



Prochoice
Chrimatistiriaki Ltd

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Disclosures in accordance with Part Eight of Regulation (EU) No 575/2013 of the European Parliament and of the Council of 26 June 2013 on prudential requirements for credit institutions and investment firms

YEAR ENDED 31 DECEMBER 2020

August 2021

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1. General Information and Scope of Application

Requirements of the Regulation (EU) No 575/2013

The information below is disclosed in accordance with the provisions of Part Eight of Regulation (EU) No 575/2013 of the European Parliament and of the council of 26 June 2013 on prudential requirements for credit institutions and investment firms (hereinafter the “Regulation”) and paragraph 32(1) of DI144-2014-14 of the Cyprus Securities and Exchange Commission (the “CySEC”) for the prudential supervision of investment firms.

The information that the Company discloses herein relates to the year ended 31 December 2020.

Principal Activities

Prochoice Chrimatistiriaki Ltd was incorporated in Cyprus 7th May 2008 as a private limited liability company under the Cyprus Companies Law, Cap. 113. The Company has applied for and obtained a license with Number 100/09 in July 2009 from the CySEC to operate as a Cyprus Investment Firm.

Also, the company is a member of the Cyprus Stock Exchange (CSE) and a distant member of the Athens Stock Exchange (ASE).

Currently, the Company has a license to offer the following investment and ancillary services based on the applicable laws and regulations of the period under review:

Investment Services
Reception and transmission of orders in relation to one or more financial instruments
Execution of Orders on Behalf of Clients

Ancillary Services
Safekeeping and administration of financial instruments, including custodianship and related services
Granting credits or loans to one or more financial instruments, where the firm granting the credit or loan is involved in the transaction
Foreign exchange services where these are connected to the provision of investment services
Investment research and financial analysis of other forms
Investment services and activities as well as ancillary services where these are connected to the provision of investment or ancillary services

Tied Agents
Approved Tied Agents

The Company is operating online through its Online Trading Platform at the website www.pro-choice.com.cy.

Disclosure Policy

The Company discloses information in relation to its capital requirements on an annual basis.

Due to COVID-19 outbreak the External Auditors' verification report on Pillar III Disclosures, will be completed by the end of August (31/08).

Prudential Framework

The capital adequacy and overall risk management requirements that currently apply to the Company under the CRR and CRDIV prudential framework, will be replaced by amended prudential rules established by the EU Regulation 2019/2033 ("Investment Firm Regulation" or "IFR") and the EU Directive 2019/2034 ("Investment Firm Directive" or "IFD"), which shall become applicable on 26th of June 2021. The new rules introduce changes in the methodologies that EU investment firms are required to apply for calculating their exposures to risk and their capital adequacy ratio and in this respect, the Company is in the process of assessing the impact that these changes are expected to have on its solvency position, in order to take timely action and be in a position to adopt the new rules.

Implications of the Coronavirus Outbreak

With the recent and rapid development of the Coronavirus disease (COVID-19) outbreak the world economy entered a period of unprecedented health care crisis that has already caused considerable global disruption in business activities and everyday life. Many countries have adopted extraordinary and economically costly containment measures. Certain countries have required companies to limit or even suspend normal business operations. Governments, including the Republic of Cyprus, have implemented restrictions on travelling as well as strict quarantine measures.

The financial and other effects of the current crisis on the global and Cypriot economy as well as the direct and indirect effects on the Company's business, financial and business activities cannot be estimated with reasonable certainty at this stage due to the rate at which the virus is growing and the high level of uncertainty resulting from the inability to reliably predict the outcome.

Management has considered the unique circumstance and the risk exposures of the Company and has concluded that there is no significant impact in the Company's operations, liquidity financial performance and financial position. The event is not expected to have an immediate material impact on the business operations. Management will continue to monitor the situation closely and will assess the impact in case the period of disruption becomes prolonged.

Scope of the Disclosures

Prochoice Chrimatistiriaki Ltd does not have any subsidiaries and therefore the information presented in this report relates solely to the Company.

2. Governance – Board and Committees

2.1 The Board

The Board of Directors, which consists of both executive and non-executive independent members, has overall responsibility for the establishment and oversight of the Company's risk management and

governance framework. The following are part of the responsibilities of the Board of Directors in relation to risk management:

- Setting the strategies and objectives of the Company
- Overseeing the internal control system of the Company
- Approving internal documents, policies and procedures

The Board has overall responsibility for the business. It sets the strategic aims for the business, in line with delegated authority from the shareholder and in some circumstances subject to shareholder approval, within a control framework, which is designed to enable risk to be assessed and managed.

The Board is satisfied that financial controls and systems of risk management are robust. The Board comprises of 2 executive directors and 4 non-executive directors.

2.2 Board - Recruitment and Diversity Policy

It is the Board's responsibility to identify, evaluate and select candidates for the Board of the Company and thus a predetermined procedure is followed for such a selection.

Specifically, the members need to have integrity and honesty, the necessary qualifications, education, skills and experience in order to perform their duties. They also need to have financial knowledge, as well as experience relevant with the Company's activities in general and with financial matters. Part of the duties of the Board of Directors is to find and evaluate, based on the above mentioned criteria, possible candidates who would be able to respond to the demands of the Board of Directors of the Company.

The Company recognizes the benefits of having a diverse Board of Directors which includes and makes use of differences in the skills, experience, knowledge and background between members of the Board. Therefore, diversity is taken into consideration when determining the optimum composition of the Board of Directors.

2.4 Number of directorships held by members of the Board

The table below provides the number of directorships a member of the management body of the Company holds at the same time in different entities, including Prochoice Chrimatistiriaki Ltd. Directorships in organizations which do not pursue predominantly commercial objectives, such as non-profit-making or charitable organizations, are not taken into account for the purposes of the below. For the purposes of the below, executive or non-executive directorships held within the same group count as single directorship.

Name of Director	Position within Prochoice Chrimatistiriaki Ltd	Number of Directorships	
		Executive	Non-Executive
Antonis Antoniou	Executive Director	1	2
Andreas Leonidou	Executive Chairman	3	-
Stelios Koiliaris	Non-Executive Director	2	4
Stavros Stavrou	Non-Executive Director	2	1
Stefanos Hailis	Non-Executive Director	1	2
Sergios Sergiou	Non-Executive Director	-	1

2.5 Structure and Organization of the Risk Management Framework

The Company's Risk Management framework aims to establish, implement and maintain adequate policies and procedures designed to manage any type of risks relating to the Company's activities. The current Risk Management framework sets the process applied in the activities of and across the Company, designed to identify potential events that may affect its business, to manage risks to be within its risk appetite, and to provide reasonable assurance regarding the achievement of its mission and its objectives. Within the Company's Risk Management framework there are structures that provide for the validation role of Risk Management, Compliance and Internal Audit functions. Even though these are distinct functions and they perform specific duties in the overall Risk Management framework, there is a considerable degree of overlap and intersect present.

The Company has designed its risk management framework to be proportionate to the scale, nature and complexity of its business, and is comprised of the following components:

- Board of Directors
- Investment Committee
- Risk Management Function
- Compliance and Anti-money Laundering Function
- Accounting and Finance
- Internal Audit (Outsourced)

Board of Directors

As described in paragraph 2.1 the Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management and governance framework.

Investment Committee

The Company has established an Investment Committee which consists of three members, the main responsibility of which is to set the investment policy of the Company according to the market environment at the time and formulates the framework in which the asset management and client investment advisory functions of the Company should operate.

Risk Management Function

The Risk Management function adapts and maintains specific policies and risk management procedures that enable the identification of the Company's risks. The risk management function is independent from any other units with administrative power and reports to the Board of Directors and the Investment Committee. It is responsible for providing advice to the Board with regards to the risk management policy of the Company and to ensure that any rewards are weighted by their associated risks. The risk management function also advises various Company business units on risk-return profiles associated with their operations and asset classes they are dealing with. It monitors the implementation of the Company agreed policy as defined by the Board of Directors and the various CySEC regulations.

Risk Management aims to continuously develop and improve risk measuring and monitoring mechanisms. In addition, the risk management function is responsible for reviewing and updating the Company's risk management policies and procedures. The Risk Management function is responsible to assess and report to the Board and the Investment Committee all data, events, actions and new expansion or entry to new

investments that can expose the Company to any type of risk, which will have an impact to the Company's operating functions. The Risk Management function ensures that relevant controls are put in place to evaluate the effectiveness and the practical implementation of measures to mitigate and manage risks.

Compliance and Anti-money Laundering Function

The Compliance function is an independent function. The Company has a Compliance Officer and Anti-Money Laundering Officer that has the responsibility for ensuring that structures and procedures are in place to ensure compliance with laws and regulations, which relate to carrying out business transactions, internal policies and procedures as well as fostering standards of behavior to protect and enhance the reputation of the Company. He/She reports primarily to the Company's Board of Directors and directly to the Managing Director.

Accounting and Finance Department

The Accounting department is responsible for the management accounts which are feeding into the Capital Adequacy requirements monitoring and the preparation and timely submission of the relevant reports to the CySEC. Furthermore, the Accounting Department is responsible for monitoring the Company's exposure to credit and market risks. It is also responsible for the safekeeping of clients' funds.

Internal Audit

The Internal Audit function is outsourced and is administratively independent from any other units of the Company and reports directly to the Board of Directors and the Audit Committee. It is responsible for conducting independent appraisals of the Company's activities, functions and operations to ensure that an adequate framework of internal controls has been established and is operating effectively.

The Internal Auditor is responsible for ensuring that Management has established a framework of specific internal controls, accounting controls and operating procedures, commensurate with exposures to risk and to ensure compliance with the overall guidance of Board-approved policies and applicable regulations. The efforts of the Internal Auditor are augmented through the use of audit resources obtained from third-party vendors in the area of information technology.

3. Information flow on risk to the management body

Communication of information at all relevant levels of the Company is defined by its organizational structure, which clearly specifies the reporting lines and allocates functions and responsibilities.

The Accounting Department, the Operations Department, and the Internal Audit, Risk Management and Legal and Compliance functions work in concert taking into account the nature, scale and complexity of the business of the Company, and the nature and range of investment services and activities undertaken in the course of this business. The integrated objective of these distinct functions is to enhance the accuracy and overall effectiveness of the Company's risk management and monitoring structure.

Given the desired specialization of duties in the overall Risk Management function and based on particular knowledge and expertise, the Company's Risk Management function focuses on the financial risk management area, with emphasis given on quantitative issues regarding financial types of risk. Compliance and Internal Audit roles are clearly defined for the management of compliance risk and operational risk respectively.

Risk information flows up to the Board of Directors directly through the functions of Risk Management, Internal Audit and Compliance, through the Audit Committee and the Investment Committee.

4. Board Declaration – Adequacy of risk management arrangements

The Board of the Company is responsible for reviewing the effectiveness of the Company's Risk Management arrangements and systems of financial and internal control. These are designed to manage rather than eliminate the risks of not achieving business objectives, and as such offer reasonable but not absolute assurance against fraud, material misstatement and loss.

The Board considers that it has in place adequate systems and controls with regard to the Company's profile and strategy and an appropriate array of assurance mechanisms, properly resourced and skilled, to avoid or minimize loss.

5. Board Risk Statement

The Company's risk statement is provided in Appendix I. This is approved by the Board and describes the Company's overall risk profile associated with the business strategy.

6. Capital Management

The adequacy of the Company's capital is monitored by reference to the provisions of the Capital Requirements Regulation (the "Regulation" or "Regulation (EU) 575/2012") and the Capital Requirements Directive as this is transposed by the CySEC (the "Directive" or "DI 144-2014-14"). Together the Regulation and Directive, referred to as CRDIV package, is an EU legislative package covering prudential rules for banks and investment firms and through a transitional period starting from 2014, will bring into force the regulatory provisions of Basel III.

The Basel III consists of three pillars:

- (I) Minimum capital requirements
- (II) Supervisory review process
- (III) Market discipline

Pillar I – Minimum Capital Requirements

The Company adopted the Standardized approach for Credit and Market risk and the Fixed Overhead approach for Operational risk.

According to the Standardized approach for credit risk, in calculating the minimum capital requirement, risk weights are assigned to exposures, according to their characteristics and exposure class to which they belong.

The Standardized measurement method for the capital requirement for market risk adds together the long and short market risk positions according to predefined models to determine the capital requirement.

For operational risk, the Company is required to hold eligible capital of at least one-quarter of the fixed overheads of the previous year.

Pillar II – The Supervisory Review and Internal Capital Adequacy Assessment Processes

The Supervisory Review Process provides rules to ensure that adequate capital is in place to support any risk exposures of the Company in addition to requiring appropriate risk management, reporting and governance structures. Pillar II covers any risk not fully addressed in Pillar I, such as concentration risk, reputation risk, business and strategic risk and any external factors affecting the Company.

Pillar II connects the regulatory capital requirements to the Company's internal capital adequacy assessment procedures (ICAAP) and to the reliability of its internal control structures. The function of Pillar II is to provide communication between supervisors and investment firms on a continuous basis and to evaluate how well the investment firms are assessing their capital needs relative to their risks. If a deficiency arises, prompt and decisive action is taken to restore the appropriate relationship of capital to risk.

Pillar III – Market Discipline

Market Discipline requires the disclosure of information regarding the risk management policies of the Company, as well as the results of the calculations of minimum capital requirements, together with concise information as to the composition of own funds.

According to the CySEC Directive DI144-2014-14, the risk management disclosures should be included in either the financial statements of the investment firms if these are published, or on their websites. In addition,

these disclosures must be verified by the external auditors of the investment firm. Due to COVID-19 outbreak the investment firm will be responsible to submit its external auditors' verification report to CySEC by the end of August (31/08).

The Company has included its risk management disclosures on its website as it does not publish its financial statements. Verification of these disclosures has been made by the external auditors and sent to CySEC.

Capital adequacy ratio

The primary objective of the Company's capital management is to ensure that the Company complies with externally imposed capital requirements and that the Company maintains healthy capital ratios in order to support its business and to maximize shareholders' value.

Table 1: Composition of the Capital Base and Capital Requirements	31 December 2020 €000
Eligible Own Funds before Solvency Filters	
Common Equity Tier 1 Capital	
-Share capital	852
-Share Premium	-
-Reserves	(573)
-Profit / (Loss) from the audited current year	(64)
Total Own Funds before Deductions:	
-Intangible Assets	-
-Investors Compensation Fund	(43)
Total Common Equity Tier 1 Capital	172
Capital Requirements	
Credit risk	29
Foreign Exchange Risk	-
Operational Risk (based on Fixed Overheads)	74
Total Capital Requirements ((Max((CR+FX);OPR))	74
Additional Exposure due to Fixed Overheads	47
Capital Adequacy Ratio	18.56%

The Own Funds of the Company consist solely of Common Equity Tier 1 Capital, which is made up of share capital, reserves (retained earnings and dividends) and audited Profit form current year.

Intangible assets and computer software are deducted from the Company's Common Equity Tier 1 Capital.

Share Capital

There were no changes in the share capital of the Company during the year.

Large exposures

As at 31/12/2020, the Company's exposure to a common shareholder without controlling influence exceeded the 2% large exposure limit set by paragraph 61 of CySEC Directive 144-2014-14 with regards to the limits to shareholders, directors and their connected persons respectively. Within April 2021 the exposure has been resolved through repayment.

7. Credit Risk

General

Credit risk arises when a failure by counterparties to discharge their obligations could reduce the amount of future cash inflows from financial assets on hand at the statement of financial position date.

The Company has no significant concentration of credit risk. The Company has policies in place to ensure that sales of products and services are made to customers with an appropriate credit history and monitors on a continuous basis the ageing profile of its receivables.

According to the Standardized approach for Credit risk, in calculating the minimum capital requirement, risk weights are assigned to exposures, after the consideration of various mitigating factors, according to the exposure class to which they belong. The main categories of exposures the Company is exposed to with regards to Credit risk are deposits with banks, trade and other receivables and fixed assets. The Company's policy is not to invest on own account in the stock market. Its assets are kept in the banks as well as assets used on hardware and software in order to execute the day to day work. The Company has credit risk exposure from clients since it provides credits to some of them.

Prochoice Chrimatistiriaki Ltd did not hold any derivatives and did not enter into any repurchase transactions, securities or commodities lending or borrowing transactions, long settlement transactions hence the Company does not face counterparty credit risk.

During 2020, the amount given as credit to customers is covered by shares owned by customers and the shares that the customers are trading through the Company. The Company used eligible shares (e.g. shares listed in recognised exchange or included in a main index) received by its clients to reduce its credit risk exposures to those clients. The Company applies the Comprehensive Approach for Credit Risk Mitigation (hereinafter "CRM") purposes.

Capital Requirements

The Company follows the Standardized Approach for the calculation of the minimum capital requirements for credit risk.

Table 2 below presents the allocation of credit risk in accordance with the Standardized Approach exposure classes:

Table 2: Exposure Amount per Asset Class and Minimum Capital Requirements			31 December 2020 €000		
Asset Classes	Average exposure Amount €000	Exposure Amount before CRM €000	Exposure Amount after CRM €000	Risk Weighted Assets €000	Minimum Capital Requirements €000
Corporates	198	270	228	157	13
Institutions	461	692	692	162	13
Other Items	32	29	29	29	2
Total	691	991	949	348	28

Use of External Credit Assessments Institutions' (ECAI) Credit Assessments for the determination of Risk Weights

For the purposes of applying the Standardized Approach, the nominated External Credit Assessment Institutions (ECAI), recognized by the Central Bank of Cyprus (CBC) are Fitch Ratings, Standard and Poor's Rating Services, and Moody's Investor Service.

The Company has selected and continues to use Fitch Ratings as the External Credit Assessment Institution (ECAI).

CQS	Fitch
1	AAA to AA-
2	A+ to A-
3	BBB+ to BBB-
4	BB+ to BB-
5	B+ to B-
6	CCC+ and below

Exposures without an available Fitch credit rating are considered to be unrated.

Transfer of Credit Assessments onto items not included in the Trading Book

For exposures to regional governments or local authorities, public sector entities and institutions, the ECAIs are applied in the following priority:

1. Issue/Exposure.
2. Issuer/Counterparty.
3. Sovereign.

For exposures to central governments or central banks, multilateral development banks, corporates, and CIUs, the ECAIs are applied in the following priority:

1. Issue/Exposure.
2. Issuer/Counterparty.

The ECAIs are not taken into account where all relative exceptions per the CRR apply.

Table 3 below presents the exposures of the Company before and after CRM by CQS:

Table 3: Exposures before and after CRM by CQS		31 December 2020 €000	
CQS	Exposure amount before CRM	Exposure amount after CRM	
5	446	446	
6	54	54	
Unrated/Not Applicable	491	449	
Total	991	949	

Table 4 presents the breakdown of exposure classes per residual maturity:

Table 4: Exposure classes and Residual Maturity			31 December 2020 €000	
Asset Classes	Current account/ Less than 3 months	More than 3 months or no maturity	Not Applicable	Total
Corporates	219	50	1	270
Institutions	662	30	-	692
Other Items	16	-	13	29
Total	897	80	14	991

Table 5 presents the exposures of the company by geographic area:

Table 5: Geographic Distribution of Exposure		31 December 2020 €000	
Asset Classes	Cyprus	Greece	Total
Corporates	270	-	270
Institutions	174	518	692
Other Items	29	-	29
Total	473	518	991

Table 6 below presents the breakdown of the Company's exposures into industry sectors, analysed by asset class:

Table 6: Breakdown of exposures to industry sectors		31 December 2020 €000	
Asset Class	Financial/ Banking Services	Other	Total
Corporates	270	-	270
Institutions	692	-	692
Other Items	16	13	29
Total	978	13	991

Impairment of assets

The Company applied in 2020 IFRS 9 which utilizes an 'expected credit loss' (ECL) model.

The Company recognises loss allowances for Expected Credit Losses (ECLs) on

- financial assets measured at amortised cost;
- debt investments measured at FVOCI; and
- contract assets.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

Under the IFRS 9's impairment requirements no expected credit losses resulted.

Funded Credit Protection

The Company mitigates its counterparty credit risk exposure by recognizing the deposits/margin of its counterparties as eligible funded credit protection.

The Company applies the Comprehensive Method for Credit Risk Mitigation (CRM) purposes.

The table below provides separately for each exposure class, the total exposure value (after, where applicable, on- or off-balance sheet netting) that is covered - after the application of volatility adjustments - by eligible financial collateral.

Table 7: Credit Protection		31 December 2020	
		€000	
Asset Class	Funded Credit Protection	Unfunded Credit Protection	Total
	€000	€000	€000
Corporates	10	-	10
Institutions	-	-	-
Other Items	-	-	-
Total	10	-	10

We note that the Company's eligible funded credit protection, is in the form of eligible shares.

No guarantees or credit derivatives or on-balance sheet netting agreements are recognized for the purposes of credit risk mitigation.

8. Operational Risk

General

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks. The directors are responsible for managing operational risk.

All people involved in the operations are working between certain procedures that are approved by the board and everybody's work regarding company's operations as payments, new customer account opening and execution of customers' orders is monitor by the risk management officer. Adequate backups are kept in order for the company to be able to operate once an external disaster occurs. The company owns an electric generator to be able to operate once the electric supply is down. Also the company has two different internet supplies to avoid any discontinuation of the operations. Contingency and recovery plans for core services, key systems and priority business processes have been developed and are revisited as part of existing management processes to ensure that continuity strategies and plans remain relevant. Awareness campaigns remain a critical tool in driving a business continuity culture across the company. The company will continue to enhance and develop operational resilience to meet evolving business priorities.

The Company manages operational risk through a control-based environment in which processes are documented and systems are reviewed and upgraded. This is enhanced by continuous monitoring.

Capital Requirements

The Company applies the Fixed Overhead approach for calculating the amount of capital required under the minimum regulatory capital requirements for Operational Risk since it falls under Article 95(1) of the Regulation. Under this method, the Company calculates its total Risk Weighted Assets as the higher of the following:

- a. the sum of the risk weighted assets calculated for credit and market risks; and
- b. 12,5 multiplied by the one quarter of the fixed overheads of the preceding year.

The following table shows the calculation of the capital requirements for Operational Risk.

Operational Risk (Fixed Overheads Approach)	Minimum Capital Requirements €000
25% of the fixed overheads of the preceding year	74

9. Market Risk

General

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments.

Market risk changes in line with fluctuations in markets prices, such as foreign exchange rates, interest rates, equities and commodities prices. These market prices affect the Company's income or the value of its holdings of financial instruments.

Management of market risk

During 2020 due to the fact that the company cannot perform the investment activity of dealing for own account, it had no investments in bonds or shares in any stock market.

Foreign Exchange risk

Foreign exchange risk results from adverse movements in the rate of exchange on transactions in foreign currencies. The Company keeps mainly its accounts in Euro therefore no foreign exchange rate risk exists. As at 31 December 2020, the Company was not exposed to currency risk.

Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. Company's management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

Capital Requirements

As the Company has no trading book, it calculates its capital requirements on foreign exchange risk only. However, as at 31/12/2020, the Company's open position in foreign currencies is zero and as a result, the Company does not hold any capital for foreign exchange risk.

10. Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability but can also increase the risk of losses.

The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

Management of liquidity risk

In accordance with the CySEC clients' money rules, the Company holds all the funds of its clients in segregated accounts that are clearly designated as clients' money bank accounts. Therefore, the Company considers liquidity risk in relation to all clients' trading activity to be significantly low.

11. Regulatory and Compliance risk

The Company is regulated by the Cyprus Securities and Exchange Commission. The regulator under its capacity is issuing several circulars which are expected to affect the Company's current operations. One of these circulars is referring to bonuses that CIFs are providing to their clients creating an incentive to trade.

The Company's revenue depends upon the maintenance of licenses from regulators. Non-compliance with the regulatory framework of jurisdictions in which the Company's trading platform is accessible from, could adversely affect the Company's profitability and may result in the suspension, revocation or amendment of its licenses and/or other enforcement action.

Increased regulatory scrutiny of the industry in which the Company operates could adversely affect the Company's revenue, business and profitability. Changes to the EU regulatory framework, current and proposed EU regulations and directives could restrict the Company's business. The implementation of necessary changes to comply with the increased regulatory framework could potentially result in significantly additional demand on the Company's resources.

To mitigate Regulatory and Compliance Risk, the Company's compliance officer keeps abreast of regulatory developments. External legal advice is obtained on new regulations affecting the CFDs sector in the jurisdictions in which the Company operates. Relevant actions are then initiated by the Company to ensure comprehensive and consistent compliance at all times.

Regulatory capital management

The Company manages its capital to ensure that it will be able to continue as a going concern while increasing the return to shareholders through striving to improve the Equity and Capital Adequacy Ratio.

12. Remuneration Disclosures

In accordance with the Regulation, the Company should disclose information about its remuneration policy and practices followed for those categories of staff whose professional activities have a material impact on its risk profile.

Due to its size and the principle of proportionality, which takes into account the scale, nature and complexity of activities of the Company, the Company considers all its employees as persons with material risk impact on the Company.

The Company's remuneration policy is set by the Board of Directors. The Board of Directors is responsible to determine the remuneration of the Directors and the Secretary of the Board. The level of remuneration offered by the Company to management and staff is established based on skills, knowledge, individual performance and the remuneration offered by other companies that are similar in size and range of activities.

The remuneration structure offered by the Company to management and staff comprises mainly of a fixed salary cash component. The Company's remuneration policy includes variable pay component (cash based) in the form of bonuses.

The Company's annual remuneration to management and staff as at 31 December 2020 is shown in the Table below:

Annual Remuneration	31 st December 2020			
				€000
	Number of beneficiaries	Fixed	Variable	Total
Senior Management and Executive Directors	2	81	1	82
Other staff	3	64	2	66
Total	5	145	3	148

The category “Senior Management and Executive Directors” includes Executive Directors and heads of departments.

Other staff includes the remaining persons employed by the Firm during 2020.

Business Area	31 st December 2020
	€000
	Aggregate Remuneration
Control functions	82
Other staff	66
Total	148

Appendices

Appendix I - Board Approved Risk Statement

The principal activity of the Company is the provision of financial services within the meaning and terms of the Investment Services and Activities and Regulated Markets Law of 2007 (the “Law”), as amended. As a result of these activities the Company faces a variety of risks. Therefore, the Company’s Risk Management framework aims to establish, implement and maintain adequate policies and procedures designed to manage any type of risks relating to the Company’s activities. The current Risk Management framework sets the process applied in the activities of and across the Company, designed to identify potential events that may affect its business, to manage risks to be within its risk appetite, and to provide reasonable assurance regarding the achievement of its mission and its objectives.

The Risk Management function ensures that relevant controls are put in place to evaluate the effectiveness and the practical implementation of measures to mitigate and manage risks.

The Company’s Risk Profile is managed as follows:

a) Credit Risk Management – Compliance with CRR

Capital adequacy is closely monitored by the Accounting Supervisor with quarterly reporting provided to the Board and to the CySEC. The purpose of capital is to provide sufficient resources to absorb the losses that the Company does not expect to make in the normal course of business (unexpected losses).

According to section 67 (2) of the Law, CIF own funds must in no case fall below the level of initial capital as provided in section 10 of the Law. The own funds of the Company have not decreased during 2016 below the limits provided for in section 67 of the Law.

The Company aims to maintain a minimum risk asset ratio which will ensure there is sufficient capital to support the Company during stressed conditions.

The Pillar 1 minimum capital requirement is calculated by exposure using a Minimum Capital Adequacy Ratio of 8% as defined by the relevant CySEC Directive.

b) Operational Risk management - Application of the Fixed Overheads Method

The Company manages operational risk through a control-based environment in which processes are documented and systems are reviewed and upgraded. This is enhanced by continuous monitoring. The Company’s Policy Manual outlines roles and responsibilities of each department and the procedures the Company has in place to mitigate operational risk arising from the investment and ancillary services it offers to clients, clients’ assets and systems.

The Company’s Business Continuity Plan is designed to prevent, manage and resolve crisis situations. It aims at minimization of the risk of forcing the Company to suspend its operations, minimization of possible effect of temporary suspension of the Company’s activities and letting the Company recover its normal course of business, which may slow down in a crisis situation.

c) Market Risk

Market Risk is defined as the risk of financial loss as a result of changes in interest rates, exchange rates, stock prices and commodity prices. The Standardized Approach is used to calculate the Company's market risk capital requirements.

Currency Risk: Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. The Company's management monitors the exchange rate fluctuations on a continuous basis in order to act accordingly.

As at the year end, the Company's capital requirements for currency risk were nil as it had no positions denominated in currencies other than the EUR which is the reporting currency.

Interest Rate Risk: Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Company's management monitors interest rate fluctuations on a regular basis in order to act accordingly. The Company's current income and operating cash flows are independent of fluctuations of the market interest rates.

Liquidity Risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company's approach to managing liquidity is to closely monitor liquidity on a continuous basis in order to ensure, as far as possible, that it will always have sufficient cash and other liquid assets to meet its liabilities when due.

Strategy Risk

Strategic risk is the risk of loss arising from adverse business decisions, improper implementation of decisions or lack of responsiveness to changes in the business environment. The Company's exposure to strategic risk is managed by the performance of a risk analysis of the Company's future strategic actions, such as the development of a new product or service and the expansion to a new market.

Reputation Risk

Reputational risk is the risk arising from an adverse perception of the image of the Company that whether true or false, could harm the Company and lead to decreased clientele, reduction of income and/ or legal actions against the Company. The Company has transparent policies and procedures in place in order to provide the best possible service to its clients and mitigate such risks.

Compliance Risk

The Company's current income and operating cash flows are independent of fluctuations of the market interest rates. Other than cash at bank, which may attract interest at normal commercial rates, the Company has no other interest bearing financial assets or liabilities.

Regulatory risk is the risk the Company faces by not complying with relevant laws and directives issued by its supervisory body. This risk is mitigated by the continuous monitoring of applicable laws and regulations exercised by the Company's Compliance Officer.

Legal risk is the risk of loss arising from non-compliance or violation of legal contracts and law suits. Legal risk is identified and managed by the Company's senior management and Board of Directors. The Company's legal counsels play an active role in the identification and management of legal risk.

Appendix II - Balance sheet reconciliation

Balance Sheet Description, as per published financial statements	31 st December 2020 €000
Share Capital	852
Share Premium	-
Retained earnings	(573)
Profit / (Loss) from the audited year	(64)
Intangible assets/Goodwill	-
ICF Deduction	(43)
Total Own Funds	172

Appendix III - Own funds disclosure template under the Transitional and fully phased in definition

31 December 2020	Transitional Definition	Full-Phased in Definition
	€'000	€'000
Common Equity Tier 1 capital: instruments and reserves		
Capital instruments and the related share premium accounts	852	852
Retained earnings	(637)	(637)
Accumulated other comprehensive income (and other reserves, to include unrealized gains and losses under the applicable accounting standards)		
Funds for general banking risk		
Common Equity Tier 1 (CET1) capital before regulatory adjustments	215	215
Common Equity Tier 1 (CET1) capital: regulatory adjustments		
Intangible assets (net of related tax liability)	-	-
(-) Additional deductions of CET1 Capital due to Article 3 CRR	(43)	(43)
Deferred tax assets that rely on future profitability excluding those arising from temporary differences (net of related tax liability)		
Total regulatory adjustments to Common Equity Tier 1 (CET1)	(43)	(43)
Common Equity Tier 1 (CET1) capital	172	172
Additional Tier 1 (AT1) capital	-	-
Tier 1 capital (T1 = CET1 + AT1)	172	172
Tier 2 (T2) capital	-	-
Total capital (TC = T1 + T2)	172	172
Total risk weighted assets	927	927
Capital ratios and buffers		
Common Equity Tier 1	18,56%	18,56%
Tier 1	18,55%	18,56%
Total capital	18,55%	18,56%

Definitions:

The Common Equity Tier 1 (CET1) ratio is the CET1 capital of the Company expressed as a percentage of the total risk weighted assets for covering pillar 1 risks.

The Tier 1 (T1) ratio is the T1 capital of the Company expressed as a percentage of the total risk weighted assets for covering pillar 1 risks.

The Total Capital ratio is the own funds of the Company expressed as a percentage of the total risk weighted assets for covering pillar 1 risks.