

GETTA GOLD LIMITED

OPERATION AND COMPLIANCE MANUAL MAY 2025

For Internal Use Only

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1. Introduction

1.1 General principles

GETTA GOLD LIMITED (GETTA or the Company) is conducting its business in accordance with the laws, rules and policies issued or endorsed by regulators, best market practice and the highest standards of integrity and fair dealing. It is imperative that all employees and directors of the Company act in conformity with their own and GETTA's responsibilities under the legal and regulatory system.

1.2 Purpose of the Manual

This Manual is not intended to be exhaustive or a substitute for the regulations, policies and procedures that apply to the business, it is not intended to address every requirement of all legislation, rules and regulations. The purpose of this Manual is to identify key processes that GETTA has established to manage its business and to outline the compliance procedures, monitoring and reporting processes undertaken to ensure compliance with the applicable legislation, rules and regulations.

A copy of this Manual is to be provided to each employee at the commencement of their employment. Each employee will be required to acknowledge in writing that he or she has read and understood and agrees to abide by the principles set forth in this Manual at the time of commencement of his or her employment and annually (or at such other time as designated by the Compliance Officer) thereafter.

While the scope of this Manual focuses on laws, rules and regulations in Hong Kong, employees are reminded to observe any laws, rules and regulations that may apply to their activities, or the products sold, in foreign jurisdictions.

If any employee has a compliance question, which cannot be answered by reference to this Manual, he/she must consult the compliance officer before any action is taken.

1.3 Update of the Manual

Compliance is dynamic in nature. New laws and regulations come up from time to time to regulate new market developments. Likewise the business activities of the GETTA will continue to evolve. It is intended that this Manual will be reviewed at appropriate intervals to ensure that it is operating effectively and that it is still appropriate to GETTA's operations.

Supplements and amendments to this Manual are therefore to be expected and will be prepared and circulated when necessary. Such supplements and amendments should be read immediately or as soon as practicable upon receipt. Changes set out in amendments and supplements must be put into practice forthwith.

1.4 Non-compliance with the Manual

Failure to comply with this Manual is a serious matter and could result in disciplinary action by GETTA and/or respective regulatory authorities.

1.5 Confidentiality of the Manual

The content of this Manual is proprietary information of GETTA that is privileged and confidential. This Manual is intended only for the use of GETTA's employees. Recipients of this Manual should not disseminate, distribute or copy this Manual to anyone without express prior approval from the Compliance Officer, and must return their copy to GETTA immediately prior to leaving employment with GETTA.

2. SEGREGATION OF DUTIES

2.1 Procedures to Achieve Segregation of Duties

Segregation of Duties - the objective is to ensure that duties are assigned to individuals in a manner that ensures that no one individual can control both the recording function and the procedures relative to processing a transaction. In the other words, financial responsibilities are divided between different people to assure a single person does not perform every aspect of a financial transaction.

2.2 Five Interrelated Components to Achieve Segregation of Duties

Control Environment –GETTA's philosophy and operating style play an important factor. GETTA's management will emphasis integrity, ethical values and the competence of personnel.

Risk Assessment –GETTA faces a variety of risks from external and internal sources. GETTA's Management will ensure its ability to identify and manage those risks relevant to achieving the organization's objectives. GETTA be able to deal with the risks associated with changing economic, industry, regulatory, and operating conditions.

Control Activities –In addition to segregation of duties, control activities include approval processes, authorizations, verifications, reconciliations, review of operating performance, and security of assets.

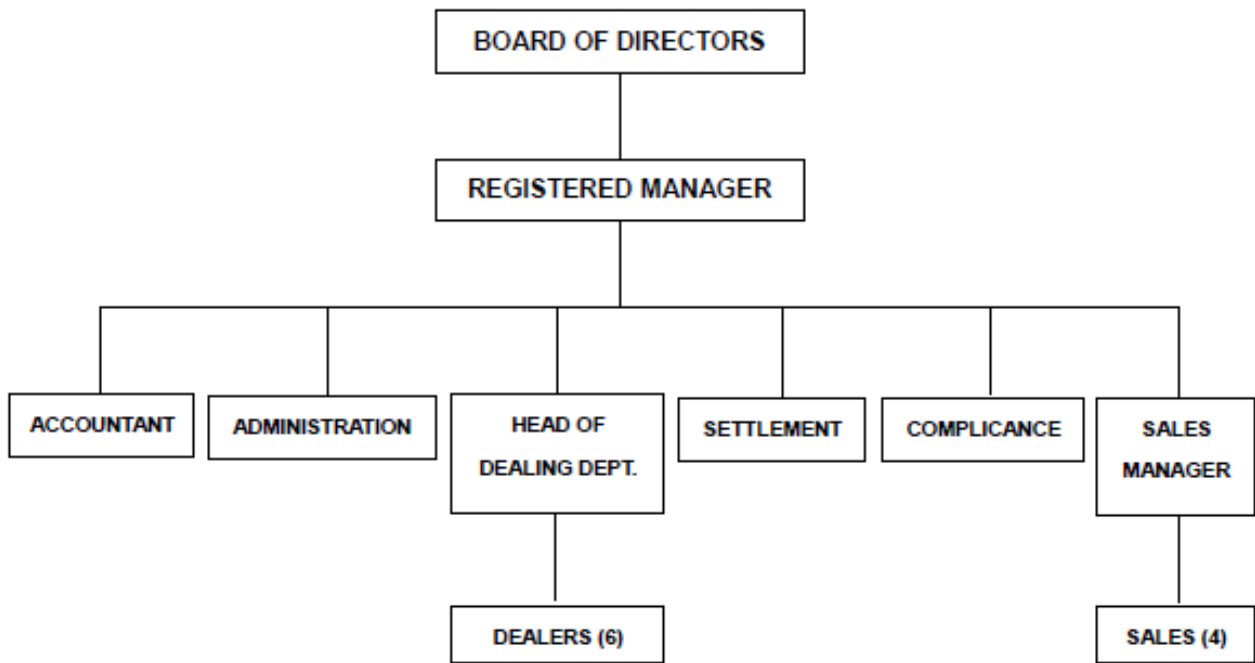
Information and Communication –GETTA will ensure that information systems produced reports of operational, financial and compliance-related information, day-to-day communication processes among employees, supervisors and Senior Management are efficient and responsive. It is also important that the information and communication flows up and down the organizational structure and flows across departments and divisions.

Monitoring –GETTA will assess the quality of internal control systems over time. This can be accomplished through ongoing monitoring activities, separate evaluations or a combination of the two. Ongoing monitoring activities include management and supervisory activities that take place every day. Either management or Internal Audit may undertake separate evaluations

2.3 Procedures Set Out to Achieve Segregation of Duties

- Authority limits are clearly defined in writing and communicated throughout the department.
- Accounts are reconciled on a timely basis to their underlying source data.
- Cash and other assets are secured and periodically counted and compared to records.
- Department policies are documented and reviewed periodically for current processes. In addition, policies are effectively communicated to all department staff.
- Registered Manager closely monitor department operating statistics or other benchmarks. Negative trends are identified and addressed promptly.
- Registered Manager, or other designee reviews expense related documents, including timesheets, for completeness, accuracy and compliance with policies and procedures.
- Performance appraisals are completed to reflect an objective assessment of each employee's abilities and their measured achievements of goals and objectives.
- Adequate training is provided for all employees.
- Changes in laws and regulations are identified and communicated to appropriate employees.
- Clearly defined job roles and responsibilities for back office employees.
- Dual reporting relationship for the back office employees to the department heads and to Registered Manager.
- Company-wide responsibility for legal matters independent of operating business units.

3. ORGANIZATION CHART



4. OPERATION PROCEDURES

4.1 Account Opening Procedures

- a) recording and retention all relevant client information (such as the true identities of the client, the beneficial owner(s) and representatives who are authorised to issue instructions, as well as the financial position and investment experience and objectives of the client), related specimen signatures, and supporting documentation;
- b) reviewing and confirming client information gathered, using criteria approved by Management;
- c) ensuring that the client is provided with adequate information about the firm and the services to be provided to the client, together with other relevant documents such as relevant risk disclosure statements, and the nature and scope of fees, penalties and other charges the firm may levy;
- d) ensuring that the client is provided adequate information regarding his rights;
- e) procuring execution of applicable client account agreements as required under relevant law, rules, regulations and codes; and
- f) review and approval of new account applications and amendments to existing accounts, along with related supporting documentation, by designated staff.

4.2 Dealing Procedures

- a) Orders are recorded, using plotter forms, and time-stamped promptly upon initiation or receipt and are required to be transmitted to the dealer within a reasonable (immediately) time period.
- b) Prior to executing a client order, the following items are checked by designated staff:
 - i. the status of the account (active, closed or being on an internal watch list, etc.);
 - ii. applicable account limits, if any (e.g. trade, position, credit);
 - iii. the sufficiency of available funds or available credit in the relevant account;
 - iv. in the case of a sell order, the sufficiency and availability of securities or the existence of necessary securities borrowing arrangements, if applicable;
 - v. the authority and applicable limitations thereon of the person placing the order;
 - vi. where the order is received by facsimile or telex, such order is reviewed by senior staff and, if in doubt, the client is called to check the validity and authority of the order prior to execution;
 - vii. the services and products the account is authorised to use/trade; and
 - viii. any special conditions stated in the client agreement or reported by other operating departments within the firm, e.g. margin position.
- c) There are policies and procedures regarding the permitted circumstances under which a client order is not required to be immediately exposed to the applicable market for execution (for example, stop loss orders, orders which give the dealer discretionary authority to decide the timing of putting “component” working orders to the market and the size of each working order). There are policies to determine the acceptable price(s) at which a transaction or part transaction(s) may be executed.
- d) Management will bear on certain criteria to review orders upon receipt or initiation to determine the execution methodology and timing of execution for each order.
- e) There are procedures regarding the transmission of orders to the dealing room to enable client priority is established.
- f) When order are executed, update plotter forms with time-stamped.
- g) Clients will be informed within a reasonable time when the orders are executed by recorded telephone system.
- h) Daily statements showing the daily movement and monthly statements showing the total monthly movement were issued to clients upon their discrete destination, namely, by post or by email.
- i) A designated senior staff member who is independent of the traders should be assigned to allocate trades executed in accordance with the client priority and sequence of order receipt.

4.3 Handling of Discretionary Accounts

- a) executing a discretionary account agreement which sets out the investment objectives and strategies of the client and the precise terms and conditions under which such discretion will be exercised;
- b) regular reviews of the performance of the account conducted by designated staff member(s) independent of the staff handling the account;
- c) providing the client with regular statements and timely ad hoc reports on account balance and transaction details, especially when the account balance falls below agreed levels or when large orders for the account are pending or executed; and
- d) clearly delineating the investment decision making process from the dealing process: order tickets similar to those used for nondiscretionary agency business are completed and time-stamped to record the actual time orders are initiated.

4.5 Back Office and Accounting

- a) Deal tickets are transmitted to the designated back office staff member(s) who enter the details into GETTA's own in-house system. At the end of each business day, GETTA's own record of trades is matched by the back office staff to the trading/clearing lists received from the exchanges or clearing houses, to confirm documents issued by counterparties and executing brokers. Exception reports identifying mismatched and unusual trades are produced, reviewed and follow-up actions taken, where necessary.
- b) All trades are confirmed promptly with the client on whose behalf the trade was executed and, for off-exchange trades, these are also confirmed promptly with the counterparty using reliable and pre-agreed methods such as SWIFT or tested telex.
- c) All trade errors are reported to the person responsible for dealing and are allocated to an "error" or "suspense" account for prompt correction or closure of the position. The transactions in this account are supported by documentation explaining the relevant circumstances and reviewed by the staff member(s) performing the compliance and internal audit functions. Any unusual circumstances or patterns will be investigated.

4.5 Asset Protection

- a) Effective procedures are established and followed, when handling movements of firm and client assets, which include:
 - i) Parameters of authority for staff member(s) and representatives of clients (for client assets) to acquire, dispose of, lend, pledge or otherwise part with possession of, firm and client assets are identified. The authority is checked with respect to each asset movement and client withdrawal request.
 - ii) Standardised and sequentially numbered receipts and despatch notes are used to acknowledge and account for asset movements.
 - iii) Firm and client assets, other important documents and controlled forms such as cheque books, contract notes etc., are securely stored at the firm's premises; and cheques, cashier orders and other negotiable instruments and securities are promptly deposited into the appropriate account(s) at banks or securities depositories. When physical scrip or cash is held at the firm's premises, routine counts are conducted to ensure proper safeguarding of firm and client assets.
 - iv) Adequate audit trails are maintained to enable the firm to investigate suspected improprieties.
- b) Payment cheques to clients are crossed "Account Payee Only" and are made payable to the beneficial owner of the account or an authorised representative in conformity with applicable written standing client instructions. Similarly, the firm requires its clients to make payments to the firm by crossed cheques payable only to the firm.
- c) Third party cheques are discouraged but are only accepted after required approval(s) from designated senior staff member(s) has been obtained.
- d) A register is maintained and used to update client asset ledger accounts. The client asset ledger is used to prepare regular statements which are mailed directly to the client at the address recorded in the client information file; and for reconciliation with statements of asset holdings issued by third parties, such as the clearing houses, banks and custodians and, where applicable, confirmation documents provided by counterparties or executing brokers.
- e) There are policies and procedures to ensure that clients' requests not to mail them regular statements in respect of their accounts are genuine requests and such requests are in writing duly signed by the clients and regularly (at least annually) reconfirmed by clients.
- f) There are controls exist with respect to access to computer systems, facsimile transmission and telex devices, where such devices are used to transmit important information, e.g. funds transfer instructions, settlement instructions and trade confirmations. Passwords are developed, and regularly changed and relevant passwords disabled upon a staff member(s) leaving the firm.
- g) Regular compliance reviews and audits are conducted to detect activities or conditions which may violate, or contribute to non-compliance by GETTA and its staff with, legal and regulatory requirements, as well as with GETTA's own policies and procedures.

5. CONFLICT OF INTERESTS AND PROCEDURES

Purpose:

The aim of our Policy is to identify and prevent conflicts of interest which may arise between the Company and its clients or between one client and another. Effective management of any conflict of interest that may from time to time arise when providing various investment and/or ancillary services shall be performed by adopting reasonable measures to promptly identify and prevent such conflicts from damaging client interests as soon as practically feasible. Accordingly, we have adopted a Policy setting out the procedures, practices and controls in place to achieve this.

Scope:

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

5.1 Prevention of Staff Dealing and Ray Trading Facilities

- a) Staff dealing is permitted, provided to meet specific requirements. GETTA has procedures in place to ensure that its staff's trading activities are not prejudicial to the interests of its clients. Staff members are required to disclose to the firm, on joining and regularly afterwards (at least semi-annually), details of holdings and trading activities in which they have an interest in relation to specific securities, futures, other investment products or leveraged foreign exchange trading contracts in which the firm deals in or in respect of which the firm gives advice. All transactions for staff accounts must be separately recorded and diligently monitored by independent senior management.
- b) GETTA defines parameters in relation to the acceptance by staff member(s) or the firm of gifts, rebates, benefits-in-kind or "soft-dollar" benefits received from clients or other business contacts. These include the circumstances under which acceptance is permitted and approval required.
- c) Effective procedures are established to ensure that whenever the GETTA or its staff member(s) have an interest in a transaction with a client (i.e. a direct/cross transaction), this fact is disclosed to the client prior to the execution of the relevant transaction.
- d) Setting up of Chinese Wall to prevent confidential information leakage to staffs or non-responsible persons. Also, there is a separation of dealers handling client funds or discretionary orders from those handling proprietary or staff accounts.
- e) Management ensures that, where practicable, policy formulation, supervisory and other internal review or advisory functions, including where applicable compliance and internal audit, are effectively segregated from line operational duties. Such segregation serves to ensure the effectiveness of supervisory and other internal controls established by Management.
- f) Operational functions including, but not limited to, sales, dealing, accounting and settlement are, where practicable, effectively segregated to minimize the potential for conflicts, errors or abuses which may expose the firm or its clients to inappropriate risks.
- g) The compliance and internal audit functions are effectively segregated from and independent of the operational and related supervisory functions, and report directly to Management.

5.2 Prevention of Inappropriate Trading Instructions

- a) GETTA endeavors to obtain the best possible result on behalf of our clients. This is where the clients rely on us to protect your interests in relation to the pricing or other aspects of the transaction that may be affected by how we execute the Order. For example, this will be the case where we execute an Order by dealing as agent, or where we execute an Order by dealing as riskless principal on your behalf, which will be executed on an over the counter basis rather than on a regulated market.
- b) Subject to any specific instructions that may be given by clients, when executing Orders on your behalf, GETTA will take reasonable steps to obtain the best possible result for our clients. When determining the strategy for execution of your Orders, we will take into consideration certain factors as appropriate and in no particular order of importance, in the context of the terms of your Orders:
 - the price of the Financial Instrument,
 - the costs associated with executing the Order,
 - the need for timely execution,
 - the probability of execution and settlement of the Order,
 - the liquidity or illiquidity of the market,
 - the size and type of the Order,
 - all other aspects relevant to achieving the best possible results when executing the Order.
- c) GETTA or its staff member(s) have an interest in a transaction with a client (i.e. a direct/cross transaction), this fact is disclosed to the client prior to the execution of the relevant transaction. In strict case, GETTA or its staff member(s) are prohibited to trade the same or related financial instruments in advance, before the clients' orders when GETTA or its staff member(s) acknowledged that such transactions induce to a gain or profit and which may detriment clients' interests.
- d) All orders are served in first in first out basis in case the GETTA or its staff member(s) are handling two or more orders at the same time.
- e) All trade errors are reported to the person responsible for dealing and are allocated to an "error" or "suspense" account for prompt correction or closure of the position. The transactions in this account are supported by documentation explaining the relevant circumstances and reviewed by the staff member(s) performing the compliance and internal audit functions. Any unusual circumstances or patterns will be investigated.
- f) GETTA will monitor the effectiveness of order execution arrangements, where appropriate, correction of any deficiencies. GETTA will assess on a regular basis whether the brokers and dealers to whom we transmit orders allow us to achieve best execution on a consistent basis or whether we need to make changes to our execution arrangements.

5.3 Conflict Handling Policy

Identification of Conflicts of Interest

For the purposes of identifying the types of conflict of interest that arise in the course of providing investment whose existence may damage the interests of a client, the Company shall take into account, by the way of application of appropriate tests, the question whether, as a result of providing by the Company investment, any of the following situations may occur in respect of an employee of the Company or a person directly or indirectly controlled by the Company:

- The Company or relevant person is likely to make a financial gain, or avoid a financial loss, at the expense of the client;
- The Company or 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 interest in that outcome;
- The Company or relevant person has a financial or other incentive to favour the interest of another client or group of clients over the interests of the client;
- The Company or relevant person carries out the same business as the client;
- The Company or 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.

Conflict prevention mechanisms

The procedures and controls that the Company follows to manage the identified conflicts of interest include the following measures:

- Effective procedures to prevent or control the exchange of information between relevant persons engaged in activities involving a risk of a conflict of interest where the exchange of that information may harm the interests of one or more clients;
- 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;
- 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;
- Measures to prevent or limit any person from exercising inappropriate influence over the way in which a relevant person carries out investment activities.
- Measures to prevent or control the simultaneous or sequential involvement of a relevant person in separate investment activities where such involvement may impair the proper management of conflicts of interest.
- Within the scope Policy the Company shall in all times identify and monitor the personal transactions being any trade in a financial instruments effected by or on behalf of a relevant person, where at least one of the following criteria is met:
 - a) relevant person is acting outside the scope of the activities he carries out in his capacity;
 - b) The trade is carried out for the account of any of the following persons:
 - the relevant person;
 - any person with whom he has family relationship, or with whom he has close links;
 - a person whose relationship with the relevant person is such that the relevant person has a direct or indirect material interest in the outcome of the trade, other than a fee or commission for the execution of the trade.

Furthermore, the Company shall establish, implement and maintain adequate arrangements to prevent any relevant person who is involved in activities that may give rise to a conflict of interest, or has access to inside or other confidential information relating to clients or transactions with or for clients by virtue of an activity carried out by him on behalf of the Company.

The arrangements to be made by the Company are in particular designed to ensure that:

- (i) each the Company relevant person is aware of the restrictions on personal transactions, and of the measures established by the Company in relation to personal transactions and their disclosure;
- (ii) the Company is informed promptly of a by personal transaction entered into by a relevant person, either by notification of that transaction or by other internal procedures enabling the Company to identify such transactions. In the case of outsourcing arrangements third company the Company shall ensure that such company maintains a record of personal transactions entered into by any relevant person and provides that information to the Company promptly on request;
- (iii) a record is kept of the personal transaction either notified to or identified by the Company, including any authorisation or prohibition in respect of such a transaction.

Disclosure

Where a conflict arises and the Company is aware of it, it will disclose the conflict to the client prior to undertaking investment business for that client or, if it does not believe that disclosure is appropriate to manage the conflict, GETTA may choose not to proceed with the transaction or matter giving rise to the conflict.

GETTA reserves the right to review and/or amend its Policy and arrangements whenever it deems this appropriate.

Complaint

GETTA maintains effective and transparent procedures for the reasonable and prompt handling of complaints or grievances received from clients, and keeps a record of each complaint or grievance and the measures taken for the respective resolution, as applicable. Such procedures and records is the responsibility of the Administration Department

5.4 Related Persons Transaction Policy

GETTA recognizes that Related Persons Transactions (as defined below) may raise questions as to whether those transactions are consistent with the best interests of the Company and its stakeholders. The objective of this policy is to require independent review of Related Persons Transactions.

For purposes of this policy, a "Related Person" means:

1. any person who is, or at any time since the beginning of the Company's last fiscal year was, a director or executive officer of the Company or a nominee to become a director of the Company;
2. any person who is known to be the beneficial owner of more than 5% of the Company's;
3. any immediate family member of any of the foregoing persons, which means any child, stepchild, parent, stepparent, spouse, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, or sister-in-law of the director, executive officer, nominee or more than 5% beneficial owner, and any person (other than domestic employees or tenant) sharing the household of such director, executive officer, nominee or more than 5% beneficial owner; and
4. any firm, corporation or other entity in which any of the foregoing persons is employed or is a partner or principal or in a similar position or in which such person has a 5% or greater beneficial ownership interest.

Any Related Person Transaction must be approved or ratified by the Board of Directors or the Audit Committee.

Review and Amendment

At each fiscal year's first scheduled Board meeting, the Audit Committee shall review this Policy and recommend changes to the Board as appropriate.

Failure to Comply

Any GETTA's worker who violates this policy is subject to disciplinary action, up to and including termination. The Company is entitled to report to the appropriate authorities any violations of this policy that involve illegal behavior.

6. RISK DISCLOSURE AND MANAGEMENT

Risk Management Policy and Measurements

GETTA's risk policies and measurements and reporting methodologies are subject to regular review, particularly prior to the commencement of GETTA's provision of new services or products, or when there are significant changes to the products, services, or relevant legislation, rules or regulations that might impact the risk exposure.

Credit Risk and Counter Parties Credit Risk

Credit rating system will be adopted to evaluate client and counterparty creditworthiness. There are objective measures to evaluate potential clients and determine/review the relevant credit ratings which are used to set appropriate credit limits for all clients, including existing clients. The ratings and applicable limits reflect, among other things:

- a) the client's credit rating by reputable credit rating agencies, if any;
- b) investment objectives, investment history, trading frequency and risk appetite;
- c) past payment records and defaults, if any;
- d) the client's capital base and the existence and amount of guarantees and by whom such guarantees are given, if any;
- e) any known events which may have an adverse impact on the client's financial status, potential for default or accuracy of information stored regarding the client; and
- f) where credit is extended to cover margin trading, appropriate haircuts are made to market value to establish the clients have adequate equity.
- g) The staff performing risk management function utilises appropriate quantitative risk measurement methodologies to effectively calculate and monitor the firm's credit exposure in relation to clients, including: presettlement credit exposures (e.g. marking to market of outstanding trades) and settlement risk (e.g. exposure caused by timing differences between delivery versus payment).
- h) The staff performing risk management function ensures that credit risks posed by all clients belonging to the same group of companies are aggregated for purposes of measuring the firm's credit exposure. Credit exposures are netted only if supported by appropriate executed netting agreements, or other appropriate protections.

- i) The staff performing risk management function specifies trading and position limits for each client based on their respective credit rating and trading needs. These limits are enforced.
- j) Margin policy and procedures are clearly defined, documented and enforced. The margin policy includes:
 - i) the types of margin which may be called, the applicable margin rates and the method of calculating the margin;
 - ii) the acceptable methods of margin payment and forms of collateral;
 - iii) the circumstances under which a client may be required to provide margin and additional margin, and the consequence of a failure to meet a margin call, including the actions which GETTA may be entitled to take; and
 - iv) applicable escalation procedures where a client fails to meet successive margin calls.
 - v) automatic force liquidation when the client equity fall below acceptable level.

Market Risk

- a) Management specifies authorised products and instruments may deal in and enforces effective procedures to ensure compliance. Relevant control techniques include regular review of the balance sheet and profit and loss accounts, and records of individual traders and trading units for unauthorised investments or transactions; and confirmation of outstanding transactions with trading partners.
- b) The staff performing risk management function reviews and otherwise enforces on an on-going basis compliance with trading and position limits in relation to proprietary trading and open positions with respect to each authorised product the firm trades or invests in.
- c) Management maintains effective risk management measures to quantify the impact on the firm (especially if it deals in derivative financial products) and, if applicable, its clients from changing market conditions. These measures cover all risk elements associated with the products traded or services provided by the firm.
Matters to be covered include:
 - i) unspecified adverse market movements - using an appropriate value-at risk or other methodology to estimate potential losses (this is particularly important for firms which take significant proprietary positions in derivative products);
 - ii) individual market factors - measures the sensitivity of the firm's risk exposure to specific market risk factors e.g. interest rate yield curve shifting and changes in market volatility; and
 - iii) stress testing - determining the effect of abnormal and significant changes in market conditions on the firm using various quantitative and qualitative variable assumptions
- d) To discourage the dealers from engaging in unauthorised trading, risk adjusted performance measures are used, a dealer's remuneration may be affected by his/her activities expose the firm to especially high risks. Dealers who have exceeded in pre-approved limits are subject to appropriate action.

Volatility Risk of Market

- a) The majority of the trades should be automatically priced and executed over our Platform. However, in certain circumstances, such as for example, unusual market conditions or the size and nature of your order of a Financial Instrument may be wholly or partly manually prices and/or an order may be manually executed. During times if high demand, manual pricing and/ or execution may cause delays in processing your order which in turn can have an impact on the price at which your order is executed. We have invested substantially in our technology to minimize the risk of such delays.
- b) For unusual market condition, where the market is highly volatile, GETTA reserves the right to modify our spread so as to safeguard Company and Clients' interests.

Liquidity Risk

- a) Management sets and enforces concentration limits with respect to particular products, markets and business counterparties, taking into account their respective liquidity profile and the approved liquidity risk policies.
- b) Measures of maturity mismatches between sources and funding requirements and concentrations of individual products, markets and business counterparties, are established and regularly monitored.
- c) Management establishes appropriate arrears and default procedures to alert staff member(s) responsible for liquidity management to potential problems and to provide them adequate time to take appropriate action to minimise the impact of client or counterparty liquidity problems.
- d) Any Client Deposit or/ and Withdrawal by Cash are prohibited to comply with proper governance issue. GETTA only accepts fund transfer received in bank.
- e) GETTA should maintain adequate cash balance in bank for client withdrawal. The cash reserve should always over 2 million HKD. For any transaction submitted to counterparties, there is a time gap for settlement, GETTA will do all possible steps to ensure fund is back to the bank account and transferred to client at once when there was a withdrawal request.

- f) Payment cheques to clients are crossed “Account Payee Only” and are made payable to the beneficial owner of the account or an authorised representative in conformity with applicable written standing client instructions. Similarly, the firm requires its clients to make payments to the firm by crossed cheques payable only to the firm.
- g) Third party cheques are discouraged but are only accepted after required approval(s) from designated senior staff member(s) has been obtained.

Operational Risk

Management regularly reviews the operations to ensure that the risk of losses, resulting from fraud, errors, omissions and other operational and compliance matters, are adequately managed. Operational matters include:

- a) physical and functional segregation of incompatible duties such as trade, settlement, risk management and accounting;
- b) compliance and internal audit, are effectively segregated from line operational duties and related supervisory functions, and report directly to management.
- c) Staff performing the compliance function, establish, maintain and enforce effective compliance procedures. These procedures cover legal and regulatory requirements including where applicable licensing and financial resources requirements; record keeping (for management and regulatory reporting, audit and investigations); business practices (e.g. codes of conduct; commission rebates and soft dollar practices; and preparation, approval and dissemination of research reports); prevention of money laundering; internal control matters; and compliance with the relevant client, proprietary and staff dealing requirements.
- d) maintenance and timely production of proper and adequate accounting and other records, and the ability to detect fraud, errors, omissions and other non-compliance with external and internal requirements;
- e) security and the reliability of accounting and other information, such as exception reports which should accurately highlight unusual activities and facilitate the detection of fraud, errors and significant trends; and
- f) staffing adequacy including personnel with relevant and sufficient skills and experience to minimise the risk of loss due to the absence or departure of “key” staff member(s).
- g) Appropriate and effective Electronic Data Processing and data security policies and procedures are implemented to prevent and detect the occurrence of errors, omissions or unauthorised insertion, alteration or deletion of, or intrusion into, the firm’s data processing system (electronic or otherwise) and data (covering all confidential information in the firm’s possession, such as clients’ personal and financial information and price sensitive information).

Risk on One-sided Outstanding Contracts

- a) Management sets and enforces limits with respect to particular products, the maximum exposure level. Head of Dealing Department will time to time monitor and report to the management of the above exposure risk.
- b) When the one-sided outstanding contracts exceeded the maximum exposure level, the Head of Dealing Department will report to the management and prompt and proper risk management action will be taken place (if applicable).
- c) One-sided outstanding contracts will be transmitted to other brokerages or liquidity providers to eliminate the exposure risk.

Risk Disclosure Statement

GETTA discloses all the risks associated with trading a financial instrument to clients before an account opened and traded. The client should read and acknowledged all the content below in prior to making an investment. It is the client’s responsibility to bear the risk involved. Client should seek for independent consultant if necessary.

1. The Company does not and cannot guarantee the initial capital of the Clients’ portfolio or its value at any time or any money invested in any financial instrument.
2. The Client should acknowledge that, regardless of any information which may be offered by the Company, the value of any investment in Financial Instruments may fluctuate downwards or upwards and it is even probable that the investment may become of no value.
3. The Client should acknowledge a that he runs a great risk of incurring losses and damages as a result of the purchase and/or sale of any Financial Instrument and accepts that he is willing to undertake this risk.
4. Information of the previous performance of a Financial Instrument does not guarantee its current and/or future performance. The use of historical data does not constitute a binding or safe forecast as to the corresponding future performance of the Financial Instruments to which the said information refers.
5. The Client is hereby advised that the transactions undertaken through the dealing services of the Company may be of a speculative nature. Large losses may occur in a short period of time, equaling the total of funds deposited with the Execution Venue.

6. Some Financial Instruments may not become immediately liquid as a result e.g. of reduced demand and the Client may not be in a position to sell them or easily obtain information on the value of these Financial Instruments or the extent of the associated risks.
7. When a Financial Instrument is traded in a currency other than the currency of the Client's country of residence, any changes in the exchange rates may have a negative effect on its value, price and performance.
8. A Financial Instrument on foreign markets may entail risks different to the usual risks of the markets in the Client's country of residence. In some cases, these risks may be greater. The prospect of profit or loss from transactions on foreign markets is also affected by exchange rate fluctuations.
9. Under certain market conditions it may be difficult or impossible to execute an order.
10. Placing Stop Loss Orders serves to limit your losses. However, under certain market conditions the execution of a Stop Loss Order may be worse than its stipulated price and the realized losses can be larger than expected.
11. Should the Equity of the Client be insufficient to hold current positions open, the Client may be called upon to deposit additional funds at short notice or reduce exposure. Failure to do so within the time required may result in the liquidation of positions at a loss and he will be liable for any resulting deficit.
12. A Bank or Broker through whom the Company deals or the Company itself may act in the same market as you, its own account involvement could be contrary to your interests.
13. The insolvency of the Company or of a Bank or Broker used by the Company to effect its transactions may lead to the Client's positions being closed out against your wishes.
14. The Client's attention is expressly drawn to currencies traded so irregularly or infrequently that it cannot be certain that a price will be quoted at all times or that it may be difficult to effect transactions at a price which may be quoted owing to the absence of a counterparty.
15. Trading on-line, no matter how convenient or efficient, does not necessarily reduce risks associated with currency trading.
16. There is a risk that the Client's trades in Financial Instruments may be or become subject to tax and/or any other duty for example because of changes in legislation or his personal circumstances. The Company does not warrant that no tax and/or any other stamp duty will be payable. The Client should be responsible for any taxes and/or any other duty which may accrue in respect of his trades.
17. Before the Client begins to trade, he should obtain details of all commissions and other charges for which the Client will be liable. If any charges are not expressed in money terms (but for example as a dealing spread), the Client should ask for a written explanation, including appropriate examples, to establish what such charges are likely to mean in specific money terms.
18. Currency risk: Profits and losses of transactions with contracts denominated in a foreign currency that differs from the currency of the Client's account are affected by the exchange rate fluctuations when converted from the contract currency to the account currency.
19. Country/Political risk: This is the risk that an international investor bears due to the political conditions of the country he has invested in. Typically, the concern here is the actions of governments, but other vectors of political risk include local legal systems, the military, or state-sponsored groups. Examples of political risks include:
 - The imposition or removal of taxes
 - The imposition or removal of exchange controls or exchange rate management systems
 - The repudiation or moratorium of government or central bank debt
 - The confiscation of assets including nationalisation
 - The imposition or removal of trade quotas or tariffs or both
 - The passage of legislation making previously acceptable business practices or ownership structures now illegal or subject to censure.
20. Liquidity risk: Liquidity risk arises in situations where a party interested in trading a Financial Instrument cannot do so because nobody in the market wants to trade that particular Financial Instrument. In such a case an investor may not be able to sell a Financial Instrument or close out a position at the market price at any given time.
21. Credit risk: Credit risk refers to the capability of the counterparty to fulfil its contracted financial obligations like dividend payments, interest payments, repayment of principal when due, etc.
22. Interest rate risk: Interest rate risk is the probability of an adverse impact on profitability or asset value as a result of changes in interest rates. Factors that influence the level of market interest rates include:
 - Expected levels of inflation
 - General economic conditions
 - Monetary policy and the stance of the central bank
 - Foreign exchange market activity
 - Foreign investor demand for debt securities
 - Levels of sovereign debt outstanding
 - Financial and political stability
23. Operational risk: Operational risk can be defined as the risk of direct or indirect loss resulting from inadequate or failed internal processes, people and systems or from external events. This is the risk that the internal organizational systems of the Company may run due to system malfunctions or human errors.
24. Market risk: This reflects the extent to which the return of a Financial Instrument varies in response to, or in association with, variations in the overall market returns.

25. Electronic trading risk: Electronic trading systems use computer devices for routing orders, balancing operations, registering and clearing transactions. These may be subject to temporary failure and faulty operation. On executing transactions using an electronic trading system, the Client bears the risks specific to such a system, including the risk of a failure in the operation of the hardware or software. Therefore, the Client's order may not be carried out in accordance with his instructions or may not be executed at all. It may be impossible to continually receive information on the positions or to meet margin requirements.

This notice cannot and does not disclose or explain all of the risks and other significant aspects involved in dealing in all Financial Instruments

7. EMERGENCY PLAN

- a) An effective business continuity plan appropriate to the size of GETTA is implemented to ensure that the firm is protected from the risk of interruption to its business continuity. Key processes in this area include: a business impact study, identification of likely scenarios involving interruptions (e.g. break down in its data processing systems) and documentation and regular testing of the firm's disaster recovery plan. In order to provide business continuity should a disaster render systems and data unusable or make them inaccessible, the firm's computer-based data will be backed up according to an established schedule.



- b) GETTA has adequate insurance cover for different types of exposures, including but not limited to fidelity insurance, and replacement of equipment and other business and data processing devices.
- c) All external service providers on whom parts of the GETTA's operations rely, have a disaster recovery plan that is kept up to date and tested regularly.
- d) The company will time to time review and modify the emergency plan so as to improve the standard and prepare and familiar with it in advance.

8. CRISIS MANAGEMENT

GETTA shall implement and maintain adequate risk management policies in related to different unrespectable and abnormal crisis. Different departments should co-operate with each others in facing such incidents. Preparation and Prevention is better once any one case occur. Demonstration training and practice ensure better familiar of incidents below:

1) Failure of Hardware:

- a) Server: Failure of servers may lead to stop of the price quote or clients unable to trade, in such incident, an emergency call to I.T. to fix the servers, or switch to another server for continuous trading.

Responsible parties: IT- fix technical problem.
Dealing Department- handle clients call for trading.

Prevention: Additional server install to replace production server once occurred. Back up server to replace the production server if necessary. I.T department should monitor the resources used and depreciated level of servers once by month. Once the incident occurred, the company should limit the affected time and recovery in less than 10 minutes.

b) Computer: Failure of computer leads to reduce in effectiveness. The company should limit the affected time and recovery in less than 5 minutes.

Responsible parties: IT- implementation of 2 additional notebooks.

Prevention: I.T should regularly maintain and check the computer system, enhance the computer resources if necessary. Once the incident occurred, the company should limit the affected time and recovery in less than 5 minutes.

c) Telephone recording system: Proper order placing should be recorded to protect clients and company interest.

Responsible parties: Technician- fix the error in recording system
Dealing Department- handle clients call for trading.

Prevention: Regular on-site checking service is provided by the technician. The Dealing Department should listen the recording record on the next trading day and report any system error to technician if needed. Since there is a third party to maintain the telephone recording system, the company should limit the affected time and recovery in less than 2 business days.

2) Failure of Software:

a) Price feeding source: Failure of price feed to the trading system may lead to stop of the price quote or clients unable to trade, in such incident, an emergency call to I.T. to fix the connection of price feed to trading system.

Responsible parties: IT- fix technical problem.
Dealing Department- handle clients call for trading.

Prevention: Additional data feed is necessary to prevent this case. Dealing Department should time to time keep a careful eye on the pricing, see any delay of stop of price quote. I.T department should regularly check for the speed of connection. Once the incident occurred, the company should limit the affected time and recovery in less than 5 minutes.

b) Connection latency: Slow connection speed may lead to a price difference when client submitted an order to us which is not matched with market price and hence lead to rejection of order.

Responsible parties: IT- fix technical problem, adjust the lease line usage
Dealing Department- handle clients call for trading.

Prevention: I.T department should monitor the speed and usage of the lease line and acquire 2 lease lines for support. Switching of lease lines on weekly basis in order to test the speed and usage. Also, better allocation of lease lines can be done by adjusting the usage among peak and non-peak hours. Once the incident occurred, the company should limit the affected time and recovery in less than 5 minutes.

3) Other sudden matters from externals

a) Hacker attack: This leads to severe malfunction of the system. Clients are unable to trade. In such incident, an emergency call to I.T. to fix the problem.

Responsible parties: IT- remove hacker attack and resume normal system operation
Dealing Department- handle clients call for trading.

Prevention: I.T Department should regularly update latest computer virus and hacker information. When incident occurred, I.T should swap affected production server to back up server. The company should limit the affected time and recovery in less than 15 minutes.

b) Suspension of electricity supply: All electrical devices are unable to function and there is a time gap that clients are not able to trade.

Responsible parties: Dealing Department- handle clients call for trading.
-seek for electricity supply

Prevention: Dealing Department should have two fully charged notebooks prepare in advance. Once such incident occurred, Dealing Department must switch on the notebooks and connect to servers, and find stable sources of electricity. The company should check for electricity stability once per month. In this case, the company should limit the affected time and recovery in less than 30 minutes.

Prevention is better than cure.

GETTA will organize training to above situations and drills once per month. Also, the company will time to time modify and improve the above response so as to achieve better reaction.

9. AML and Anti-Terrorist Financing Procedures

Scope

The Policy is designed to comply with the Financial Action Task Force (*FATF*) standards on Combating Money Laundering and the Financing of Terrorism & Proliferation.

Objective

Objectives pursued by this Policy are as follows:

- To prevent criminal elements from using the Companies for money laundering activities;
- Promote a “Know Your Customer” policy as a cornerstone principle for the Companies business practices;
- Conduct self-assessments of compliance with AML policy and procedures.

9.1 RISK-BASED APPROACH (RBA)

(a) Risk Management

A risk-based approach takes a number or all of the following steps in assessing the most cost effective and proportionate way to manage and mitigate the money laundering and terrorist financing risks faced by the Companies:

- identify and assess the money laundering and terrorist financing risks that are relevant to the Company;
- design and implement controls to manage and mitigate the assessed risks;
- monitor and improve the effective operation of these controls.

Risk management generally shall be regarded as a continuous process, carried out on a dynamic basis. Companies therefore ensure that their risk management processes for managing money laundering and terrorist financing risks are kept under regular review. It is recommended that the Companies revisit their assessments at least annually.

The general principle of a RBA is that, where there are higher risks, Companies should take enhanced measures to manage and mitigate those risks; and that, correspondingly, where the risks are lower, simplified measures may be permitted (pursuant to Applicable Legislation). In particular, they should increase the degree and nature of monitoring of the business relationship, in order to determine whether those transactions or activities appear unusual or suspicious.

(b) Country Risk

Country risk, in conjunction with other risk factors, provides useful information as to potential money laundering and terrorist financing risks. Country risk is not solely related to the country of origin of a customer. It should also take into account that a customer may have business interests in or relevant links to a country that may signify that the customer should be placed in a higher risk category. Factors that may result in a determination that customers from, in or connected with a particular country pose a higher risk includes, for example:

- Countries subject to sanctions, embargoes or similar measures issued by, for example, the United Nations (“UN”) or European Union;
- Countries identified by credible sources (e.g. FATF, FATF-style national authorities or other recognized evaluation bodies and EU Commission) as lacking adequate money laundering laws and regulations;
- Countries identified by credible sources as providing funding or support for terrorist activities; or
- Countries identified by credible sources as having significant levels of corruption, or other criminal activity.

(c) Customer Risk

Determining the potential money laundering and terrorist financing risks posed by a customer, or category of customers, is critical to the development of an overall risk framework. Based on its own criteria, a Company determines whether particular customers poses a higher risk of money laundering and terrorist financing and whether, in some cases, mitigating factors are sufficient to conclude safely that customers engaged in such activities do not, in reality, pose a higher risk of money laundering or terrorist financing. Application of risk variables may increase or decrease the perceived risk in each case.

(d) Product Risk

Certain products and services offered by Companies may pose a higher risk of money laundering or terrorist financing depending on the nature of the specific product or service offered. Such products and services may facilitate a higher degree of anonymity, or involve the handling of high volumes of currency or currency equivalents.

9.2 CUSTOMER DUE DILIGENCE (CDD) AND KNOW YOUR CUSTOMER (KYC)

(a) General provisions of Customer Identification

In identifying a customer, the Company obtains a range of information from the customer and verifies this information (or some of it) through the use of reliable, independent source documents, data or information.

As a mandatory part of the CDD process, Companies perform screening of the parties involved against internal and external restricted and black lists.

Companies take reasonable measures to establish, whether the customer is acting for another person or entity and to identify persons to whose advantage the customer acts, except in situations specifically exempted by Applicable Legislation.

It is strongly recommended the Companies take steps to ensure that they hold appropriate up-to-date information on their customers. The Companies review and update existing customer records based on Company's risk based approach and internal documents but not less frequently than once every three years.

(b) Simplified Customer Due Diligence (SCDD)

For such categories of customer or business as Listed Companies and Public Authority, a set of SCDD measures reflect the accepted low risk of money laundering or terrorist financing that could arise from such business. Prior to applying SCDD, Companies have to conduct and document appropriate testing to satisfy themselves that the customer or business qualifies for the simplified treatment under this Policy and Applicable Legislation.

(c) Enhanced Customer Due Diligence (ECDD)

The Companies may apply enhanced due diligence measures based on the risk assessment, thereby requiring intensive 'due diligence' for higher risk customers, especially when the monies are to be paid out into an account other than one in the name of the original applicant and particularly when the proceeds are to be paid to a third party. The examples of customers requiring higher due diligence may include Politically Exposed Persons (PEPs), Correspondent banking institutions, etc.

9.3 CUSTOMER ACTIVITY MONITORING

(a) General provisions

The monitoring procedures include types of customer's transactions, the profile of the customer, comparison of the customer's activity and profile with that of a similar, peer group of customers.

(b) Prohibited Activities

The Companies would not do business with

- Anonymous customers;
- Shell-banks;
- Client is engaged in activity which is deemed to be black listed (e.g. by a regulators);

The Persons which are currently under any sanctions (international, national, other foreign applicable sanctions).

(c) Transaction Monitoring

Any information pointing to money laundering or terrorist financing must be reported to the relevant authorities in accordance with the requirements of Applicable Legislation.

The details of transactions prone to AML risks shall be adequately described and a framework for monitoring of transactions and reporting suspicious transactions as well as adequate guidance to staff to recognize suspicious customer behavior shall be outlined in internal documents.

9.4 REPORTING PROCEDURES

The following core obligations are part of reporting procedures of Companies:

- all employees participates in raising information about transactions, which are subject to reporting procedures,
- the Company's Compliance Officer considers all internal reports on transactions subject to reporting procedures and makes an external report to the Authorized body subject to Applicable legislation,
- the details of transactions which are subject to reporting procedures and all correspondence exchanged with the authorities in relation to these transactions are documented,
- the external reports to the Authorized body should contain as much information about the customer, transaction or activity as is determined by national laws and regulations.

9.5 RECORD KEEPING

All records are kept for at least 7 years and contain records obtained through CDD measures; account files and business correspondence; the results of any analysis undertaken; documents relating to business relations and executed transactions; correspondence with the clients and other persons with whom Companies keeps a business relation.

10. COMPLAINT HANDLING

The Company maintains effective and transparent procedures for the reasonable and prompt handling of complaints or grievances received from Clients, and keeps a record of each complaint or grievance and the measures taken for the respective resolution, as applicable. Such procedures and records is the responsibility of the Administration Department.

The following details shall have to be documented:

- o the identity of the Client who filed the complaint or grievance
- o the identity of the employee that undertook to provide the service to the Client
- o the department to which the relevant employee relates to
- o the details of the complaint or grievance – full description
- o the extent in financial terms of the potential loss that the Client claims has suffered
- o the date and in summary, the content of the reply of the Company to the said complaint or grievance

A complaint form is affixed on **page 18** for the complaint from a client.

All complaints will be received and recorded by the Administration department and then directed to the Registered Manager who will follow the case personally or assign to other senior management not related to that particular complaint.

TELEPHONE: 2242 8822

EMAIL: alice@getta.com

----- **Compliant Form**

Getta Gold Limited

Date: _____

Time: _____

Client's account no.: _____

Client's name: _____

Complaint matter:

Follow-up details

Remedy:

Disciplinary action:

Recommendation:

reported by

followed by

approved by