



**CONFLICT OF INTEREST POLICY**  
**利益冲突政策**

## 1. INTRODUCTION

### 引言

PRIMETIME GLOBAL MARKETS PTY LTD (hereinafter referred to as 'PGM' or the 'Company') is a brokerage firm that operates globally.

PRIMETIME GLOBAL MARKETS PTY LTD (以下称 被称为 " PGM" 或 "公司" ) 是一所在全球开展业务的经纪公司。

The Company is committed to act honestly, fairly, professionally and in the best interests of its Clients and to comply, in particular, with the principles set out in the above legislation when providing investment services and other ancillary services related to such investment services.

本公司致力于诚实, 公平, 专业和符合客户的最大利益, 并在提供投资服务和与该投资服务相关的其他辅助服务时尤其遵守上述法律规定的原则。

The Company provides herein a summary of the policy it maintains in order to manage conflicts of interest in respect of the duties it owes to its Clients.

本公司在此提供其所维护政策的摘要, 以管理公司对客户应承担的责任及相关的利益冲突。

## 2. SCOPE OF THE POLICY

### 政策范围

The Policy applies to its directors, employees and any person directly or indirectly linked to the Company (hereinafter called 'related persons') and refers to all interactions with all Clients.

本政策适用于其董事, 员工以及与公司直接或间接相关的任何人 (以下简称"关联人"), 是指与所有客户的所有互动。

## 3. SERVICES

### 服务

"Conflict of Interest" may, by way of example, occur within the context of:

例如, 可能发生的"利益冲突"有以下情况:

- (1) Inducements in connection with the investment services and or ancillary services, or any combination thereof provided by the Company to its clients.  
公司透过向客户提供的与投资服务和/或辅助服务、或其任何组合、而赚取的额外奖励。
- (2) Performance-related remuneration paid to the Company's staff and intermediaries in connection with investment services and or ancillary services, or any combination thereof provided by the company to its clients.  
支付给公司员工和中介机构的、与绩效挂钩(与公司提供给客户的投资服务和/或辅助服务或其任何组合有关的)的薪酬。
- (3) Inducements granted to the Company's staff and intermediaries investment services and or ancillary services, or any combination thereof provided by the Company to its clients.  
与公司提供给客户的投资服务和/或辅助服务、或其组合有关的, 授予公司员工和中介机构的奖励措施。
- (4) The Company's relationship with issuers of financial instruments.  
公司与金融工具发行人的关系。
- (5) The preparation of financial analysis on securities offered for sale to the Company's clients.  
出售给公司客户的证券财务分析报告。
- (6) Access and use of information obtained by the Company or the staff of the Company which is not in the public domain.  
从公司或公司员工获取和使用的非公开领域资讯。
- (7) Personal relationships of the Company's staff, or any persons associated with them, or the participation of these persons, in supervisory or advisory bodies.  
公司员工的个人关系 (或与之有联系的任何人) 在监督或咨询机构中的参与。

## 4. IDENTIFICATION OF CONFLICT OF INTEREST

### 识别利益冲突

For the purpose of identifying the types of conflict of interest that may arise in the course of providing investment and ancillary services or a combination thereof, and whose existence may damage the interests of a Client, the Company takes into account, whether the Company or a relevant person is in any of the following situations whether as a result of providing investment or ancillary services or investment activities or otherwise:

为了识别出在提供投资和辅助服务或其组合过程中可能发生的利益冲突类型, 并且其存在可能损害客户利益, 公司应考虑公司或有关人士是否因提供投资或辅助服务或投资活动而处于以下任何情况:

- (a) The Company or a relevant person receives or will receive from a person other than the Client, an inducement in relation to a service provided to the Client, in the form of monies, goods or services, other than the standard commission or fee for that service.  
与提供给客户的服务有关的，公司或相关人士从客户以外的其他人那里收到或将要收到的（但在该服务的标准佣金或费用以外的）以金钱，商品或服务形式呈现的饵诱。
- (b) The Company or a relevant person has a financial or other incentive to favour the interest of another Client or group of Clients over and above the interests of the Client.  
公司或相关人士有财务或其他动机，以使一位客户或一组客户的利益在另一位客户的利益之上。
- (c) The Company or a relevant person is likely to make a financial gain, or avoid a financial loss, at the expense of the Client.  
公司或相关人士很可能牺牲客户的利益从中获得财务收益或避免财务损失。
- (d) The Company or a relevant person participates in the same business as the Client.  
公司或相关人士与客户从事相同的业务。
- (e) 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 different and distinct from the Client's interest in that outcome.  
公司或相关人士在提供给客户的服务或代表客户进行的交易的结果中拥有利益，该利益与客户在该结果中的利益不同且截然不同。

## 5. PROCEDURES AND CONTROLS TO MANAGE CONFLICT OF INTEREST

### 处理利益冲突的程序和控制

In general, the procedures and controls that the Company follows to manage conflict of interest include the following measures:

一般而言，公司用于管理利益冲突的程序和控制措施如下：

- (a) Effective procedures to prevent or control the exchange of information between relevant persons engaged in activities involving the risk of a conflict of interest where the exchange of that information may harm the interests of one or more clients.  
如果特定信息的交换可能损害一个或多个客户的利益，公司应建立有效程序以防止或控制从事涉及存在利益冲突风险的活动的有关人员之间的交换情报。
- (b) The separate supervision of relevant 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.  
对主要职能会涉及可能客户利益冲突的相关工作人员进行独立监督。（包括可能涉及公司利益的行为）。
- (c) The appointment of a Compliance Department to monitor and report on the above to the Company's Board of Directors.  
任命合规部门监督上述情况，并直接向公司董事会报告。
- (d) Measures to prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out investment or ancillary services or activities.  
防止或限制任何人对有关人员进行投资或辅助服务或活动的方式施加不当影响的措施。
- (e) The removal of any direct link between the remuneration of relevant persons principally engaged in one activity and the remuneration of, or revenues generated by, different relevant persons principally engaged in another activity, where a conflict of interest may arise in relation to those activities.  
消除主要从事一项活动的有关人员的报酬与主要从事另一项活动的不同有关人员的报酬或所产生的收入之间的任何直接联系(如果与这些活动可能会产生利益冲突)。
- (f) A policy designed to limit the conflict of interest arising from the giving and receiving of inducements.  
旨在限制因提供和接受奖励而引起的利益冲突的政策。
- (g) Procedures governing access to electronic data.  
管制获取电子数据的程序。
- (h) A 'Need To Know' Policy governing the dissemination of confidential or inside information within the Company.  
管理公司内部机密或内部信息传播的“需要知道”政策。  
任命内部审计师，以确保维持适当的系统和控制并向公司董事会进行报告。
- (i) A gifts and inducements log registering the solicitation, offer or receipt of certain benefits. The prohibition of any external business interests of the Company's officers and employees conflicting with the Company interests, unless the Board of Directors approval is given.

礼物和奖励日志，记录了某些利益的邀请，提供或接收。除非获得董事会批准，否则禁止公司高管人员和员工的任何外部业务利益与公司利益发生冲突。

- (j) Personal account dealing requirements applicable to relevant persons in relation to their own investments.  
适用于有关个人与其投资有关的个人账户交易要求。
- (k) The establishment of the four-eye principle in supervising the Company's activities.  
建立监督公司活动的四眼原则。
- (l) The Company also undertakes the ongoing monitoring of business activities to ensure that internal controls are appropriate.  
公司需要对业务活动进行持续监控，以确保内控措施适当。

## 6. EXAMPLE OF CONFLICTS OF INTEREST

### 利益冲突示例

- (a) Potential 'Conflicts of Interest' that may arise in providing the service of Investment Research and Financial Analysis or Other Forms.

在提供投资研究和财务分析或其他形式的服务时可能发生的潜在“利益冲突”。

Where the Company is providing the service of investment research and financial analysis, 'Conflicts of Interest' could arise in the following instances:

当公司提供投资研究和财务分析服务时，则在以下情况下可能会发生“利益冲突”：

1. A department of the Company may be carrying out research or assessments of instruments while operating together with a department of the Company providing other investment services, such as discretionary portfolio management;

本公司的一个部门提供投资服务的同时（例如全权委托投资组织者），本公司的另一部门可能正在对金融工具进行研究或评估；

2. The Company may produce research material, which is to be used to support the Company's sales and trading activities, but which may at the same time be distributed to the Company's Clients and to the Company's associates or some other person connected to the Company.

公司可能会制作研究材料用于支持公司的销售和交易活动，但该研究材料同时可分发给公司的客户，公司的联系人或与公司有联系的其他人员。

Whenever the Company prepares or distributes financial analysis, it provides Clients with information on potential and relevant 'Conflicts of Interest'.

每当公司准备或分发财务分析时，公司都会为客户提供有关潜在的和相关的“利益冲突”的信息。

- (b) Other 'Conflicts of Interest' that may arise.

其他可能发生的“利益冲突”

Finally, managers, employees, brokers or persons directly or indirectly associated with the Company by a control relationship, may be subject to potential 'Conflicts of Interest' by virtue of their family, economic or professional links, or for any other reason related to a procedure, service or transaction, in instances in which:

通过控制关系与公司直接或间接联系的经理，雇员，经纪人或个人，可能由于其家庭，经济或专业联系，或由于任何其他原因而与潜在的“利益冲突”。以下情况下，程序，服务或交易经理，雇员，经纪人或通过控制关系与公司直接或间接关联的人员，可能由于其家庭，经济或专业联系，或与程序，服务或交易有关的任何其他原因而遭受潜在的“利益冲突”：

1. They may obtain a financial gain or avoid a financial loss, at the expense of a Client;  
他们可能牺牲客户的利益从中获得财务收益或避免财务损失从而获利；
2. They have an interest in the outcome of the service provided to a Client or the transaction performed on their behalf, other than the interest of the Client.

透过对提供给客户的服务或代表他们进行中的交易有别的获利考量，而没有以客户的利益为依归。

The Company itself may have a 'Conflict of Interest' in instances where it purchases a financial instrument for a Client and then sells it immediately to one of its other Clients or vice-versa.

当公司替客户执行购买特定金融工具的指令，并立即将其出售给其他客户的做法可能会做成“利益冲突”（反正亦然）。

## 7. DISCLOSURE

### 披露

When the Company becomes aware of a situation where a conflict arises, the Company will disclose it to the Client prior to undertaking investment business with that particular Client, or if the Company does not believe that disclosure is appropriate to manage the conflict, the Company may opt not to proceed with the transaction or matter giving rise to the conflict.

当公司意识到发生冲突的情况时，公司将在与该特定客户进行投资业务之前向客户披露该信息，或者如果公司认为该披露不适合解决该冲突，则公司可能选择不继续进行交易或引起冲突的事项。

The Company reserves the right to review and/or amend its Policy and arrangements whenever deemed appropriate.

本公司保留在适当时审查和/或修改其政策和安排的权利。