



Summary of Conflicts of Interest Policy

June 2025

1. Introduction

This summarized Conflicts of Interest Policy (“the Policy”) is provided to you (our Client or prospective Client) in accordance with the Investment Services and Activities and Regulated Markets Law of 2017 L.87(I)/2017 (“the Law”), pursuant to which Tickmill Europe Ltd (“the Company”) is required to take all appropriate steps to detect and avoid conflicts of interest.

In accordance with the Markets in Financial Instruments Directive II (MiFID II) implemented in the European Union and the Investment Services and Activities and Regulated Markets Law of 2017 (Law 87(I)/2017) in Cyprus, the Company is obliged to provide clients and potential clients with a summary of its Conflict of Interest Policy (the “Policy”). The Company must take all reasonable measures to identify and prevent conflicts of interest that may arise either between the Company (including its directors, staff, and tied agents or any person directly or indirectly connected to the Company through control) and its clients, or between different clients, in the course of delivering investment or ancillary services, or any combination of these services.

For your benefit and protection, please ensure you take sufficient time to read this and any other additional documentation and information available to you via our website, prior to opening an account and/or carrying out any activity with us.

2. Purpose

The purpose of this document is to set out the Company’s approach in identifying and managing conflicts of interest which may arise during the course of its normal business activities. In addition, this document identifies circumstances which may give rise to a conflict of interest.

3. Scope

In accordance with the Investment Services Activities and Regulated Market Law of 2017, the Company is required to take all reasonable steps to identify conflict of interest between:

- a) itself, including its managers and employees, tied agents or other **relevant persons**, as well as any person directly or indirectly linked to them by control, and their clients; or
- b) one client and another client of the Company.

Relevant person in relation to the Company means any of the following persons:

- a. a member of the board of directors, partner or equivalent, manager or tied agent.
- b. a member of the board of directors, partner or equivalent, or manager of the tied agent.
- c. an employee of the Company or of a tied agent of the Company, as well as any other natural person whose services are placed at the disposal and under the control of the Company or a tied agent of the Company who is involved in the provision by the Company of investment services or/and the performance of investment activities.

- d. a natural person who is directly involved in the provision of services to the Company or to its tied agent under an outsourcing arrangement for the purpose of the provision by the Company of investment services or/and the performance of investment activities

4. General Identification of Conflicts of Interest

When the Company deals with or on behalf of the Client, the Company, an associate or some other person connected with the Company may have an interest, relationship or arrangement in relation to the Transaction concerned or that it conflicts with the Client's interest.

The Company has identified the following 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, as a result of providing investment services:

- a) the Company may be matching the Client's orders with that of another Client by acting on such other Client's behalf as well as on the Client's behalf;
- b) the Company's portfolio managers may trade in Financial Instruments on behalf of the Clients knowing that the trades will be beneficial to the Company, its employees' or related persons' positions in the same Financial Instruments;
- c) the Company or a Related Person is likely to make a financial gain, or avoid a financial loss, at the expense of the Client. The Company is the counterparty to its Clients positions (i.e. acts as Principal) and therefore stands to profit if the Client loses.
- d) the Company or a Related Person 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;
- e) the Company or a Related Person has a financial or other incentive to favour the interest of another Client or group of Clients over the interests of the Client;
- f) the Company or a Related Person carries on the same business as the Client;
- g) The Company may provide portfolio management services to its Clients, while also recommending or selling products issued by the Company, or affiliated companies.

5. General Procedures and Controls for Preventing and Managing Conflicts of Interests

In general, the procedures and controls that the Company follows to manage the identified conflicts of interest include the following measures (list is not exhaustive):

- a) The Company undertakes ongoing monitoring of business activities to ensure that internal controls are appropriate. The Company undertakes effective procedures to prevent or control the exchange of information between Related 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 Related Persons whose principal functions involve providing services to Clients whose interests may conflict, or who otherwise represent different interests that may conflict, including those of the Company.
- c) Measures to prevent or limit any person from exercising inappropriate influence over the way in which the Related Person carries out investment services.
- d) Measures to prevent or control the simultaneous or sequential involvement of a Related Person in separate investment services where such involvement may impair the proper management of conflicts of interest.
- e) A policy designed to limit the conflict of interest arising from the giving and receiving of inducements.
- f) Chinese walls restricting the flow of confidential and inside information within the Company, and physical separation of departments.
- g) Procedures governing access to electronic data.
- h) Segregation of duties that may give rise to conflicts of interest if carried on by the same individual.
- i) Personal account dealing requirements applicable to Related Persons in relation to their own investments.
- j) Establishment of in-house Compliance Department to monitor and report on the above to the Company's Board of Directors.
- k) Prohibition on officers and employees of the Company having external business interests conflicting with the interests of the Company without the prior approval of the Company's board of directors.
- l) A "need-to-know" policy governing the dissemination of confidential or inside information within the Company.
- m) Appointment of Internal Auditor to ensure that appropriate systems and controls are maintained and report to the Company's Board of Directors.

- n) Establishment of the “four-eyes” principle in supervising the Company’s activities.
- o) A policy designed to ensure that Clients’ orders are executed in terms favorable to them.

6. Specific Identification of Conflict of Interest and Measures for their Management

The Company is constantly conducting an in-depth analysis of its business and organisational arrangements including best execution arrangements, inducement practices, remuneration practices and investment research/marketing communication procedures, to ensure that all likely conflict of interest situations are identified regardless of materiality. The Company has identified the following circumstances which give rise to a conflict of interest entailing a risk of damage to the interests of one or more Clients, as a result of providing investment services:

(a) Remuneration of staff:

The Company has a remuneration structure for different positions/roles. In order for the Company to manage the potential conflicts of interest arising out of this practice, it has put in place, inter alia, the procedures and arrangements below regarding the commissions paid to its staff:

- (i) The Company awards variable Remuneration only when the relevant departments of the Company have conducted their duties according to the regulatory requirements (act clear, fair and not misleading).
- (ii) The Company monitors via a variety of methods the Departments that receive variable Remuneration (especially sales staff) in order to ensure whether they are acting in the best interest of their clients. Company records all calls between the sales and clients whereas Compliance performs sample checks of the recorded calls and makes a relevant monthly report to the Board of Directors of the Company.
- (iii) The Company ensures that variable Remuneration is based on quantitative (calls/net deposits volumes) and qualitative (by monitoring compliance of the information provided to clients). The Company adopted measures based on the information provided to clients. The employees were informed of the possible consequences of a breach and were provided with rules and guidelines for

communication with clients to adhere to.

- (iv) The Company proceeds in an on-going education of the sales and other key functions of the Company in order to update their knowledge and be consistent with the regulatory requirements.

7. Client's Consent

By entering into the Client Agreement with the Company, the Client acknowledges and consents to the terms of this Policy, which forms an integral part of the Client Agreement. Furthermore, the Client expressly authorizes the Company to engage in transactions or conduct business with the Client in any manner the Company deems appropriate, even in circumstances where a conflict of interest may exist or the Company may have a direct or indirect interest in the transaction, without the need for prior notification to the Client.

In instances where the Company is unable to manage a conflict of interest effectively, it shall inform the Client accordingly

8. Disclosure of Information

The Company must adequately consider how to manage all conflicts of interest before resorting to disclosure. This will be a last resort after all appropriate steps have been taken.

If during the course of a business relationship with a Client or group of Clients, the organizational or administrative arrangements/measures in place are not sufficient to avoid or manage a conflict of interest relating to that Client or group of Clients, the Company will disclose the conflict of interest before undertaking further business with the Client or group of Clients.

The disclosure will:

- be in a durable medium;
- clearly state that the organizational and administrative arrangements established by the Company to prevent or manage the conflicts are not sufficient to ensure, with reasonable confidence, that the risks of damage to the interests of the Client will be prevented;
- include a specific description of the conflicts of interest that arise in the provision of investment services and ancillary services;
- explain the risks to the Client that arise as a result of the conflicts of interest and the steps undertaken to mitigate these risks; include sufficient detail, taking into account the nature of the Client, to enable the Client to make an informed decision with respect to the services in the context of which the conflict of interest arises.

If a Client decides not to go ahead with the service due to the conflict disclosed, the Company will have no choice but to decline the provision of services if the conflict cannot be effectively managed.

9. Amendment of the Policy and Additional Information

The Company reserves the right to review and/or amend its Policy and arrangements whenever it deems this appropriate according to the terms of the Client Agreement between the Company and the Client.

Should you require any further information and/or have any questions about conflicts of interest please direct your request and/or questions to support@tickmill.eu.