

Order Execution Policy

Introduction

As required by the Markets in Financial Instruments Directive II (“MiFID II”) this document (the “Policy”) sets out Price Markets UK Ltd’s (“Price Markets” or the “Firm”) Order Execution Policy and complying with the arrangements for the obligation to take all sufficient steps to obtain the best possible outcome for client orders. As detailed in the Price Markets Terms of Business, clients have consented to their transaction being handled in accordance with this Order Execution Policy.

Background

Price Markets is required to put in place an Order Execution Policy and to take all sufficient steps to obtain the best possible outcome for clients who are legitimately relying on Price Markets for the execution or receipt and transmitting of client orders in financial instruments as defined in Annex 1 Section C of MiFID II (“Best Execution”). An order is an instruction to buy or sell a financial instrument that is accepted by Price Markets for execution or transmission to a third party and which gives rise to an agency or contractual obligation to the client.

Application of Best Execution Obligation

Price Markets is obliged to provide Best Execution taking into account the execution factors (noted below) where Price Markets acts on behalf of a client.

Following a reasonable request from a client, Price Markets shall provide additional information about this policy and the Exchange and/or Underlying Market (“Execution Venues”) listed herein.

Whenever there is a specific instruction from a client, Price Markets shall execute the order following the specific instruction and compliance with that specific instruction will be treated as satisfaction of the Best Execution obligation.

For the avoidance of doubt, an order is an instruction to buy or sell a financial instrument that is accepted by Price Markets for execution or onward transmission to a third party and which gives rise to contractual or agency obligations to the client. Implicit in the instruction received will be the understanding that the client is relying on Price Markets to protect its interests in relation to pricing or other aspects of the transaction that may be affected by how Price Markets or the other entity to which the order is transmitted to executes the order.

As detailed in the Price Markets General Terms and Conditions, clients are deemed to have consented to their transactions being handled in accordance with this Order Execution Policy.

Client Types

A client’s regulatory classification, as detailed below, influences the determination of whether a client is ‘legitimately relying’ on Price Markets to protect their interests, and as such whether Best Execution is owed.

- **Retail clients:** Retail clients are always deemed to legitimately rely on Price Markets to protect their interests, and as such, the Best Execution obligation is deemed to apply whenever Price Markets transacts with Retail clients, except where a specific instruction has been provided.

- **Professional clients:** Price Markets will determine whether Professional clients are legitimately relying on the Firm to deliver Best Execution in relation to their orders.
 - **Four-fold test:** In order to determine whether a Professional client is 'legitimately relying' on Price Markets in relation to a particular client order (whereby Best Execution is therefore owed to the client), the following four factors are considered by Price Markets:
 - **Which party initiates the transaction:** where it is Price Markets that 'initiates' a transaction the client is more likely to place 'legitimate reliance' on Price Markets in this context, 'initiate' means where Price Markets approaches a client regarding a potential transaction;
 - **Question of market practice and the existence of a convention to "shop around":** a client's ability to look to other providers for Best Execution;
 - **The relative levels of price transparency within a market:** In certain markets transparent prices may not be readily available to clients, and this indicates that the Best Execution obligation is more likely to apply; and,
 - **The information provided by Price Markets and any agreement reached.**

Price Markets recognises that Professional clients will be relying on the Firm to provide Best Execution and the Firm will therefore execute their order in line with this policy. However, in certain circumstances the Firm's determination of the relative importance of the execution factors may differ from Retail clients including for example where the likelihood of execution may take precedence over price.

Eligible Counterparties: The Best Execution obligation is deemed not to apply when dealing with Eligible Counterparties.

All Price Markets employees who, on behalf of Professional or Retail clients, either execute client orders or pass orders for execution to other entities must ensure such activities are conducted in accordance with this policy.

Market Practice conventions – in certain wholesale markets there is a common practice or convention to shop around and obtain quotes from a number of dealers prior to a client executing a transaction. One existence of such practice indicates that a client is less likely to place a legitimate reliance upon Price Markets for Best Execution of the order.

Relative levels of transparency – in certain markets transparent prices may not be readily available to clients, and this indicates that the Best Execution obligation is more likely to apply.

Best Execution Factors and Criteria

Price Markets shall adhere to Best Execution requirements when executing client orders or when routing them to other market centres, and will take steps to achieve the best result in accordance with this policy. When determining the strategy for execution of a client's order Price Markets will take into account certain factors as appropriate, in the context of the terms of the client's order. Factors Price Markets may consider include, but are not be limited to:

- Price;
- the need for timely execution;
- market liquidity;
- the size of the order;
- likelihood of execution;
- settlement, costs of the transaction;
- nature of the transaction, including whether it is executed on a regulated market, multilateral
- trading facility or over the counter; and,
- any other consideration relevant to the execution of the order.

The costs of transaction include all expenses incurred by the client that are directly relating to the execution of orders, including in particular Execution Venue fees, clearing and settlement fees, and any other fees paid to third parties involved in the execution of the order. Price Markets will also take into account its own commission and costs for executing the order on each eligible Execution Venue.

In the absence of specific instructions from the client, Price Markets will exercise its own judgment, skill and experience having regard to available market information when determining the factors that it needs to take into account for the purpose of providing the client with Best Execution.

The diverse markets for different financial instruments and the types of orders that clients place with Price Markets means that different factors could be applicable in each case when Price Markets considers its execution strategy for each order received. For example, there is no formalised market for some over the counter transactions, in some markets price volatility may mean that timeliness of execution is a priority, whereas in an illiquid market the fact of execution may itself constitute Best Execution.

In extreme volume and volatility situations, exchange system constraints may require automated trading systems to be switched off and/or electronic routing to be suspended in favour of manual execution. Such events lead to further execution delays and increased market volatility.

When executing a client's order, as well as the factors relevant to the client's order, Price Markets will take into account the following 'Execution Criteria':

- Characteristics of the client;
- Characteristics of the client's order;
- Characteristics of the relevant financial instrument; and,
- Characteristics of the Execution Venues to which the order can be directed.

In general, Price Markets regards price as being one of the most important considerations when seeking to obtain the best possible result for clients. In addition, the financial Instrument to which the order relates dictates to a large extent the determination and ranking of the relative importance of the Execution Criteria.

However, in certain circumstances Price Markets may decide in its absolute discretion that other factors noted above, may be more important than price when determining the best possible result in accordance with this policy.

For retail clients, the best possible result will be determined in terms of the total consideration, represented by the price of the financial instrument and the costs incurred by the client related to execution. Retail clients will be provided with a summary of this policy, along with a link to Price Markets's most recent Quality of Execution report.

Where an algorithm is used in the execution of a client order then the choice of that particular algorithm is not considered to be a form of specific instruction. The exception of this being where client seeks customisation of Price Markets's algorithms to meet their own needs, in which case a specific instruction is deemed to have been provided with respect to any such customisation.

The Role of Price

It is the general policy of Price Markets for all client transactions not to give execution factors other than price and costs precedence unless they are instrumental in delivering the best possible result in terms of total consideration to the client. Price Markets reserves the right to move clients to alternative price streams at any time without prior notice.

Execution Venues and Liquidity Providers

Subject to any specific instructions from a client, Price Markets may use one or more venues and basis of execution to enable it to obtain the best possible result on a consistent basis when executing an order on the client's behalf:

- Regulated Markets;
- Multilateral Trading Facilities;
- Organised Trading Facilities;
- Internal sources of liquidity (i.e. matching client orders); or,
- Third party investment firms and brokers that may trade proprietary positions, act as market makers, or as liquidity providers ("LP").

Please refer to Annex I of this Policy for a list of the Firm's Execution Venues. Where applicable, whenever a client places an order with the Firm, Price Markets shall be entitled in its absolute discretion and without reference to the client to select the Execution Venue for executing the order. Subject to any specific instructions, in order to select an Execution Venue for an order Price Markets will apply the following methodology:

- When carrying out orders on a regulated market, Multilateral Trading Facility ("MTF"), or Organised Trading Facility ("OTF") Price Markets will select the Execution Venue that it considers the most appropriate;
- For financial instruments admitted to trading on a regulated market, MTF, or OTF where Price Markets believe an order can be executed to a client's advantage or at no disadvantage to a client Price Markets may transmit an order to, or execute an order on, an Execution Venue that is outside a regulated market, MTF, or OTF;
- For a financial instrument not admitted to trading on a regulated market, MTF, or OTF Price Markets will select the execution theme that is considered the most appropriate; and,
- Where Price Markets believes that an order can be executed to a client's advantage or at no disadvantage to a client an internal source of liquidity, i.e. matching client orders, may be used as the Execution Venue.

The following applies to Retail and Professional clients. Subject to any specific instructions from a client, Price Markets may use one or more Execution Venues and basis of execution to enable it to obtain the best possible result on a consistent basis when executing an order on the client's behalf.

Price Markets is the counterparty to all trades a client undertakes and there is no counterparty relationship created between a customer and any liquidity provider.

Additional Disclosures

Price Markets uses its proprietary Best Execution Algorithms ("BEX") to determine pricing and order routing from multiple price sources. Depending on best bid and best offer, along with size and latency of the price displayed to clients, Price Markets may match a client order with another clients' order. This results in Price Markets receiving income from both clients and also off-setting all risk from one client to another. In the event of a tie between two price sources the BEX algorithm matching engine will select the "newest" price source to execute the trade subject to other execution criteria such as speed or likelihood of execution and the characteristics of the client.

Basis of Execution and Execution Venues

Execution Model

Price Markets always acts as a Matched Principal broker. Price Markets, will never assume risk on trades done by clients to ensure there is no direct conflict with a client. Price Markets will hedge all client orders and the Firm will not take the risk of holding the position opposite of the client.

In a volatile market by virtue of inevitable latency in the electronic trading system (principally between the client's internet access and the Firm's servers), the quoted price may have moved before the order instruction is received.

Contracts for Difference (CFDs)

A contract for difference ("CFD") is a derivative instrument that allows clients to speculate on the price fluctuations of stock indices, commodities, foreign exchange ("forex" or "FX") and crypto-currencies, without buying the underlying instrument. The Firm directly determines the price of a CFD with reference to its price sources rather than underlying markets. Although these prices may be indicative of the underlying market for the product being traded, they do not represent the actual prices of the underlying asset on the physical market or exchange where it is listed. As the Firm offers servers in multiple geographical locations, such prices can vary considerably, depending on pricing mechanism of its price sources.

The underlying instruments of the Foreign exchange, Gold and Silver CFDs are traded over-the-counter ("OTC") and are not financial instruments that are traded on Regulated Markets or an exchange. To create the prices for all CFDs, the Firm aggregates the price feeds from liquidity providers and makes available to clients the highest bid and lowest offer provided by the liquidity providers with mark-ups.

Trading Hours

Some markets the Firm offers are open outside the normal hours of the underlying exchange as Price Markets's trading hours are determined based on trading hours and liquidity of the reference instrument, not the underlying exchange. In some cases Price Markets instruments may be closed while the underlying exchange is open. This can occur where Price Markets may offer a product whose underlying exchange is open but the reference instrument is closed due to a regional holiday.

Price Markets aims to open and close markets as close to the posted trading hours as possible, however the lack of liquidity at or around market open and close for any CFD instrument can impede execution and price delivery. Price Markets may delay market open or bring forward market close on specific instruments in an effort to protect clients from quoted prices or executions that are not representative of the true market price.

Order Execution Risks

Slippage

Price Markets takes sufficient steps so that execution of the quoted prices will obtain the best possible result for clients at the time the quote is provided; however market factors, such as liquidity, fast-moving markets etc. may result in execution of a transaction at a price which has ceased to be the best market price.

Gapping/Volatility

There may be significant market movement after a news announcement or economic event or between the close and re-opening of a market, which will have a significant impact on the execution of a pending order. Clients should be aware of the following risks associated with volatile markets, especially at or near the close of the standard trading session for example:

- an order may be executed at a substantially different price: from:
 - the quoted bid or offer, or,
 - the last reported trade price at the time of order entry;
- an order may be only:
 - partially executed, or,
 - may be executed in several shapes at different prices; and,
- opening prices may differ significantly from the previous day or session's close.

Trading System or Internet Connectivity Execution Delays

Delays in execution beyond the Firm's control may occur as a result of technical failures or malfunctions in connection with use of the Price Markets's online facility or internet connectivity or processing speed for which Price Markets does not accept responsibility.

Order Handling

Price Markets's order handling has been designed to process the client's order as quickly and efficiently as possible, while delivering all the relevant details to the Firm's systems to help ensure acceptance and Best Execution of the order whilst allowing the client to control a variety of factors, most importantly price. The Firm may aggregate a client order or instruction with those of other clients. Below are some of the types of orders the Firm handles.

Order Types

- **Market Order:** A market order is an instruction to buy or sell at the next available market price. Please note that pursuant to market conditions there may be a difference between the price selected on Price Markets's online facility and the final execution price received. This difference may be less favourable or more favourable than the original quoted price and is a function of market liquidity. Depending on Time In Force client sends a Market Order, such a IOC, Fill or Kill, a Market Order may be rejected by an LP or BEX if the price has moved beyond certain parameters considered acceptable by the LPs or BEX.
- **Limit Order:** A limit order is an instruction to buy or sell at a specified price or better and may be used to either open or close a position. Please note that a limit order may be triggered by the market trading through, or gapping over the specified price. In the event that market conditions trigger a client's limit order for execution it may only execute at a price equal to or better than a client's specified rate. A limit order guarantees price but does not guarantee execution.

A limit order to buy at a price below the prevailing market price will be executed at a price equal to or less than the specified price.

A limit order to sell at a price above the prevailing market price will be executed at a price equal to or more than the specified price.

- **Stop order:** A stop order is an order to buy or sell at a specified price and may be used to open or close a position. Please note that a stop order may be triggered by the market trading through, or gapping over a client's specified price. In the event that market conditions trigger a client's stop order for

execution it will become a market order upon execution. This means that a client's final execution price may be less favourable, or more favourable depending on market conditions. Stop orders guarantee execution but do not guarantee price.

A stop order to buy at a price above the prevailing market price will be executed at the next available market rate, which may be less favourable, or more favourable than a client's specified rate.

A stop order to sell at a price below the prevailing market price will be executed at the next available market rate, which may be less favourable, or more favourable than a client's specified rate.

- **Trailing Stop order:** A trailing stop order is a stop order applied to an open position where the rate of the trailing stop improves as the market price moves at defined intervals in favour of the open position. However, should the market at any time move against the client, the stop price will remain fixed, acting as a floor. At that time, should the market trade through or gap past a client's specified stop rate, a client's order will be submitted for execution as an order available for execution at the next available market price.
- **Time In Force:** Is an instruction available to clients via the Firm's Application Programming Interfaces ("API"), this is an instruction from a client to send along with an order, instruction BEX for how long the order is valid on the matching engine.
- **Margin Call:** A margin call is a system- or manual trading desk-generated order that is triggered when the client's usable margin drops below 0. This order can be partially filled multiple times until either the full order amount is executed or the client cancels any remaining amount. There is no specified price associated with this order, so the order will be executed at the best available market price.

Specific Instructions

Whenever a client gives a specific instruction to Price Markets as to the execution of its order, Price Markets, will execute that order in accordance with the client's specific instructions. In following those specific instructions, Price Markets will be deemed to have satisfied its Best Execution obligations in respect of that part of the order to which the specific instructions relate. If a client requires its order to be executed in a particular manner, it must clearly state its desired method of execution when it places its order with Price Markets To the extent that the client's specific instructions are not comprehensive, Price Markets will determine any non-specified aspects in accordance with this policy.

It should be noted that specific instructions from a client might prevent Price Markets from taking the necessary steps it has designed and implemented in this policy, to obtain the best possible outcome for the execution of those orders in respect of the elements covered by those instructions.

Where a client uses a direct market access ("DMA") or Sponsored Access ("SA") system provided by Price Markets (whereby the client selects transaction parameters, including price, client/venue, timing, size etc.), then such clients will be regarded as providing specific instructions to Price Markets in relation to the execution of their order. In such situations, Price Markets, while acting on their client's behalf in providing the DMA/SA service, will be deemed to have satisfied its Best Execution obligations and the client will be deemed to have given a specific instruction for the whole order by means of the DMA/SA system.

Where an algorithm is used in the execution of a client order then the choice of that particular algorithm is not considered a form of specific instruction. The exception to this being where a client seeks customisation of Price Markets's algorithms to meet their own needs, in which case a specific instruction is deemed to have been provided with respect to any such customisation.

Monitoring and Review

Price Markets will monitor the effectiveness of its order execution arrangements and this policy at least annually and whenever there is a material change that affects the Firm's ability to obtain Best Execution for clients.

Additionally, Price Markets will regularly assess whether or not the execution venues it accesses continue to provide the best possible results for orders it executes on behalf of clients. Price Markets will also publish quarterly quality of execution reports and the prompt and accurate delivery of client funds to their accounts.

Using a risk-based approach Price Markets will review, at least annually or when a material change occurs, both its order execution arrangements and this policy. Price Markets will notify clients and potential clients of any material changes to the Policy through the company's website and will be available to actual and potential clients.

Price Markets will be able to check the fairness of the price proposed to the client, by gathering market data used in the estimation of the price of such product and when possible by comparing with similar or comparable products. Price Markets will also be able to demonstrate, upon request, that the client's order was executed in accordance with this policy.

By entering into the Price Markets General Terms and Conditions, clients consent to the Price Markets Order Execution policy and the execution of orders outside a regulated market, MTF, or OTF.

Annex I

Execution Venues

Price Markets is the counterparty to all trades a client undertakes and there is no counterparty relationship created between a customer and any Exchange and/or Underlying Market. Price Markets uses the following execution venues when obtaining best execution in accordance with this policy. This list is not exhaustive and will be subject to change. Price Markets may also use other venues where it deems appropriate in accordance with the Order Execution Policy.

Products	Execution Venues and Liquidity Providers (Exchange and/or Underlying Market)
<ul style="list-style-type: none">- Forex- Gold and Silver Contracts for Difference- Other Contracts for Difference	CboeFX Ltd. Currenex Inc. FastMatch Inc. Forex Capital Markets Limited LMAX Limited Velocity Trading International Ltd. Xenfin Capital Ltd.