

XTB Limited

Client Categorisation Policy

1. Introduction

XTB Limited (hereinafter, "the Company" or "XTB") is a Cyprus Investment Firm (hereinafter, 'CIF'), authorized and regulated by the Cyprus Securities and Exchange Commission (hereinafter, "CySEC") with License Number 169/12. The Company operates in compliance with the Cyprus Investment Services and Activities regulated Markets Law of 2017 (Law 87(I)/2017) which transposed Directive 2014/65/EU of the European Parliament and of the Council of 15 May 2014 on markets in financial instruments and amending Directive 2002/92/EC and Directive 2011/61/EU (the "Markets in Financial Instruments Directive (2014/65/EU)" as the same may be in force from time to time and modified or amended from time to time (hereinafter "MiFID II").

2. Client Categorisation

Following the implementation of the MiFID II, the Company is required to categorise its Clients into one of the following three categories: retail, professional or eligible counterparty.

"Retail Client": is a Client who is not a Professional Client or eligible counterparty. It is noted that Retail Clients are afforded with the highest level of protection.

"Professional Client": is a Client who possesses the experience, knowledge and expertise to make its own investment decisions and properly assess the risks that it incurs, as further detailed below (see paragraphs 3 and 4 below).

"Eligible counterparty": is a type of professional Clients, applicable only when the service provided to such Professional Client is of receiving & transmitting and/or executing orders (see paragraph 5 below).

Please note that on the basis of the information available to us, the Company treats you as a Retail Client under MiFID II in providing our services to you. This categorization will apply to all of our MiFID II-related business with you unless we agree otherwise.

You may, however, request to be treated as a Professional Client provided that the relevant criteria and procedure are fulfilled.

If we agree to categorize you as a Professional Client, you will waive some of the protections that is afforded by the conduct of business rules to the retail client category under the regulatory system.

3. Professional Clients by default

The following entities that satisfy one or more of the following criteria shall be classified as Professional Clients by default:

a) Entities which are required to be authorized or regulated to operate in the financial markets such as:

- Credit institutions;
- Investment firms;
- Other authorized or regulated financial institutions;
- Insurance companies;
- Collective investment schemes and management companies of such schemes;
- Pension funds and management companies of such funds;
- Commodity and commodity derivatives dealers;

- Locals: firms which provide investment services and/or perform investment activities consisting exclusively in dealing on own account on markets in financial futures or options or other derivatives and on cash markets for the sole purpose of hedging positions on derivatives markets or which deal for the accounts of other members of those markets or make prices for them and which are guaranteed by clearing members of the same markets, where responsibility for ensuring the performance of contracts entered into by such firms is assumed by clearing members of the same markets.
 - Other institutional investors
- b) Large undertakings meeting two of the following size requirements, on a portfolio basis:
- Balance sheet total at least EUR 20.000.000
 - Net turnover at least EUR 40.000.000
 - Own funds at least EUR 2.000.000
- c) National and regional governments, public bodies that manage public debt, Central Banks, international and supranational institutions such as the World Bank, the International Monetary Fund, the European Central Bank, the European Investment Bank and other similar international organizations.
- d) Other institutional investors whose main activity is to invest in financial instruments, including entities dedicated to the securitization of assets or other financing transactions.

The entities mentioned above are considered to be Professional Clients by default. So, where the Client fulfils one of the criteria referred to above, the Company shall inform it prior to any provision of services that, on the basis of the information available to the Company, the Client is deemed to be a professional Client and will be treated as such unless the Company and the Client agree otherwise

4. Non-Professional Clients who may be Treated as Professional on Request

4.1. General

Clients not considered professional clients by default may also be allowed to be treated as Professional Clients and hence waive some of the protections afforded by the Law.

The Company is allowed to treat any such Clients as Professionals provided the relevant criteria and procedures mentioned herein below are fulfilled. These Clients should not, however, be presumed to possess market knowledge and experience comparable to that of the categories of paragraph 3. So, any waiver of the protection afforded to them shall be considered valid only if an adequate assessment of the expertise, experience, and knowledge of the Client, undertaken by the Company, gives reasonable assurance, in light of the nature of the transactions or services envisaged, that the said Client is capable of making his own investment decisions and understanding the risks involved. For this reason, the Company will apply a fitness test to assess their expertise and knowledge.

4.2. Assessment

In the course of the above assessment, as a minimum, two of the following criteria should be satisfied:

- the Client has carried out transactions, in significant size, on the relevant market at an average frequency of 10 per quarter over the previous four quarters;
- the size of the Client's Financial Instrument portfolio*, defined as including cash deposits and financial instruments exceeds 500,000 Euros;
- the Client works or has worked in the financial sector for at least one year in a professional position, which requires knowledge of the transactions or services envisaged.

*Instrument Portfolio includes any liquid assets such as:

- Shares, Derivatives, debt instruments, deposits, Cash at a Bank or Broker for the purpose of investments,
- Fixed deposits with maturity less than 2 years, Bonds, Money Market Instruments
- Life Insurance with collateral invested, Crypto Assets, other Investment Portfolios
- Any purchase which is made with the intention of future sale at a higher price. Illiquid assets could qualify if the client is investing professionally in such assets.

In the case of small entities, the person subject to the above assessment should be the person authorised to carry out transactions on behalf of the entity.

5. Eligible Counterparties

An Eligible Counterparty is any of the following entities to which an investment firm provides the services of reception and transmission of orders on behalf of clients and/or execution of such orders and/or dealing on an own account:

- Investment firms;
- Credit institutions;
- Insurance companies;
- UCITS and their management companies;
- Pension funds and their management companies;
- Other financial institutions authorized by a Member State or regulated under the laws of Cyprus or under European Union law;
- National governments and their corresponding offices, including public bodies that deal with public debt at national level, central banks, the Central Bank and supranational organizations.

Further, the Eligible Counterparty category is applicable only for the following investment services:

- Reception and transmission of Client orders;
- Execution of orders on behalf of Clients;
- Dealing on Own Account.

Whoever falls under the category of professional clients, may be categorised as an Eligible Counterparty by the Company, upon his request. In such cases, however, the undertaking concerned shall be recognised as an Eligible Counterparty only in respect of the services or transactions for which it could be treated as a Professional Client.

In the event of a transaction where the prospective counterparty is located in another EU Member State, the Company shall defer to the status of the other undertaking as determined by the legislation of the said Member State in which that undertaking is established.

The Company recognises as eligible counterparties, third country entities which are equivalent to those categories of entities referred above.

The Company, when it enters into such transactions with eligible counterparties, will obtain the express confirmation from the prospective counterparty that it agrees to be treated as an eligible counterparty. This confirmation may be obtained either in the form of a general agreement or in respect of each individual transaction.

6. Procedure

The following requests may be submitted to the Company when a Client wishes to change its categorisation:

- a) A Retail Client can request to be categorised as a Professional Client. The Client therefore accepts a lower level of protection;
- b) A Professional Client can request to be categorised as a Retail Client. The Client therefore obtains higher level of protection. A Professional Client can request to be treated as an Eligible Counterparty, obtaining therefore a lower level of protection;
- c) An Eligible Counterparty can request to be categorised as a Professional Client or a Retail Client. The Client therefore obtains higher level of protection.

Reclassification of a retail client into professional client

- The Client requests that he/she wishes to be treated as a Professional Client via the Company's website or in writing to the Company that he wishes to be treated as a professional client either generally or in respect of a particular investment service or transaction, or type of transaction or product;
- The Company gives him a clear written warning of the protections and investor compensation rights he may lose;
- The Client provides its acknowledgment either via a consent message or in writing, in a separate document from the main Agreement, confirming that the Client is aware of the consequences of losing certain protections and investor compensation rights;
- Before deciding to accept any request for waiver, the Company must take all reasonable steps to ensure that the Client requesting to be treated as a Professional Client meets the relevant requirements stated above.

Reclassification of a professional client into retail client

It is noted that Professional Clients are allowed to request non-professional treatment and instead be treated as Retail Clients, so as to enjoy a higher level of protection. It is the responsibility of the Client, considered to be a Professional Client, to ask for a higher level of protection when it deems it is unable to properly assess or manage the risks involved.

This higher level of protection will be provided when a Client who is considered to be a professional enters into a written agreement with the Company to the effect that it shall not be treated as a Professional for the purposes of the applicable conduct of business regime. Such agreement should specify whether this applies to one or more particular services or transactions, or to one or more types of product or transaction.

Reclassification of an eligible counterparty

An eligible counterparty has the right to request a different classification, either as a professional client or as a retail client, in order to obtain a higher level of protection. Under the Law, the Company is not obligated to deal with the client in accordance with its request.

It is noted that the Company is not required to agree with a request for non-professional or non-Eligible Counterparty treatment. In addition, the Company may, on its own initiative, treat as a Professional or Retail Client an Eligible Counterparty or treat as a Retail Client a Professional Client.

7. Keeping the Company Informed

All Clients are responsible for keeping the Company informed about any change which could affect their current categorisation.

However, the Company, in accordance with the applicable regulations, at least once a year should reassess whether a professional client fulfils the initial conditions which made him/her eligible for a professional treatment, in order for the Company to take appropriate action(s).

8. Protection Rights

Retail Clients are the Clients who are entitled to more protections under the Law, than if the Client was treated as a Professional Client. In summary, the protections that Retail Clients are entitled to have are as follows (the list may not be exhaustive):

- Clients will be provided with appropriate information via electronic or paper format, according to the chosen option of the client, with regards to the Company, its services, its financial instruments and their performance, the nature and risks of financial instruments, its costs, commissions, fees, and charges. The level of detail of the information to be provided may vary according to whether the client is categorised as a Retail Client or, a Professional Client or, an Eligible Counterparty. Clients categorised as Retail Clients will be provided with more information than clients categorised as Professional or Eligible Counterparties. However, it should be noted that Professional Clients, after informing the Company in writing via electronic or paper form, have the right to opt-in to receive such disclosures and information.
- Where the Company is providing the services of Reception & Transmission of orders and/or Execution of Client orders, the Company shall ask a Retail Client to provide information regarding his knowledge and experience in the investment field relevant to the specific type of product or service offered or demanded, so as to enable the Company to assess whether the investment service or product envisaged is appropriate for the Client. In case the Company considers, on the basis of the information received, that the product or service is not appropriate to a Retail Client, it shall warn the Client accordingly. Please note that the Company is not required to assess appropriateness in certain cases specified by the Law (for example but not limited to the situation where on an execution only basis the financial instrument concerned is not complex).

On the other hand, the Company shall be entitled to assume that a Professional Client and/or an Eligible Counterparty has the necessary experience and knowledge in order to understand the risks involved in relation to those particular investment services or transactions, or types of transaction or product, for which the Client is classified as a Professional Client and/or an Eligible Counterparty. Consequently, and unlike the situation with a Retail Client, the Company should not generally need to obtain additional information from the Client for the purposes of the assessment of appropriateness for those products and services for which they have been classified as a Professional Client and/or an Eligible Counterparty.

- When executing Client orders, the Company must take all sufficient steps to achieve what is called "best execution" of the Client's orders that is to obtain the best possible result for its Clients. Where the Company executes an order of a Retail Client, the best possible result shall be determined in terms of the total consideration, representing the price of the financial instrument and the costs related to execution, which shall include all expenses incurred by the Client which are directly related to the execution of the order, including execution venue fees, clearing and settlement fees and any other fees paid to third parties involved in the execution of the order.
- The Company must inform Retail Clients of material difficulties relevant to the proper carrying out of their order(s) promptly upon becoming aware of the difficulty.

- Retail Clients may be entitled to compensation under the Investor Compensation Fund ("ICF") for Clients of Investment Firms, while Professional Clients are not entitled to compensation under the ICF.
- Where the Company executes orders for retail clients, it shall provide those clients with a summary of the relevant policy focused on the total costs they incur.
- Where the Company holds a retail client account with positions in leveraged financial instruments or contingent liability transactions, the firm must report to the client if the initial value of each instrument depreciates by 10% and thereafter at multiples of 10%.
- The Company is restricted to conclude title transfer financial collateral arrangements with retail clients for the purpose of securing or covering present or future, actual or contingent or prospective obligations of clients. In respect of Professional Clients and/or Eligible Counterparties, the Company is not subject to such restriction. Where the Company uses title transfer collateral arrangements, it shall highlight to Professional Clients and/or Eligible Counterparties the risks involved and the effect of any title transfer collateral arrangement on the client's financial instruments and funds.
- Where the Company provides information, which contains an indication of past performance of a financial instrument, a financial index or an investment service and the indication relies on figures denominated in a currency other than that of the Member State in which the Retail Client is resident, the currency shall be clearly stated to the Retail Client, together with a warning that the return may increase or decrease as a result of currency fluctuations.
- The Company limits the maximum amount of leverage to Retail Clients while the said limitations may not apply to Professional Clients and/or to Eligible Counterparties.
- Retail Clients and/or Professional Clients will be provided with negative balance protection and as such, may not lose more than the total amount deposited in their trading account.