modefinance

Inventory of Conflicts of Interest

1. Controls as of Policies and Procedures on Conflicts of Interest

Test	Result
a) modefinance, rating analysts, employees of modefinance as well as any other person at the service of modefinance who is directly involved in rating activities directly or indirectly own financial instruments of the rated entity or a related third party or has any other direct or indirect ownership interest in that entity or party, other than holdings in diversified collective investment schemes, including managed funds such as pension funds or life insurance	Potential conflicts were detected with **8** entities as persons who are closely associated to some rating analysts own financial instruments of those entities. *Those entities will not be rated.*
aa) a shareholder or member of modefinance holding 5% or more of either the capital or the voting rights of modefinance or being otherwise in a position to exercise significant influence on the business activities of modefinance, holds 5% or more of either the capital or the voting rights of the rated entity or of a related third party, or of any other ownership interest in that rated entity or third party, excluding holdings in diversified collective investment schemes and managed funds such as pension funds or life insurance, which do not put him in a position to exercise significant influence on the business activities of the scheme	Potential conflicts were detected with **52** entities: entities whose capital is relevantly held by modefinance S.r.l. shareholders (direct or indirect). This section is extended to cases which would require only a disclosure according to Regulation (Point 4 section a) and to cases regarding indirect shareholders (Point 5). *All entities included here will not be rated.*
b) the credit rating is issued with respect to a rated entity or a related third party directly or indirectly linked to modefinance by control	*No actual nor potential conflicts were detected.*
ba) the credit rating is issued with respect to a rated entity or a related third party which holds 10% or more of either the capital or the voting rights of modefinance	Potential conflicts were detected with **5** entities: direct or indirect relevant shareholders of modefinance S.r.l. *Those entities will not be rated.*

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Test	Result
c) rating analysts, employees of modefinance as well as any other person at the service of modefinance who is directly involved in rating activities is a member of the administrative or supervisory board of the rated entity or a related third party	Potential conflicts were detected with **1** entity as a rating analyst is a member of the supervisory board of the entity. *That entity will not be rated.*
ca) a shareholder or member of modefinance holding 5% or more of either the capital or the voting rights of modefinance or being otherwise in a position to exercise significant influence on the business activities of modefinance, is a member of the administrative or supervisory board of the rated entity or a related third party	Potential conflicts were detected with **24** entities: entities who have in their own administrative or supervisory board a shareholder or member of modefinance holding 5% or more of either the capital or the voting rights of modefinance or being otherwise in a position to exercise significant influence on the business activities of modefinance. This section is extended to cases which would require only a disclosure according to Regulation (Point 4 section b) and to cases regarding indirect shareholders (Point 5). *All entities included here will not be rated.*
d) a rating analyst who participated in determining a credit rating, or a person who approved a credit rating, has had a relationship with the rated entity or a related third party which may cause a conflict of interests	Potential conflicts were detected with **8** entities as one rating analyst had recent close relationships with such entities. *Those entities will not be rated.*
e) tests aa), ba) and ca) extended to: (a) indirect shareholders covered by Article 10 of Directive 2004/109/EC; and (b) companies that control or exercise a dominant influence, directly or indirectly, on modefinance, and which are covered by Article 10 of Directive 2004/109/EC	Conflicts related to indirect shareholders are included in respective points. *No other company controls or exercises a dominant influence directly or indirectly on modefinance.*
f) modefinance providing consultancy or advisory services to any rated entity or related third parties regarding corporate or legal structure, assets, liabilities or activities of that rated entity or related third party	*No actual nor potential conflicts were detected.*
g) a relevant shareholder of modefinance providing consultancy or advisory services to any rated entity	No actual nor potential conflicts were detected. *modefinance uses its own best efforts to*

Test	Result
or related third parties regarding corporate or legal structure, assets, liabilities or activities of that rated entity or related third party	*communicate with direct and indirect shareholders and avoid issuance of credit ratings in such cases.*
h) the rated entity or a related third party is a buyer of other services provided by modefinance for 2% or more of total turnover in the past 12 months	Potential conflicts were detected with **10** entities: buyers of other services provided by modefinance for 2% or more of the total revenue in the previous 12 months. *Those entities will not be rated.*

2. Further controls as of Policies and Procedures on Staffing

Test	Result
a) rating analysts, employees of modefinance as well as any other person at the service of modefinance who is directly involved in rating activities soliciting or accepting money, gifts, favors	Potential conflicts were detected with **8** entities as one rating analyst had recent close relationships with such entities. *Those entities will not be rated.*
b) an analyst terminating his or her employment and joining a rated entity	*No actual nor potential conflicts were detected.*
c) employees or members involved in internal controls having potential or actual conflicts of interest	*No actual nor potential conflicts were detected.*

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3. Summary

A total **115** potential conflicts of interests were identified, and the related entities will not be rated:

- **81** potential conflicts are related to modefinance ownership structure.
- **25** potential conflicts are related to single analysts or other employees.
- **10** potential conflicts are related to clients of modefinance ancillary services which generated 2% or more of turnover in the last 12 months.

modefinance has all the necessary procedures and internal controls in order to avoid that a rating process may start for any such entity.

modefinance has put in place adequate internal control mechanisms on the collection of information reported in the present inventory of conflicts as well.