



CONFLICT OF INTEREST POLICY



Opensoft LLC (hereinafter referred to as the "Company"), is registered in the Saint Vincent and the Grenadines under registration number 3609 LLC 2024. The registered address is Euro House, Richmond Hill Road, P. O. Box 2897, Kingstown, St. Vincent & the Grenadines. The Company is required to provide both its existing and potential clients with a summary of its Conflict of Interest Policy (hereinafter the "Policy").

A "Conflict of Interest" refers to any situation where the Company or its representatives have an actual or potential interest that may influence the objective performance of their obligations while providing financial services to a client. This includes situations that may prevent the Company or its representatives from offering unbiased and fair financial services, or from acting in the best interests of the client. This encompasses, but is not limited to, the following scenarios:

- a financial interest*;
- an ownership interest;
- any relationship with a third party ("third party") means
- a product supplier,
- another provider,
- an associate of a product supplier or a provider;
- a distribution channel; and
- any person who in terms of an agreement or arrangement with a person referred to in paragraphs (i) to (iv) above provides a financial interest to a provider or its representatives.

Our Conflict of Interest Policy sets out how:

- The Company will identify situations that may lead to conflicts of interest, which could pose a significant risk or cause harm to our clients' interests;
- The Company has implemented suitable mechanisms and systems to manage these conflicts; and
- The Company maintains systems designed to prevent harm to our clients' interests arising from identified conflicts.

SCOPE

The Conflict of Interest Policy aims to ensure that the Company's clients are treated fairly and with the highest level of integrity, ensuring their interests are protected at all times. The purpose of the policy is to identify and prevent conflicts of interest that may arise between:

- The Company and a Client;
- A Relevant Person and a Client;
- Two or more Clients of the Company in the course of providing services to these Clients; and



- A Company service provider and a Client

In addition, the policy aims to prevent conflicts of interest from adversely affecting the interests of its clients. This policy applies to all directors, employees, and any persons directly or indirectly linked to the Company (hereinafter referred to as "relevant persons").

PROBLEMS OF INTEREST IDENTIFICATION (CONFLICT TYPES)

To identify potential conflicts of interest that may arise while providing investment and ancillary services, or a combination thereof, and which could harm a client's interests, the Company assesses whether the Company or a relevant person is in any of the following situations, whether due to the provision of these services, investment activities, or other circumstances:

- a. The Company or a relevant person is likely to achieve a financial gain or avoid a financial loss at the expense of the client;
- b. The Company or a relevant person has an interest in the outcome of a service provided to the client or a transaction conducted on the client's behalf that is different from the client's interest in that outcome;
- c. The Company or a relevant person carries on the same business as the client;
- d. The Company or a relevant person receives or is expected to receive from someone other than the client an inducement related to the service provided, in the form of money, goods, or services, beyond the standard commission or fee for that service.
- e. The Company or a relevant person has a financial or other incentive to prioritize the interests of another client or group of clients over those of the client.

DISCIPLINE REGULATION INTEREST

The Company has established the following procedures to avoid conflicts of interest. These procedures are continuously monitored and reviewed to ensure that corrective measures are implemented if any issues or gaps are identified.

- ✓ Generally, the procedures and measures to be followed to manage such conflicts and ensure the required level of independence include the following:



- Effective procedures to prevent or control the exchange of information between relevant persons involved in activities that present a risk of conflict of interest, where such exchange could harm the interests of one or more clients.
- Separate supervision of relevant persons whose main functions involve carrying out activities on behalf of or providing services to clients with conflicting interests, or who represent differing interests that may conflict, including those of the Company.

- The removal of any direct link between the remuneration of relevant persons primarily engaged in one activity and the remuneration or revenues generated by different relevant persons engaged in another activity, where a conflict of interest might arise between these activities.

- Measures to prevent or limit any person from exerting inappropriate influence over how a relevant person performs investment or ancillary services or activities.

- Measures to prevent or control the simultaneous or sequential involvement of a relevant person in different investment or ancillary services or activities, where such involvement might impair the proper management of conflicts of interest.

- ✓ More specifically, some of the procedures already established are as follows:
 - Company employees must adhere to all rules, regulations, and directives set by the competent authorities, as well as the company's code of ethics.

 - Segregation of duties that could create conflicts of interest if performed by the same individual.

 - Gifts and inducements log registering the solicitation, offer or receipt of certain benefits.

 - Company employees are strictly prohibited from trading for themselves on WooFXs' platform or any other platform, either directly or through an intermediary/related party, unless they obtain prior approval from management and ensure that their accounts are clearly designated as employee accounts.

 - Company employees must report any potential conflict of interest related to a proposed transaction to their supervisor.

 - Company employees must inform their supervisor of any special relationship they or any related party may have with a proposed transaction that could affect their judgment.



- Company employees must consider commission rates, the ability to maintain anonymity, and the need to minimize market impact.
- Company employees must not trade based on material non-public information. If an employee possesses material non-public information, they must report it to their supervisor or the compliance officer. In such cases, the financial instrument will be placed on either the restricted list or the watch list.
- The compliance officer will be responsible for prioritizing client interests. Given the constant changes in personnel, regulations, business practices, and products, the compliance officer's role in keeping the firm updated on these matters is crucial. Accordingly, each staff member will confirm in writing each year that they have received training on the policies and agree to adhere to their terms.
- The compliance officer documents and promptly addresses any compliance breaches, taking appropriate disciplinary action independently of management as needed. If the compliance officer is unable to resolve breaches on their own, they should sequentially seek assistance from senior management, the Board of Directors, or outside counsel as necessary. The compliance officer must regularly report violations and other issues related to the procedures to the Board of Directors or the supervisor.
- Physical separation of departments and the implementation of Chinese walls to restrict the exchange of information within the Company. Information barriers will be established to prevent the communication of material and other sensitive information, thereby controlling its flow.
- Segregation of duties that could lead to conflicts of interest if performed by the same individual.
- Procedures governing access to electronic data.
- Material information will be restricted to individuals who need to know it to perform their responsibilities.
- Establishment of the “four-eyes principle” in supervising the Company’s activities.



DISCLOSURE OF CONFLICTS OF INTEREST

If during a business relationship with a client or group of clients, the Company's arrangements or measures are inadequate to avoid or manage a conflict of interest, the Company will disclose the conflict of interest before proceeding with further business.

If we identify an actual or potential conflict of interest, we will inform you in writing to allow you to make an informed decision about whether or not to continue.

RECORDING CONFLICTS OF INTEREST

Opensoft LLC will maintain a record of circumstances in which a conflict of interest may arise or has arisen due to the activities carried out by the Company.

EMPLOYEE COMPREHENSION

All employees are informed about this policy to highlight the importance of identifying and managing conflicts of interest. Comprehensive training on the Conflict of Interest Policy will be provided to all employees and representatives at least annually.

ACT OF REJECTION

Opensoft LLC may decline to act for a client if the Company believes that a conflict of interest cannot be managed through other means.

Opensoft LLC or its representatives may only receive or offer financial interests from or to third parties as specified by the Financial Services Provider and outlined in clause 8 below.

Opensoft LLC is prohibited from offering any financial interest to its representatives to prioritize the quantity of business secured over the quality of service provided to clients; to favour a specific product supplier when recommending multiple suppliers to a client; or to favour a specific product of a supplier when recommending multiple products to a client.



ACCEPTED FINANCIAL INTEREST, AS REVISED

The Financial Services Provider or its representatives may only receive or offer financial interest from or to a third party as follows:

- a. Fees or remuneration for providing a service to a third party, provided that these fees or remuneration are reasonably commensurate with the service rendered;
- b. an immaterial financial interest**; and
- c. a financial interest for which a consideration, fair value, or remuneration reasonably commensurate with the value of the financial interest is paid by the provider or representative at the time of receipt.

CHANGES TO THE POLICY AS WELL AS NEW INFORMATION

The Company's policy is reviewed regularly, at least annually, and the Company reserves the right to review and/or amend its Policy and arrangements as deemed appropriate without prior notice to the client.

This Policy was approved by the Board of Directors of Opensoft LLC on January 23, 2023.

For further information or if you have any questions about conflicts of interest, please contact our Compliance Department at compliance@woofx.pro.

NAMES OF THIRD PARTIES IN WHICH Opensoft LLC HAS AN OWNERSHIP STAKE

Opensoft LLC does not hold an ownership interest in third party Companies.

NOTES

"Financial interest": means any cash, cash equivalent, voucher, gift, service, advantage, benefit, discount, domestic and foreign travel, hospitality, accommodation, sponsorship, other incentive or valuable consideration, other than:



1. an ownership interest;
2. training that is not restricted to a selected group of providers or representatives, covering products and legal matters related to those products; general financial and industry information; and specialized technological systems of a third party necessary for providing a financial service. This excludes travel and accommodation associated with such training.

“Immaterial financial interest” means any financial interest with a measurable monetary value, provided that the total does not exceed USD 100 from the same third party within a calendar year, received by:

1. a provider who is a sole proprietor; or
2. a representative for that representative’s direct benefit; or
3. a provider who, for its benefit or that of some or all of its representatives, aggregates the immaterial financial interests paid to its representatives.