



CONFLICTS OF INTEREST POLICY - SUMMARY September 2025

1. Purpose and Scope

B2B Prime Services Bahamas Limited (the “Company”) recognizes that actual or potential conflicts of interest may arise in the course of its regulated activities under the Securities Industry Act, 2011 (SIA) and the Digital Assets and Registered Exchanges Act, 2024 (DARE Act). This Policy describes the measures implemented to identify, prevent, manage, and disclose conflicts of interest in order to ensure that the Company always acts in the best interests of its clients and in compliance with applicable Bahamian laws and SCB requirements.

The Policy applies to all directors, officers, employees, contractors, and any person acting on behalf of the Company.

2. Key Principles

- **Identification:** The Company continuously monitors business lines and activities to identify circumstances where conflicts may arise between:
 - The Company and its clients;
 - Employees and clients;
 - One client and another.
- **Prevention and Management:** Wherever possible, conflicts are eliminated through internal policies, segregation of functions, and appropriate governance structures. Where conflicts cannot be entirely avoided, the Company applies proportionate management measures.
- **Disclosure:** When a material conflict of interest cannot be adequately managed, the Company will disclose the nature and source of the conflict to affected clients in a clear, fair, and timely manner before undertaking the relevant business.
- **Independence:** Employees are expected to act with integrity and professional objectivity. The Company enforces rules to prevent undue influence and bias in decision-making.
- **Recordkeeping:** A dedicated Conflicts Register is maintained by Compliance, documenting identified conflicts, mitigating measures, disclosures, and follow-up actions.

3. Examples of Potential Conflicts

Conflicts may include, but are not limited to:

- Acting simultaneously as agent and principal in transactions involving clients.
- Employees holding personal positions or interests in securities, derivatives, or digital assets traded by clients.
- Allocation of limited investment opportunities or orders between multiple client accounts.
- Receiving fees, commissions, rebates, or other benefits from third parties in connection with client transactions.



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- Situations where the Company's commercial interests may not fully align with those of its clients (e.g., pricing, execution venues, proprietary trading).

4. Controls Implemented

To mitigate and manage conflicts, the Company has implemented:

- **Organizational Measures:** Segregation of duties, independent reporting lines, and separation of client-facing from proprietary trading functions.
- **Employee Conduct Rules:** Policies governing employee personal account dealing, external business interests, and confidentiality obligations.
- **Gifts and Inducements Policy:** Restrictions and approval processes for the acceptance of gifts, hospitality, or other benefits.
- **Best Execution and Fair Allocation:** Procedures ensuring that all client orders are executed promptly, fairly, and in accordance with published policies.
- **Disclosure Procedures:** Formal processes for informing clients of material conflicts and obtaining their consent where necessary.
- **Training and Awareness:** Regular training to ensure staff are aware of potential conflicts, the importance of integrity, and reporting obligations.

5. Review and Oversight

- **Governance:** The Board of Directors retains ultimate responsibility for ensuring effective management of conflicts of interest.
- **Compliance Monitoring:** The Compliance Department, under the oversight of the MLRO/Head of Compliance, is responsible for maintaining the Conflicts Register, monitoring adherence, and reporting significant conflicts to senior management and the Board.
- **Periodic Review:** The Policy is reviewed at least annually, or more frequently if required by changes in business activities, regulatory expectations, or industry best practices.
- **Escalation:** Material or unresolved conflicts must be escalated to senior management and, where appropriate, disclosed to the Securities Commission of The Bahamas.

6. Commitment to Clients

The Company's commitment is to act honestly, fairly, and professionally in the best interests of its clients at all times. This Conflicts of Interest Management framework is designed to protect clients, maintain market integrity, and comply fully with the regulatory obligations of the SCB.