



*Authorised as Cypriot Investment Firm  
Regulated by the Cyprus Securities and Exchange Commission  
License Number: 081/07*

# **REMUNERATION POLICY**

**2021**

## Table of Contents

1. Introduction.....	3
1.1. Legal framework .....	3
1.2. Scope of Remuneration Policy .....	3
1.3. Amendments to the Remuneration Policy.....	6
2. Remuneration Committee .....	7
3. Compliance Officer.....	9
4. Involvement of Senior Management, Committees and Company’s Departments for the Remuneration Policy .....	10
5. Basic Principles.....	11
5.1 Flexibility and discretion.....	11
5.2 Governance .....	11
5.3 Risk management principles .....	12
5.4 Variable elements of the remuneration .....	13
5.5 Disclosures’ principle.....	14
6. Forms of the total remuneration .....	15
7. Contracts.....	17
8. Termination payments, employee entitlements .....	18
9. Mitigation of conflicts of interest .....	19
10. Miscellaneous/General .....	21

## 1. Introduction

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### 1.1. Legal framework

Ronin Europe Limited (the “Company”) under:

- 1) Cypriot Law 87(I)/2017, as amended and in force, titled “Provision of Investment Services, Exercise of Investment Activities, Operation of Regulated Markets and Other Related Matters” (hereinafter the “MiFID II Law”), which incorporated EU Directive 2014/65 titled “On market in financial instruments” (hereinafter the “MiFID II”),
- 2) EU Regulation 565/2017 titled “Organizational requirements and operating conditions for investment firms and defined terms”,
- 3) the Cyprus Securities and Exchange Commission (hereinafter the “CySEC”) Directive DI87-01 titled “With regard to safeguarding of Clients financial instruments and funds, product governance obligations and the rules applicable to the provision or reception of fees, commissions or any monetary or non-monetary benefits”, which incorporated EU Directive 2017/593 titled: “With regard to safeguarding of financial instruments and funds belonging to clients, product governance obligations and the rules applicable to the provision of reception of fees, commissions or any monetary or non-monetary benefits”,
- 4) Law 165 (I) 2021 titled “For the Prudential Supervision of Investment Firms” (hereinafter the “Prudential Supervision Law”),
- 5) EU Regulation 2019/2033 titled “On the prudential requirements of investment firms and amending Regulations (EU) No 1093/2010, (EU) No 575/2013, (EU) No 600/2014 and (EU) No 806/2014 (hereinafter the “Prudential Supervision Regulation”),
- 6) CySEC Circular 355 titled “New prudential framework for investment firms” (hereinafter the “C355”),
- 7) CySEC Circular 228 titled “Redefining threshold criteria of significant CIF”,
- 8) CySEC Circular 138 titled “Remuneration policies and practices” (hereinafter the “C138”),
- 9) CySEC Circular 031 titled “Guidelines on remuneration policies and practices” (hereinafter the “C031”), and
- 10) CySEC Circular 030 titled “Guidelines on certain aspects of the compliance function requirements of the law” (hereinafter the “C030”)

### 1.2. Scope of Remuneration Policy

The Cypriot investment firms (hereinafter the “CIFs”) have strong legislative, regulatory and judicial engagement in the Republic of Cyprus due to their business objectives and to the fact that their operation responds to public concerns about how their management acts for

the best interest of its clients, risk management and fraud detection purposes. These concerns have resulted in new laws, regulations and enforcement practices by the local authorities and EU in order the CIFs to adopt new procedures for the protection of their clients, and the transparency on the personnel workforce. The Company by its policies including the Remuneration Policy herein monitors and complies with international, European, local regulations and best practice, including but not limited to avoidance of conflict of interests, privacy, clients' data protection, health and safety, tax, labor, anti-corruption and information security laws. Thus, by the implementation of this Remuneration Policy the Company gives strong effort to the protection of its personnel and its clients by safeguarding the Company according to the labor laws and the community provisions of CySec and EU.

The Company by applying the Remuneration Policy achieves a fair and competitive procedure for its staff taking into consideration any specific matters, including the assignments and the responsibility undertaken by the members of the staff and the quality of their performance on the basis of predefined criteria. In addition, the Remuneration Policy encourages long-term objectives for promoting and improving the Company's interests and protecting the best interest of its clients. The purpose of the Remuneration Policy is to strengthen clients' benefit by improving the mitigation of the conflicts of interest and conduct of business requirements under the MiFID II Law, the applicable EU Regulations, the CySEC Directives and the CYSEC Circulars in the area of remuneration and to develop the quality of services provided by the Company to them. Furthermore, the Remuneration Policy shall assist the Company to build a healthy and competitive environment for its staff and to establish priorities into the allocation of their work.

The existence and the implementation of an accredited Remuneration Policy improves the ability of the Company to meet the demands of the market and compete effectively with other companies or even to ship the market's standards based on the skills, experience and performance of the personnel. The long-term experience of the Company in the market and the tremendous amount of transactions have shown that the demand is high for individuals with appropriate knowledge and experience as they can transform a whole corporate environment to the success. Thus, the Company tries to offer more attractive terms of employment, hire new market high flyers and improve the status of the existing personnel in order to motivate or retain key talent that they could have a material effect to service client commitments and respond to the clients demands.

The Remuneration Policy may be required to have in response to new legislation, regulations, decisions of the Remuneration Committee and the Board of Directors, an annual

review, or in response to operational needs. Procedures need to be developed or adjusted in accordance with new or revised policy. Written policies and procedures are essential to the effective and efficient operations of the organization. The policies and procedures which the Company develops need to be communicated to everyone from the Board to the staff in creating good internal controls and outlining the expectations of all individuals involved in the operations. By applying the Remuneration Policy, the Company has an implementation plan to train the staff on all policies and procedures and conduct periodic assessments to ensure they are being followed. The process continues with at least an annual review of policies and procedures and updates as appropriate.

The objectives of this Remuneration Policy are to:

- a) create a transparent system of determining the appropriate level of remuneration throughout all levels of the Company;
- b) encourage employees to perform to their highest level and to the best interest of the Company's clients avoiding any kind of conflict of interests in the short, medium and long term;
- c) allow the Company to participate in each relevant employment and recruitment market;
- d) provide consistency and stability in remuneration throughout the Company;
- e) align the performance of the business with the performance of key individuals and teams within the Company and in line with the best interest of the clients. The policy encloses details regarding the types of remuneration to be offered by the Company with the collaboration of the senior management, Company's committees and relevant Departments which will determine the appropriate remuneration strategy;
- f) design in a way not to create incentives that may lead persons who can have a material impact on the service provider and/or corporate behavior of the Company and/or other personnel indirectly involved in provision of the investment and/or ancillary services to act against the best interest of the clients or/and favour their own interest or the Company's interest to the potential detriment of the clients;
- g) balance the qualitative and quantitative predetermined criteria when variable remuneration is awarded as part of the total remuneration to the personnel in order to enhance the legitimate and qualitative offer of investment services by the Company to the clients liaising with their best interest;
- h) set fixed and variable components of total remuneration in a way that will be appropriately balanced and the fixed component to represent a sufficiently high proportion of the total remuneration.

### **1.3. Amendments to the Remuneration Policy**

The Remuneration Policy may be updated from time to time depending on any new issuance or/and amendment of the applicable main and secondary legislation, EU Regulations, CySEC Circulars and Company's practices and internal policies. The client is obliged during the business relationship with the Company to visit its website for any updates of the Remuneration Policy published from time to time without any further notice from the Company. The client consents in the Client's Agreement/Terms of Business that the provision of information in relation to the Remuneration Policy will take place via the relevant link of the Company's website. In case of any material changes to the Remuneration Policy of the Company, the latter will inform promptly the clients accordingly via e-mail or other durable medium under the meaning of MiFID II Law.

## 2. Remuneration Committee

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The Company as a significant CIF has in place a Remuneration Committee. The Remuneration Committee is independent consisting of a minimum of four non-executive members of the Company or members of the Company's group. The Chairman of the Remuneration Committee shall be appointed by the Shareholders of the Company. For the Remuneration Committee meetings, a quorum is required which must be consisted of the majority of the members of the Committee. Any decision shall be taken by two thirds of the votes corresponding. In case of a deadlock, the final decision belongs to the main shareholder of the Company. The Remuneration Committee must be gender balanced under the meaning of the Prudential Supervision Law.

The main targets of the Remuneration Committee are the development and implementation of remuneration policies and practices that support the delivery of the business strategy and which thereby help create value for the Company and the shareholders. The Remuneration Committee shall ensure the sufficient understanding of the Company's Remuneration Policy and employment conditions by adopting a coherent approach to remuneration in respect of all employees. Thus, the Committee shall:

- 1) Set the overarching principles and parameters of remuneration policy across the Company,
- 2) Agree changes to incentive plans,
- 3) Govern employee share schemes, (if any)
- 4) Look at strategic recruitment issues,
- 5) Develop remuneration related disclosure objectives for the Company and ensuring that those objectives meet all legal requirements are accurate,
- 6) Make recommendations to the Board on the remuneration packages of each Director,
- 7) Review and approve general policy relating to strategic remuneration issues,
- 8) Ensure that the remuneration is gender neutral under the meaning of the Prudential Supervision Law,
- 9) Oversee directly the remuneration of senior officers in the risk management and compliance functions under the meaning of article 27 of the Prudential Supervision Law.

The members of the Remuneration Committee may change after a relevant request of the main shareholder of the Company and in case of resigning, dismissal, disciplinary action taken against and/or fraud, corruption within a member.

Information about the members of the Remuneration Committee is available in the Corporate Governance section of the Company's website and the disclosures published per year in accordance with the Company's compliance with the applicable regulations for its capital requirements liaised with the remuneration granted can be found in the Capital Requirements Disclosures section of the Company's website.



### **3. Compliance Officer**

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The Compliance Officer prepares and monitors all the legal and regulatory aspects of the remuneration policy of the Company so as to comply with legislator's requirements. The Compliance Officer safeguards that the remuneration policy is in line with the Company's risk management policy and the objectives set in terms of business requirements to the extent to which risks are taken into account for the fulfilment of the performance conditions applicable to deferred remuneration and incentives.

The Compliance Officer involvement also is to ensure that there is an appropriate independent guidance for employees involved in the provision of services which may be a subject of a conflict relating to remuneration. It is the Company's policy that employees are responsible for identifying and notifying conflicts of interest. Where a potential conflict arises and may be dealt with by disclosure and communication with the client, employees must make such disclosure in writing or by email to the Compliance Officer. After the reference of a potential conflict of interest the Compliance Officer takes all the measures to avoid or mitigate the conflict by defining the nature of the conflict such as any ownership interest or financial interest other than an immaterial financial interest. The Compliance Officer also preserves the nature of any relationship or arrangement with a third party that gives rise to a conflict of interest, in sufficient detail to a client to enable the client to understand the exact nature of the relationship or arrangement and the conflict of interest and informs the client for the relevant mitigation of the conflict of interest.

The Compliance Officer, also, ensures the implementation of procedure regarding the mitigation of conflicts of interest as referred in article 9 herein.

#### **4. Involvement of Senior Management, Committees and Company's Departments for the Remuneration Policy**

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The control functions (risk management, internal controls, Compliance Department) and the Board of Directors participate in the creation of the remuneration policy. The implementation of this remuneration policy is subject, at least once a year, to an internal, centralized and independent analysis by control functions in order to verify compliance with the policies and procedures established by the Board of Directors, the Compliance Officer, Remuneration Committee, Nomination Committee (relating only for senior management issues), Risk Manager and Heads of Company's Departments. The results of this analysis will be reported to the Board of Directors. All useful information concerning the Remuneration Policy or any updates of it, are disclosed to relevant staff by the Company in a clear and easily understandable way. The Company will choose the disclosure method which seems most appropriate (regular publication in the annual financial statements). The Company discloses the following information: a) the decisional process followed to establish the Remuneration Policy, including the role of relevant shareholders, b) the link between remuneration and performance, c) the criteria used to measure performance and taking into account of risk, d) the performance criteria giving entitlement to variable elements of the total remuneration, and e) the main parameters and the rationale for non-cash benefits. No individual is involved in decisions relating to its own remuneration and the appraisal and remuneration processes including risk and compliance, ensure that the performance management is based on the objectives of the business and the individual. All remuneration decisions are taken independently for each employee and they are based on the position of each employee.

The Compliance Officer in contact with the Remuneration Committee and the Board of Directors must be in charge for monitoring progress in developing the policy and procedures.

## **5. Basic Principles**

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### **5.1 Flexibility and discretion**

The Company considers that the principles of flexibility and discretion are critical in safeguarding the existing powers and continuing them in the future and that the Company will use them to design a successful Remuneration Policy in order to assess the performance of the staff members and the senior management. This involves collaboration of the management of the Company with the Heads of the Departments.

The Company considers that the Remuneration Policy has to be flexible in order the management to be able to amend it and regulate it according to the needs of the industry and according to the new regulatory rules established in the market. Thus, the Company has reserved its rights the Remuneration Policy to be amended without the need for a specific shareholders' approval, to the extent that the applicable law provides, in order to follow the changes in remuneration practice generally. However, the BoD convokes a relevant meeting in order to review and commend if required for any change of the Remuneration Policy proposed by the Remuneration Committee and the Compliance Officer (if required) for regulatory updates.

This Policy sets out various areas where the management has discretion, mainly where it is desirable to exercise discretion, upwards or downwards in order to ensure that a particular outcome is fair in light of the Directors' own performance and the Company's overall performance and positioning under the aims of each year. In accordance with the EU, local and internal regulations, the management will report to shareholders on the use of these principles.

### **5.2 Governance**

A strong governance framework plays a key role in supporting the Company's business model, while striking an appropriate balance between long-term sustainable value creation and risk. Through the recruitment, the Company efforts to have the proper people and processes in place in this regard, and to support the business vision and the needs of the Company according to the industry and the regulatory requirements.

The Company considers a wide range of internal and external factors when developing the Remuneration Policy for the staff members. The Company considers that the remuneration scheme has to be competitive so as to attract and retain the high flyers executives and officers required to lead the Company in the investments industry worldwide.

The Company also considers the employment conditions within the workplace by establishing and implementing this policy in order to ensure alignment of principles and approach. In particular the management reviews the policy every year to reflect consistent standards. Moreover, the decisions regarding remuneration for the employees is a combination of the performance and the market standards by receiving feedback from the Head of the Departments providing views on a wide range of points including pay which are regularly reported to the Board of Directors.

### **5.3 Risk management principles**

The Company when establishing and applying the Remuneration Policy, for categories of staff including senior management, risk takers, staff engaged in control functions and any employee receiving total remuneration that takes them into the same remuneration bracket as senior management and risk takers, whose professional activities have a material impact on the Company's risk profile (hereinafter the "Identified Staff"), complies with the following principles:

a) the Remuneration Policy is consistent with and promotes sound and effective risk management and does not encourage risk-taking that exceeds the level of tolerated risk of the Company;

b) the Remuneration Policy is in line with the business strategy, objectives, values and long-term interests of the Company, and incorporates measures to avoid conflicts of interest;

c) the Company's Board of Directors adopts and periodically reviews the general principles of the Remuneration Policy and is responsible for overseeing its implementation;

d) the implementation of the Remuneration Policy is, at least annually, subject to central and independent internal review for compliance with policies and procedures for remuneration adopted by the Board of Directors;

e) staff engaged in control functions are independent from the business units they oversee, have appropriate authority, and are remunerated in accordance with the achievement of the objectives linked to their functions, independent of the performance of the business areas they control;

f) the remuneration of the senior officers in the risk management and compliance functions is directly overseen by the Remuneration Committee;

g) the Remuneration Policy is clearly documented and proportionate to the size, internal organization and nature, as well as to the scope and complexity of the activities of

the Company i.e. proportionate to a significant CIF as the Company is under the applicable legislation

h) the Remuneration Policy is gender neutral,

i) the Remuneration Policy, taking into account national criteria on wage setting, makes a clear distinction between criteria for setting:

(i) basic fixed remuneration, which should primarily reflect relevant professional experience and organisational responsibility as set out in an employee's job description as part of the terms of employment; and

(ii) variable remuneration which should reflect a sustainable and risk adjusted performance as well as performance in excess of that required to fulfil the employee's job description as part of the terms of employment.

#### **5.4 Variable elements of the remuneration**

Moreover, the Company for the provision of variable elements of the total remuneration to the Identified Staff or/and to all personnel in general, shall apply the following principles under article 26 of the Prudential Supervision Law:

(a) where variable remuneration is performance related, the total amount of variable remuneration is based on a combination of the assessment of the performance of the individual, of the business unit concerned and of the overall results of the Company;

(b) when assessing the performance of the individual employee, both financial and non-financial criteria are taken into account;

(c) the assessment of the performance referred to in point (a) is based on a multi-year period, taking into account the business cycle of the Company and its business risks;

(d) the variable remuneration does not affect the Company's ability to ensure a sound capital base;

(e) there is no guaranteed variable remuneration other than for new staff only for the first year of employment of new staff and where the Company has a strong capital base;

(f) payments relating to the early termination of an employment contract reflect performance achieved over time by the individual employee and shall not reward failure or misconduct;

(g) remuneration packages relating to compensation or buy out from contracts in previous employment are aligned with the long-term interests of the Company (if applicable);

(h) the measurement of performance used as a basis to calculate pools of variable remuneration takes into account all types of current and future risks and the cost of the capital and liquidity required in accordance with EU Regulation 2019/2033;

- (i) the allocation of the variable remuneration components within the Company takes into account all types of current and future risks;
- (j) at least 50% of the variable remuneration consists of non-cash instruments which reflect the instruments of the portfolios managed;
- (k) at least 40 % of the variable remuneration may be deferred over a three- to five- year period as appropriate, depending on the business cycle of the Company, the nature of its business, its risks and the activities of the individual employee in question, except in the case of variable remuneration of a particularly high amount where the proportion of the variable remuneration may be deferred at least 60%;
- (l) up to 100 % of the variable remuneration is contracted where the financial performance of the CIF is subdued or negative, including through malus or clawback arrangements subject to criteria set by CIFs which in particular cover situations where the individual in question: (a) participated in or was responsible for conduct which resulted in losses for the Company; and (b) is no longer considered fit and proper;
- (m) discretionary pension benefits (if any) are in line with the business strategy, objectives, values and long-term interests of the Company.

It is noted that sections (j) and (k) mentioned above in this article do not apply, if the value of the Company's on and off-balance sheet assets is on average equal to or less than 100 million Euro over the four-year period immediately preceding the given financial year; and where an individual employee whose annual variable remuneration does not exceed 50.000 Euro and does not represent more than one fourth of that individual/employee's total annual remuneration.

## **5.5 Disclosures' principle**

The Company maintains in its website the Remuneration Policy, as may be updated from time to time.

## 6. Forms of the total remuneration

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The Remuneration shall be designed as follows:

(i) Employees including Identified Staff shall receive a fixed and variable remuneration.

(ii) The fixed remuneration shall be a substantial proportion of the total annual remuneration. The senior management will- from time to time- define the fixed remuneration level for each employee within the Company. Such remuneration levels will be determined according to industry standards, relevant laws and regulations, labor market conditions and scale of Company's business relating to the position. The fixed remuneration will reflect the core performance requirements, the skills of the person, the academic background and the expectations of the Company. The Company also offers car allowance to ex patriates.

(iii) The variable remuneration of personnel consists of only cash bonus paid once a year i.e. in June of each working year and it is not guaranteed. The senior management for an annual period i.e. from June of previous year till June of the recent year (hereinafter the "Accrual Period") assesses and measures under qualitative and quantitative criteria, as defined in section (iv) and section (v) of this article, the performance of all employees including Identified Staff.

(iv) The senior management assesses and measures under qualitative absolute and relative criteria all the employees of the Company including Identified Staff in order to grant the variable remuneration which accumulatively are: i) compliance with laws and regulations, ii) compliance with the Company's Code of ethics, iii) compliance with the policies and procedures of the Company, iv) compliance with the Company's control systems and mechanisms, v) compliance with standards governing clients and investor relations, vi) no imposition of administrative fine for violation of law or/and policy of the Company by CySEC to the individual employee who is under the relevant assessment, vii) no imposition of administrative fine for violation of law or/and policy of the Company by CySEC to the relevant Department in which the individual employee is part of or any sanction imposed from a regulatory authority viii) the Company or a Department did not suffer a significant downturn in its financial performance due to the employee's actions, ix) achievement of non-financial performance objectives and realistic targets set by the senior management each six months to the individual employee who is under the relevant assessment. The performance targets set may indicatively be meeting of deadlines, specific project successfully done, improvement of the whole Department with the collaboration of the employee under assessment upon the internal or/and external auditors'

recommendations and remedy of deficiencies spotted. The aforesaid criteria are relative because the Company compares performance with peers either internal (within the Company or external (with similar investment firms). If one or more of the qualitative criteria is not fulfilled, the senior management shall not grant variable remuneration to the individual employee under assessment regardless if the quantitative criteria of section (v) of this article are fulfilled.

(v) The senior management accumulatively with the aforesaid qualitative criteria assesses and measures under quantitative criteria the Company's financial ability to offer variable remuneration to the employees including Identified Staff which are: i) variable remuneration does not influence the Company's capital base which must be safe and sound under the relevant regulations and laws; the abovementioned shall be confirmed by the Risk Manager of the Company at the end of the Accrual Period, ii) the Company has no financial losses under the most recent audited financial statements. In case the Company does not fulfill the two aforesaid quantitative criteria, the variable remuneration shall not be awarded regardless if the qualitative criteria of section (iv) of this article are fulfilled.

The Company is prohibited to link the variable remuneration of any employee including Identified Staff with individual quantitative criteria such as retention of clients' funds, higher number of brokerage orders linked with more commission and profit for the Company, specific target percentages of the total volume of clients' transactions or the value of transactions, or the value of clients' deposits etc.

The control functions' remuneration shall not be comprised by incentive remuneration schemes. To this end, their remuneration will maintain objectivity and independence and will not be linked with the units they control.

(vi) The maximum amount of the total annual variable remuneration (hereinafter the "bonus pool") which may be awarded to the employees of the Company cannot exceed the 50% of the annual fixed remuneration.



## 7. Contracts

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(i) Non-Executive Directors will enter into a contract with the Company. As the Company belongs into the investments sector the contract sets out the terms and conditions of the engagement and the performance expectations for the role and the remuneration package for that Director according not only to the internal agreements but also according to the laws, the EU Regulations and Directives and the CySec requirements. The Company examines the corporate and personal status of the Directors, their academic and employment achievements, their reputation in the market and their involvement to any illegal and suspicious transactions during their professional status. The terms and conditions for the engagement must be approved by the Board.

(ii) Each Executive Director, executive and senior management employee will enter into a contract with the Company clearly setting out the terms and conditions of the remuneration package for that person. The contract formulates the expectations for the performance and the role of the Executive Director, and it may mention any measures and performance indicators. As in the terms of the Non- Executive Directors the Company follows the same procedure and applies strong profile requirements for the personal and professional status of the Executive Directors. The management must approve all contracts for senior management and Directors.

(iii) Personnel, will enter into a contract with the Company clearly setting out the terms and conditions of the remuneration package for that person. The whole staff of the firm has to be well educated and well performed during its employment with the Company. The Company applies a solid profile with staff members with strong experience and relevant to their position educational background. The Company incorporates programs for the development of the staff and follows all the requirements of the laws, the EU Regulations and Directives and CySec' requirements for the professional improvement of the staff.

The Company includes clawback arrangement terms in its employment agreements for all the staff including the Identified Staff. If a material qualitative criterion of article 6 is spotted in the future that was not in reality fulfilled in a relevant Accrual Period, the employee shall return partially or in whole to the Company the relevant bonus awarded in the relevant Accrual Period.

## **8. Termination payments, employee entitlements**

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Each contract follows the laws of the Republic of Cyprus setting out in advance the entitlement to payment upon termination of employment for each Employee. The management and the Board must approve all termination payments provided to all Employees at the level of director, executive or senior management to ensure such payments reflect the Company's Remuneration Policy. The Company will comply with all legal and industrial obligations in determining the appropriate entitlement to civil or military service, annual, personal, maternity leave and any other rights according to the laws of the Republic of Cyprus.

## 9. Mitigation of conflicts of interest

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A conflict of interest may arise when an employee's personal interest interferes in any way with the interests of any of the clients or of the Company. A conflict situation will arise when an employee takes actions or has interests that may make it problematic to perform his or her work objectively and effectively. Also, a conflict of interest may arise if Company's own interests conflict with those of a client or if the Company is unable to act in the best interests of one client without adversely affecting the interests of another client.

Employees who identify a specific conflict of interest in relation to remuneration issues shall refer it to the Board of Directors, the Remuneration Committee and the Compliance Officer and the latter will provide guidance and direction on how the potential conflict will be assessed. The employees are committed to refer the conflict of interest by the Employment Agreement and the relevant provisions and the Internal Operational Manual (IOM).

Directors, members of the Remuneration Committee and employees of the Company must never permit their personal and professional interests to conflict, or appear to conflict, with the interests of the Company and/or its clients. Therefore, the Company has developed an approach to strike a balance to provide transparency whilst retaining the ability to service its client base in a manner appropriate to the client's needs.

Where a conflict of interest or potential conflict of interest is identified, the Company uses all reasonable endeavors to address the conflict and to communicate openly and transparently with the clients. Therefore, it is the policy of the Company to establish, implement and maintain adequate policies and procedures designed to detect any risk of failure by the Company to comply with its obligations under the Law. It is the Company's priority to be transparent on conflicts and the way in which conflicts of interest are managed and to be clear, fair and not misleading when communicating with clients on conflicts of interest issues.

Managing conflicts of interest is a shared responsibility that requires the managers, the Compliance Officer and the affected employees to work together to identify and implement strategies to resolve the conflict. Depending on the nature of the conflict such communication may take the form of a standard conflict statement, or, alternatively, where verbal communication has been provided to the client, by confirmatory email or letter in order to satisfy that the Company takes all the practical and legal actions and steps to manage the conflict where appropriate. To provide advice and guidance when a conflict of interest is identified the Compliance Officer must;

- a) on receiving a report of a conflict of interest, record the conflict of interest and make

appropriate enquiries to allow a thorough risk assessment to occur,

- b) assess the risks associated with the conflict of interest,
- c) consult with the individual involved and identify strategies appropriate to the risk level,
- d) manage the conflict of interest with the co-operation of the individual involved,
- e) monitor the conflict of interest while they have management responsibility for the individual, or until it is resolved.

In all instances in which a conflict of interest is identified it is the Company's policy that the appropriate disclosures are made to the client in writing and by email or other durable medium under the meaning of the MiFID II Law by the Compliance Officer. Conflict of Interest disclosures will include sufficient detail to enable the client to take a decision with respect to the context in which the conflict has arisen, whatever the circumstances. Company's policy is to act in the best interests of a client and to avoid prejudicing any party.

## 10. Miscellaneous/General

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If any provision or provisions of this Remuneration Policy shall be held to be invalid, illegal or unenforceable for any reason whatsoever, the validity, legality and enforceability of the remaining provisions shall not in any way be affected or impaired thereby and shall remain enforceable to the fullest extent permitted by law.

All capitalized terms and phrases used herein but not otherwise defined shall have the same meanings given to them in the Client's Agreement/Terms of Business .

Any inquiry regarding this policy may be personally served to the General Manager of the Company Mrs. Tatiana Elkina either by sending an email at [Tatiana.Elkina@europe.ron.in](mailto:Tatiana.Elkina@europe.ron.in) or by ordinary mail or fax, Ronin Europe Limited, Pythagoras street 3, office 301, Pythagoras Court, 3027 Limassol, Cyprus, Fax +357 25878291.