

Conflicts of Interest Policy

Effective Date: 23 May, 2025

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This document explains how ARC Capital Venture (Australia) Pty Ltd manages conflicts of interest to ensure that our financial services remain transparent, ethical, and aligned with the best interests of our clients.

It outlines our approach to identifying and addressing actual, potential, or perceived conflicts that may arise in the course of advising or dealing in financial products, particularly in the fixed income and securities space. Whether you're a client, employee, or stakeholder, this policy will help you understand the safeguards we have in place to maintain trust and uphold regulatory standards.

1. Purpose

This Conflicts of Interest Policy outlines how ARC Capital Venture (Australia) Pty Ltd ("ARC Capital"), as a Corporate Authorised Representative of Titan Securities Pty Ltd, identifies, manages, and mitigates conflicts of interest in the provision of financial services. This ensures compliance with our obligations under the Corporations Act 2001 (Cth) and ASIC Regulatory Guide RG 181: Licensing: Managing Conflicts of Interest.

2. Scope

This policy applies to all directors, employees, representatives, and contractors of ARC Capital involved in the provision of financial product advice, dealing, marketing, and client engagement. It covers all services provided to both wholesale and retail clients (as applicable).

3. What is a Conflict of Interest?

A conflict of interest occurs when the interests of ARC Capital, its representatives, or associated parties conflict with, or could be seen to conflict with, the duty owed to a client. Conflicts can be:

- Actual – a real conflict exists
- Potential – a conflict could arise
- Perceived – the conflict appears to exist to an outside party

4. Common Conflicts in Fixed Income & Securities Dealing

- Recommending or dealing in securities or fixed income products in which ARC Capital or its representatives have a financial interest.
- Receiving trailing commissions or referral fees from product issuers without appropriate disclosure.
- Representatives placing personal trades in securities they are actively recommending to clients.
- Situations where product availability or remuneration structures may incentivise preferential product promotion.
- Dual relationships (e.g. being both a distributor and a client of a fixed income issuer).

5. Conflict Identification Processes

To identify conflicts, ARC Capital:

- Maintains a Conflict of Interest Register
- Requires pre-employment and annual declarations from staff
- Reviews product relationships, incentives, and remuneration structures
- Conducts file reviews and compliance audits

6. Conflict Management Strategies

ARC Capital adopts the following measures to manage and mitigate conflicts:

6.1. Avoidance

- Avoid engaging in activities that cannot be appropriately managed (e.g. dual roles with undisclosed interests).
- Decline to act for a client where a material unmanaged conflict exists.

6.2. Disclosure

- Disclose all material conflicts in:
- The Financial Services Guide (FSG)
- Product Disclosure Statements (where applicable)
- Client-facing communications
- Clearly disclose any commissions, fees, or third-party benefits in advice or trade confirmations.

6.3. Control

Decline to act for a client where a material unmanaged conflict exists.

- Implement segregation of duties where necessary (e.g. compliance oversight separate from sales).
- Restrict access to product information or order flow where relevant.
- Require pre-approval of personal trading in financial instruments.

6.4. Monitoring

- Compliance team or directors conducts regular transaction monitoring, audit of disclosures, and review of incentives or volume-based arrangements.