

Guinness Asset Management Limited

Pillar 3 Disclosure – as at 31 December 2008

Guinness Asset Management Limited (“GAM”) is authorised and regulated by the Financial Services Authority (“FSA”). This document is our Pillar 3 disclosure document which is required by the FSA.

1. Overview

The 2006 Capital Requirements Directive (‘the Directive’) of the European Union created a revised regulatory capital framework across Europe based on the provisions of the Basel II Capital Accord.

This was implemented in the United Kingdom through changes to the Financial Services Authority (‘FSA’) Handbook of Rules and Guidance, and specifically through the creation of the General Prudential Sourcebook (‘GENPRU’) and the Prudential Sourcebook for Banks, Building Societies and Investment Firms (‘BIPRU’).

The new framework consists of three ‘pillars’:

- Pillar 1 sets out the minimum capital requirements that we are required to meet for credit, market and operational risk;
- Pillar 2 requires us, and the FSA, to take a view on whether additional capital should be held against capital risks not covered by Pillar 1; and
- Pillar 3 requires us to publish certain details of our risks, capital and risk management process.

BIPRU 11 requires that a firm subject to the provisions of the Directive must disclose, as appropriate, the relevant information required under Pillar 3. This must be done in accordance with a formal disclosure policy which sets out our policies for assessing the appropriateness of our disclosures, including their verification and frequency. The rules provide that we may omit one or more of the required disclosures if we believe that the information is immaterial. Materiality is based on the criteria that the omission or misstatement of material information would be likely to change or influence the assessment or decision of a user relying on that information for the purposes of making economic decisions. Where we have considered a disclosure to be immaterial, we have stated this in the relevant section. We are also permitted to omit one or more of the required disclosures where we believe that the information is regarded as proprietary or confidential. Proprietary information is that which, if it were shared, would undermine our competitive position. Information is considered to be confidential where there are obligations binding us to confidentiality with our customers and counterparties. Where we have omitted information for either of these two reasons we have stated this in the relevant section and the reasons for this. Where appropriate, we have published more general information on the subject matter of the required disclosure.

2. Frequency and location of disclosure

It is the intention of GAM to update its Pillar 3 disclosures on an annual basis, unless circumstances warrant update on a more frequent basis. The disclosures will be updated shortly after completion of the annual audit.

The disclosures will be published on the firm’s website www.guinnessfunds.com.

3. Scope and application

GAM is a BIPRU €50k limited licence UCITS investment firm.

GAM is not a member of a group and so is not required to prepare consolidated disclosures.

4. Risk management objectives and policies

GAM's appetite for risk is regarded as low.

The directors (and shareholder) intend the story of the firm to be one of sustainable long-term growth and the avoidance of unnecessary risk, including specifically:

- No proprietary trading
- No custody of client assets or client money
- Rigorous approach to portfolio management
- Business development to be organic and reflect the firm's core skills

Key to this is the Individual Capital Adequacy Assessment Process (ICAAP) which is reviewed and documented at least annually. The document is reviewed and assessed by the board of directors with input from relevant personnel as required. The review encompasses:

- Assessment of current risks
- Assessment of risks associated with known developments anticipated in the business
- Review of "worst case scenario" to ensure ongoing appropriateness

In the light of this review the current and projected capital levels are reassessed and if appropriate the ICAAP capital requirement adjusted. The conclusions of our ICAAP are that no additional Pillar 2 capital is required as our Pillar 1 capital is sufficient to meet our business needs.

The main risks relevant to GAM are:

Key personnel

As a small investment management firm, GAM is heavily dependent on key personnel.

Departure could adversely affect the management of assets and could cause clients to review the mandate. Currently identified as key personnel in this respect are

- Tim Guinness
- Edmund Harriss

Tim Guinness is the owner of the firm; Edmund Harriss has an ownership stake in the sister company, GAAM. Risk of voluntary departure is therefore viewed as slight.

Departure of one of these two would result in the short term in the other taking over lead manager role for the relevant funds. The firm is also deliberately developing a wider set of investment managers through recruitment and training of suitable personnel. Consequently the firm currently has an additional six investment personnel who are FSA approved to undertake controlled function 30 and hence can manage funds.

Business risk

This relates to the loss of significant funds could be due to adverse market conditions, underlying client redemptions or removal of mandates. The firm is aware that it is currently dependent on a few key clients and therefore it is actively seeking to broaden its client base and to establish funds which are under its own control. To this end it has launched a hedge fund (June 2006) and a Dublin umbrella fund (December 2007).

Operational risk

This relates to issues arising from the operations of the firm, such as administrative errors. The firm addresses these areas by:

- Having robust procedures
- Ensuring staff have appropriate skills and training
- Outsourcing key areas to reputable specialists

Market risk

GAM does not have a trading book, and therefore our market risk is limited to our exposure to foreign exchange fluctuations, due to some assets and liabilities being denominated in currencies other than sterling, and fluctuations in the value of GAM's seed capital investments.

Credit risk

Credit risk is the risk of financial loss arising from a client or other counterparty failing to meet its obligations to repay outstanding amounts as they fall due. GAM does not have any exposure to settlement activities and therefore has no credit risk in this area. Key elements of GAM's balance sheet are:

- Seed capital investments in GAM's funds
- Debtors arising in the normal course of business
- Cash

Cash is held at UK banks.

5. Capital resources

GAM's capital resources at 31 December 2008 reflect the audited accounts as at that date and comprise the following:

	£000
Tier 1 capital resources	
Permanent share capital	143
Profit & loss account	2,727
Total tier 1 capital before deductions	2,870
Deductions from tier 1 capital	0
Total tier 1 capital after deductions	2,870
Tier 2 capital	0
Total tier 1 and tier 2 capital after deductions	2,870
Deductions from total capital	0
Total capital after deductions	2,870

6. Capital resources requirement

GAM's capital resources requirement at 31 December 2008 is as follows (£000):

	pillar 1	pillar 2	total
12. market risk	87	275	362
13. credit risk	192		192
14. operational risk			0
15. liquidity risk		295	295
16. securitisation risk			0
17. insurance risk			0
18. pension obligation risk			0
19. concentration risk			0
20. residual risk			0
21. business risk		139	139
22. interest rate risk			0
23. other			0
	<u>279</u>	<u>709</u>	<u>988</u>

The firm has a significant surplus of capital over both Pillar 1 and Pillar 2 requirements.

6.1 Credit risk requirement

This has been calculated using the standardised approach to the assessment of credit risk. The requirement is calculated as 8% of the carrying value adjusted, as required, for the appropriate risk weighting.

Relevant assets on GAM's balance sheet as at 31 December 2008 are:

	£000
Tangible fixed assets	12
Seed capital investments	974
Other current assets	885
Debtors	35
Cash	<u>1,092</u>
Total	<u>2,997</u>

6.2 Market risk requirement

GAM does not have a trading book and therefore does not have a market risk requirement relating to this. GAM does have some assets denominated in currencies other than sterling, and accordingly has calculated a foreign currency risk requirement as 8% of these assets. Additionally under Pillar 2 GAM has determined an additional requirement of 100% of any shortfall between balance sheet value and market value for seed capital investments

Relevant assets on GAM's balance sheet as at 31 December 2008 are:

	£000
Seed capital investments	974
Trade debtors	21
Cash	<u>95</u>
	<u>1,090</u>

6.3 Liquidity risk requirement

GAM maintains sufficient cash resources to meet its obligations at all times and all cash deposits are repayable on demand. Under Pillar 2, GAM has identified any illiquid assets on the balance sheet and determined a capital resources requirement such that Pillar 1 and Pillar 2 requirements combined amount to 100% of the balance sheet value of such assets. Relevant assets on GAM's balance sheet as at 31 December 2008 are:

	£000
Tangible fixed assets	12
Other assets	<u>308</u>
	<u><u>320</u></u>

6.4 Business risk requirement

Under Pillar 2 GAM establishes a business risk requirement based on projections of the impact of a variety of business environments on the firms' profitability and resources. The amount is equivalent to three months' running costs.