



Conflict Of Interest Policy

利益冲突政策

Sunflower Trading Ltd



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1. Introduction 简介

Sunflower Trading Ltd is a company incorporated and registered in UNITED KINGDOM under registration No.10719569 having its registered address situated at 27, Old Gloucester Street, LONDON, WC1N 3AX, UNITED KINGDOM (hereinafter, the “Company”). Sunflower Trading Ltd, 一家在英国注册成立的公司，其注册编号为 10719569，注册地址位于 27, Old Gloucester Street, LONDON, WC1N 3AX, UNITED KINGDOM.（以下简称“公司”）。

2. General 通则

This summarised Conflicts of Interest Policy (hereinafter, the “**Policy**”) is provided to you (our Clients or prospective Client), pursuant to which the Company is committed to take all reasonable steps to detect and avoid conflicts of interest. 本文档概括的“利益冲突政策”（以下简称“**本政策**”）是为您（我们的客户或潜在客户）提供的。按照该政策的规定，公司致力于采取所有合理的措施来查明和避免利益冲突。

The Company is committed to act honestly, fairly and professionally and in the best interests of its Clients and to comply, with the relevant applicable law and regulations when providing investment services and other ancillary services related to such investment services. 公司致力于诚实、公平和专业地提供投资服务和与之相关的其他辅助服务，并且符合客户的最佳利益。此外，客户还致力于遵守相关的适用法律法规。

The purpose of this document is to set out the Company’s approach in identifying and managing conflicts of interest which may arise during the course of its normal business activities. In addition, this document identifies circumstances which may give rise to a conflict of interest. 本文档的目的是阐明公司识别和管理日常业务活动过程中可能出现的利益冲突的方法。此外，本文档确定可能会产生利益冲突的情形。

3. Scope 适用范围

The Policy applies to all of the Company’s directors, personnel, any persons directly or indirectly linked to the Company (hereinafter, “**Related Persons**”) and shall refer to the provision of all investment and ancillary services to all Clients. 本政策适用于公司的所有董事、员工、直接或间接与公司相关的任何人（以下简称“**相关人员**”），并且针对向全体客户提供的所有投资和辅助服务。

The Company shall take all necessary measures to identify, manage, prevent and/or disclose any conflict of interest within its organization, with its Clients and between its Clients, to prevent conflicts of interest from adversely affecting the Clients’ interests. 公司将采取一切必要措施来识别、管理、预防和/或揭露组织内部的、与客户的以及客户之间出现的任何利益冲突，避免利益冲突对客户利益产生不利影响。

The Company shall regularly define measure and manage any possible risks of a conflict of interest in connection with its investment services. The Board of Directors and the Compliance Officer shall perform this function in cooperation with the employees and head officers of each of the Company’s various departments. 公司应定期明确、衡量和管理任何与投资服务相关的可能的利益冲突风险。公司董事会和合规专员应协调公司各部门的员工和主管执行该职能。



4. Identification of Conflicts of Interest 识别利益冲突

4.1. General 通则

When the Company deals with the Client, the Company, an associate or some other person connected with the Company may have an interest, relationship or arrangement that is material in relation to the Transaction concerned or that it conflicts with the Client's interest. 在公司与客户进行交易时，公司、合伙人或其他一些与公司有关的人士可能就相关交易拥有实质利益、关系或安排或者与客户的利益冲突。

The existence of the following circumstances during the performance of a service provision function shall be assessed, when defining actions that may entail a conflict of interest: 在提供服务的过程中确定可能导致利益冲突的行动时，应评估是否存在下列情形之一：

- a. The Company or a relevant person has a financial gain or is likely to make a financial gain or avoid a financial loss on account of a Client; 公司或相关人员因为客户的缘故获得或可能获得经济利益或避免经济损失；
- b. The Company or a relevant person has an interest in the outcome of a service provided to the Client or of a transaction carried out on behalf of the Client, which is distinct from the Client's outcome in that outcome; 公司或相关人员在向客户提供的服务成果中或代表客户开展的交易之中拥有利益，且与客户获得成果不同；
- c. The Company or a relevant person has a financial or other incentive to favour the interests of one Client over the interests of another Client; 公司或相关人员有经济或其他动机相比另一位客户，更为偏袒某位客户的利益；
- d. The Company or a or relevant person has business interests or is involved in the same area of business as the Client; 公司或相关人员拥有商业利益或卷入客户从事的同一商业领域；
- e. The Company or a or relevant person receives, in connection to the service provided to a Client, inducements from a third party which are not part of the standard commission or fee for that service. 公司或相关人员就提供给客户的服务而收到第三方赠与的该服务标准佣金或费用以外的诱因。

4.2. Examples of Conflict of Interest 利益冲突的示例

While it is not feasible to define precisely or create an exhaustive list of all relevant conflicts of interest that may arise, as per the current nature, scale and complexity of the Company's business, the following list includes circumstances which constitute or may give rise to a conflict of interest entailing a material risk of damage to the interests of one or more Clients, as a result of providing investment services: 虽然精确界定或制作可能出现的所有相关利益冲突的详尽清单是不可行的，但根据公司当前的业务性质、规模和复杂程度制订的下列清单，其中包括，提供投资服务导致构成或可能产生对一名或多名客户的利益造成重大损害风险的利益冲突的情形：

- a. The Company may be matching the Client's order with that of another Client by acting on such other Client's behalf as well as on the Client's behalf; 公司通过作为一名客户的代理并代表另一名客户，可能会将一名客户的订单与另一名客户的订单匹配；



- b. The Company may receive or pay inducements to or from third parties due to the referral of new Clients or Client's trading; 由于推荐新客户或客户交易，公司可能会收取或向第三方支付诱因；
- c. the Company may be advising and providing other services to associates or other Clients of the Company who may have interests in Financial Instruments or investments or Underlying Assets, which are in conflict or in competition with the Client's interests; 公司听从建议并向合伙人或公司的其他客户提供其他服务，此等人士可能在金融工具、投资或标的资产中拥有与客户利益冲突或竞争的利益；
- d. the Company, its employees and related legal persons may have, establish, change or cease to have positions in securities, foreign exchange, CFDs or other Financial Instruments covered by an investment recommendation or advice; 公司及其员工和相关法人可能拥有、确定、更改或不再拥有投资推荐或建议包括的证券、外汇、差价合约或其他金融工具的头寸；
- e. the Company may have an interest in maximizing trading volumes in order to increase its commission revenue, which is inconsistent with the Client's personal objective of minimizing transaction costs; 公司可能有意最大程度地提高交易量，以增加佣金收入，这与客户最大程度地降低交易成本的个人目标不一致；
- f. the Company's bonus scheme may award its employees based on the trading volume etc.; 公司的奖金制度可能会基于交易量等奖励员工；
- g. the Company or a Related person has an interest in the outcome of a service provided to the Client or of a transaction carried out on behalf of the Client, which is distinct from the Client's interest in that outcome; 公司或相关人员在向客户提供的服务成果中或代表客户开展的交易之中拥有利益，且与客户在成果中的利益不同；
- h. the Company or a Related person has a financial or other incentive to favour the interest of another Client or group of Clients over the interests of the Client; 公司或相关人员在经济或其他动机相比某客户，更为偏袒另一位客户或另一客户群的利益；

4.3. Procedures and Controls to Manage Conflict of Interests 管理利益冲突的程序和控制方法

In general, the procedures and controls that the Company follows to manage the identified conflicts of interest include the following measures (list is not exhaustive): 一般而言，公司管理确定的利益冲突采取的程序和控制方法包括下列措施（未详尽列出）：

- a. The Company undertakes ongoing monitoring of business activities to ensure that internal controls are appropriate; 公司承诺持续监控业务活动，确保内部控制是适宜的；
- b. Effective procedures to prevent or control the exchange of information between Related Persons engaged in activities involving a risk of a conflict of interest where the exchange of that information may harm the interest of one or more Clients; 采取有效的程序来防止或控制从事隐含利益冲突风险活动的相关人员交流信息，其中交流的信息可能会损害一名或多名客户的利益；



- c. The Company maintains an Independent Compliance Department to monitor and report any possible conflict of interest situations to the Board of Directors; 公司始终设有独立合规部门，负责监控并向董事汇报任何可能的利益冲突情况；
- d. Appointment of an Internal Auditor to ensure the appropriateness and effectiveness of the systems and controls used by the Company and to report to the Board of Directors; 任命一名内部审计师，以确保公司采用的体系和控制的适当性和有效性，并向董事会汇报；
- e. Procedures governing access to electronic data; 制订管理电子数据访问的程序；
- f. Establishment and maintenance of the “four-eye” principle to monitor and supervise the Company’s activities; 制订和坚持“二人”原则来监控和监督公司活动；
- g. Establishment of Chinese walls and physical separations between the Company’s different departments to restrict the flow of confidential information within the Company; 在公司的不同部门之间设立职能划分制度和实体分隔，限制保密信息在公司内部流转；
- h. Segregation of duties that may give rise to conflict of interest if carried out on by the same individual; 在同一个人履行职责时，划分可能产生利益冲突的职责；
- i. The Company’s personnel receive appropriate training, instructions and guidance regarding managing of conflict of interest; 对公司人员进行有关利益冲突管理的适当培训、指示和指导；
- j. The Company’s personnel is bound by professional secrecy and confidential information is only to be shared if essential for the performance of a task; 公司人员遵守职业保密制度，仅分享对完成任务至关重要的保密信息；
- k. A “need-to-know” policy governing the dissemination of confidential or inside information within the Company. “须知”原则用于管理公司内部的保密信息或内部资料的传播；
- l. The separate supervision of Related Persons whose principal functions involve carrying out activities on behalf of, or providing services to Clients whose interests may conflict, or who otherwise represent different interests that may conflict, including those of the Company; 分别监管相关人员，其主要职能包括代表客户实施活动，或者向可能存在利益冲突或以其他方式代表可能冲突的利益（包括与公司利益冲突）的客户；
- m. The removal of any direct link between remuneration of relevant persons principally engaged in one activity and the remuneration of, revenues generated by different Related Persons principally engaged in another activity, where a conflict of interest may arise in relation to those activities; 对于薪酬主要来源于从事一类活动的相关人员以及薪酬或收入主要来源于可能会与该活动产生利益冲突的活动的不同相关人员，删除薪酬之间的任何联系；
- n. Measures to prevent or limit any person from exercising inappropriate influence over the way in which a Related Person carries out an investment or ancillary service or activities; 制订措施，防止或限制任何人对相关人员执行投资或辅助服务或活动的方式产生不当影响；
- o. Measures to prevent or control the simultaneous or sequential involvement of a relevant person in separate investment or ancillary services or activities where such involvement may impair the proper management of the conflicts of interest; 制订措



- 施，防止或控制相关人员同时或连续参与不同的投资或辅助服务或活动，其中此种参与可能会损害利益冲突的适当管理；
- p. Implementation of personal account dealing requirements applicable to relevant persons in relation to their own investment; 实施适用于相关人员个人投资相关的个人账户交易要求；
 - q. Prohibition on officers and employees of the Company to have external business interests conflicting with the interests of the Company without the prior consent of the Company's Board of Directors; 未经公司董事会事先同意，禁止公司高级职员和员工在外拥有与公司利益冲突的外部商业利益；
 - r. A policy designed to limit the conflict of interest arising from the giving and receiving of inducements. 政策旨在限制给予和接收诱因产生的利益冲突。

5. Disclosure of Conflict of Interest 利益冲突的披露

If during the course of a business relationship with a Client or group of Clients, the organizational or administrative arrangements/measures in place are not sufficient to avoid or manage a conflict of interest relating to that Client or group of Clients, the Company will disclose the conflict of interest before undertaking further business with the Client or group of Clients. 在公司与某客户或客户群有业务往来期间，如果落实到位的组织或行政管理安排/措施不足以避免或管理该客户或客户群相关的利益冲突，公司应在承担客户或客户群进一步的业务之前，披露利益冲突。

6. Client's Consent 客户同意

By entering into a Client Agreement with the Company for the provision of Investment Services, the Client is consenting to an application of this Policy on him. Further, the Client consents to and authorises the Company to deal with the Client in any manner which the Company considers appropriate, notwithstanding any conflict of interest or the existence of any material interest in a Transaction, without prior reference to the Client. 在与公司缔结有关提供投资服务的“客户协议”之前，客户同意对其实施该政策。此外，尽管可能存在任何利益冲突或交易中可能存在任何重大利益，客户同意并授权公司可在未事先咨询客户的情况下，以公司自认为适合的任何方式进行处理。

In the event that the Company is unable to deal with a conflict of interest situation it shall revert to the Client. 如果公司无法处理利益冲突情况，公司应将客户利益冲突转回至客户。

7. Amendment/Review 修订/审查

The Company reserves the right to review and/or amend its Policy and arrangements whenever it deems this appropriate according to the terms of the Client Agreement between the Company and the Client. 公司有权按照公司与客户签订的“客户协议”所载条款的规定，在自认为合适的时候审查和/或修改其政策和安排。