** conflict of interest exists where the scenario indicates a possible conflict may arise but at the present time it has not developed into an actual conflict yet.
- A **perceived** conflict of interest exists where the perception of an outsider, with incomplete or inaccurate information, views BME, its affiliates or its staff as affected and subject to a conflict of interest.

## How BME Deals with Conflicts

BME has established policies and procedures designed to safeguard the interests of clients and ensure that behaviour that could lead to conflicts of interest is not incentivised or rewarded.

BME has processes/procedures to:

- Identify potential conflict of interest that could reasonably arise in the context of its activities;
- Maintain registers of all identified potential conflicts of interest;
- Prevent or manage conflict of interest on an ongoing basis;
- Disclose conflicts where appropriate; and
- Maintain evidence of any conflicts that cannot be managed.

## Identifying Conflicts of Interest

A conflict of interest can arise for BME in the following circumstances:

- Personal conflicts: between the interests of staff and clients of BME or its affiliates
- Conflicts between clients: differing interests of two or more clients of BME
- Conflicts between the firm and the client: interests of BME or its affiliates and the client's interests
- Conflicts between our business divisions: interests of a client of separate business divisions or legal entities

The types of situations where BME could potentially or actually face a conflict of interest include where we, our affiliates, or a member of staff:

- make a financial gain or avoid a financial loss at the expense of a client;
- have an interest in the outcome of a service provided to, or transaction carried out on behalf of, a client that is different from the client's interest in that outcome;
- have a financial or other incentive to favour the interest of one client or group of clients over the interests of another client;

- carry on the same business as the client; and/or
- receive 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 monetary or non- monetary benefits or services.

### **Preventing and Managing Conflicts of Interest**

BME prevents or manages conflicts of interest through any of, or any combination of, the following measures:

- *Information barriers* – internal arrangements such as Chinese walls or physical barriers to restrict the flows of information between different areas or people such as to segregate information between the “public” and “private” business areas
- *Supervision* – the separate supervision of persons whose functions may involve carrying out activities for clients that may conflict with other clients
- *Influence* – measures to prevent persons from exercising inappropriate influence over decisions or activities
- *Activities* – measures to prevent or control the simultaneous or sequential involvement of a person in activities
- *Segregation of duties* – practical measures to ensure persons and teams carrying out activities that may conflict can operate independently of each other
- *Inducements* - BME staff are prohibited from making or accepting payments and non-monetary benefits unless the payment or benefit falls within a category of acceptable inducement
- *Remuneration* – the removal of any direct link between the remuneration of persons engaged in one activity and the remuneration or revenues generated by another person where a conflict of interest may arise in relation to those activities
- *Education and Training* – training and promotion of a culture of integrity
- *Information* - having in place effective organisational and administrative arrangements and controls around inside and confidential information such as watch lists, restricted lists and greylists

The list above is non exhaustive. Any of the above measures and procedures may be combined as necessary and appropriate to manage conflicts of interest as well as to ensure the appropriate level of independence.

### **Disclosure as a Last Resort**

If organisational or administrative arrangements, made by BME, to prevent conflicts of interest from adversely affecting the interest of its client, are not sufficient to ensure, with reasonable confidence, that risks of damage to client interests will be prevented, BME will disclose to the client a specific description of the conflict, the general nature and sources of conflicts of interest, the risks to the client and the steps taken to mitigate those risks, before undertaking business for the client. Such disclosure is a measure of last resort and prevention is the primary objective.

### **Declining to Act**

In some circumstances, BME may be unable to manage a particular conflict successfully and, therefore, must decline to act for the client.

### **Oversight**

BME's Compliance Department and management bodies have oversight of conflicts and will annually review its Conflict of Interest Policy and arrangements to identify, prevent and manage conflicts of interest within BME.