

Conflict of Interest Policy



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Purpose

This policy aims to provide guidelines to identify, avoid, and manage conflicts of interest that may arise within the company, and to comply with the laws and regulations of the United Arab Emirates (UAE) and other jurisdictions where a conflict of interest may arise.

Scope

This policy applies to all employees, directors, and officers of the company, including its subsidiaries and affiliates.

Definition

Conflict of Interest refers to a situation where an individual's personal interests or actions are inconsistent or may appear to be inconsistent with the interests or actions of the company. Such conflicts of interest may arise when an individual has a personal, financial, or other interest that may influence or appear to influence the judgment or behavior of the individual in performing their duties.

Policy

1. **Disclosure and Reporting:** All employees, directors, and officers of the company are required to disclose any actual or potential conflicts of interest to their supervisor or the Compliance Officer as soon as they become aware of them. The disclosure should include all relevant information that may be required to identify the nature and extent of the conflict of interest. For conflict of interests involving Board Members of Hex Trust please refer to 5. Management of Conflicts of Interests.
2. **Prohibition of Transactions:** Employees, directors, and officers of the company are prohibited from engaging in any transaction or activity that may create or appear to create a conflict of interest with the company. Such transactions or activities include, but are not limited to, engaging in business with family members, close friends, or other related parties without prior approval from the Compliance Officer.

3. **Impartiality:** All employees, directors, and officers of the company are required to act impartially and in the best interests of the company. They should avoid situations where their personal interests or actions may compromise their judgment or ability to act impartially.
4. **Prioritization:** Employees, directors, and officers of the company should prioritize the interests of the company over their personal interests. They should avoid situations where their personal interests conflict with the interests of the company.
5. **Management of Conflicts of Interest:** If a conflict of interest arises, the Compliance Officer will assess the nature and extent of the conflict and take appropriate actions to manage or mitigate the conflict and promptly disclose such conflict to all affected Clients. Such actions may include but are not limited to, recusal from decision-making, divestment of personal interests, or seeking advice from legal counsel. In the event a Board Member discloses to the Board a material interest in a transaction, the remaining Board members must take appropriate action after reviewing if the conflict may affect the objectivity of that member and/or their ability to perform company tasks properly. Please refer to the Chinese Walls Policy of Hex Trust MENA FZE for further guidance on conflict-of-interest management.
6. **Related Party transactions:** Hex Trust MENA FZE shall not enter into transactions with any Related Party without the prior written consent of the Board of Directors where the value of the transactions exceeds 5% of its issued share capital. Further written consent of the Board is required if there is a significant change to the terms of these transactions. Related Parties that obtain the above consent shall not participate in any voting in terms of the decision taken by the Board in respect of such transactions.
7. **Record Keeping:** The company will maintain detailed records (on a special register) of all disclosures of conflicts of interest and actions taken to manage or mitigate the conflicts. These records will be maintained for a minimum of eight years and will be made available to VARA upon request.
8. **Compliance:** All employees, directors, and officers of the company are required to comply with this policy and all applicable laws and regulations related to conflicts of interest in the UAE and internationally. Non-compliance may result in disciplinary action, up to and including termination of employment or other contractual relationship.

Effective Date

This policy is effective immediately and will be reviewed annually or as required by changes in laws and regulations.