APPROVED
UAB ‘8 stars’
28-01-2026 Director’s Order No. 28-01-2026

UAB ‘8 STARS’
CONFLICT OF INTEREST AVOIDANCE AND MANAGEMENT POLICY

1. GENERAL PROVISIONS

1.1. The Conflict of Interest Avoidance and Management Policy (hereinafter - **the Policy**) of the crowdfunding services provider UAB ‘8 stars’ (hereinafter - **the Company**) shall fix the measures meant to avoid, determine and properly manage the those conflicts of interest, which might happen during the provision of crowdfunding services.

1.2. This Policy shall be applicable to the Company, its employees, clients and affiliated persons.

1.3. This Policy has been prepared by following the Regulation and other relevant statutes of law.

2. NOTIONS USED

2.1. If the context does not require otherwise, the notions used in this Policy shall have the below-indicated meanings:

2.1.1. **Financing Transaction** - crowdfunding transaction concluded between the Investor (represented by the Company) and the Project Owner via the help of the Platform, through which the Investor grants the Crowdfunding Funds to the Project being implemented by the Project Owner;

2.1.2. **Investor** - a person, who via the Platform intends to finance or has financed the announced Project;

2.1.3. **Client** - Investor and/or Project Owner (depending on the service being provided);

2.1.4. **Platform** - crowdfunding platform “Letsinvest” being administrated by the Company, reachable through the address: www.letsinvest.eu and, by using which, the crowdfunding is being performed;

2.1.5. **Project** - one or couple of business activity types, for which the Project Owner intends to acquire financing by submitting the Crowdfunding Proposal;

2.1.6. **Project Owner** - natural person or legal entity intending to acquire financing via the Platform;

2.1.7. **Regulation** - Regulation (EU) 2020/1503 of the European Parliament and of the Council of 7 October 2020 on European crowdfunding service providers for business, and amending Regulation (EU) 2017/1129 and Directive (EU) 2019/1937;

2.1.8. **Affiliates** - other persons directly or indirectly having control ties with the shareholders of the Company, manager of the Company or employees of the Company;

2.1.9. **Crowdfunding Proposal** - via any form and means on the Platform being submitted announcement, which provides sufficient information about the proposal conditions and the proposed Project in order for the Investor to be able to invest in to the Project;

2.1.10. **Compliance Officer** - employee of the Company executing compliance functions during the activities of the Company.

2.2. Other notions, which are not indicated above, shall be understood as they are defined in the Regulation and in other statutes of law applicable to the crowdfunding activity.

3. SITUATIONS, WHICH MIGHT CAUSE OR CAUSES THE CONFLICT OF INTEREST

3.1. In its activity, the Company tries to as much as possible coordinate its own interests, the interests of the employees and/or Affiliates, and the interests of the Company's clients. In all respects, the Company shall ensure the fair treatment of the Clients coinciding with the best of their interests. Nevertheless, potential or real conflict of interests might unavoidably emerge during the Company's activities. To avoid this or, where the avoidance of the conflict of interests is not possible, properly control them, the Company after encountering the conflict of interests will follow the provisions of this Policy.

3.2. Conflict of interest shall mean a situation, when the interests of different parties contradict each other and this might negatively affect the Company (e.g., the adoption of the Company's decisions, their compliance etc.) or when the personal interests (monetary or moral) of the manager of the Company, employees, shareholders or Affiliated persons contradict or may contradict the interests of the Company (hereinafter - **the Conflict of Interest**).

3.3. The origins of the Conflict of Interest might vary, i.e., they may emerge in different situations or due to different circumstances. Possible examples:

3.3.1. Ties with the Clients. The Conflict of Interest emerges, because the Clients might be handled partially and subjectively by having regard to their direct or indirect ties with the Company, its shareholders, manager of the Company, employees and/or Affiliates.

3.3.2. Use of ties with the Company. Instances, when the manager, employees and/or the shareholders of the Company, as well as, Affiliates, conclude or intend to conclude Financing Transactions through their own moneys by using the information known to them or transferring the information to third persons.

3.3.3. Structure of the employees of the Company. The person executing executive functions is assigned compliance functions (e.g., the director of the Company adopts decisions regarding the acceptance of high risk Client).

3.3.4. Inclusion of shareholders. The shareholders are granted a right to adopt essential decisions in everyday management fields of the Company, such as, accepting the Clients etc.

3.3.5. Service providers. The main service providers of the Company are group company, persons associated with the manager, shareholder and employees of the Company (e.g., the company being controlled by the director of the Company or the IT manager is providing IT services).

3.3.6. Bonuses system. The bonuses for the person performing the compliance functions are tied with the activity results of the Company (e.g., bonus is calculated from the number of introduced Clients). This might incite the persons performing the compliance functions to prioritize the interest of business over the interest of compliance.

3.3.7. Other. Other situations creating a possible Conflict of Interest are possible.

3.4. The presence of the Conflict of Interest (including, indicated in above Paragraph 3.3) in itself does not mean, that such situation is not possible and that the Company must use all endeavours to eliminate it. There are situations, when the Conflict of Interest is unavoidable or its presence is rationally explained (e.g., in regards to the Company's management structure, when the management board has yet to be shaped and only sole managing body is present, it is only natural, that certain compliance functions will be assigned to the sole managing body, e.g., approval of the compliance policy or similar document). In this case, the Company must not eliminate the Conflict of Interest, but fix respective and sufficient measures of controlling it (e.g., in regards to the above presented example, in the future, decrease the functions of the sole managing body, by entrusting these functions to the Compliance Officer or other persons responsible for compliance).

3.5. When controlling the Conflict of Interest, the Company also analyses and identifies situations, when the Company:

3.5.1. May have financial benefit or avoid financial losses at the expense of the Client;

3.5.2. Are interested in the result of the service being provided to the Client or the Financing Transaction being concluded at the expense of the Client in a different way than the Client is interested;

3.5.3. Has financial or other type of interest to prioritize the interests of one Client or group of Clients over the interests of the other Client.

3.6. When determining the Conflict of Interest, regard must be had, that they might occur not only due to the current, but also due to the past personal or professional relations. When assessing those Conflicts of Interest, which might arise due to the past professional or personal relations, and deciding whether the Conflict of Interest has emerged, regard must be had to the last two years (nevertheless, if the relation, which causes the Conflict of Interest to appear, is a continuous one, then the two-year rule shall be calculated from the end of such relation).

3.7. The list of possible Conflict of Interest scenarios, to which regard must be had, which must be uncovered and in respect of which respective measures must be taken-up, shall be submitted in Annex No. 1 to this Policy.

4. AVOIDANCE OF THE CONFLICT OF INTEREST

4.1. The Company, while managing the possible Conflicts of Interest, as the primary measure applies the avoidance of the Conflict of Interest. This means, that all Conflicts of Interest, which can be avoided, must be eliminated.

4.2. The Company is not participating in the Platform's Crowdfunding Proposals.

4.3. On the Platform, the Company does not announce Projects, the owner of which is:

4.3.1. Shareholder possessing 20% or more authorized capital of the Company or voting rights;

4.3.2. Manager and employees of the Company;

4.3.3. Affiliates.

4.4. The Company, by avoiding the Conflict of Interest, also takes-up these measures:

4.4.1. The manager of the Company, shareholders, employees and Affiliates are familiarized with this Policy and their duty to promptly inform the manager of the Company (in the case of the manager - the shareholders) about any situations, which cause or may cause the Conflict of Interest. Familiarization must be done upon signature, i.e., each employee must sign, this way, confirming their familiarization;

4.4.2. When needed, confidentiality contracts are concluded with the manager of the Company, shareholders, employees and/or Affiliates;

4.4.3. Such wage system is fixed in respect of the manager and/or employees of the Company, which does not create suppositions to get financial or non-financial benefit from situations, which causes or may cause Conflicts of Interest. Moreover, this wage system must not create dependency between employees executing different functions, when the Conflict of Interest might emerge due to the interconnection of these functions;

4.4.4. Prohibits the manager and/or employees of the Company or other persons to disclose the confidential information about the Project known to them, which might negatively affect the interests of the Investors or Project Owner;

4.4.5. Ensures, that all Investors would have the same information about the Project Owners and their Projects, while the shareholders of the Company and Affiliates would not be able to receive additional confidential information;

4.4.6. In its activity implements the "Need to Know" principle, i.e., ensures, that the employees of the Company would be able to receive and work with only that information, which is necessary for

the performance of their direct functions, as well as, that the employees of the Company, while executing their functions associated with the Conflict of Interest risk, would not exchange information capable of harming the interests of the Clients among themselves;

4.4.7. In its activity implements the "Four Eyes" principle, i.e., the decision of responsible employees of the Company regarding the Crowdfunding Proposal must be confirmed by another responsible employee or the manager of the Company;

4.4.8. The employees of the Company must inform the Company's Compliance Officer or other responsible officer about the identified real and/or possible Conflicts of Interest and about the improper influence direct at them, which might cause the Conflict of Interest (if such improper influence is exerted by the Company's Compliance Officer, the employees of the Company must directly inform the manager of the Company about this).

5. CONTROL OF THE CONFLICT OF INTEREST

5.1. The Company envisages that these persons can invest in specific Projects, about which the Crowdfunding Proposals are announced on the Platform:

5.1.1. Shareholder possessing 20% or more authorized capital of the Company or voting rights;

5.1.2. Manager and employees of the Company;

5.1.3. Affiliates.

5.2. When the persons envisaged in Point 5.1 of this Policy invest in specific Projects, the Company, to control the possible Conflict of Interest, shall apply these measures:

5.2.1. On the Company's website www.letsinvest.eu, information is fully disclosed, that the persons, who invested in to the Projects, may be investors, this includes information about specific Projects as well;

5.2.2. These persons invest on the same conditions, which are applied to other Investors. No preferential treatment is applied in respect of these persons or these persons do not have a privileged possibility to familiarize with the respective information. The Company shall equally represent all Investors and defend their interests.

5.3. To ensure the implementation of measures envisaged in Point 5.2 of this Policy, the Company envisages that the persons indicated in Point 5.1 herein will be able to invest in to specific Projects only in these cases:

5.3.1. If during the contractual meditation period the Investors cancel their investment proposals or their lodged interests in the Crowdfunding Proposal, and for valid reasons the minimum or target Project sum will not be reached; or

5.3.2. If the Project does not receive Investors investment proposals or their lodged interests in the Crowdfunding Proposal for more than two days in a row; or

5.3.3. If the minimum or target Project sum is not reached, i.e., 5% or less sum is missing; or

5.3.4. After other Investors submit their investment proposals or lodge their interest in the Crowdfunding Proposal for no less than 80% sum from the minimum or target Project sum.

5.4. The Company demands, that the manager of the Company, employees and all direct and indirect shareholders would periodically (at least once per calendar year) declare all persons, with whom they are tied by ties of control. The Conflicts of Interest shall be declared by filling-out the declaration, the project of which is attached as Annex No. 2 to this Policy.

5.5. During each specific Project, the manager of the Company, shareholders, employees and/or Affiliates must determine whether the Conflict of Interest emerges.

5.6. Having determined the risk for the Conflict of Interest, the manager of the Company, shareholders, employees and/or Affiliates no later than within 1 (one) workday shall inform the Company's Compliance Officer (if the Conflict of Interest is associated with the Company's Compliance Officer - the manager of the Company) about the possible Conflict of Interest and the circumstances of it. The announcement shall be submitted via e-mail. If there is no such possibility, it shall be submitted in another form (including, orally. In this case, later on, the information still needs to be recorded in writing. The Compliance Officer is in charge of this). In the announcement, we urge to indicate information, which will aid the Compliance Officer in properly assessing the situation and adopting the decisions:

5.6.1. Name and surname of the informant;

5.6.2. Persons associated with the possible Conflict of Interest and identified ties;

5.6.3. Type of the Conflict of Interest (financial/non-financial benefit, professional relationship, personal relationship, holding of couple of offices etc.);

5.6.4. Description of situation, which causes or may cause the Conflict of Interest.

5.7. The Company's Compliance Officer (if the Conflict of Interest is associated with the Company's Compliance Officer - the manager of the Company), having received the request of the person regarding the possible Conflict of Interest, must examine its validity and adopt a decision regarding the possible Conflict of Interest decision. After receiving an announcement about the possible Conflict of Interest, the Compliance Officer (or director, if the possible Conflict of Interest is associated with the Compliance Officer) must examine the announcement within reasonable period by trying their best not to prolong the examination too much. If the Conflict of Interest does not require detailed analysis and it can be quite easily assessed whether the Conflict of Interest exists or not, the decision regarding the Conflict of Interest and its avoidance or control measures should be adopted within 3 work days. If the situation is more complex and requires a detailed assessment and examination, the adoption of the decision may last longer, however, all endeavours must be put for the decision to be adopted within 10 work days (nevertheless, this period may be extended, if the situation requires so).

5.8. When assessing the possible Conflict of Interest, the Compliance Officer (or manager) must decide whether the Conflict of Interest may be controlled or whether it must be eliminated, and which measures are best to achieve one of these goals. For this reason, they must collect the relevant documents, on the grounds of which a decision would be adopted. .

5.9. The Compliance Officer determines the measures for preventing or controlling the Conflict of Interest, however, they must be via e-mail submitted to the manager of the Company. This is done when the Compliance Officer submits the Conflict of Interest Journal filled-out in regards to a specific Conflict of Interest (See Chapter **Error! Reference source not found.** of this Policy). If the Conflict of Interest being assessed is associated with the manager of the Company, the general meeting of shareholders approves the measures for preventing or controlling the Conflict of Interest submitted via e-mail by the Compliance Officer. When due to objective reasons, for example, when one of the shareholders cannot participate in the examination of the issue and because of this there is not quorum, the general meeting of shareholders cannot adopt a decision regarding the measures for preventing or controlling the Conflict of Interest submitted via e-mail by the Compliance Officer, it shall be deemed that the measures determined by the Compliance Officer do not require additional confirmation.

5.10. When possible, at first, the preventive measures of the Conflict of Interest must be examined. Other control measures should be applied to minimize the risk associated with a specific Conflict of Interest only when the risk cannot be totally avoided.

5.11. In the presence of the Conflict of Interest, these additional risk mitigation measures are possible (the list is exhaustive):

5.11.1. Clear separation of functions and duties;

5.11.2. Proper assignment of duties to specific employees;

5.11.3. Proper definition of rights and obligations of the employees, by ensuring, that each task of the employee would be clear and logical. The rights, duties and liability should be discussed and coordinated;

5.11.4. Fixing of information barriers, e.g., by separating certain business areas through organizational or technical measures, which preclude the flow of information to and from other parts of the Company;

5.11.5. Securing the access to confidential information only to those employees, who need it due to their position, functions or business activity type;

5.11.6. Entrusting different persons to submit contradictory reports on activity;

5.11.7. Requirement, that the Project and other transactions with Affiliates would be concluded and executed in accordance to the usual market conditions;

5.11.8. The removal of employees from the performance of specific duties, i.e., tasks, transactions or working with Clients, if the Conflict of Interest was determined;

5.11.9. Ensuring that those employees, who while performing their duties or functions may encounter Conflict of Interest or the Conflict of Interest might emerge within their business activity, cannot receive commission fees and bonuses associated with work results or wage associated with specific clients or transactions;

5.11.10. Refusal to accept the Client or further provide services to them;

5.11.11. System access restrictions;

5.11.12. Restriction for participating in the adoption of specific decisions associated with the person(s) included in the Conflict of Interest, if such participation would harm the effective control of the Conflict of Interest;

5.11.13. Precluding the persons acting beyond the Company from improperly influencing the Company.

5.12. If the Client decides to keep cooperating and conclude the Financing Transaction even in the face of the Conflict of Interest, the Company, its manager, shareholders, employees and Affiliates must act in such a way so the Company, its manager, shareholders and Affiliates or other persons would not receive benefit and/or not avoid losses at the expense of the Client, and the losses incurred at the expense of the Client would be as little as possible.

6. CONFLICT OF INTEREST JOURNAL

6.1. The Compliance Officer (if the Conflict of Interest is associated with the Compliance Officer - the manager of the Company) must register the determined Conflict of Interest in the Conflict of Interest Journal (hereinafter - **the Journal**). The Compliance Officer shall be responsible for updating and maintaining the Journal. The form of the Journal is presented in Annex No. 3 to the Policy.

6.2. The Journal is edited in excel format. It is prohibited to later edit the already recorded data by changing the submitted information (even, if such change would be correcting a grammatical error). If need be, the Compliance Officer must clarify the submitted information. Such clarification is presented in the Journal's field "Comments".

6.3. Such rules shall apply for the handling and maintenance of the Register:

6.3.1. The Compliance Officer must periodically review and update the Register to reflect any changed in the Policy or in the area of best Conflict of Interest control practice;

6.3.2. The information disclosed in the Register must be processed by adhering to the highest standards of confidentiality and discreteness. Access to information shall be given only to the Compliance Officer and the manager of the Company. Other persons may get access only after acquiring a written consent of the Compliance Officer or the manager of the Company;

6.3.3. Register's data encompasses information about the Conflicts of Interest associated with the shareholders, manager, employees of the Company and all Affiliates;

6.3.4. The Register must be stored within the internal database of the Company in an excel format. By taking up additional measures, so that the records in the Register would not be amended or deleted, the Compliance Officer and the manager ensures the integrity of the Register and inviolability of data therein. Such measures are the prohibition indicated in Point 6.2 of the Policy, as well as, regular making and saving of copies etc.

6.3.5. Data associated with Conflict of Interest shall be securely stored no shorter than 5 (five) years from the day of recording them in to the Register or, if the Conflict of Interest continuous in time - from the end of the Conflict of Interest. Historical data is stored in the copies of the Register.

7. MONITORING OF THE APPLICATION OF PREVENTIVE AND CONTROL MEASURES OF THE CONFLICT OF INTEREST

7.1. If the Conflicts of Interest continue, the Compliance Officer must review them at least once per year to ensure, that preventive or other control measures are still proper and effective.

7.2. The Compliance Officer continuously monitors the process of controlling the Conflicts of Interest, checks whether the determined measures are being complied with and prepares the annual report to the manager, in which the common Conflict of Interest situation in the Company is summarized.

8. DISCLOSURE OF INFORMATION

8.1. If the Company determines, that it is not possible to avoid Conflict of Interest and it may impact or negative impacts the interest of the Client, the Client must be promptly informed about this by indicating the type and reasons for the Conflict of Interest, as well as, actions, which have been taken-up to minimize them. Such information shall be disclosed on the Company's website in clearly visible place, as well as, provided to each Client in a durable storage medium.

8.2. If possible, the disclosure indicated in Point 8.1 of this Policy is performed beforehand, so that the Clients would be able to adopt a justified decision regarding the Financing Transaction, due to which the Conflict of Interest emerged. A specific and clear description of the Conflict of Interest and associated risks identified in respect of the Financing Transaction shall be submitted, by having regard to the type of Clients, to which the information is being disclosed, especially, the qualification of Clients in to experienced and non-experienced.

9. FINAL PROVISIONS

9.1. The Compliance Officer prepares and reviews this Policy. The manager of the Company approves the Policy and its later amendments (if there would be any). This Policy comes into force from the day of its approval, if not indicated otherwise.

9.2. The Compliance Officer of the Company supervises whether the Company properly and effectively implements the provisions of this Policy. When performing these functions, the manager of the Company or their authorized person:

9.2.1. Shall consult the Company's employees, shareholders and/or Affiliates whether the Conflict of Interest is present in a specific situation and how to best control it;

9.2.2. Shall periodically (at least once per calendar year) review the provisions of the Policy and the internal procedures of the Company, ensure their compliance to the requirements of the statutes of law applicable to the Company's activity;

9.2.3. Shall inform the Company's employees, shareholders and/or Affiliates about the Conflict of Interest control procedures implemented in the Company;

9.2.4. Shall perform other actions directed towards the proper implementation of the provisions of this Policy and the timely fixing, and control of the Conflict of Interest.

9.3. The Policy may be amended and supplemented only through the decision of the manager of the Company. The amendments and supplements of the Policy shall come into force from the day of their approval, if they do not indicate otherwise.

9.4. The Policy (excluding Annexes) shall be publicly available on the Company's website: www.letsinvest.eu.

9.5. Annex to the Policy:

Annex No. 1 - Potential Conflict of Interest Scenarios

Annex No. 2 - Conflict of Interest Declaration Form

Annex No. 3 - Conflict of Interest Register Form

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Annex No. 1

POTENCIAL CONFLICT OF INTEREST SCENARIOS

The shareholders, manager and employees of the Company, as well as, other Affiliates need to familiarize with these scenarios in order to increase awareness and relieve the timely disclosure of information. The scenarios below describe situations, which may cause a conflict of interest in the Company.

The provided list is not exhaustive. If circumstances not included in to the list are determined, the persons concerned must inform the Compliance Officer about such circumstances. When the Compliance Officer themselves is linked to the Conflict of Interest - to the manager of the Company. Compliance Officer ensures, that the list would be periodically reviewed and respectively amended in accordance to the requirements raised and circumstances that emerge.

(1) Use of the Company’s resources, information or assets for personal gain.

(2) Disclosure of confidential information to unauthorized persons.

(3) Improper use of confidential information when investing in to the Projects being announced by the Company.

(4) Propagation of personal interests on social media platforms, which might impede the Company’s reputation.

(5) Favouritism in employment procedure.

(6) Taking up conflicting positions in other companies.

(7) Participation in conflicting political activity.

(8) Establishment or participation in competing business company.

(9) External obligations influencing the person's duties in the Company.

(10) Influencing decisions for personal benefit.

(11) Adopted Project decisions causes concern to Affiliates in regards to fair Client treatment.

(12) Acceptance of gifts, favours or bribes influencing Project decisions.

(13) Receiving of benefit influencing business decisions regarding Affiliates.

(14) Selection of third parties for personal benefit.

(15) Maintaining conflict relationship with third parties.

(16) Use of the Company’s resources or information for the benefit of third parties or Affiliates.

(17) Interest priority of specific Affiliates over the interests of the Company.

(18) Insufficient endeavours due to personal interests in negotiations regarding favourable conditions for the third parties.

(19) Participation in the adoption of decisions regarding contracts associated with personal interests.

(20) The manager is a close person to Affiliates, who are the (potential) Clients.

(21) Close personal, professional or economic ties with the manager or shareholders of the Company.

(22) An important public position is held.

(23) Shareholders are holding other positions in the Company.

(24) Close persons are holding positions in the Company.

(25) Shareholders having ties or financial interests with third parties or competitors.

(26) A couple of different positions being held at the Company.

(27) Improper separation of duties.

(28) Influencing employment, assignment or promotion decisions.

(29) Assessment or signing of contracts when inappropriate market conditions exist for this.

(30) Conflict of Interests of third parties influencing the Projects and taxes.

Annex No. 2

CONFLICT OF INTEREST DECLARATION FORM

The manager, employees and all direct and indirect shareholders of UAB '8 stars' (**the Company**) must periodically (at least once per calendar year) fill-out and sign this Conflict of Interest Declaration.

CONFLICT OF INTEREST DECLARATION		
1.	Filling date	
2.	Person filling *(Name, surname, position, ties with UAB '8 stars')*	
3.	Confirmation, that when filling this Declaration you were presented with/you had access to the UAB '8 stars' Conflict of Interest Avoidance and Management Policy, including its Annex No. 1 listing possible Conflicts of Interest situations.	☐ Yes ☐ No
4.	Confirmation about known Conflicts of Interests, which as per your knowledge were not disclosed to UAB '8 stars'	☐ I do not have information about Conflicts of Interest ☐ I have information about Conflicts of Interest (having selected this answer, please provide the description in Point 5).
5.	Write in detail about the Conflict(s) of Interest known to you and associated persons. If couple of Conflicts of Interest are known to you, describe them all.	

Signature:

Annex No. 3

CONFLICT OF INTEREST REGISTER FORM

No.	Date of recording	Person entering the record (Name, surname and position)	Name(s), surname(s) and duties of person(s) associated with the conflict of interest and/or ties with the Company	Description of the conflict of interest	Realization of the conflict of interest (potential/factual)	Significance of the conflict of interest (significant/not significant)	Type of the conflict of interest (single/continuous)	Conflict of interest - to be avoided or to be controlled	Applied measures for avoiding or controlling the conflict of interest	Status of the conflict of interest	Date of reviewing the conflict of interest	Circumstances for determining the conflict of interest (who was the announcer etc.)	Comments