



## **CONFLICTS OF INTEREST POLICY**

**T MARKETS EU LIMITED**

**v.2 – 07/2025**

T Markets EU Limited is a Cyprus Investment Firm, regulated by the Cyprus Securities and Exchange Commission (CySEC)

License Number: 208/13 / Registration Number: HE 291974

Registered Office Address: Agias Zonis & Thessalonikis, 1, NICOLAOU PENTADROMOS CENTER, Floor 7, Office 701-702, 3026, Limassol, Cyprus

## 1. INTRODUCTION

The purpose of this Conflicts of Interest Policy (the “**Policy**”) is to specify the procedures put in place by T Markets EU Limited (the “**Company**”) in identifying and managing the circumstances which may give rise to conflicts of interest during its normal business activities. The policy also identifies the possible types of conflict of interest that arise when the Company offers its investment and ancillary services and circumstances where the Company cannot ensure that their existence would not result in damaging clients’ interests. The Policy is appropriate to the size and organisation of the Company and the nature, scale and complexity of its business.

The Company is obliged under applicable regulation, including but not limited to, Law 87(I)/2017, to take all reasonable steps to identify conflicts of interest between itself, including the activities undertaken by the Company’s directors, managers and employees, affiliates and any other persons directly or indirectly linked by control to the Company (the “**Related Persons**”), that arise in the course of providing any investment and ancillary services. The Company shall ensure that has taken all necessary steps to detect and manage the conflict of interest in order to ensure that its clients’ interests are protected. The Policy is intended to do so by:

- Identifying, with reference to the specific investment and ancillary service and activities carried out by, or on behalf of, the Company, the circumstances which constitute or may give rise to a conflict of interest, entailing all potential risks risk of damage to the interests of one or more clients; and
- Specifying procedures to be followed and measures to be adopted in order to manage such conflicts.

## 2. IDENTIFICATION OF CONFLICTS OF INTEREST

The Company defines a conflict of interest as any situation where either the Company or an individual is in a position to exploit a professional or official capacity in some way for either corporate or personal benefit. Situations where conflicts of interest can occur include the following:

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

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to the Company, 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 money, goods or services, other than the standard commission or fee for that service.

- f. The Company may be matching the client's order with that of another client by acting on such other client's behalf, as well as on the client's behalf.
- g. The Company may receive or pay inducements to or from third parties due to the referral of new clients or a client's trading.
- h. The possible use or dissemination of confidential information derived from the Reception & Transmission, Execution, Dealing on Own Account, or Portfolio Management Departments or other business units of the Company (e.g. front running).
- i. The direct or indirect investing or management carried out by any relevant person or the Company to clients or accounts which invest in the same assets that may be also purchased or sold by other clients.
- j. The Company may be the counterparty to its clients' positions (i.e. act as principal) and therefore stands to profit if the client loses.
- k. Orders generated for clients by the Portfolio Management Department may be executed through the Dealing on Own Account Department.
- l. The Company trades its proprietary positions and at the same time has knowledge of a client's future transactions via stop limit orders, as applicable.
- m. The remuneration scheme of employees/relevant persons which may be based on the clients' trading volumes or value of trades placed by clients.
- n. The remuneration of third parties, where the interest of a client conflicts with the interest of the third party.
- o. The persons producing investment research/marketing communication and other relevant persons, whose responsibilities to business interest may conflict with the interests of the persons to whom the investment research/marketing communication is disseminated.
- p. The Company is likely to sustain an overall financial loss or avoid a financial loss, by executing the client's specific order.
- q. The Company is likely to sustain an overall financial gain by not executing the client's specific order.
- r. The market moves to a direction of a point/timing and by executing a client's order, doing so will result in a financial loss for the Company.
- s. With regards to share trading, one of the potential conflicts could be inappropriate criteria in the selection of external custodians/depositories, if any. However, The Company will ensure extensive and enhanced due diligence in the selection of any custodians and depositories to manage any possible relevant conflicts.

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- t. The Company may face insider dealing and market manipulation risks and in order to mitigate the aforesaid, access to confidential information will be restricted to those who have proper requirement. Also, employees may trade assets in other investment firms subject to the Company's prior authorisation. The Company may request transaction reports from the aforesaid investment firm, at its discretion

### **3. PERSONAL TRANSACTIONS OF EMPLOYEES**

All employees of the Company that are involved in the investment activities that the Company is authorised to provide must be aware of the restrictions on personal transactions detailed below. This section also includes personal transactions which may be performed by persons who are employed by third parties which perform an outsourced activity to the Company, if any. If any prohibited personal transactions are entered into, the Company must be notified promptly. Employees of the Company that are involved in the provision of investment services or other activities must not enter into personal transactions which will cause the following:

- Breach Section 9 of the Insider Dealing and Market Manipulation (Abuse) Law;
- Misuse or cause improper disclosure of confidential information; or
- Which may conflict with any obligations of the Company.

Where an employee has come into contact with information which is not publicly available to clients or cannot readily be inferred from information that is available, the employee must not act or undertake personal transactions or trade, in the execution of an unsolicited client order, on behalf of any other person, including the Company.

The Company's employees must not disclose any opinion other than in the normal course of business, if the person who is given the opinion is likely to enter into a transaction which is contrary to the above. The employee should also not provide advice or provide any information, other than in the proper course of his/her employment, especially if it is clear that the person who is receiving such information will advise another party who might acquire or dispose of financial instruments to which that information relates. Any client's orders that have been relayed to any employees of the Company must not be disclosed to another party. An employee of the Company who has knowledge of a potential client's order must not carry out a personal transaction that is the same as the client's order, if this will cause a conflict of interest.

#### **Reporting Conflicts of Interest**

In the case of identification of a possible conflict of interest, a staff member must refer it initially to his/her immediate supervisor in order to assist in the assessment of any material risk of damage and send a completed Conflict of Interest Notification Form, together with full details, to allow regulatory scrutiny of:

- corrective and preventive actions;
- how these actions were considered appropriate;
- any conditions imposed; and

- whether there are still ongoing conflicts, how these are being managed and advised to the client, to the Head of Compliance, or his/her designee, for inclusion within the reports reviewed by the Board of Directors.

#### **4. MANAGEMENT OF CONFLICTS OF INTEREST**

The Company has effective organisational procedures in place and controls in order to manage and prevent any conflicts of interest, including the following non-exhaustive list:

- a. The Company has an Internal Operation Manual (IOM) in place which consists of the Company's internal policies, measures, procedures and controls created with the interests of the Company's clients in mind. The IOM is monitored on an ongoing basis and reviewed to ensure its appropriateness and accuracy;
- b. Establishment of an in-house Compliance Function whose responsibilities include the monitoring and reporting possible conflicts of interest to the Board of Directors;
- c. Chinese walls are essentially information barriers which are used to prevent inside information or highly confidential information possessed by one part of the business from being inappropriately passed to, or obtained by, another part of the business. When a Chinese wall is used as a way of managing conflicts of interests, individuals on the other side of the wall will not be regarded as being in possession of knowledge denied to them as a result of the Chinese wall. For example, where arrangements have been put in place to ensure that entities belonging to the same group operate independently of each other with effective Chinese walls, the entities shall not be deemed to have knowledge of each other for conflicts of interest purposes;
- d. The Company has adopted multiple measures to ensure a necessary degree of independence:
  - i. Measures to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of a conflict of interest (i.e. by establishing a Chinese wall).
  - ii. 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 Company.
  - iii. Removal of any direct link between the remuneration of relevant persons principally engaged with 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.
  - iv. 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. Additionally, the person who decides or influences an individual's bonus may exert undue influence over that individual's integrity of judgment.
  - v. Measures to prevent or control the simultaneous or sequential involvement of a

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relevant person in separate investment or ancillary services or activities such as reception and transmission of clients' orders.

## **Disclosure of Conflicts of Interest**

When the measures taken by the Company to manage conflicts of interest are not sufficient to ensure, with reasonable confidence, that risks of damage to clients' interest will be prevented, the Company shall proceed with the disclosure of conflicts of interest to the client. Prior to carrying out a transaction or providing an investment or an ancillary service to the client, the Company must disclose any actual or potential conflict of interest to the client. The disclosure will be made in sufficient time and in a durable mean and shall include sufficient detail, taking into account the nature of the client, to enable him/her to take an informed decision with respect to the investment or ancillary service in the context of which the conflict of interest arises. Clients will be given the opportunity to decide on whether or not to continue their relationship with the Company with no unreasonable obstacles.

**When the disclosure shall be made:** When the organisational or administrative arrangements made by the Company to prevent conflicts of interest from adversely affecting the interests of its clients are not sufficient to ensure, with reasonable confidence, that risks of damage to client interests will be prevented. The disclosure is a measure of last resort, to be used only in the aforementioned occasion. Over-reliance on this disclosure shall be considered a deficiency in the Company's Policy.

**How the disclosure shall be made:** The disclosure shall be made in a durable medium, which also includes the provision of the disclosure through the Company's website.

**What information shall be included in the disclosure:** The disclosure shall 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. This will be met when the disclosure includes at least the following:

- A specific description of the conflict of interest in question, taking into account the nature of the client to whom the disclosure is made. This shall not be seen as excluding the possibility of communicating the disclosure by means of a durable medium to clients;
- Detailed explanation of the nature and/or sources of conflicts of interests, as well as the risks to the client that arise as a result of the conflict and the steps taken to mitigate these risks; and
- Clear statement that the organisational and administrative arrangements established by the Company to prevent or manage that conflict are not sufficient to ensure, with reasonable confidence, that the risk of damage to the interests of the client will be prevented.

## **Record Keeping**

The Company keeps, and regularly updates, a record of the kinds of investment and ancillary services or investment activities 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, in the case of an ongoing service or activity, may arise. The following

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documentation shall be maintained for a minimum period of five (5) years:

- this Policy, including any functional variations, if applicable
- a registry of conflicts of interest reported or observed
- rules, procedures and processes
- training material and training records
- details of any review work carried out (including any decisions made on conflicts management)
- any other documentation used to demonstrate the management of conflicts of interest

## **Procedures**

The Compliance Officer is responsible for maintaining this Policy. In this respect, the Compliance Officer ensures that all of the Company's personnel are aware of the Company's Policy and can clearly identify circumstances that may give rise to conflicts of interest. The Compliance Officer is responsible to regularly review and update the Policy.

In case any employee comes across a situation that may give rise to a conflict of interest, the employee shall immediately report this to the Compliance Officer. The Compliance Officer shall determine, in consultation with the senior management, whether a conflict of interest is present and take the necessary action to resolve it.

## **Responsibilities**

The Company's Board of Directors is responsible for clearly allocating responsibility and delegating authority to accountable individuals to ensure that those involved are aware of their involvement and that the Compliance Officer has a sufficient level of authority and independence in order to carry out their responsibilities effectively.

The Company's Senior Management is required to:

- fully engage in the implementation of policies, procedures and arrangements for the identification, management and ongoing monitoring of conflicts of interest;
- adopt a holistic view to ensure the identification of potential and emerging conflicts within and across business lines and to ensure that informed judgements are made with respect to materiality;
- raise awareness and ensure compliance of relevant individuals by ensuring regular training (including to contractors and third party service providers' staff) both at induction and in the form of refresher training; the clear communication of policies, procedures and expectations; that awareness of conflicts procedures forms part of the performance review/appraisal process, and that the best practice is shared throughout the Company.
- sponsor robust systems and controls and effective regular reviews to ensure that

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strategies and controls used to manage and mitigate risks remain appropriate and effective and that appropriate warnings and disclosures are issued to clients where necessary;

- utilise management information to remain sufficiently up-to-date and informed; and
- support an independent review of the processes and procedures in place.

Employees are required to identify new conflicts of interest arising out of the activities/services that they perform and engage in the process to notify line management upon identifying any potential conflict.

The Company's Compliance Officer is responsible for the day-to-day management of the implementation of this Policy. In particular, he/she or his/her delegate, is responsible for:

- establishing the Policy with respect to conflicts of interest;
- providing training oversight and aid;
- monitoring compliance with arrangements;
- the oversight of conflicts management;
- maintaining records in relation to conflicts of interest;
- providing appropriate internal reporting to the Board of Directors.

## **5. CLIENTS' CONSENT AND DISCLOSURE OF INFORMATION**

By entering into a business relationship and accepting the Company's Terms and Conditions, the client also accepts this Policy and the information contained within. If during the course of business with the client, the Company's measures and arrangements in place are not sufficient to manage a conflict, the Company may choose, at its absolute discretion, not to proceed with carrying out a transaction or matter giving rise to the conflict.

## **6. AVAILABILITY AND UPDATES**

The Company reserves the right to review this Policy whenever it deems appropriate. More information and/or questions regarding this Policy can be requested via [support@trademarkets.eu](mailto:support@trademarkets.eu).