

Conflicts of Interest Policy

1. Introduction

The purpose of this Conflicts of Interest Policy ("Policy") is to set out the principles, arrangements, and procedures adopted by Nexify Capital Limited, trading as CTZ Markets ("the Company"), to identify, prevent, manage, and where necessary disclose conflicts of interest that may arise in the course of providing investment services.

The Company takes all reasonable steps to identify and manage conflicts of interest between:

- The Company (including its directors, officers, employees, and related persons);
- Its Customers; or
- One Customer and another Customer.

This Policy is established in accordance with applicable Seychelles Financial Services Authority ("FSA") laws, regulations, and licensing conditions governing securities dealers.

2. Regulatory Objective

The Company maintains effective organizational and administrative arrangements designed to prevent conflicts of interest from adversely affecting the interests of its Customers.

Where these arrangements are not sufficient to ensure, with reasonable confidence, that the risk of damage to Customers' interests will be prevented, the Company shall clearly disclose the nature and source of the conflict to the Customer in a durable medium, prior to providing the relevant investment service. Such disclosure shall include sufficient detail to enable the Customer to make an informed decision.

3. Policy Review and Amendments

The Company reserves the right to amend this Policy at any time. The Policy is reviewed at least annually, and whenever material changes occur in:

- Regulatory requirements
- Business activities
- Organizational structure
- Technology or systems

4. Identification of Conflicts of Interest

The Company has established procedures to identify conflicts of interest promptly and effectively. While it is not possible to define every situation that may give rise to a conflict, each situation will be assessed based on its facts and circumstances.

All directors, management, and employees are required to:

- Identify actual or potential conflicts of interest; and
- Report them immediately to the Compliance Officer (“CO”).

If a conflict involves the Compliance Officer, the matter must be escalated to the Representative Officer.

The Company maintains a register of identified conflicts, including their nature, severity, and mitigation measures.

5. Minimum Conflict Identification Criteria

A conflict of interest may arise where the Company, a relevant person, or a person linked to the Company by control:

- May gain financially or avoid a loss at the expense of a Customer;
- Has an interest in the outcome of a service or transaction distinct from the Customer’s interest;
- Has an incentive to favour one Customer or group of Customers over another;
- Carries on the same business as a Customer;
- Receives an inducement from a third party other than standard fees or commissions.

6. Definition of Relevant Person

For the purposes of this Policy, a “relevant person” includes:

- Directors, officers, managers, and employees of the Company;
- Tied agents or appointed representatives;
- Persons involved through outsourcing arrangements who participate in investment services;
- Any person directly or indirectly controlled by the Company and involved in regulated activities.

7. Management of Conflicts of Interest

The Company maintains an independent Compliance Function responsible for:

- Assessing conflicts (actual or potential);
- Determining materiality and reputational impact;
- Approving mitigation measures or rejecting transactions where conflicts cannot be adequately managed.

Conflicts are managed fairly and transparently between:

- The Company and Customers;
- Customers themselves;
- The Company and its employees.

Customer interests are always placed ahead of the Company's own interests.

8. Organizational and Control Measures

To manage conflicts effectively, the Company implements the following controls:

- Segregation of duties and reporting lines
- Physical and electronic information barriers
- Restricted access to sensitive or confidential information
- Independent supervision of potentially conflicting functions
- Personal account dealing restrictions
- Prohibition on misuse of inside or confidential information
- Regular monitoring of execution venues, liquidity providers, and pricing arrangements
- Mandatory Compliance approval of marketing communications
- Four-eye principle for key decisions
- Remuneration structures designed to avoid inappropriate incentives

Employees are prohibited from maintaining trading accounts with other brokers without prior written approval.

9. Personal Transactions

A personal transaction is a trade in a financial instrument effected by or on behalf of a relevant person where:

- The transaction is outside the scope of professional duties; or
- It is executed for the account of:
 - The relevant person;
 - A family member or closely linked person;
 - A person in which the relevant person has a material interest.

All personal transactions must be:

- Pre-approved where required;
- Reported to Compliance within 24 hours;
- Recorded and monitored by the Company.

10. Segregation of Customer Assets

The Company maintains full segregation between its own assets and Customer assets through:

- Separate accounting records
- Designated client accounts
- Internal controls to prevent misuse of Customer funds



Customer assets are protected in accordance with Seychelles law and are not used for the Company's own account.

11. Prohibited Business Practices

The Company strictly prohibits practices that may create conflicts of interest, including:

- Price manipulation or market abuse
- Misuse or disclosure of Customer transaction data
- Trading ahead of Customers ("front-running")
- Preferential treatment of employees or related persons
- Use of confidential information for personal gain

Any breach must be reported immediately to the Compliance Officer.

12. Disclosure of Conflicts of Interest

Where conflicts cannot be adequately managed through internal controls:

- The Company shall disclose the conflict clearly and in writing
- Disclosure will occur prior to providing the relevant service
- The Company may decline to proceed if disclosure is insufficient to protect the Customer

Employees must disclose to Compliance:

- External brokerage accounts
- Personal securities holdings
- Personal transactions
- Any transaction where they may have an interest

13. Responsibility and Culture

The Company is committed to maintaining a strong compliance culture. All employees are responsible for:

- Identifying conflicts
- Escalating concerns
- Acting with integrity and transparency

Failure to comply with this Policy may result in disciplinary action.