



Company Registration No: 767962

ANDRO SECURE GROUP I R E L A N D

PROTECTING YOUR ASSETS
WITH INTEGRITY AND EXCELLENCE

Risk Management and Trading Controls Policy

Counterparty, Price, and Delivery Risk Controls and the Commodity Transaction Authorisation Matrix

Document Reference	ASG-IRE-GOV-03
Version	1.0
Effective Date	[Date of Board Adoption]
Approving Authority	Board of Directors, Andro Secure Group Ireland
Classification	Internal — Board, Executive Management, Compliance, and External Auditors
Review Cycle	Annual, or upon material change in trading activity, regulatory status, or corporate structure

1. Purpose and Scope

This Policy sets out the controls, approval workflows, and authorisation thresholds applicable to Commodity Transactions entered into by Andro Secure Group Ireland. It operates under, and must be read together with, the Corporate Governance Charter (ASG-IRE-GOV-01) and the Delegation of Authority Document (ASG-IRE-GOV-05). It applies to every director, officer, employee, and agent with any role in identifying, negotiating, approving, executing, or performing a Commodity Transaction.

2. Categories of Risk

2.1 Price and Market Risk

Exposure arising from movement in the market price of a commodity between the date of commitment and the date of pricing, delivery, or settlement, including exposure under provisional-price or quotational-period pricing mechanisms common in concentrate trading.

2.2 Counterparty and Credit Risk

Exposure arising from the risk that a counterparty fails to perform — whether by non-payment, non-delivery, non-conforming delivery, or insolvency — including heightened risk associated with newly onboarded counterparties, counterparties in higher-risk jurisdictions, and transaction structures that require payment or part-payment in advance of the Company's receipt of title, control, or an equivalent security interest in the underlying commodity.

2.3 Delivery and Performance Risk

Exposure arising from the Company's own delivery, quality, quantity, or documentary obligations, including demurrage, laytime, and other logistics-related liabilities, and from the risk that shipping or warehousing documentation (bills of lading, warehouse warrants, certificates of analysis) is deficient, forged, or inconsistent with the underlying cargo.

2.4 Documentary and Payment Instrument Risk

Exposure arising from the use of documentary letters of credit, standby letters of credit, bank guarantees, and other trade finance instruments, including the risk that an instrument is non-conforming, issued by an unverified or non-existent institution, or structured in a manner inconsistent with market practice under the applicable ICC rules (for example, UCP 600 for documentary credits or ISP98 for standby credits).

2.5 Fraud and Financial Crime Risk

Exposure arising from advance-fee fraud, counterfeit or forged proof-of-product documentation, impersonation of legitimate counterparties or financial institutions, and money laundering or terrorist financing risk within the meaning of the Criminal Justice (Money Laundering and Terrorist Financing) Act 2010, as amended.

Because the Company's trading activity may from time to time fall within the definition of a "high value goods dealer" (a designated person) under the CJA 2010 where cash payments of €10,000 or more are made or received in connection with a transaction or series of linked transactions, all cash-settled elements of a Commodity Transaction require prior escalation to the Compliance Officer regardless of the transaction's tier under the Authorisation Matrix. See ASG-IRE-GOV-04, section 4.

3. The Commodity Transaction Authorisation Matrix

The following Authorisation Matrix establishes the mandatory approval level for each Commodity Transaction by reference to aggregate contract value. Aggregate contract value is calculated by reference to the full committed value of the transaction (not merely the initial shipment where a transaction contemplates multiple shipments under a single arrangement), and related transactions with the same counterparty or its affiliates within a rolling twelve-month period must be aggregated for this purpose. Currency thresholds are expressed in EUR; transactions denominated in another currency are converted at the European Central Bank reference rate applicable on the date of approval.

Tier	Aggregate Transaction Value (EUR)	Approval Required	Execution Authority	Additional Requirements
Tier 1	≥ EUR [●] (or any transaction reserved under ASG-IRE-GOV-01, section 4.1, regardless of value)	Full Board resolution (Template B)	Named officer per Delegation of Authority Document, acting strictly within approved parameters	Full counterparty due diligence file; Board review of risk assessment; new counterparties in higher-risk jurisdictions require enhanced due diligence
Tier 2	EUR [●] – EUR [●]	Trading Committee resolution (Template C); reported to next Board meeting	Named officer per Delegation of Authority Document	Current due diligence file; Compliance Officer confirmation
Tier 3	EUR [●] – EUR [●]	Single officer authorisation, countersigned by Compliance Officer (Template D)	Designated officer(s) with standing delegated authority	Standard terms only; any deviation escalates to Tier 2
Tier 4	< EUR [●] (routine / de minimis)	Officer authorisation; logged in trading register	Designated officer(s)	Periodic sample review by Compliance Officer

Threshold values shown as [●] are placeholders for figures to be fixed by the Board by reference to the Company's working capital, banking facilities, and risk appetite, and recorded in the Board minute adopting this Policy. They should not be left unresolved beyond that adoption meeting.

4. Mandatory Controls Applicable at Every Tier

- No Commodity Transaction may be approved, at any tier, with a counterparty for whom the due diligence file required under ASG-IRE-GOV-04 has not been completed and is not current (refreshed within the preceding twelve months, or sooner if a trigger event under section 6 of ASG-IRE-GOV-04 has occurred).
- No officer may split a transaction into smaller components for the purpose of bringing it within a lower authorisation tier than its true aggregate value would otherwise require. Any such splitting is a control breach reportable to the Board irrespective of the individual component values.
- Segregation of duties shall be maintained between the officer negotiating a Commodity Transaction and the officer or function confirming counterparty due diligence and payment instructions; the same individual shall not perform both roles in respect of the same transaction.
- Payment instructions for any Commodity Transaction shall be verified through a second channel (for example, a telephone call to a previously verified contact number, not one supplied in the payment instruction itself) before funds are released, to guard against payment redirection fraud.

- Any advance payment, deposit, or prepayment to a counterparty in excess of [●]% of aggregate contract value requires escalation to the Board irrespective of tier, together with a written risk assessment addressing why security in the underlying commodity or an equivalent instrument (for example, a bank guarantee or standby letter of credit in the Company's favour) is not being obtained instead.
- Every proposed standby letter of credit, bank guarantee, or documentary credit to be relied upon by the Company shall be independently verified with the issuing institution through a channel other than the counterparty before the transaction proceeds to execution.

5. Approval Workflow

The following sequence applies to every Commodity Transaction, at whatever tier:

1. Origination — the responsible officer identifies the transaction and prepares a transaction memorandum summarising counterparty, commodity, quantity, pricing mechanism, payment and delivery terms, and identified risks.
2. Due diligence — the Compliance function completes or confirms counterparty due diligence in accordance with ASG-IRE-GOV-04 and records the outcome in the transaction file.
3. Risk assessment — the responsible officer, or the Trading Committee for Tier 1 and Tier 2 transactions, assesses price, counterparty, delivery, and documentary risk against the categories in section 2, and confirms the transaction is within any applicable position or exposure limit set by the Board.
4. Approval — the transaction is approved at the level required by the Authorisation Matrix, using the corresponding template in ASG-IRE-GOV-02.
5. Execution — Transaction Documents are executed only by an officer with current, valid Trading Authority for the transaction as recorded in the Delegation of Authority Document, and every executed document references the approving resolution by number and date.
6. Post-execution monitoring — the transaction is entered into the trading position and exposure register maintained under ASG-IRE-GOV-04 and monitored through to final settlement or delivery.

6. Emergency and Time-Critical Action

Where a director or officer reasonably believes that immediate action is necessary to prevent imminent and material loss to the Company (for example, to avoid a cargo being lost, a demurrage liability crystallising, or a counterparty default becoming irreversible) and it is not practicable to obtain prior approval at the level otherwise required, that individual may take the minimum action reasonably necessary to protect the Company's position, and must report the action taken to the Managing Director and the Compliance Officer within twenty-four hours and to the Board at the next practicable opportunity for ratification using Template F in ASG-IRE-GOV-02. This section does not authorise the entry into a new Commodity Transaction with a new counterparty on an emergency basis; it is confined to protective action in relation to an existing, previously approved transaction.

7. Position and Exposure Limits

The Board shall set, and review not less than annually, aggregate limits on (a) total open counterparty exposure to any single counterparty and its affiliates, (b) total open exposure to any single jurisdiction, and (c) total unhedged price exposure across all open positions. The Trading Committee shall monitor actual exposure against these limits on an ongoing basis and shall report any exposure exceeding 80% of an approved limit to the Board without delay, together with any exposure exceeding an approved limit and the remedial action taken or proposed.

8. Breach Reporting

Any breach or suspected breach of this Policy — including any transaction executed outside the authority of the officer purporting to authorise it, any control listed in section 4 that was not followed, or any exposure limit exceeded without prior Board approval — shall be reported immediately to the Compliance Officer and recorded in the Control Breach Register maintained under ASG-IRE-GOV-04. Repeated or material breaches shall be reported to the Board and may result in the suspension or revocation of the responsible individual's Trading Authority under ASG-IRE-GOV-05.



Managing Director: C.J. Rabie
Date: 19 August 2026



Business Director: Me E Bruce
Date: 19 August 2026