



Information document on the prevention and management of conflicts of interest

GENERAL

BeeBonds may encounter situations of potential or proven conflict of interest in the performance of its services as a Participatory Financing Platform (PFP).

BeeBonds' obligation is to identify, manage and communicate them, in accordance with the regulations and more specifically Article 8 of Regulation (EU) 2020/1503 of October 7, 2020 on European providers of entrepreneurial participatory finance services and amending Regulation (EU) 2017/1129 and Directive (EU) 2019/1937 (**the Regulation**).

This document summarizes the internal rules to prevent conflicts of interest and the measures taken by BeeBonds to prevent and manage conflicts of interest that may arise in its activities. The internal rules applied by BeeBonds are consistent with the services it provides and the nature, scope and complexity of its activity. All measures contribute to the detection, prevention and appropriate management of situations of conflicts of interest detected in order to prevent or limit damage to clients' interests.



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DEFINITIONS

Conflict of interest : A conflict of interest is a situation in which, in the conduct of BeeBonds' business, its interests, those of its shareholders, directors, employees, or any natural or legal entity linked to them by a control relationship (within the meaning of Article 4(1)(35)(b) of Directive 2014/65) and, on the other hand, the interests of these Clients or the interests of two Clients compete directly or indirectly.

Client : any potential or actual investor or project holder to whom a participatory finance service provider provides or intends to provide services.

Project leader : any natural or legal person seeking funding through a crowdfunding platform

Investor : any natural or legal person providing loans or acquiring securities or instruments authorized for participatory financing through a participatory financing platform

Informed investor means any natural or legal person who is a professional client within the meaning of points (1), (2), (3) or (4) of Section I of Annex II to Directive 2014/65/EU or any natural or legal person who, with the consent of the service provider in the field of participation financing, is treated as an experienced investor in accordance with the criteria and procedure set out in Annex II to this Regulation

Uninformed investor: any investor who is not an informed investor

Participatory financing offer : any communication sent in any form and by any means by a provider of equity financing services providing sufficient information about the terms of the offer and about the proposed equity financing project to enable an investor to participate in the equity financing project invest.

Participatory financing project: the activity or business activity(ies) for which a project owner seeks financing through a participatory financing offer.

Durable medium means any device by which information can be stored in a manner that allows subsequent consultation for a period of time appropriate to the purpose for which the information is intended, and which allows an identical reproduction of the stored information.



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SITUATIONS OF CONFLICT OF INTEREST

BAN ON PROJECT INPUT

BeeBonds prohibits that :

- an offer of participatory financing offered on its platform if BeeBonds, any member of the board of directors, any shareholder holding more than 20% of the voting rights or capital of BeeBonds, the founders, officers or employees of BeeBonds or any or all natural or legal persons affiliated with BeeBonds, its shareholders, officers or or employees of BeeBonds have an interest in such participation in such offer of participatory financing.
- a project that is the subject of a participatory financing on its platform is carried by a shareholder holding more than 20% of the voting rights or capital of Beebonds, a director of Beebonds, an employee of Beebonds, a member of Beebonds' board of directors, or a natural or legal person associated with Beebonds, its shareholders, its directors or its employees.

INVESTMENT BANS

In addition to the prohibitions set forth above, **BeeBonds** prohibits, subject to the unanimous consent of the members of the board of directors, any shareholder holding more than 20% of the voting rights or capital of Beebonds, any officer of BeeBonds, any employee of BeeBonds, any member of the board of directors of BeeBonds, or any natural or legal person affiliated with BeeBonds, its shareholders, officers or employees from investing in the projects proposed on the platform.

Notwithstanding the above, the Board of Directors may **unanimously** decide not to apply the prohibition mentioned in the previous paragraph.

In that case, the Board of Directors shall ensure that the aforementioned persons invest the same conditions as other investors and that these persons do not receive preferential treatment or preferential access to information.

OTHER CONFLICTS OF INTEREST

In addition to the prohibitions set forth above, BeeBonds identifies and maintains a list of situations of conflicts of interest with Customers that it and/or its shareholders may face, and interests with Customers that it and/or its shareholders may face, managers, employees or any natural or legal person linked to them by a control relationship and, between two of its customers. These situations may arise, for example and not exhaustively, when :



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- BeeBonds and/or its shareholders, managers, employees or other natural or legal persons employees or any natural or legal person related to them by a controlling relationship likely to make a financial profit or a financial loss at the expense of its customers
- BeeBonds and/or its shareholders, managers, employees or other natural or legal persons or any natural or legal person associated with them by having an interest in the outcome of a service provided that is distinct from the Customer's interest in that outcome
- BeeBonds and/or its shareholders, managers, employees or any person or employees or any natural or legal person related to them by a controlling relationship would lead, for financial or other reasons, to pit the interests of one of its Customers or a group of Customers against the interests of one or more other Customers
- BeeBonds engages in the same professional activity as a customer or receives a benefit with respect to the service(s) provided from a person other than its customers and does so, in any form
- These situations may arise, for example and not exhaustively, when :

BeeBonds receives or will receive from any person other than one of its customers a benefit with respect to the service(s) provided, in the form of money, goods or services, other than the fee or charge customarily charged for such service(s).
- BeeBonds or any person or any natural or legal person associated with them by a controlling relationship would cause, because of the ties existing between them and a BeeBonds service provider(s), to privilege their interests over the interests of BeeBonds and/or the Customer(s) for which service(s)

THE MEASURES TAKEN TO IDENTIFY, PREVENT AND MANAGE IDENTIFIED CONFLICTS OF INTEREST

In order to detect situations of conflict of interest with customers that may arise with itself and/or its shareholders, officers, employees or any natural or legal person linked to them by a control relationship and, moreover, between two of its customers, BeeBonds takes the following measures, among others:



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- identify the shareholders and ultimate beneficiaries of project holders in order to identify each person, including their managers, employees and, where appropriate, all persons directly or indirectly linked by a control relationship;
- identify shareholders, managers, employees of BeeBonds classified as "sensitive," due to the functions performed, who must comply with specific rules of conduct;
- list corporate functions exercised privately or professionally by shareholders, managers, employees of BeeBonds or other natural or legal person related to them by a controlling relationship;
- identify persons investing in the proposed projects on the platform in derogation of the prohibition provided in Article 3.2.

When a conflict of interest is identified, BeeBonds will take one or more of the following actions described below:

- Suspend the shareholders, managers, employees of BeeBonds or any natural or legal person linked to them by a control relationship from any participation in any type of decisions regarding the service provided to the Customer
- Suspend the shareholders, directors, employees of BeeBonds or any natural or legal person related to them by a control relationship that is in any way connected to a supplier(s) of BeeBonds from any participation in decisions of any kind regarding the service(s) the supplier(s) provides or plans for BeeBonds
- Upon decision of the Board of Directors, refuse the transaction if the situation presents a risk with a particularly critical conflict of interest
- To accept, upon decision of the Board of Directors, the transaction if the system put in place, and in particular the existing information barriers, are sufficiently strong to manage the situation in the interest of respecting the interests of the Client concerned
- In accordance with Article 5, to provide the Client with the necessary information on the nature and source of these conflicts of interest, as well as their potential harmful effects on the Client, so that the Client can make an informed decision, including the cancellation of the services in progress

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- Obtain the client's consent if there is a risk that the arrangement will not be satisfactory and to do so without having to consider the situation as critical.
- The application of these measures is controlled by the Board of Directors, which is responsible for their effective implementation. The list of measures is by no means limited to those described above.

SEPARATION OF FUNCTIONS TO ENSURE INDEPENDENT ACTION

BeeBonds will also, where necessary and reasonably possible, implement structural measures to separate relevant transactions, often referred to as information barriers, so that these transactions are carried out independently. However, these segregation of duties measures will be implemented in light of the nature, scope and complexity of BeeBonds' business and its size and organization.

Thus, BeeBonds will ensure a clear separation of functions, within BeeBonds, between those for prospecting clients with projects and investing clients (whether knowledgeable or not), analyzing projects, managing and negotiating the terms, including the rates, of these files and this in order to avoid the exchange of information between activities that pose a risk of conflicts of interest when the exchange of information may harm the interests of one or more clients.

REMUNERATION FRAMEWORK

The remuneration of BeeBonds directors and employees is based on quantitative and qualitative criteria so that the method of remuneration does not detract from the services and activities provided to its customers.

REASSESSMENT AND MODIFICATION

The procedure for the prevention and management of conflicts of interest will be reviewed annually by the CEO, who will report to the Board of Directors.