

Compliance with the Capital Requirements Directive (CRD IV)

Article 96 of the Capital Requirements Directive (CRD IV) requires institutions to explain on their website how they comply with the requirements of Articles 88 to 95 of the Directive. These requirements are implemented in the UK through the Senior Management Arrangements, Systems and Controls (SYSC) manual of the Financial Conduct Authority (FCA) rulebook.

This document relates to Nucleus Financial Group Limited (Nucleus) and its wholly owned subsidiary Nucleus Financial Services Limited (NFS) which is authorised and regulated by the FCA.

Management body

The Board is the main decision-making forum for the company. It has overall responsibility for the company and oversees the implementation of strategic objectives, risk strategy and internal governance. The Board is accountable to shareholders for financial and operational performance and compliance with the law and relevant regulatory requirements. The Board's terms of reference are reviewed at least annually.

The Board comprises of a mix of executive and non-executive directors to provide Nucleus with an appropriate balance of skills, experience and knowledge. Nucleus has appropriate controls and policies in place to address potential conflicts of interest and to ensure that directors are fully informed of their duties and responsibilities.

All members of the board and executive committee have been assessed in line with the FCA's requirements in SYSC 4.3A and all are registered as approved persons with the FCA.

All other directorships held by individual members of the Nucleus Board have been considered to ensure regulatory requirements under SYSC 4.3A are met and the directors have been informed of the limitations imposed on the number of other directorships that they can hold.

The chairman is an appointed role distinct from the chief executive officer role and the position is held by a non-executive director.

Nomination and remuneration

Nucleus has a Nomination Committee and a Remuneration Committee in place.

The Nomination Committee is responsible for identifying and recommending candidates to fill management body vacancies, and evaluating the balance of knowledge, skills, diversity and experience of the management body. In line with its overall Diversity Policy, Nucleus believes that its approach to actively supporting and encouraging the development of females (being the currently under represented gender) within its employment, and taking a balanced approach to its recruitment activities for all roles should ensure that the future composition of its management body will be broadly equal and certainly no less than one third representation for either gender. However, the firm believes that such outcomes cannot be pursued in isolation of its commitment to its policy of attracting, recruiting and retaining based on individual calibre. Nucleus is committed to reviewing progress and adapting its plan accordingly.

The Remuneration Committee is responsible for setting the policy on remuneration and overseeing its implementation.

The Nucleus remuneration policy is aligned to the FCA's requirement in SYSC 19A and complies with the principles in relation to the size, nature, scope and complexity of our activities.