

**INFINOX**

TRADING POWER

# MiFIDPRU DISCLOSURE

For Year End 31 March 2025

## Contents

<b>1. Introduction.....</b>	<b>2</b>
<b>2. Risk Management Objectives and Policies.....</b>	<b>2</b>
<b>3. Governance Arrangements.....</b>	<b>3</b>
3.1 Directorships.....	4
3.2 Diversity and Inclusion.....	4
<b>4. ICARA Process.....</b>	<b>5</b>
<b>5. Own Funds Requirement.....</b>	<b>5</b>
5.1 Adequacy of Own Funds.....	7
<b>6. Remuneration policies and practices.....</b>	<b>7</b>
<b>7. Investment Policy.....</b>	<b>8</b>

## 1. Introduction

INFINOX Capital Limited ('INFINOX' or 'the Firm') is a private limited company which is incorporated and registered in the UK. The Firm is authorised and regulated by the Financial Conduct Authority ('FCA') in the UK as a MiFIDPRU investment firm under Firm Reference Number 501057.

INFINOX is an online execution-only provider of Forex ('FX') and Contracts For Differences ('CFDs'). INFINOX has developed a strong reputation and established itself as a top-tier provider by delivering a premium trading experience for its clients. INFINOX has one main revenue stream, liquidity provision, which forms the strategic direction of the company.

Under the product offering of IXO Prime, INFINOX has been able to establish itself as a prominent liquidity provider to brokerages and other financial institutions.

As a UK investment Firm undertaking activities within the scope of the UK Markets in Financial Instruments Directive ('MiFID'), INFINOX is subject to the prudential requirements of the Investment Firms Prudential Regime ('IFPR') which is contained in the MiFIDPRU Prudential sourcebook for MiFID Investment Firms of the FCA Handbook.

Under the rules, which came into force on 1 January 2022, INFINOX is required to publish disclosures in accordance with the provisions outlined in MiFIDPRU 8 of the IFPR.

According to the IFPR's firm categorisation, INFINOX is a non-small and non-interconnected ('non-SNI') MiFIDPRU investment firm due to the fact that it performs the following regulated activities:

1. Arranging safeguarding and administration of client money;
2. Dealing in investments as principal; and
3. Dealing in investments as agent.

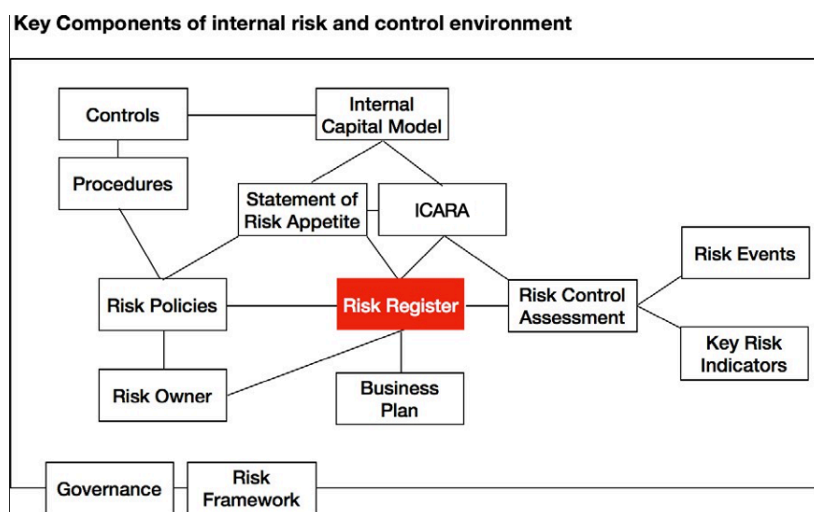
This disclosure is published annually on a solo entity (i.e. individual) basis and therefore relates to INFINOX Capital Limited only. The reference date is 31 March 2025 which corresponds to the end of INFINOX's financial year.

## 2. Risk Management Objectives and Policies

In executing its business strategy, INFINOX is exposed to potential harms from its operating activities, as are clients and the wider market as a whole which have potential to cause harm, and thereby impact INFINOX's own funds resources or liquid assets.

INFINOX has established an Enterprise Risk Management Framework ('ERMF') which highlights the approach taken to manage the different risks which it faces.

The purpose of the ERMF is to provide the Board with assurance that INFINOX has assessed, evaluated and managed its risks as far as possible and within the agreed predefined boundaries. The ERMF is at the heart of INFINOX's business. It is dynamic in its application and reflects the changing risks facing the Firm's operations. The ERMF is embedded at all levels of the business and is underpinned by a robust and proportionate governance structure. It reflects and influences the Firm's values; culture; and operations on a day-to-day basis.



Risk Appetite sets out the overall attitude to risk, the tolerances and limits of acceptable risk taking. Risk tolerance levels and risk appetite limits are ongoingly monitored to ensure that the Firm does not take on risk that is outside the agreed limits. Overall, risk appetite is set by INFINOX's Board. Business departments are responsible for ensuring that the business is run within the risk appetite limits set by the Board, with regular updates provided through management information at the appropriate governance committees for monitoring.

The ERMF includes overarching risks facing the business (including occurring risk events) and emerging risks identified. These risks are classified as either a risk to clients, a risk to markets or a risk to the Firm and are described and assigned a risk owner. The risk is then regularly assessed using quantifiable metrics.

INFINOX has identified several key risks within the Firm's risk taxonomy (as summarised in the table below), with various underlying risks that sit under the hierarchy of the key risks. Risk Appetite is tracked across the following key risks:

<b>Key Risk</b>	<b>Description</b>
Business Risk	Risk of potential loss (or inability to realise planned revenues) arising from the inability to properly implement strategic plans.
Conduct Risk	Risk of financial loss, reputational damage, or regulatory action stemming from inappropriate behaviours, actions, or decisions made by individuals or entities within the Firm.
Counterparty Risk	Risk that counterparties (clients or liquidity providers) will not meet their financial obligations
Credit Risk	Risk arising from an event that causes an asset (including off-balance sheet transactions) to lose value or become worthless.
Liquidity Risk	Risk that the Firm will encounter difficulty in meeting its financial obligations as they fall due.
Market Risk	Risk of financial loss as a result of adverse market movements of market variables such as foreign exchange rates, interest rates, equity prices and commodity prices, thereby affecting the value of a financial instrument or portfolio.
Operational Risk	Risk of loss arising from inadequate or failed internal processes, people or systems or from external events.
People Risk	Risks arising from employment and contractual issues including failure to recruit the right staff with appropriate skills/ability. It also includes remuneration and succession planning.
Regulatory Risk	Risk of legal or regulatory sanctions, legal claims, defective contractual arrangements and the resulting financial loss, or damage to the reputation of the Firm, as a result of non-compliance with laws, regulations, standards, guidance and best practice.

### 3. Governance Arrangements

INFINOX's governance structures have been established to be proportionate to the size, nature and complexity of the business and has been appropriately designed to manage the risk of the Firm's activities. The Board of Directors, define, oversee, and are accountable for the implementation of governance arrangements that ensure effective and prudent management of the Firm, including the segregation of duties and the prevention of conflicts of interest, in a manner that promotes the integrity of the market and the interests of clients.

INFINOX's Board take overall responsibility for the Firm and:

- Approves and oversees implementation of the Firm's strategic objectives, risk strategy and internal governance.
- Ensures the integrity of the Firm's accounting and financial reporting systems, including financial and operational controls and compliance with the regulatory system.
- Oversees the process of disclosure and communications.
- Has responsibility for providing effective oversight of senior management.
- Monitors and periodically assesses:
  - The adequacy and the implementation of the Firm's strategic objectives in the provision of investment services and / or activities and ancillary services;
  - The effectiveness of the Firm's governance arrangements; and
  - The adequacy of the policies relating to the provision of services to clients and takes appropriate steps to address any deficiencies.
- Has adequate access to information and documents which are needed to oversee and monitor management decision-making.

INFINOX ensures that the members of the Board meet the requirements of SYSC 4.3A.3R and:

- Are of sufficiently good repute;
- Possess sufficient knowledge, skills, and experience to perform their duties;
- Possess adequate collective knowledge, skills, and experience to understand the Firm's activities, including the main risks;
- Reflect an adequately broad range of experiences;
- Commit sufficient time to perform their functions in the Firm; and
- Act with honesty, integrity, and independence of mind to effectively assess and challenge the decisions of senior management where necessary and to effectively oversee and monitor management decision-making.

The Board meets on a quarterly basis and is responsible for ensuring that INFINOX has a suitably robust governance and risk management framework in place to ensure the adequate identification, assessment, and mitigation of risks inherent in the business.

The Board delegates authority to the Compliance & Risk Committee ('CARC'). The role of the CARC is to scrutinise and challenge the Board on its decisions and management of regulatory risks. The Firm's Independent Contractor acts as the Chair of the CARC.

In addition, The Board has set up the following management advisory committees with defined responsibilities to assist it in carrying out its role:

- CASS Committee (Monthly)
- Transaction Reporting Committee (Monthly)
- FCA Management Meetings (Quarterly).

#### 3.1 Directorships

As at 31 March 2025, the Board comprised of 1 Executive Director; Jana Zdravecka, who held no other executive or non-executive directorships<sup>1</sup>.

It should be noted that the following are out of scope of MIFIDPRU 8.3.1 for the purposes of this analysis:

---

<sup>1</sup> Note, Mr Robert Berkeley resigned on 04/11/2024, Mr Jaabir Mawji resigned on 31/01/2025 and Mr Lee Holmes was appointed as an Executive Director after 31 March 2025 i.e. after the reference period of this disclosure.

- Executive and non-executive directorships held in organisations which do not pursue predominantly commercial objectives; and
- Executive and non-executive directorships held within the same group or within an undertaking (including a non-financial sector entity) in which the Firm holds a qualifying holding.

### 3.2 Diversity and Inclusion

INFINOX's Board is committed to having a diverse and inclusive membership in terms of experience, nationality, ethnicity, age, and gender of the individual members, which assists the Firm in making good decisions by having a broad range of perspectives. The Firm has diversity and inclusion at the top of its agenda to attract, train, and retain employees, attain long-term and sustainable results, and contribute to a better future for everyone.

It is in the Board's terms of reference to consider and establish appropriate policies and initiatives to enhance diversity and inclusion within the Company and Board membership, including but not limited to, gender and racial diversity, and diversity in skills, thinking, experience and background.

## 4. ICARA Process

MIFIDPRU 7 requires INFINOX to assess its own funds adequacy in accordance with the Overall Financial Adequacy Rule ('OFAR'). This has been done through the Internal Capital And Risk Assessment ('ICARA') process. The Firm must at all times hold own funds and liquid assets which are adequate, both in amount and in quality. This is to ensure the Firm holds sufficient own funds and liquid assets to remain viable throughout the economic lifecycle and to allow the business to wind down in an orderly way, should it be necessary.

The ICARA process is linked to INFINOX's overall risk management, business planning, forecasting, stress testing, capital management, recovery planning and wind-down planning, with each of these components informing the others. Capital planning takes place annually together with the Firm's financial forecasting process.

INFINOX operates a robust risk management framework which is centered around its risk register. This provides the basis of calculation for the risk assessment and any additional funds the Firm feels it should hold.

INFINOX uses the ICARA as a mechanism for keeping capital requirements under ongoing review to ensure compliance with its regulatory obligations and to understand the risk and capital implications of any changes to its strategy, for example, the introduction of new products and/or customer segments. In practice, the ICARA is applied continuously towards the achievement of the following objectives:

- Capital Planning;
- Identification of risks inherent within the business model; and
- Management and mitigation of those risks on an ongoing basis.

## 5. Own Funds Requirement

INFINOX's own funds are set out in the table below. The figures are from the latest audited financial statements of the Company as at 31 March 2025.

The OFAR consists of the capital adequacy and liquid asset requirements, both of which are shown below.

### Table OF1 – Composition of regulatory own funds

	Item	Amount (GBP thousands)	Source based on reference numbers/letters of the balance sheet in the audited financial
<b>As at 31.03.25</b>			
<b>1</b>	<b>OWN FUNDS</b>	3,430	Page 15, Changes in Equity
<b>2</b>	<b>TIER 1 CAPITAL</b>	3,430	
<b>3</b>	<b>COMMON EQUITY TIER 1 CAPITAL</b>	3,430	
4	Fully paid up capital instruments	4,044	Page 14, Called up share capital
5	Share premium	45	Page 14, Share Premium
6	Retained earnings	-659	Page 14, Retained Earnings
7	Accumulated other comprehensive income	0	
8	Other reserves	0	
9	Adjustments to CET1 due to prudential filters	0	
10	Other funds	0	
11	(-)TOTAL DEDUCTIONS FROM COMMON EQUITY	0	
19	CET1: Other capital elements, deductions and	0	
<b>20</b>	<b>ADDITIONAL TIER 1 CAPITAL</b>	0	
21	Fully paid up, directly issued capital instruments	0	
22	Share premium	0	
23	(-) TOTAL DEDUCTIONS FROM ADDITIONAL TIER 1	0	
24	Additional Tier 1: Other capital elements,	0	
<b>25</b>	<b>TIER 2 CAPITAL</b>	0	
26	Fully paid up, directly issued capital instruments	0	
27	Share premium	0	
28	(-) TOTAL DEDUCTIONS FROM TIER 2	0	
29	Tier 2: Other capital elements, deductions and	0	

**Table OF2 – Own funds: reconciliation of regulatory own funds to balance sheet in the audited financial statements**

<b>Own funds: reconciliation of regulatory own funds to balance sheet in the audited financial statements</b>				
		a	b	c
No.		Balance sheet as in published/audited financial statements	Under regulatory scope of consolidation	Cross - reference to template OF1
		<b>As at 31.03.25</b>		
<b>Assets - Breakdown by asset classes according to the balance sheet in the audited financial statements</b>				
<b>1</b>	Intangible Assets	43,566		
<b>2</b>	Cash at bank	1,154,319		
<b>3</b>	Debtors	2,345,366		
	<b>Total Assets</b>	<b>3,543,251</b>		
<b>Liabilities - Breakdown by liability classes according to the balance sheet in the audited financial statements</b>				
<b>1</b>	Creditors	112,702		
	<b>Total Liabilities</b>	<b>112,702</b>		
<b>Shareholders' Equity</b>				
<b>1</b>	Share capital	4,044,551		Item 4
<b>2</b>	Share Premium	45,494		Item 5
<b>3</b>	Retained earnings	(659,456)		Item 6
	<b>Total Shareholders' equity</b>	<b>3,430,589</b>		Item 1

INFINOX's own funds are solely comprised of fully paid capital instruments and retained earnings, which are accounted for within shareholders' equity. Issued share capital of the Company consists of 1,025,970 ordinary shares of £1 each and 2,990,408 B shares of £1 each. The holders of ordinary shares are entitled to receive dividends as declared from time to time.

INFINOX calculated its own funds requirement as at 31 March 2025 in accordance with MIFIDPRU 4.3. The own funds requirement corresponds to the higher of the Fixed Overhead Requirement ('FOR'), the Permanent Minimum Requirement ('PMR') and the K-Factor Requirement ('KFR'). Own funds requirement as at 31 March 2025 is set out in the table below.

The Firm currently holds all its own funds as Common Equity Tier 1, combined of shareholder funds and retained earnings.

<b>Description</b>	<b>Amount</b>
<b>Permanent Minimum Capital Requirement ('PMR')</b>	<b>750,000</b>
<b>Fixed Overhead Requirement ('FOR')</b>	<b>508, 803</b>
Sum of K-ASA, K-CMH, K-COH	23,663
Sum of K-NPR	83,280
Sum of K-TCD, K-DTF	173,530
<b>Total K-Factor Requirements</b>	<b>280,473</b>
<b>Own Funds Requirement (maximum of PMR, FOR and K-Factor Requirement)</b>	<b>750,000</b>

- ASA – Assets safeguard and administered.
- CMH – Client money held.
- COH – Client orders handled.
- NPR – Net positions risk.
- TCD – Trading counterparty default.
- DTF – Daily trading flow.

## 5.1 Adequacy of Own Funds

In accordance with the Overall Financial Adequacy Rule, the Firm must at all times, hold own funds and liquid assets which are adequate, both as to their amount and their quality, to ensure that:

- The Firm is able to remain financially viable throughout the economic cycle, with the ability to address any material potential harm that may result from its ongoing activities; and
- The Firm's business can be wound down in an orderly manner, minimising harm to consumers or to other market participants.

This assessment has been done through the ICARA process. INFINOX must hold at all times, own funds and liquid assets which are adequate, both in amount and in quality. This is to ensure that the Firm remains financially viable throughout the economic cycle, with the ability to address any material potential harm as well as being able to wind down in an orderly manner.

INFINOX calculates its own internal risk assessment of ongoing activities by identifying all risks and considering their materiality, including those that are not captured under the defined K-Factor requirements. The Firm has concluded that it will hold additional own funds above its own funds requirement to cover the risks the business faces. The Firm takes 8% of the value of the residual financial impact score for each risk and this is then provided for as the additional own funds requirement, unless it is covered by the K-Factor amounts mentioned above.

The ICARA assessment is produced annually or more frequently, if there has been a material change to the business model. The internal risk assessment is monitored daily as an integral part of the ERMF. The Board, CARC as well as the CASS Committee considers all risks that could cause a change to INFINOX's risk profile.

## 6. Remuneration policies and practices

The Board Committee determines the remuneration strategy for the Firm and has established a Remuneration Policy. Whilst INFINOX is not required to establish a remuneration committee, the appropriate alignment of risk and individual reward across the Firm is delivered under the supervision of the CARC and the Board of Directors.

INFINOX's Remuneration Policy is designed to achieve an appropriate alignment of risk and reward and achieve long-term and sustainable performance whilst attracting, developing and motivating individuals, regardless of gender, ethnicity, age, disability, or any other factor unrelated to performance or experience with the Firm, in line with the Equality Act 2010.

Staff are remunerated with both fixed and variable remuneration (bonuses) in the form of cash. The variable remuneration is discretionary with eligibility reviewed annually (including the possibility of paying no variable remuneration component to employees). Other benefits are also available including pension contributions, death in service and health insurance.

During the period 01 April 2024 - 31 March 2025, staff remuneration can be broken down as follows:

	No. of Staff	Fixed Remuneration	Variable Remuneration	Total
Directors	3	427,916.65	68,121.43	496,038.08
Other Material Risk Takers	1	82,833.33	12,263.78	95,097.11
Other Staff	7	222,756.40	0	222,756.40
Total	11	733,506.38	80,385.21	813,891.59

## 7. Investment Policy

In accordance with MIFIDPRU 8.7.6 a firm is only required to disclose information in relation its investment policy if the following circumstances are applied:

- Only in respect of a company whose shares are admitted to trading on a regulated market;
- Only where the proportion of voting rights with the MIFIDPRU investment firm directly or indirectly holds in that company is greater than 5% on all voting rights attached to the shares issued by the company; and
- Only in respect of shares in that company to which voting rights are attached.

As INFINOX does not meet these requirements, it is not required to disclose any information relating to its investment policy.

