

Conflicts of Interest Policy

Conflicts of Interest Policy (the “Policy”)

The scope of the Policy is to ensure that the Company complies with all legislative requirements and the internal procedures, and to take all reasonable steps to identify and manage any conflicts of interest that may arise between us and any of our clients or between our clients.

The Company has established, implemented and maintains this Policy which outlines the description of identification, prevention, management and disclosure of the conflicts of interest related to the Company, its shareholders, members of control, as well as managers and employees, tied agents, designated individuals or other relevant persons (each - the “Relevant person”), as well as any person directly or indirectly linked to them by control (each - “Linked person”), as well as the Company’s clients, that arise in the course of providing any services.

1. Introduction

The Policy is developed and implemented proper conflict of interest processes within Otet Group, namely, 1) Otet Group Ltd., a company duly incorporated in Saint Lucia, registration No. 2023-00595, being a brokerage company, 2) Otet Group LTD, a company duly incorporated in the Comoros Union (Mwali), registration No. HY00523012, holding a valid Brokerage License No. T2023304 issued by M.I.S.A. (each above and hereinafter referred to as the “Company” or “we” or “our” or “us”). Conflicts of interests may include 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:

- The Company, or a Relevant person, or a Linked person, is likely to make a financial gain, or avoid a financial loss, or receive another kind of benefit at the expense of the client.
- The Company, or a Relevant person, or a Linked person, 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.
- The Company, or a Relevant person, or a Linked person, has a financial or other incentive to favour the interest of another client or group of clients over the interests of the client.
- The Company, or a Relevant person, or a Linked person, carries on the same business as the client.

- The Company, or a Relevant person, or a Linked person, 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, non-monetary benefits or services.
- The affected parties, if conflict of interest arises, can be the Company, its Relevant persons, Linked persons, or its clients. More specifically, a conflict of interest may arise, between the following parties:
 - Between a client and the Company.
 - Between two or more clients of the Company.
 - Between the Company and its Relevant person, or Linked persons.
 - Between a client of the Company and a Relevant person, or Linked person.
 - Between Company's departments, or Relevant persons, or Linked persons etc.

2. Independence

The following measures have been adopted by the Company for ensuring the requisite degree of independence

- Appropriate internal control measures for the prevention of conflicts of interest, and to ensure control over the timely detection, prevention and settlement of conflicts of interest.
- Measures to prevent or control the exchange of information between Relevant persons engaged in activities, Linked persons, involving a risk of a conflict of interest, where the exchange of that information may affect the performance of such a person's duties and responsibilities to the Company (ex: Ethical walls, access controls and data segregation, information-sharing protocols).
- 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.
- 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: the remuneration of employees do not relate with clients' performance.

- Measures to prevent or limit any Relevant person from exercising inappropriate influence over the way in which a Relevant person performs services or activities. Additionally, the Relevant person who decides or influences an individual's bonus may exert undue influence over that individual's integrity of judgment.
- Measures to prevent or control the simultaneous or sequential involvement of a Relevant person in separate services or activities such as reception and transmission of clients' orders and tasks such as portfolio decision making and calculating performance.
- Prevention of persons who are also active outside the Company from having inappropriate influence within the Company in relation to those other activities.
- Whistleblower channels and reporting mechanisms are established within the Company to enable Relevant persons to report instances of inappropriate influence or pressure related to the facts of the conflicts of interest.

3. The Company's Senior Management is required to

- procure and maintain the proper internal mechanisms preventing behaviors that may result in conflicts of interest or the possibility of conflicts of interest;
- 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 persons 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 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.

4. Ethical walls

The Company has constructed adequate Ethical Walls, in accordance with the legal requirements between its departments and has established clear lines of responsibility, in order to avoid the flow of information held by a Relevant person in the course of carrying out a part of its business to be withheld from or used by Relevant persons who are in the process of carrying out another part of its business, as well as Linked persons. In particular, barriers have been established in order the flow of information is restricted between Relevant persons, access has been limited in relation to information and documentation and communication has been restricted between certain Relevant persons during the course of carrying out their parts of business.

5. Disclosure of conflict of interest

When the measures taken by the Company to manage conflicts of interest are not sufficient to ensure, with reasonable confidence, that the risk of damage to clients' interests will be prevented, the Company will disclose the conflicts of interest to the clients in order to prevent a risk of damage to clients' interests. Prior to carrying out a transaction or providing an investment or an ancillary service to a client, the Company must disclose any actual or potential conflict of interest. The disclosure will be in sufficient time, in a durable means.

6. Reporting Conflicts of Interest

In the case of identification of a possible conflict of interest, a Relevant person must refer it initially to his immediate supervisor to assist in the assessment of a material risk of damage and send a completed 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

The Company procures confidential reporting channels for Relevant persons, Linked persons to disclose conflicts of interest.

7. Record keeping

The Company maintains up-to-date records, which are regularly monitored and updated, of all situations giving rise to actual and potential conflicts of interests, and of the measures taken to mitigate such conflicts in the relevant situations. . Any conflict of interest shall be reported to the Company's CEO and Compliance Officer, who shall be responsible for keeping records of conflicts of interest.

8. Policy review and updates

From time to time, the Policy could be reviewed and updated by us. The review includes an assessment of Policy's effectiveness in preventing and managing conflicts of interest, and any necessary changes are properly made to the Policy to ensure that it continues to meet the needs of clients, Relevant persons.