

Conflicts of Interest Policy

Novia Global Europe Limited

Introduction

Novia Global Europe Limited ("the Company") is an Investment Firm incorporated and registered under the laws of the Republic of Cyprus, with registration number HE424654. The Company is authorized and regulated by the Cyprus Securities and Exchange Commission (hereafter the "CySEC") under the license number 431/23.

In line with the Markets in Financial Instruments Directive (Directive 2014/65/EU) ("MiFID II") and Regulation (EU) No 600/2014 ("MiFIR"), the Company maintains and operates robust organizational and administrative arrangements to identify, prevent (where possible), escalate, manage, and, if necessary, disclose conflicts of interest as a last resort. This approach supports the Company's commitment to treating clients fairly and consistently prioritizing their best interests.

This policy defines conflicts of interest as situations where the firm's interests, or those of its employees, may interfere with or appear to interfere with the interests of a client. Conflicts can be actual, potential, or perceived, and may involve situations where personal gain influences business decisions or where obligations to one client conflict with duties to another. This policy applies to all business activities, client interactions, and relationships with third parties, ensuring transparency and fairness in all firm dealings.

Regulatory Framework

This Policy has been developed in accordance with the following laws, regulations, directives, and guidelines:

- ◆ The Law on the Provision of Investment Services, Exercise of Investment Activities, Operation of Regulated Markets, and other related matters (L. 87(I)/2017).
- ◆ Regulation (EU) No 600/2014 on markets in financial instruments (MiFIR), amending Regulation (EU) No 648/2012.
- ◆ Directive 2014/65/EU on markets in financial instruments (MiFID II), amending Directive 2002/92/EC and Directive 2011/61/EU.
- ◆ Additional laws, directives, and circulars issued by CySEC, as applicable.

The Policy Outlines the Company's Approach To

- ◆ Identifying situations where actual or potential conflicts of interest may arise, which could compromise the Client's best interests.
- ◆ Adopting effective procedures, mechanisms, and systems to identify and manage such conflicts.
- ◆ Establishing proactive measures to prevent any potential harm from conflicts of interest.
- ◆ Continuously monitoring the effectiveness of the controls and measures in place for identifying, preventing, and disclosing conflicts of interest.

Obligation to Manage Conflicts of Interest

- ◆ In compliance with MiFID II and MiFIR, the Company is required to establish, implement, and maintain a written Conflicts of Interest Policy tailored to the size, structure, nature, scope, and complexity of its business.
- ◆ This Conflicts of Interest Policy outlines the necessary procedures and measures for managing identified conflicts of interest. The Company applies all required organizational and administrative measures, along with appropriate procedures, to prevent or address conflicts that may arise among its stakeholders, employees, or Clients.

Conflicts of Interest

Novia Global Europe Limited operates a strict Conflicts of Interest Policy.

The Company employs a range of internal controls designed to prevent conflicts of interest, such as implementing Chinese walls, segregating duties, and ensuring independent oversight by compliance and risk management. Role-based limitations are in place to ensure that employees involved in investment decision-making are also not responsible for compliance oversight related to those decisions. These measures maintain the integrity of business operations and reduce the potential for conflicts that could affect client interests.

Conflicts of interest will invariably exist for us within the operation of our business. We maintain operational, organizational and administrative arrangements designed to prevent conflicts of interest from occurring or giving rise to a risk of damage to the interests of any clients.

In respect of the business that we conduct, the following summarises the measures we take to manage both potential and actual conflicts:

- ◇ Our employees are required to act in the best interests of each individual client and not to have regard to the interests of one client, Novia Global Europe Limited or an intermediary, over the interests of any other.
- ◇ We operate a policy of supervision of persons whose principal role is to carry out transactions or provide services to clients whose interests may conflict with each other, or with the interests of our firm.
- ◇ We operate measures to manage and monitor the duties of any persons who may exercise influence over the way in which another person carries out services and activities, where such involvement may impair the proper management of conflicts of interest.
- ◇ We operate procedures to prevent or control the exchange of information between persons engaged in activities involving a risk of a conflict of interest.
- ◇ We do not allow the remuneration of persons engaged in one activity to be linked to the remuneration of different persons engaged in another activity, where a conflict of interest may arise in relation to those activities.
- ◇ We ensure Client orders are carried out sequentially and promptly unless the order itself or prevailing market conditions make this impracticable.

We will take all reasonable steps to identify where a conflict of interest has arisen and notify where such a conflict results in a material risk. Where we believe we are unable to mitigate or manage conflicts of interest, we will disclose such facts or decline to act for your clients.

Identified Conflicts of Interest

Novia Global Europe Ltd has identified the following primary types of conflicts of interest relevant to its various operational areas:

- ◇ Acting on its own account when transacting with a Client;
- ◇ Conflicts in dealings across any capacity;
- ◇ Conflicts related to holding confidential information;
- ◇ Conflicts stemming from the group structure;
- ◇ Conflicts involving fees and commission charges;
- ◇ Conflicts related to inducements; and
- ◇ Conflicts from personal account dealing.

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

- ◇ between the interests of the Company, certain persons connected to it or a member of the Company's group and the interests of a Client;
- ◇ between the interests of two or more of the Company's Clients, to each of whom the Company owes a duty, where the conflict of interest might damage or adversely affect either of their respective interests.
- ◇ between the Company's employees, or between the Company and its employees;
- ◇ between the Company and a member of its Board of Directors (BoD) or the Company and a member of its Senior Management;
- ◇ between the Company and its Clients as a result of the various activities and roles of the Company in its capacity as a lender, provider of investment and ancillary services as well as proprietary trader.

Client Consent and Rights

Clients have the right to be informed of conflicts that could affect their interests. Where applicable, the Company will seek client consent for certain activities that involve identified conflicts. Clients are encouraged to communicate any concerns regarding potential conflicts.

Record-Keeping and Reporting

The Compliance Officer maintains and regularly updates a record of the types of investment or ancillary services and investment activities conducted by or on behalf of the Company, where conflicts of interest involving a material risk to Client interests have arisen or may arise in ongoing services or activities.

The Company ensures transparency in its operations by logging all relevant process failures and any perceived, potential, or actual conflicts of interest in the Conflicts of Interest Register.

The Compliance Officer is responsible for preparing and delivering a report to Senior Management, detailing services or activities that have resulted in detrimental conflicts of interest, on an ad-hoc basis and at least annually. The Conflicts of Interest Register is also managed by the Compliance Officer.

Employee Responsibilities and Training

Employees are responsible for identifying and reporting any conflicts of interest they encounter, including potential conflicts related to personal activities or relationships. The Company provides regular training to ensure employees understand what constitutes a conflict of interest and the steps to take when one arises.

Changes to our Conflicts of Interest policy

This policy may, at our discretion, be updated from time to time.

Any changes we make to our Conflicts of Interest policy in the future will be posted on this page and, where appropriate, notified to you by e-mail or post. Please check back frequently to see any updates or changes to our Conflicts of Interest policy.