

Conflict of Interest Policy

This Policy applies primarily to Board members and Executives and Senior Management. This policy may also extend to employees at various levels, depending on the nature of their roles and responsibilities.

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1. About Alchemy International Ltd

Alchemy International Ltd is a Company incorporated and registered under the laws of Seychelles with Company number 8429852-1. The Company is licensed and regulated as a securities dealer by the Financial Services Authority under license number SD136.

2. Applicable Regulatory Framework and Purpose of this policy

The formulation and adoption of this Policy is required under section 34(3) of the Financial Consumer Protection Act of 2022. The FCPA 2022 came into force with the aim of strengthening consumer protection and confidence when accessing financial services and products in Seychelles.

The policy's purpose is to establish a uniform approach with regards to conflicts of interest, while protecting the interests of financial consumers serviced by the Company.

The establishment of a uniform approach with regards to sales personnel remuneration policy is expected to promote ethical behaviour, protect against bias, and help maintain the integrity, credibility, and trustworthiness of the Company.

3. Scope and Applicability of this Policy

This Policy applies primarily to Board members and Executives and Senior Management. This policy may also extend to employees at various levels, depending on the nature of their roles and responsibilities. While conflicts of interest are typically more relevant to individuals in senior positions, employees who have decision-making authority, access to sensitive information, or are involved in areas where conflicts may arise, are also covered by the policy.

This Policy is being reviewed at least annually by the Board of the Company, and if deemed necessary it is being updated accordingly. Section 34 of the Financial Consumer Protection Act requires Alchemy to pay due regard to the interests of each Customer and to manage any conflicts of interest fairly, both between itself and its Customers and between a Customer and another.

4. Definitions

Company:	Means Alchemy International Ltd.
FCPA 2022:	Means the Financial Consumer Protection Act 2022 as amended from time to time.
FSA:	Means the Financial Services Authority in Seychelles.
Conflicts of Interest:	<p>Are situations where the Company:</p> <ul style="list-style-type: none">• Is likely to make a financial gain, or avoid a financial loss, at the expense of the Customer.• Has an interest in the outcome of a service provided to a Customer or of a transaction carried out on behalf of a Customer, which is distinct from the Customer's interest in that outcome.• Has a financial or other incentive to favor the interest of a Customer or group of Customers over the interests of another Customer.• Carries on the same business as the Customer; or• Receives or will receive from a person other than the Customer an inducement in relation to a service provided to the Customer, in the form of monies, goods or services, other than the standard commission or fee for that service.

5. Managing Conflicts

The Company shall demonstrate its commitment to protecting Customer's interests, maintain transparency, and effectively manage conflicts of interest to prevent any undue influence or harm to Customers.

Special attention should be paid to the activities of investment research and advice, proprietary trading, portfolio management and corporate finance business, including underwriting or selling in an offering of securities and advising on mergers and acquisitions. Special attention is appropriate whereas the Company or a person directly or indirectly linked by control to the Company performs a combination of two or more of those activities.

The Company must not knowingly advise, or deal in the exercise of discretion, in relation to that transaction unless reasonable steps are taken to ensure fair treatment of the Customer. This is normally achieved by managing the conflict of interest and taking reasonable steps in one or more of the following ways:

- Managing the conflicts internally; or
- Establishing special arrangements such as a Chinese wall; or
- Disclosing our interest to the Customer.
- Declining to act for a Customer.

The measures for dealing with conflicts will be designed to ensure that relevant persons engaged in different business activities involving a conflict of interest carry on those activities at a level of independence, appropriate to the size and activities of the Company and of any group to which it belongs and to the materiality of the risk of damage to the interests of Customers.

Some key steps the Company can take to manage conflicts of interest are:

- **Develop a comprehensive conflict of interest policy.**

The Company should establish a clear and well-defined policy that outlines what constitutes a conflict of interest, who it applies to, and the procedures for identifying, disclosing, and managing conflicts. The policy should emphasize the Company's commitment to protecting the interests of Customers and maintaining fairness and transparency.

- **Establish effective procedures.**

To prevent or control the exchange of information between relevant 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 Customers.

- **Chinese Walls**

Chinese walls, also known as information barriers or ethical walls, are mechanisms implemented within the Company to create a separation between different departments or individuals who may have access to sensitive or confidential information.

Chinese walls are designed to address potential conflicts of interest that may arise when different departments or individuals within the Company have access to sensitive information that could be used to gain an unfair advantage or influence decision-making improperly.

The key objectives of Chinese walls are:

Information segregation: Chinese walls create a physical and procedural separation between departments or individuals who have access to different types of information. This ensures that sensitive information is not shared inappropriately and that individuals who possess inside knowledge are restricted from using it to their advantage.

Confidentiality protection: By implementing Chinese walls, the Company aims to protect the confidentiality of sensitive information, particularly when it involves Customer data, mergers and acquisitions, financial transactions, or other material non-public information.

Ethical standards and fairness: Chinese walls promote ethical conduct by ensuring that information is handled in an unbiased and fair manner. They help prevent situations where employees may use confidential information for personal gain or to unfairly benefit specific clients or stakeholders.

The Company recognizes that Chinese walls are not foolproof and must be continually monitored and enforced to ensure their effectiveness. The Company must also ensure that employees are aware of the existence and importance of Chinese walls, understand the associated policies and procedures, and are trained on their obligations to maintain confidentiality and avoid conflicts of interest.

The Company has adopted these rules in determining its own policies regarding Chinese Walls as follows:

1. When the Company establishes and maintains a Chinese wall it may:
 - Withhold or not use the information held; and
 - For that purpose, permit persons employed in the first part of its business to withhold the information held from those employed in that other part of the business; but only to the extent that the business of one of those parts involves the carrying on of regulated activities or ancillary activities.
2. Information may also be withheld or not used by the Company when this is required by an established arrangement maintained between different parts of the business (of any kind) in the same group.
3. For the purpose of this rule, "maintains" includes taking reasonable steps to ensure that the arrangements remain effective and are adequately monitored and must be interpreted accordingly.

Attribution of knowledge

Where the Company establishes and maintains a Chinese Wall, individuals on the "other side of the wall" will not be regarded as being in possession of knowledge denied to them because of the Chinese Wall. Acting as outlined above does not amount to market abuse, making misleading statements or engaging in misleading practices.

- **Implement measures.**

To prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out services or activities.

- **Segregation of Duties**

The Company is aware that effective segregation of duties is an important element in its internal controls. It helps to ensure that no one individual is completely free to commit the Company's assets or incur liabilities on its behalf. Segregation also helps to ensure that the Company's governing body receives objective and accurate information on financial performance, the risks faced by the Company and the adequacy of its systems.

Alchemy ensures that, in general, no single individual has unrestricted authority to do all the following:

- Initiate a transaction.
- Bind the Company.
- Make payments; and
- Account for it.

Where the Company is unable to ensure the complete segregation of duties due to its limited employee base, it has adequate compensating controls in place including the frequent review of an area by relevant senior managers. The Company ensures that its relevant persons are aware of the procedures which must be followed for the proper discharge of their responsibilities.

The Company monitors and, on a regular basis, evaluates the adequacy and effectiveness of its systems, internal control mechanisms and arrangements in relation to conflicts of interest and will take appropriate measures to address any deficiencies.

- **Provide training and education.**

Employees should receive regular training on conflict-of-interest policies and procedures to help raise awareness, educate individuals about the potential conflicts they may encounter, and provide guidance on how to handle them appropriately.

- **Establish disclosure mechanisms.**

The company should implement mechanisms for individuals to disclose potential conflicts of interest. Clear guidelines should be provided on when and how to make disclosures.

- **Assess conflicts and implement mitigation measures.**

Once a conflict of interest is disclosed, the company should assess the situation to determine the level of risk and potential impact on Customers. Appropriate mitigation measures should be implemented to manage the conflict effectively. This can include removing the individual from decision-making roles, implementing independent oversight, or establishing firewalls to prevent the inappropriate flow of information.

- **Transparent communication.**

The company should maintain open and transparent communication with Customers regarding its commitment to managing conflicts of interest. This can include disclosing any potential conflicts that may arise and explaining the measures in place to mitigate them. Open communication builds trust and demonstrates the company's dedication to putting the interests of Customers first.

6. Disclosing an Interest

1. If arrangements made by Alchemy to manage conflicts of interest are not sufficient to ensure with reasonable confidence that risks of damage to the interests of a Customer can be prevented, the Company will clearly disclose the general nature and/or sources of conflicts of interest to the Customer before undertaking business for the Customer.

2. The disclosure must:

- a. Be made in a durable medium; and
- b. Include sufficient detail, considering the nature of the Customer, to enable that Customer to make an informed decision with respect to the service in the context of which the conflict of interest arises.

Disclosing an interest to a Customer would normally be required where the Company has an interest in a transaction on which it is advising or where the Company derives, or will derive, consultancy, nonexecutive director or other fees from Customers involved in a transaction.

Disclosure of a material interest or conflict of interest to a Customer must be made in writing. Oral disclosure is to be avoided. Disclosure must be made before the Customer is advised on a transaction, and there must be evidence that the Company has adopted all reasonable steps to ensure that the Customer does not object to the firm material interest or conflict of interest.

7. Declining to Act

If the Company determines that it is unable to manage a conflict of interest using one of the methods described above, it should decline to act on behalf of the Customer concerned.



Alchemy International Ltd is a company registered in Seychelles with Registration Number: 8429852-1 and is regulated by the Financial Services Authority of Seychelles with License number: SD136.

Registered Office: CT House, Office 2C, Providence, Mahe, Seychelles

Annex 1 -

Conflict of Interest Register

Conflict Reference	
Name	
Position	
Date	
Type of Conflict	
Details of Conflict	
Nature of potential conflict (and estimated value if known)	
Action taken / Recommendations	
Date Implemented	
Review/ Comments	
Monitoring	