

EURIVEX LTD

CONFLICTS OF INTEREST POLICY

Document Reference Eurivex Ltd – Version 02

	Name	Date
Prepared by	Compliance Officer	March 2023

March 2023

Version Tracking:

SN	Author	Description	Date
1	Compliance Officer	Revised Policy to include DoA and Placing of FI license extensions	March 2023
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Recipients:

- Board of Directors
- R&T Department
- Execution of Orders Department
- Dealing on Own Account Department
- Accounting & Finance Department
- Placement of FI Department
- Advice to Undertakings Department
- Custody Department
- Client Administration Department
- Internal Auditor
- Compliance Officer / MLCO
- Risk Manager

Relevant Legislation and References:

- The Investment Services and Activities and Regulated Markets Law of 2017 (L.87(I)/2017), as amended, and
- European Commission Delegated Regulation (EU) 2017/565 regarding the organizational requirements and operating conditions for investment firms.

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1. Introduction

Following the implementation of the Markets in Financial Instruments Directive 2014/65/EU (“MiFID II”) and in accordance with the provisions of the Financial Services and Activities and Regulated Markets Law of 2017 (the “Law”) of the Cyprus Securities and Exchange Commission (“CySEC”), Eurivex Ltd (the “Company”) is required to establish, implement, and maintain an effective conflicts of interest policy (the “Policy”) designed to prevent conflicts of interest. The Policy must be set out in writing and be appropriate to the size and organisation of the Company and the nature, scale, and complexity of its business.

The Policy and any changes thereto must be approved by the Company’s Board of Directors (the “BoD”) and communicated in a timely manner to relevant staff. **In this respect, each relevant staff member shall be required to confirm that they received, read, and understood the Policy.**

2. Aim of the Policy

The Policy aims to identify and prevent or manage conflicts of interest between the Company, including its managers, employees and tied agents, or any person directly or indirectly linked to them by control, and its clients or between one client and another, or combinations thereof, including those caused by the receipt of inducements from third parties or by the investment firm’s own remuneration and other incentive structures.

Specifically, the Policy:

- a) identifies, with reference to the specific investment services and activities and ancillary services carried out by or on behalf of the Company, the circumstances which constitute or may give rise to a conflict of interest entailing a risk of damage to the interests of one or more clients, and
- b) specifies the procedures to be followed and the measures to be adopted to prevent or manage such conflicts.

Conflicts of interest should be regulated only where an investment service or ancillary service is provided by the Company. The status of the client to whom the service is provided — as either retail, professional or eligible counterparty — is irrelevant for this purpose.

3. Identification of conflicts of interest

For the purpose of identifying the types of conflicts of interest that may arise, the Company shall take into account whether itself or a relevant person or a person directly or indirectly linked by control to the Company, may in the course of providing Investment and Ancillary Services or a combination thereof:

- a) is likely to make a financial gain or avoid a financial loss at the expense of the client,
- b) has an interest in the outcome of a service provided to the client or of a transaction carried out on behalf of the client, which is distinct from the client's interest in that outcome,
- c) has a financial or other incentive to favor the interests of another client or group of clients over the interests of the client,
- d) carries on the same business as the client,
- e) receives 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,
- f) The Company or a relevant person, or a person directly or indirectly linked by control to the Company, has a financial interest in an instrument that contradicts with the financial interest of the client.

Specifically, given the Company's current business model, the following conflicts of interest have been identified:

- A. Dealing on Own Account,
- B. Personal Account Dealing,
- C. Inside and Proprietary Information,
- D. Inducements,
- E. Selection of Service Providers,
- F. Remuneration and other staff matters,
- G. Access to electronic data,
- H. Supervision and segregation of departments, and
- I. Additional requirements in relation to the placing of financial instruments.

In respect of these conflicts, the Company maintains and operates procedures with a view to taking all appropriate steps to prevent conflicts of interest from constituting or giving rise to material risk of damage to the interests of the Company's clients.

Conflicts of interest procedures

The procedures of the Company on conflicts of interest cover the measures taken in preventing, identifying, managing and disclosing conflicts of interest between the Company itself, their shareholders, its managers or employees, or any natural or legal person linked to them by control, and their clients, or between one client and another client. The internal rules to be devised by the Company for the prevention of conflicts of interest will consist of all of the following:

1. Effective procedures to prevent or control the exchange of information between the Company's managers or employees, or any natural or legal person linked to them by control, that are engaged in activities involving a risk of a conflict of interest where the exchange of that information may harm the interests of one or more Clients of the Company;
2. Provisions for separate supervision of the Company's managers or employees, or any natural or legal person linked to them by control whose principal functions involve

carrying out activities on behalf of, or providing services to Clients whose interests may conflict, or who otherwise represent different interests that may conflict, including the interests of the Company;

3. Removal of any direct link between the remuneration of the Company's managers or employees, or any natural or legal person linked to them by control that are principally engaged in one activity and the remuneration of, or revenues generated by, different managers or employees of the Company, or of any natural or legal person linked to them by control, principally engaged in another activity, where a conflict of interest may arise in relation to those activities;
4. Measures to prevent or limit any person from exercising inappropriate influence over the way in which a manager or employee, or any natural or legal person linked to them by control carries out any of the Company's services;
5. Measures to prevent or control the simultaneous or sequential involvement of a manager or employee in services where such involvement may impair the proper management of conflicts of interest

Based on the aforesaid, the Company has set the following rules on conflicts of interest:

1. The division and allocation of duties to different employees and the prevention and control of the simultaneous or sequential involvement of a relevant person in separate services where such involvement may impair the proper management of conflicts of interest.
2. The adoption of specific procedures ("Chinese Walls") to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of conflict of interest or exchange of information may harm the interests of one or more clients.
3. The establishment of a remuneration policy and procedures which set out appropriate governance to prevent remuneration structures which may incentivize an employee to act contrary to his/her responsibilities. To this end, the Company's remuneration policy under the CIF Law, applies mutatis mutandis to the services offered by the Company as well. The remuneration structures with the Company's employees do not include any clauses that may incentivize them to act in a manner that may give rise to potential conflicts of interest between the Company and its Clients (e.g., commission on success).
4. The education and training and the provision of clear instructions to the staff of the Company and the introduction of rules of conduct for the prevention of, insofar as possible, the creation of any conflicts of interests.
5. The prohibition of the Staff from offering, giving, soliciting or accepting an inducement, gift or benefit, if it is likely to materially conflict with the Employees' duties to the Client.
6. The establishment of independent committees for the overview of the operations of the Company.
7. Oversight of the Company's operations by the Internal Audit function and reporting directly to the BoD which may launch internal investigations in suspicion of potential conflicts of interest.
8. If the Company will receive a percentage commission, the percentage will be variable and depend on the type and size of the service and will be agreed with the Client

prior to the start of the business association. The Company also charges a small upfront fee to cover any transaction costs incurred. The Company may pay an Introducer Fee to persons that recommend a potential client if they are onboarded. The introducer fee will be a percentage of the amount that the Company charges the client. The exact nature of the relationship and payment of the Introducer will be clearly stated in the agreement between the Company and the Introducer.

9. The Company will decline from acting in situations where there is no other practicable way of ensuring that the Client would be treated fairly.

10. The Company and any or all of its managers, employees and persons linked to them by means of ownership or control should ensure that any information concerning Client transactions or holdings, or other info will not be disclosed to non-relevant staff members or third parties but will be forwarded to the responsible persons for completing the normal internal processes according to the IoM. In order to ensure confidentiality of information known by staff members belonging to a different business or support units, the Company's staff concerned should not disclose information they possess as a result of their business activities to any other units which they are not relevant, or they have no procedural function to perform in using this information. If, in any case, this information is made known, they should by no means use it for the specific duties of the other unit. The Company's staff should not use the confidential information of the Clients, and in particular, the shares they hold, companies that they may control or are involved in the management of transactions, and any information they know and may use to get benefits either personally or for the Company. Similarly, the use of this information for the benefit of a third party (such as another customer or company) is strictly prohibited. Disclosing confidential information is only allowed after the written authorization of the involved customer.

4. Management and prevention of conflicts of interest

Senior management is responsible for ensuring that the Company identifies, prevents and manages its conflicts of interest. In managing the Company's conflicts of interest, senior management will:

- a) ensure that all staff are aware of the critical importance of the Policy in carrying out the Company's business, and the need to report any perceived conflict of interest promptly,
- b) review any actual or potential conflict of interest as soon as it is identified and identify appropriate steps to manage the conflict as necessary; these steps shall have the aim of preventing the risks of damage to the interests of a client,
- c) communicate to all relevant staff the procedures to be followed in order to manage the conflict of interest, and
- d) document the conflict of interest and the measures undertaken in the Policy.

Moreover, the Company ensures that relevant persons engaged in different business activities involving a conflict of interest carry on those activities at a level of independence. The procedures to be followed and measures to be adopted that are

necessary for the firm to ensure the requisite degree of independence include the following:

- a) an effective security policy with various access levels to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of a conflict of interest where the exchange of that information may harm the interests of one or more clients,
- b) the separate supervision of relevant persons whose principal functions involve carrying out activities on behalf of, or providing services to, clients whose interests may conflict, or who otherwise represent different interests that may conflict, including those of the firm,
- c) the removal of any direct link between the remuneration of relevant persons principally engaged in one activity and the remuneration of, or revenues generated by, different relevant persons principally engaged in another activity, where a conflict of interest may arise in relation to those activities,
- d) measures to prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out investment or ancillary services or activities, and
- e) measures to prevent or control the simultaneous or sequential involvement of a relevant person in separate investment or ancillary services or activities where such involvement may impair the proper management of conflicts of interest.

Steps to be taken to prevent, identify, manage and disclose conflicts of interest:

The steps to be taken by the Company to prevent, identify, manage and disclose conflicts of interest between the Company itself, its shareholders, its managers or employees, or any natural or legal person linked to them by control, and the Company's clients, or between one Client and another Client, shall be aimed at ensuring with reasonable confidence that risks of damage to Client interests will be prevented, and, where that is not possible, appropriately mitigated. For the purposes of identifying the types of conflicts of interest which may arise, the Company shall take into account, as a minimum, whether any of Company's shareholders, its managers or employees, or any natural or legal person linked to them by control:

- is likely to make a financial gain, or avoid a financial loss, at the expense of the Client;
- has an interest in the outcome of a service provided to the client which is distinct from the client's interest in that outcome;
- has a financial or other incentive to favor the interest of a client or group of clients over the interests of another client.

More specifically:

1. The Company operates in a transparent manner to ensure that all parties are treated in an equal manner. The Manual has been established in accordance with the Laws and Regulations and aims to minimize any conflicts of interest.
2. Forbidden Transaction Practices.

In order to prevent potential conflicts of interest, the following transaction practices are strictly forbidden, and all employees are aware of the following forbidden transaction practices, and it's their responsibility to inform the Compliance Officer immediately in case any of these appear:

- a. The provision of services to a Client for the benefit of the Company or related persons, particularly with respect to transactions that the Company or related persons are about to effect before or after the provision of the said services.
- b. The use of Client transaction information by the Company for own benefit or the announcement to third persons of such information.
- c. The preferential treatment of Company members of staff at the expense of its Clients, during the provision of services of a service.
- d. The investment at preferential terms and/or valuation for a project at the expense of a Client.

Procedures & Controls for the Identification and Management of Conflicts of Interest:

- a. All relevant persons of the Company shall become aware of this Policy, and the Compliance Officer shall ensure that the relevant employees will have the ability and knowledge to identify such cases of conflict of interests.
- b. Given the nature of the conflict-of-interest situation, the Compliance Officer shall decide whether to allow the transaction by notifying the Client, or not allow the transaction all together.
- c. The Compliance Officer is monitoring compliance with these measures and therefore with the management of Conflicts. The Compliance Officer keeps and regularly updates a record of conflicts of interest and senior management receives a written report, at least annually, where conflicts of interest have arisen.
- d. The relevant persons of the Company, when faced with a possible conflict of interest situation as indicated in the above, will immediately contact the Compliance Officer and notify them of the fact.

Based on the conflicts identified in this Policy, the Company applies the following measures to prevent such conflicts from arising:

A. Dealing on own account:

When providing the above service, the Company cannot make money unless the client loses money, which presents a conflict of interest between the Company and the client.

To manage the above conflict, the Company will mostly adopt a business model whereby it will execute orders on behalf of clients and acting as the client's counterparty whilst managing its market risk exposure by hedging all client orders on either a one-to-one or aggregated basis.

Regardless of the type of model adopted, the Company shall always disclose to the client that it is the client's counterparty, in order to meet its obligations to provide appropriate information to clients about its services, and to disclose conflicts of interest to the client before undertaking business on its behalf.

B. Personal account dealing:

The Company has implemented a personal account dealing policy, with which staff, and related persons under their control, must comply. At the commencement of their functions, members of staff are required to commit to comply with this policy.

All transactions in financial instruments by staff and relevant persons must be reported to the Compliance Officer promptly. These transactions must include precise dates and timings and any authorization or prohibition in connection with such a transaction.

C. Inside and proprietary information:

Staff members, who, in pursuit of the Company's business activities, possess inside or proprietary information must preserve its confidentiality and disclose it only to other staff who have a valid business reason for receiving it. Members of staff who believe they have received inside information from any source must immediately contact the Compliance Officer. The Company and its staff members cannot use or further disclose the information where it has been received.

Additionally, the Company has established "Chinese walls" to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of a conflict of interest where the exchange of that information may harm the interests of one or more clients. Specifically, Chinese walls have been established between the Reception & Transmission of Orders, Department of Placing of Financial Instruments without a firm commitment basis and the Department and the Dealing on Own Account.

D. Inducements:

Personal gifts: The Company operates a personal gifts policy, which is applicable to benefits or inducements to staff which might be seen as conflicting with their duties to the Company or to any of the Company's clients. In considering whether the benefit can properly be regarded as justifiable, the following guidelines should be considered:

- a) The rule applies even if the direct recipient of the gift or other benefit is the spouse or child of the Company's relevant person.
- b) Normal gifts of a tangible (non-cash) nature at Christmas or on other special occasions may in general be in order, so long as not of excessive value (relative to the financial circumstances of the Company's employee and the gift provider).
- c) Normal business courtesies, e.g. lunch and dinner invitations, are in order. Entry and reasonable hospitality at an artistic or sporting event to a single occasion is in order if from an appropriate source, e.g. a Client rather than someone seeking business from the Company and does not exceed €598 in value. Repeated and lavish entertainment or hospitality is not in order. The Company will not act honestly, fairly and professionally in accordance with the best interest of a client if, in relation to the provision of investment advice or reception and transmission of orders, it pays or is

paid any fee or commission, or provides or is provided with any non-monetary benefit except:

b) Proper fees which enable or are necessary for the provision on investment services, such as custody costs, settlement and exchange fees, regulatory levies or legal fees, and which, by their nature, cannot give rise to conflicts with the Company's duties to act honestly, fairly and professionally in accordance with the best interests of its clients.

Receipt of fees and commission: The Company is not paying or is being paid any fee or commission or providing or being provided with any non-monetary benefit in connection with the provision of an investment service or ancillary service to the client, unless the fee, commission or non-monetary benefit is designed to enhance the quality of the relevant service to the client.

A fee, commission or non-monetary benefit shall be considered to be designed to enhance the quality of the relevant service to the client if all of the following conditions are met:

- I. it is justified by the provision of an additional or higher-level service to the relevant client, proportional to the level of inducements received, such as the provision of access, at a competitive price, to a wide range of financial instruments that are likely to meet the needs of the client, including an appropriate number of instruments from third party product providers having no close links with the investment firm, together with either the provision of added-value tools, such as objective information tools helping the relevant client to take investment decisions or enabling the relevant client to monitor, model and adjust the range of financial instruments in which they have invested, or providing periodic reports of the performance and costs and charges associated with the financial instruments,
- II. it does not directly benefit the recipient firm, its shareholders or employees without tangible benefit to the relevant client,
- III. it is justified by the provision of an on-going benefit to the relevant client in relation to an ongoing inducement.

In relation to any payment or benefit received from or paid to third parties, the Company shall disclose to the client the information required by the relevant Law.

E. Selection of service providers:

In the event of any personal relationship between the Company and the third party, or a person connected to them, the Company takes this into account and considers potential conflicts or the appearance of conflicts in making its selection. As far as possible, the connected party should refrain from being involved in the actual decision-making process.

The Company prevents conflicts arising regarding the selection of a service provider by not accepting or providing fees, commissions and non-monetary benefits which do not directly enhance the service offered.

F. Remuneration and other staff matters:

Staff remuneration is carefully considered to ensure that conflicts do not inadvertently arise through targets that inappropriately incentivise staff members to behave in a manner that disadvantages the interests of clients in favour of the Company.

As a policy, none of the Company's employees and/or Directors can be remunerated based on the successful promotion of certain products or financial instruments over others.

Additionally, in no case will the variable remuneration component exceed the fixed component of the total annual remuneration for each individual.

Other staff matters:

Outside employment and business interests

The Company's relevant persons may not participate in outside business interests which in any way interfere with their work or which puts them in a position of conflict with the interests of the Company or its clients.

Employee Leave

Staff members are entitled to 20 working days of annual leave each year, starting from 1 January to 31 December in the same calendar year, which are not transferrable to the next calendar year. The annual leave form should be completed and submitted each time the employee returns from any type of leave.

More than one person in the same line of work cannot be on annual leave simultaneously. The staff member requesting annual leave should consult with their direct colleague(s) to ensure they will be able to cover their duties while they are away.

There are 3 types of leave available to employees:

Annual leave

Management strongly recommends for all staff to take their annual leave in a proportionate manner in order to avoid clashes. The recommendation is to take leaves quarterly, i.e.:

- 1) 5 days Jan-Mar
- 2) 5 days Apr-Jun
- 3) 5 days Jul-Sep
- 4) 5 days Oct-Dec

Any other requests will be considered provided they do not clash with minimum staffing requirements.

Unpaid leave

Any days of annual leave taken in excess of the total days of entitlement will be treated as unpaid leave and will be deducted from the monthly salary.

Sick leave

Should a staff member be absent due to illness, the relevant manager should be informed as soon as possible, preferably before 9am of the same working day. Sick leave taken in excess of 3 consecutive working days will be deducted from the annual leave entitlement. The staff member can apply to the social insurance agency for remuneration beyond the 3 days by providing a doctor's certificate of illness.

G. Access to electronic data:

The Company has a security policy in place, which governs the access to electronic data so that the persons engaged in each department do not have a direct physical access to records and information concerning the subject matter of another department and which are not considered necessary for the execution of specific work. Specifically, separate permissions and access rights are provided for the various departments.

H. Supervision and segregation of departments

The Company maintains separate supervision and segregation of departments / functions which provide services to clients, whose interests may conflict with those of other clients or with the interests of the Company.

I. Additional requirements in relation to the placing of financial instruments

The Company will follow the provisions of Articles 38(2), 39 and 40 of Commission Delegated Regulation (EU) 2017/565 where:

- The Company shall have in place a centralised process to identify all placing of financial instruments operations and record such information, including the date on which the Company was informed of potential placing operations. The Company shall identify all potential conflicts of interest arising from other activities and implement appropriate management procedures. In cases the Company cannot manage a conflict of interest by way of implementing appropriate procedures, it shall not engage in the operation.
- The pricing of the offer does not promote the interests of other clients or the Company's own interests, in a way which may conflict with the issuer client's interests;
- The prevention or management of a situation where persons responsible for providing services to the Company's investment clients are directly involved in decisions about corporate finance advice on pricing to the issuer client.
- The Company will provide Clients with information about how the recommendation as to the price of the offering and the timings involved is determined, if such a service is offered. In particular, the firm shall inform and

engage with the issuer client about any hedging or stabilisation strategies it intends to undertake with respect to the offering, including how these strategies may impact the issuer clients' interests. During the offering process, the Company shall also take all reasonable steps to keep the issuer client informed about developments with respect to the pricing of the issue. The Company is informed about the price offering and timing requirements but does not intend to provide this service at the moment.

- The Company shall establish, implement and maintain effective arrangements to prevent recommendations on placing from being inappropriately influenced by any existing or future relationships.
- The Company shall establish, implement and maintain effective internal arrangements to prevent or manage conflicts of interests that arise where persons responsible for providing services to the firm's investment clients are directly involved in decisions about recommendations to the issuer client on allocation.
- The Company shall not accept any third-party payments or benefits unless such payments or benefits comply with the inducements requirements laid down in Article 24 of Directive 2014/65/EU. In particular, the following practices shall be considered non-compliant with those requirements and shall therefore be considered not acceptable:

(a) an allocation made to incentivise the payment of disproportionately high fees for unrelated services provided by the investment firm ('laddering'), such as disproportionately high fees or commissions paid by an investment client, or disproportionately high volumes of business at normal levels of commission provided by the investment client as a compensation for receiving an allocation of the issue;

(b) an allocation made to a senior executive or a corporate officer of an existing or potential issuer client, in consideration for the future or past award of corporate finance business ('spinning');

(c) an allocation that is expressly or implicitly conditional on the receipt of future orders or the purchase of any other service from the Company by an investment client, or any entity of which the investor is a corporate officer.

- The Company shall establish, implement and maintain an allocation policy that sets out the process for developing allocation recommendations. The allocation policy shall be provided to the issuer client before agreeing to undertake any placing services. The policy shall set out relevant information that is available at that stage, about the proposed allocation methodology for the issue.
- The Company shall involve the issuer client in discussions about the placing process in order for the firm to be able to understand and take into account the client's interests and objectives. The investment firm shall obtain the issuer client's agreement to its proposed allocation per type of client for the transaction in accordance with the allocation policy.

In order to follow the above general requirements, the Company will implement the below measures:

KIIS preparation:

When the Company produces or arranges for the production of a KIIS that is intended or likely to be subsequently disseminated to Investors or to the general public, the below measures are implemented in relation to the employees involved in the production of the KIIS and other relevant persons whose responsibilities or business interests may conflict with the interests of the persons to whom the investment research is disseminated.

The Company shall ensure that the following conditions are satisfied:

1. All parties involved in the production of the due diligence may not accept inducements from those with a material interest in the subject-matter of the investment research.
2. All parties involved in the production of the research must not promise favorable research/analysis and should always keep their opinion unbiased. Any attempts to influence, bribe or mislead the opinion of Company employees should be immediately reported to the Managing Director and the Compliance Function.
3. All parties involved may be permitted to review a draft of the KIIS for the purpose of verifying the accuracy of factual statements made in that research and not for any other purpose other than verifying compliance with the Company's legal obligations if the draft includes a recommendation or a valuation.

Regarding potential conflicts of interest arising between Clients, the Company takes the following measures to safeguard against those conflicts:

- a. Any valuations are performed by the Risk Manager, preventing Clients from inflating share prices at the expense of (potentially) Non-sophisticated Investors.
- b. The structure of the service to be offered is agreed upon between prior to the launch of the service which involves both Clients.
- c. The Company performs due diligence on Client legal entities and relevant personnel to check for any links which may lead to conflicts of interest.

5. Disclosures

The Company shall disclose to its clients the general nature and sources of conflicts of interest and the steps taken to mitigate them. Such disclosure shall be made on the website of the Company on a place that is easily accessible for Clients, and include sufficient detail, taking into account the nature of the Client, to enable that client to make an informed decision with respect to the service in the context of which the conflict of interest arises.

The Company shall disclose that information to clients on a durable medium, unless no conflict of interest has been identified between the Company, its shareholders, its managers or employees, or any natural or legal person linked to them by control, and its

Clients, or between one Client and another Client, and shall update that information where relevant. The below procedures will be followed on disclosure:

- a. Where organizational or administrative arrangements made by the Company to prevent and/ or mitigate conflicts of interest from adversely affecting the interest of its Clients are not sufficient to ensure, with reasonable confidence, that risks of damage to Client interests will be prevented, the Company shall clearly disclose to the Client the general nature and/ or sources of conflicts of interest and the steps taken to mitigate those risks, before undertaking business and/ or refrain from acting for the Client concerned.
- b. It is noted that, under applicable law, disclosure is a measure of last resort that is used only when other arrangements made by the Company to manage conflicts are not deemed sufficient to ensure with reasonable confidence that the risk of damage to the interests of a Client will be prevented.
- c. The disclosure will be made in a durable medium and include a specific description, sufficient detail, explaining the nature and source of the potential conflict, risk/s associated or that may arise as a result of the Conflict, and the steps taken to mitigate such conflict as to enable the Client to make an informed decision with respect to the Service provided or demanded by the Client.
- d. The disclosure shall clearly state that the organizational and administrative arrangements established by the Company to prevent or manage the potential Conflict are not sufficient to ensure, with reasonable confidence, that the risks of damage to the interests of the Client will be prevented. Following such communication, the consent of the Client shall need to be obtained and recorded before proceeding with the provision of the Service.
- e. For the avoidance of doubt, disclosures herein are made by the Company in order to provide the Client with general information as to the Company's approach to managing conflicts generally and not due to the Company having concluded that its arrangements for managing Conflicts are insufficient. It is noted that if a Conflict arises which cannot be sufficiently mitigated through disclosures or other controls the Company will not process any such transaction or relationship.
- f. Recording of instances where there is a risk of Conflicts of Interest
- g. The Compliance Officer shall have the responsibility to keep and regularly update a record of the kinds of investment service or activity carried out by the Company in which a conflict of interest entailing a material risk of damage to the interests of one or more Clients has arisen or, in the case of an ongoing service or activity may arise, including any actions taken, as well as any consents given.

The disclosure shall clearly state that the organisational and administrative arrangements established by the investment firm to prevent or manage that conflict are not sufficient to ensure, with reasonable confidence, that the risks of damage to the interests of the client will be prevented.

The disclosure must also include specific description of the conflicts of interest that arise in the provision of investment and/or ancillary services, taking into account the nature of the client to whom the disclosure is being made. The description shall explain the general

nature and sources of conflicts of interest, as well as the risks to the client that arise as a result of the conflicts of interest and the steps undertaken to mitigate these risks, in sufficient detail to enable that client to take an informed decision with respect to the investment or ancillary service in the context of which the conflicts of interest arise.

6. Record keeping

The Company shall maintain and regularly update a record of the kinds of investment or ancillary service carried out by or on behalf of the Company in which a conflict of interest entailing a material risk of damage to the interests of one or more clients has arisen or may arise.

The records will be kept by the Compliance Officer at the usual place of business. Any actions must be recorded and reported to the BoD without any delay.

The BoD shall receive on a frequent basis, and at least annually, written reports on cases of services or activities giving rise to detrimental conflict of interest, if occurred.

7. Updating and review of the Policy

At least on an annual basis, the Company shall assess and review its Policy, and shall take all appropriate measures to address any deficiencies. The Company should avoid over-reliance on disclosure of conflicts of interest since it is considered a deficiency in the Company's overall conflicts of interest policy. The Policy shall be adequately monitored and reviewed by the Compliance Officer.

8. Disciplinary procedures

Failure to comply with the rules, policies and procedures set out in this Manual or acting in a way which shows a breach of the relevant law and the regulations issued by the CySec from time to time may result in disciplinary action being taken.

In certain cases, following an internal assessment of the situation, the Chief Executive Officer may suspend or cancel an individual employee's authority to act on behalf of the Company.