

MANTRA

# Public Disclosures

UPDATED JUNE 2024



## **1. Introduction**

This Information Disclosure Policy sets out MF's approach to information disclosure with the objective of promoting the highest levels of transparency, accountability and probity. At the same time, MF recognizes the need to classify certain types of information and apply due process in deciding on the disclosure of such information.

The main purpose of the Information Disclosure Policy is to ensure that required information, other than confidential business information, is disclosed to the public, investors, employees, customers, creditors and other relevant parties in a timely, accurate, complete, understandable, convenient and affordable manner in order to obtain a comprehensive view of MF's overall performance and financial position.

### **1.1 Key Principles of Information Disclosure**

MF in its practices of information disclosure is guided by the following key principles:

#### **1.1.1 Promoting Transparency**

MF is guided by an underlying presumption that material information concerning MF's activities will be made available in a timely manner to the public in the absence of an appropriate reason for confidentiality.

#### **1.1.2 Enhancing Accountability**

MF is committed to enhancing its accountability and therefore recognizes the importance of disclosing information to and communicating with the stakeholders on a regular basis.

#### **1.1.3 Protecting Confidentiality**

As a blockchain based financial services company, MF has a responsibility to restrict access to information whose disclosure could cause harm to specific parties or interests, particularly its members, clients, employees and other partners.

### **1.2 Approval of Policy**

The Disclosure Policy has been established by the Firm's Board of Directors. The Board of Directors has the right and the responsibility to disclose material information to the public, and to monitor, supervise, and develop the disclosure policy. Coordination of the disclosure function is the combined responsibility of the Senior Management, led by the Chief Financial Officer, the Chief Legal Officer and the Chief Communications Officer.

The Board of Directors of MF approves this Policy. Any amendments to it, as and when needed, will also be considered and approved by the Board of Directors, in order to regulate and manage MF's information disclosure. In addition, the Board shall review this Information Disclosure Policy periodically, and ensure its compliance to international best practices in the virtual asset industry.

### **1.3 Responsibility for Disclosure of Information**

#### **1.3.1 Authorized Spokespersons**

In order to prevent selective or misleading disclosure of material information and to ensure that a consistent message is delivered on the Firm's behalf, MF designates a limited number of spokespersons

responsible for communications with the financial community, investors, shareholders, regulators and the media.

The authorized spokespersons are:

- Chairman of the Board;
- Chief Executive Officer;
- Chief Financial Officer;
- Chief Legal Officer;
- Chief Communications Officer
- Other persons authorized by the Chief Financial Officer or by the Chief Legal Officer.

Anyone acting as a spokesperson must be briefed by an authorized spokesperson named above with a general review of what information is operationally sensitive and never to be disclosed unless required by law, what is material and what information is not yet publicly disclosed. Employees, directors and officers who are not authorized spokespersons must not respond under any circumstances (including on a “no-name” or “off the record basis”) to calls or inquiries from the financial community, investors, shareholders or media unless specifically asked to do so by an authorized spokesperson and must refer all such calls and inquiries to the Chief Communications Officer, or failing such person, the Chief Financial Officer.

### **1.3.2 Authority**

The Corporate Communications Division, under the guidance of the Chief Communications Officer (CCO), is responsible for drafting and proposing amendments to the Policy and the Guidelines issued to implement it. Other relevant departments shall participate in drafting amendments and issuing implementation guidelines for this Policy.

### **1.3.3 Version Control and Review**

In order to ensure the continued validity and application of this Policy, review will be conducted at least on an annual basis, and more often as may be deemed necessary, to reflect relevant changes in the business environment, operational updates and implementation experience.

## **1.4 Release**

This Policy is a public document and it will be displayed on MF’s official website, in line with its principle of transparency and intention to share information with the public.

## **2. Sources of the Firm’s Disclosure Obligations**

MF is regulated by VARA pursuant to the licences the Firm has been issued by VARA that enable us to carry out business and conduct the Firm’s operations. VARA, in its rulebooks, provides a number of information disclosure policies that we are required to follow. This Information Disclosure Policy mandates MF, its Board of Directors, Senior Management and all employees that have been assigned responsibilities under this Policy, to familiarise themselves with these VARA requirements. The VARA rulebooks that have public disclosure requirements include:

- The Company Rulebook - Part II - Section D - Public Disclosure
- The Market Conduct Rulebook - Part V - Public Disclosures
- The Advisory Services Rulebook - Part I - Policies, Procedure and Public Disclosures

- The Broker Dealer Services Rulebook - Part I – Policies, Procedure and Public Disclosures
- The Custody Services Rulebook – Part II – Policies, Procedures and Public Disclosures
- The Exchange Services Rulebook - – Part II – Policies, Procedures and Public Disclosures
- The VA Management and Investment Services Rulebook – Part I - Policies, Procedures and Public Disclosures
- The VA Transfer and Settlement Services Rulebook – Part I – Policies Procedures and Public Disclosures
- The Virtual Assets Issuance Rulebook – Part III – Whitepapers and Public Disclosures

Some of these Rulebooks require us to maintain publicly available information on our website, and if and to the extent they are applicable to our then current operations, we will provide the following on our website to comply with these requirements:

Appendix 1 - Market Conduct Rulebook Public Disclosures

Appendix 2 - Advisory Services Public Disclosures

Appendix 3 - Broker Dealer Services Public Disclosures

Appendix 4 - Custody Services Public Disclosures

Appendix 5 - Exchange Services Public Disclosures

Appendix 6 - Lending and Borrowing Services

Appendix 7 - VA Management and Investment Services Public Disclosures

Appendix 8 - Transfer and Settlement Services Rulebook

In addition to the disclosure obligations imposed by VARA, MF has a duty to its stakeholders, its customers and users and the market to keep its publicly disclosed information up to date. Therefore, it is the Firm's policy that any appropriate fact, action, undertaking, agreement, event, occurrence, decision, intention or omission should be reviewed to determine whether it involves information that is material to this group. Material Information should as a general rule be publicly disclosed promptly on our website, which may be supplemented by means of a press release, unless the release of the material information would be unduly detrimental to the Firm's interests, as further described under Section 2.2 below "**Confidential Information**". Prompt release is necessary to ensure that it is punctually available to all stakeholders and to reduce the risk of persons with access to the information acting upon undisclosed information. Disclosure must include any information the omission of which would make the rest of the disclosure misleading and any information necessary to permit a reasonable evaluation of the matter should be included.

No selective disclosure should occur. In other words, material non-public information is not to be disclosed to selected individuals (for example, in a conference call or face to face meeting with one or more buy side analysts or in a telephone conversation with an institutional investor). More specifically, no significant data, and in particular financial information such as sales and profit figures, shall be selectively disclosed to analysts, investors, other market professionals, shareholders, media, or others rather than to the market as a whole. If during the course of a presentation or discussion with any analyst or other person not bound by a confidentiality obligation, material non-public information is disclosed, such information should be promptly broadly disseminated to the public through publication on our website or through a press release.

For the purpose of implementing this Policy, MF will divide information into two broad categories: Public Information and Confidential Information.

### **3. Classification of Information**

For the purpose of implementing this Policy, MF will divide information into two broad categories: Public Information and Confidential Information.

#### **3.1.1 Public Information**

Public Information refers to information that can be accessed by anyone inside and/or outside MF.

Public information includes the following broad categories: Governance Information, Operational Information, Financial Information, Policies and Strategies of MF.

A non-exhaustive list of key public MF documents (with hyperlinks) and disclosed information shall be published on MF'S website. The list shall be regularly updated and developed as the operations of MF evolve. The list does not make any judgments on the confidentiality of other documents or information not mentioned below. In addition to this, information accessible under the Key Principles of Information Disclosure may also be requested in accordance with paragraph 3.2. of this Policy.

#### **3.1.2 Governance Information**

This information includes all of the policies and procedures that MF has prepared to govern the operations and management of MF's business and operations. These are publicly available and on file with VARA. Also included is MF information such as

- a. MF's organizational structure of MF;
- b. The composition of the Board of Directors (directors and their alternates) and Management;
- c. General information about Board of Directors meetings, including Board of Directors committees, working schedules and minutes of the meetings;
- d. Employment information, including basic recruitment principles, salary structure, outline of benefits and job opportunities will be disclosed on the MF website; and
- e. MF Code of Business Conduct and Ethics;

#### **3.1.3 Operational Information**

- a. Approach to Disclosure of Operational Information  
MF shall follow modern standards and international best practices regarding product and services disclosure.
- b. Project-related Information  
MF shall aim to establish a procedure for disclosing information after the approval of a new product or service.  
MF intends to provide short summaries for products and services under development prior to Board approval.

#### **3.1.4 Financial Information**

- a. Annual report containing audited financial statements approved by the Board of Directors;
- b. Unaudited quarterly summary statement of the financial position and a profit and loss statement showing the results of ordinary operations;

- c. Summary of the MF Annual Budget;
- d. MF shall also disclose other items as its operations evolve in the coming months and years. The information disclosed could include:
  - Management's analysis of MF's ordinary capital resources
  - Quarterly detailed information on financial products and on-going financing operations;

### **3.1.5 Policies and Strategies of MF**

- a. Operational Policies, including but not limited to:
  - Corporate Governance Policy;
  - Risk Management Policy;
  - Information and Cyber Security Policy;
  - Outsourcing Policy
  - AML/CFT Policy
  - Policy on Transactions with Related Parties
  - Policy on Business Continuity and Disaster Recovery
  - Policy on Transactions without Sovereign Guarantee;
- b. Other Policies and documents, disclosure of which is approved by the Board of Directors.

## **2.2. Confidential Information**

While MF is committed to the policy of material information disclosure and complies with ethical, financial and legal standards, there are some instances when disclosure could cause harm to specific parties or interests. In line with the practices adopted by other international financial institutions, MF will not disclose:

- a. Personal data (staff records, medical data, information related to staff appointment and selection, internal investigations into suspected misconduct etc.);
- b. Information intended for internal use only or classified as confidential under MF's guidelines;
- c. Board documents , unless explicit approval for disclosure is given. This includes documents related to MF's own decision-making process and related internal documents, memoranda and other materials that are prepared for, exchanged in connection with, or derived from MF's deliberative or decision-making processes;
- d. Information that was identified by its originator as confidential, including information received from advisors, consultants and/or any other third party of MF the disclosure of which is not authorized;
- e. Privileged and investigative information;
- f. Financial information including financial forecasts as well as details of individual transactions under MF's financings;
- g. Information that when disclosed might endanger or harm or adversely affect the relations between MF and its customers, users or contractual relationships;
- h. Information the disclosure of which would violate any applicable national law(s), rules, regulations or policies of VARA or any other applicable regulator or government authority;
- i. Information provided to MF by third parties under an expectation of confidentiality, including but not limited to proprietary information.

#### **4. Disclosure of Information**

The public has the right to submit requests for information.

The underlying assumption is that MF will disclose information in accordance with the Key Principles of Information Disclosure. At the same time, MF reserves the right to determine whether or not to disclose requested information as per provisions of this Policy, although the final decision on the disclosure of information shall be vested in the Board of Directors. MF shall provide a written explanation of its decision when the requested information cannot be immediately disclosed.

##### **4.1 Vehicle for Disclosure**

MF's official website [app.mantra.finance](http://app.mantra.finance) is the main vehicle for the disclosure of information. MF may employ other methods of communication in addition to its website depending on the intended information receiver.

## **4.2 Requests for Information**

Requests for information shall be submitted to Chief, Corporate Communications through the website of MF (online form), e-mail, fax or regular mail. Contact information for requests will be available on the official website of MF.

MF shall not respond to anonymous requests for information disclosure.

MF shall acknowledge the receipt of a request within five working days via the communication channel specified by the author of the request. If no specific communication channel is specified, MF shall use the same medium for providing a reply.

MF may request applicants to provide clarifications if it is required.

MF will respond within 30 working days after receiving the request or clarification

## **4.3 Appeal and Review**

Requesters who are able to make a case that MF had violated this Policy by improperly restricting access to information shall be able to make an appeal for impartial review of MF's decision.

Appeals should be submitted by letter or e-mail to the Corporate Secretary within 30 working days after the date of the decision that the requested information will not be disclosed.

The Corporate Secretary in consultation with Legal and relevant departments will notify the appellant in writing of a decision on the appeal and give reasons for this decision within 20 working days after receiving the appeal.

In case of a second negative decision on the disclosure, the Corporate Secretary will inform the Board of Directors about it and provide reasons for such decision. At the same time, for matters not within the exclusive competence of the Board of Directors the final decision regarding disclosure remains within the Board of Directors. For matters within the exclusive competence of the Board of Directors the final decision regarding disclosure remains within the Board of Directors.

## **4.4 Exceptions**

In case of exceptional circumstances and with the approval of the Board of Directors MF reserves the right not to disclose information that would otherwise normally be disclosed under this Policy.

## **4.5 Guidelines**

MF Management issues, from time to time, detailed staff guidelines to help staff prepare documents for disclosure, process requests for information and disclose information in accordance with this Policy.



Vol	Chg	%Chg	Proj.Price
389,200	-226.00	-226.0%	226.00
9,200k	22.45	22.45%	22.45
1,200k	-2.46	-2.46%	2.46
16,200k	226.00	226.0%	226.00
166,200	+22.45	+22.0%	22.45
16,200k	-2.46	-2.46%	2.46
1,200k	-2.46	-2.46%	2.46

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52.44  
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52.44

Time	Side	Volume	Price
16:29:05	B	16,200	34.98
16:29:05	B	9,200	23.87
16:29:05	B	1,200	45.98
16:29:05	S	166,200	45.90
16:29:05	S	1,200	34.98
16:29:05	S	166,200	23.87
16:29:05	S	1,200	45.98