

BOUSSARD & GAVAUDAN ASSET MANAGEMENT, LP

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UK Stewardship Code - Compliance Statement

Introduction

Boussard & Gavaudan Asset Management Lp ("BGAM") is a multi-asset alternative investment manager (volatility strategies, equity strategies, credit strategies).

BGAM believes it is its responsibility to maximise shareholder's value for clients.

The firm supports the Code's objectives and has decided to commit to the principles of the Stewardship Code ("the Code"). As the firm's strategy involves investing only in part in UK equities the Code is only applicable to some aspects of the firm's trading.

Please find below a summary of BGAM's policy in relation to the seven main principles of the Stewardship Code.

Principle 1

Institutional investors should publicly disclose their policy on how they will discharge their stewardship responsibilities.

BGAM has decided to comply with the Stewardship Code introduced by the Financial Reporting Council, and aim to follow the Code and inform on its voting procedures and its relationships with the management of companies which are owned by its clients.

BGAM's managers hold regular dialogue with the companies in which BGAM invests. We develop multiple points of contact both within and outside the company to develop a better understanding of the business. In particular, we monitor company announcements, analyse stockbroker research and organise meetings with the senior management of companies to develop trust and improve the chances of our objectives being aligned.

Principle 2

Institutional investors should have a robust policy on managing conflicts of interest in relation to stewardship and this policy should be publicly disclosed.

BGAM recognises that stewardship activities may give rise to conflicts of interest. Where such conflicts arise, arrangements will be made to ensure that decisions are taken in the long term interest of clients. We monitor potential conflicts of interest with a member of staff dedicated to this function.

Principle 3

Institutional investors should monitor their investee companies.

All investments are monitored on a regular basis by the relevant sector analyst and dedicated trader.

BGAM's managers hold regular dialogue with companies and develop multiple points of contact within the company to understand the business better. In particular, we monitor company announcements, analyse stockbroker research and organise meetings with the senior management of companies to develop trust and improve the chances of our objectives being aligned.

The monitoring of client company holdings is undertaken to ensure that the company is being run in a satisfactory manner and to ensure that the investment thesis that justified the original investment remains intact.

Principle 4

Institutional investors should establish clear guidelines on when and how they will escalate their activities as a method of protecting and enhancing shareholder value.

BGAM will undertake to escalate its involvement with the companies where it is felt that this is required. If there is concern about a specific issue, we will enter into a dialogue with the company either directly or collectively with other shareholders.

If, following engagement, we still have concerns, we will escalate our activities to include, for example :

- entering into active dialogue with company boards and /or senior management;
- collaboration with other shareholders to harness a coordinated approach to the company board;
- submitting resolutions at shareholders' meetings;
- reducing or selling our shareholding.

Principle 5

Institutional investors should be willing to act collectively with other investors where appropriate.

BGAM's policy is to join with other shareholders in collective engagement with companies, where it is in the interest of our clients.

Principle 6

Institutional investors should have a clear policy on voting and disclosure of voting activity.

BGAM will generally vote on AGM resolutions if the investment represents more than 1% of the shares in issue of the company, or if the investment represents more than 5% of the AUM of the fund, or in special circumstances.

Our vote will be in favour or against the resolution based on our client's best interest. We will undertake to ensure that companies understand the rationale. Our voting record will be available on request.

Principle 7

Institutional investors should report periodically on their stewardship and voting activities.

BGAM will undertake to report any change in its voting activities to clients on a quarterly basis, where these are considered relevant.

It is not BGAM's intention to seek an independent audit opinion on its engagement and voting process.

6 December 2010

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