

TOKO FZE

Conflict of Interests Policy

Last Updated: March 23, 2023

Overview

TOKO FZE, its affiliates, and other group companies (collectively “TOKO”) is required to maintain and operate effective organisational and administrative arrangements with a view to taking all reasonable steps to identify, monitor and manage conflicts of interest.

Conflicts of interest can be described as situations where the interests of TOKO or an employee of TOKO are incompatible or in competition with the interests of the TOKO’s clients or wider market participants. If such conflicts remain unidentified and unmanaged, these competing interests may negatively impact the interests of TOKO’s clients and/or the wider financial markets, or TOKO’s commitment to the professional and ethical standards.

For example, a conflict of interests could arise when TOKO or a Staff (as defined below):

- is in a position or facing circumstances where it could make a financial gain, or avoid a financial loss, at the expense of a client; or
- is provided with financial or other incentives to favour a particular client’s interests over the interests of other clients.

Identifying Conflicts of Interests

Every member of TOKO, including the directors, employees, officers and contractors (collectively the “Staff”) has an ongoing duty to identify and report any potential or actual conflict of interests.

In case of any reports or identification of such a circumstance, TOKO is committed to —

- (i) promptly disclose the nature of such conflict to its affected client; and
- (ii) to the extent that the affected client’s interests can be sufficiently protected, manage and minimise such conflict by adopting appropriate measures to ensure fair treatment to its affected client, including establishing and maintaining “Chinese Walls” to separate Staff into different teams.

Managing Conflicts of Interests

TOKO has put in place a control framework that is designed to manage situations where a conflict of interest may arise. This control framework is based on policies and procedures that are subject to ongoing monitoring and review, and supported by firm-wide training and guidance, which include, but are not limited to, the following:

Information barriers

- Robust physical and electronic information barriers are designed to ensure that certain information produced or acquired by employees in one part of TOKO’s business is not shared with employees in another part of TOKO.
- Information Barriers aim to manage conflicts of interest by ensuring that a client’s confidential information is not used for the benefit of others and by ensuring that advice and other services are provided to clients independently of TOKO’s interests.

Confidential information and the “need to know” principle

- TOKO operates a strict “need to know” principle under which confidential information may only be disclosed to persons who need it to serve the legitimate interests of TOKO and its clients and who can be expected to hold it in confidence.

Disclosure and maintaining effective communication channel

- In case of a reputational risk or a potential conflict of interest, the Group Compliance Officer must be informed so that advice can be given accordingly.
- To identify actual or potential conflicts of interests that may exist, each Staff must complete the Conflicts of Interest Declaration Form in Appendix 1.
- Staff must submit the declaration form before commencing work at TOKO FZE and must also promptly provide any changes to the information to the Compliance Officer.
- The Conflicts of Interest Declaration Form requires, among other things, information relating to service on boards of directors, investment committees, outside business ventures and other outside activities; as such activities could lead to potential conflicts of interest or insider trading problems that may otherwise interfere with an Employee's duties to TOKO FZE.

Outside business activities

- Employees are prohibited from serving on the boards of directors of any outside for-profit company, unless the service has been approved in writing by a Managing Director.
- TOKO FZE shall require full details concerning any proposed outside activity, including the number of hours involved and the compensation to be received. All information shall be provided to the Group Compliance Officer for recordkeeping.

Decision to act or refusal to act

- Where TOKO considers that there are no other means of effectively managing the conflict of interest aside from declining to act, the conflict of interest may be disclosed to those affected in order that they may make an informed decision as to whether to progress with the related activity.
- A Staff should contact the Group Compliance Officer for guidance if he or she is unsure how to resolve a conflict between TOKO FZE and a client or between client accounts.

Record keeping

- TOKO maintains a register for conflicts of interest in which the conflicts and management or remedial measures taken are recorded in detail.

APPENDIX 1 – CONFLICT OF INTERESTS DECLARATION FORM

TOKO FZE is required to monitor employee circumstances which may pose a potential conflict with securities and futures we deal with. Please complete this questionnaire to fully and frankly disclose the required information to the best of your knowledge.

You also must promptly notify TOKO FZE if any information ceases to be true and complete at any time.

1) Is there any entity or person other than TOKO FZE that you expect to:

- (i) receive compensation;
- (ii) take an active advisory role;
- (iii) serve as an employee, officer, director, partner, member, investment committee member or other position similar to any of the foregoing; or
- (iv) provide any advice about investments?

➤ Yes. Please provide details below.

➤ No

2) Are you or any of your immediate family members also officers, directors, partners, members or owners of greater than 5% of the voting securities of a public company or any other company that may be the subject of or relate to any investment or potential investment by TOKO FZE or its clients that you are presently aware of?

➤ Yes. Please provide details below.

➤ No

3) Are there any other circumstance or relationship which may create a potential conflict of interest between you and either TOKO FZE or its clients? If potential conflict is due to a person affiliated to you, please state identity of affiliated person and your relationship with that person.

For the purpose of this questionnaire, persons affiliated to you include your spouse, children, stepchildren, adopted children, parents, stepparents, siblings, and stepsiblings.

➤ Yes. Please provide details below.

➤ No

I confirm that the information above is true and complete. I agree to promptly notify of any changes to the above information or if such information ceases to be true and complete.

Employee's signature

Name of employee

Date

Version Control:

Date of Publication	Version No.	Description	Prepared or modified by
December 22, 2022	1.0	Initial construction of TOKO FZE Conflict of Interest Policy	Perry Wong, Compliance Director
March 20, 2023	1.1	VARA regulatory compliance requirements added	James Holding, Compliance Director