

SUMMARY DESCRIPTION OF MANAGEMENT OF CONFLICTS OF INTEREST POLICY

INTRODUCTION

NTFX CAPITAL LTD (“NTFX” OR “IF “) is authorised by the Cyprus Securities & Exchange Commission (“CySEC”), licence number 280/15.

Under the Investment Services the exercise of Investment Activities and the operation of regulated markets Law of 2017 – Law 87(I)/2017, the IF is required to take all appropriate steps to detect and avoid conflicts of interest. The IF is committed to act honestly, fairly and professionally and in the best interests of its Clients and to comply, in particular, with the principles set out in the above legislation when providing investment services and other ancillary services related to such investment services.

NTFX CAPITAL LTD (the “IF ”) have adopted a conflicts of interest policy which:

- identifies circumstances which may give rise to conflicts of interest including a material risk of damage to clients’ interests; and
- sets out mechanisms and systems to be adopted by the Firm in managing these conflicts.

This document describes in summary form the IF’ conflicts of interest policy.

If you would like further details of the conflicts of interest policy, please contact us by e-mail indicated as contact email on our website.

IDENTIFIED CONFLICTS OF INTEREST

Under MiFID, a conflict of interest will arise where there is a conflict:

1. between the interests of a firm, certain persons connected to it or a member of the firm's group and a duty owed to a client;
2. between the differing interests of two or more of a firm's clients, to each of whom the firm owes a duty, where the conflict of interest might damage or adversely affect either of their respective interests.

The Firm has identified the following main types of conflict of interest applicable to it:

- Acting for own account when dealing with a client;
- Conflicts in agency dealings;
- Conflicts associated with holding confidential information;
- Conflicts arising out of the charges for fees and commissions;
- Conflicts arising in relation to the giving or receipt of inducements;

- Conflicts arising from personal account dealing; and
- Conflicts arising from the aggregation of client orders.

A record of the kinds of services and activities carried out by or on behalf of the NTFX 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, is maintained and regularly updated.

PROCEDURES AND MEASURES ADOPTED TO MANAGE CONFLICTS

NTFX adopts such of the following procedures and measures as it considers necessary and appropriate to ensure that, in relation to each identified conflict, the NTFX acts with the requisite degree of independence and that the identified conflict does not give rise to a material risk of damage to the interests of its clients.

Confidential information and Segregation of duties

The NTFX's employees are under a general duty to respect the confidentiality of client information and not pass it on or use it inappropriately. In certain particularly sensitive areas, the NTFX has adopted more specific procedures (commonly known as "Chinese walls") to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of conflict of interest where the exchange of that information may harm the interests of one or more clients.

Persons located within a Chinese wall are prohibited from inappropriately passing information to those outside the wall, except with the approval of the Firm's Compliance Officer where it is appropriate to the service being provided to the client. Persons located outside a Chinese wall are not permitted access to information held within the Chinese wall, except in appropriate cases.

On occasion, it may be appropriate for a person who is normally on the public side of the Chinese wall to cross to the private side (for example, a salesperson or analyst taken over a Corporate Finance Chinese wall to advise on a take-over or new issue). As a result of becoming subject to the Chinese wall, such person may be unable to continue to perform his normal functions.

Separate supervision

Where appropriate, 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, may be subject to separate supervision.

Remuneration

The NTFX's remuneration structure seek to ensure 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.

Inappropriate influence

NTFX has adopted a general policy that no employee may exert or threaten to exert inappropriate influence over another employee whether or not that other person works within

the same business area.

Segregation of function

Where appropriate, the IF takes steps to prevent and 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.

Gifts, entertainment and inducements

Employees are prohibited from offering, giving, soliciting or accepting an inducement, gift or benefit if it is likely to materially conflict with any duty that the employee or either of the IF owes to their clients. Relevant inducements include inducements received by the IF or its employees from clients and third parties.

Independence

The IF has adopted a policy of independence which authorises and requires the IF and its employees carrying on investment business to act in the best interests of the client at all times and to ignore any conflicting interest of the IF or of the relevant employees to the extent that the same would conflict with such duty to the client.

Personal account dealing policy

All employees of the IF are subject to a personal account dealing policy, which imposes prohibition, certain restrictions, approval procedures and reporting requirements in relation to personal account dealing. The personal account dealing policy requires employees to disclose all personal dealing and in some cases receive prior approval for personal account transactions. Employees are required to avoid any personal account transactions that may place them in conflict with the interests of either clients or the IF.

The following requirements and prohibitions have been set in force for IF's relevant persons who are involved in activities that may give rise to a conflict of interest relating to Clients or transactions with or on behalf of Clients.

Each of IF's Directors, managers, employees and other relevant persons is prohibited to:

Enter into a personal transaction which meets at least one of the following criteria:

- That person is prohibited from entering into a transaction under the Insider Dealing and Market Manipulation (Market Abuse) law;
- The transaction involves the misuse or improper disclosure of confidential information;
- The transaction conflicts or is likely to conflict with an obligation of Firm under the Law and applicable legislation.

- Advise or procure, other than in the proper course of employment or contract for services, any other person to enter into a transaction in Financial Instruments which meets the above criteria;
- Disclose, other than in the normal course of employment or contract for services, any information or opinion to any other person if the relevant person knows, or reasonably ought to know, that as a result of that disclosure that other person will or would be likely to take either of the following steps:
- Enter into a transaction in Financial Instruments by misusing confidential information and/or a transaction conflicts or is likely to conflict with an obligation of Firm under the Law and applicable legislation,
- Advise or procure another person to enter into such a transaction.

The arrangements implemented by IF in regard of the personal transactions are in particular designed to ensure that:

- Each relevant person is aware of the restrictions on personal transactions, and of the measures established by IF in connection with personal transactions and in connection with disclosure of these transactions;
- The IF is informed promptly of any personal transaction entered into by a relevant person, either by notification of that transaction or by other procedures enabling the IF to identify such transactions,

A record is kept of the personal transaction notified to the IF or identified by it, including any authorisation or prohibition in connection with such a transaction;

In the case of outsourcing arrangements the IF ensures that the person to whom the activity is outsourced maintains a record of personal transactions entered into by any relevant person and provides that information to the IF promptly on request.

Disclosure

Where the organisational or administrative arrangements made by the IF to manage conflicts of interest are not sufficient to ensure, with reasonable confidence, that risks of damage to client interests will be prevented, the IF will clearly disclose the general nature and/or sources of conflicts of interest to the client before undertaking business on its behalf.

Disclosure to clients will be made in a durable medium and include sufficient detail, taking into account the nature of the client, to enable that client to take an informed decision with respect to the service in the context of which the conflict of interest arises.

Declining to act

The Firm may decline to act where it believes that there is no other practicable way of ensuring that the client would be treated fairly.