PILLAR 3 DISCLOSURE

September 2024

One Global Market

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1. INTRODUCTION, SCOPE, AND PURPOSE

1.1 Overview

One Global Market Limited ("OGM" or the "Firm") is an FCA-authorised and regulated investment firm (FRN 769481), operating as a matched principal broker providing execution-only services in contracts for difference (CFDs) and spot foreign exchange. The Firm does not provide portfolio management or advisory services, and all client trading is undertaken on a matched principal basis. This means the Firm acts as a riskless counterparty, immediately offsetting client positions with its liquidity providers.

This disclosure document is prepared in accordance with MiFIDPRU 8 of the FCA Handbook, which sets out the disclosure requirements under the UK Investment Firms Prudential Regime (IFPR). Its purpose is to promote transparency, market discipline, and sound risk management by enabling market participants to assess the Firm's capital adequacy, liquidity position, governance, and risk management framework.

1.2 Regulatory Classification

Under the Investment Firms Prudential Regime (IFPR), OGM is classified as a non-Small and Non-Interconnected (non-SNI) investment firm. As such, it is subject to the full scope of MiFIDPRU requirements including:

- Maintenance of regulatory capital and liquidity resources in line with MiFIDPRU 3–7.
- Preparation and annual submission of an Internal Capital and Risk Assessment (ICARA) report.
- Disclosure requirements under MiFIDPRU 8.
- Governance, remuneration, and risk oversight obligations consistent with the FCA's SMCR framework.

The Firm's transitional Permanent Minimum Requirement (PMR) under MiFIDPRU TP 12.6 stands at £330,000, reflecting the Firm's authorisation to deal on own account as a matched principal broker.

1.3 Basis of Disclosure

All information is presented on a solo (individual) basis and corresponds to the Firm's audited financial statements for the year ended 30 September 2024. Unless otherwise indicated, all monetary values are expressed in British Pounds (£).

This Pillar III disclosure is reviewed and approved annually by the Board of Directors, and published on the Firm's website in line with MiFIDPRU 8.6.8R.

1.4 Disclosure Frequency, Location, and Media

This Pillar 3 Disclosure is published annually within four months of the Firm's financial year-end (30 September) in accordance with MIFIDPRU 8.6.8R and the FCA's supervisory expectations for transparency and market discipline.

Publication Details:

- **Frequency:** Annual, with interim updates if material changes occur affecting the Firm's risk profile, capital position, or regulatory classification.
- **Location:** Published on the Firm's website at www.ogm.market/legal-documents, accessible to the public without registration or payment.
- **Format:** PDF document, meeting accessibility standards for document readability.
- **Language:** English.
- **Approval:** Reviewed and formally approved by the Board of Directors prior to publication.
- **Next Scheduled Disclosure:** January 2026, covering the financial year ended 30 September 2025.

Verification: Stakeholders wishing to verify the Firm's current regulatory status, authorisations, and disciplinary history may consult the Financial Conduct Authority's Register at www.fca.org.uk/register using FRN 769481.

2. GOVERNANCE AND OVERSIGHT

2.1 Board of Directors

The Board of Directors bears ultimate responsibility for the strategic direction and sound governance of OGM. It oversees all operational, financial, and regulatory aspects of the business, ensuring robust internal control mechanisms and prudent management of capital and liquidity.

Key responsibilities of the Board include:

- Strategic Oversight: Defining the long-term business model and risk appetite to ensure sustainability and regulatory compliance.
- Risk Management: Approving and overseeing the Risk Management Framework (RMF) and the Firm's ICARA process.
- Financial Oversight: Ensuring the Firm maintains adequate own funds and liquidity at all times.
- Governance: Approving key policies, reviewing management performance, and ensuring effective segregation of duties.
- Regulatory Compliance: Overseeing compliance with the FCA Handbook and ensuring accountability under the Senior Managers and Certification Regime (SMCR).
- Audit and Control: Reviewing internal and external audit findings and ensuring corrective measures are implemented promptly.

Name	Position	Role Type	Core Responsibilities
Naji Karak	Chief Executive Officer	Executive	Strategic direction, commercial management, and overall accountability for firm performance.
Adrian Rader	Compliance Director	Executive	Regulatory compliance, conduct monitoring, and governance oversight.
James Ronen	Executive Director	Executive	Oversight and governance independence.

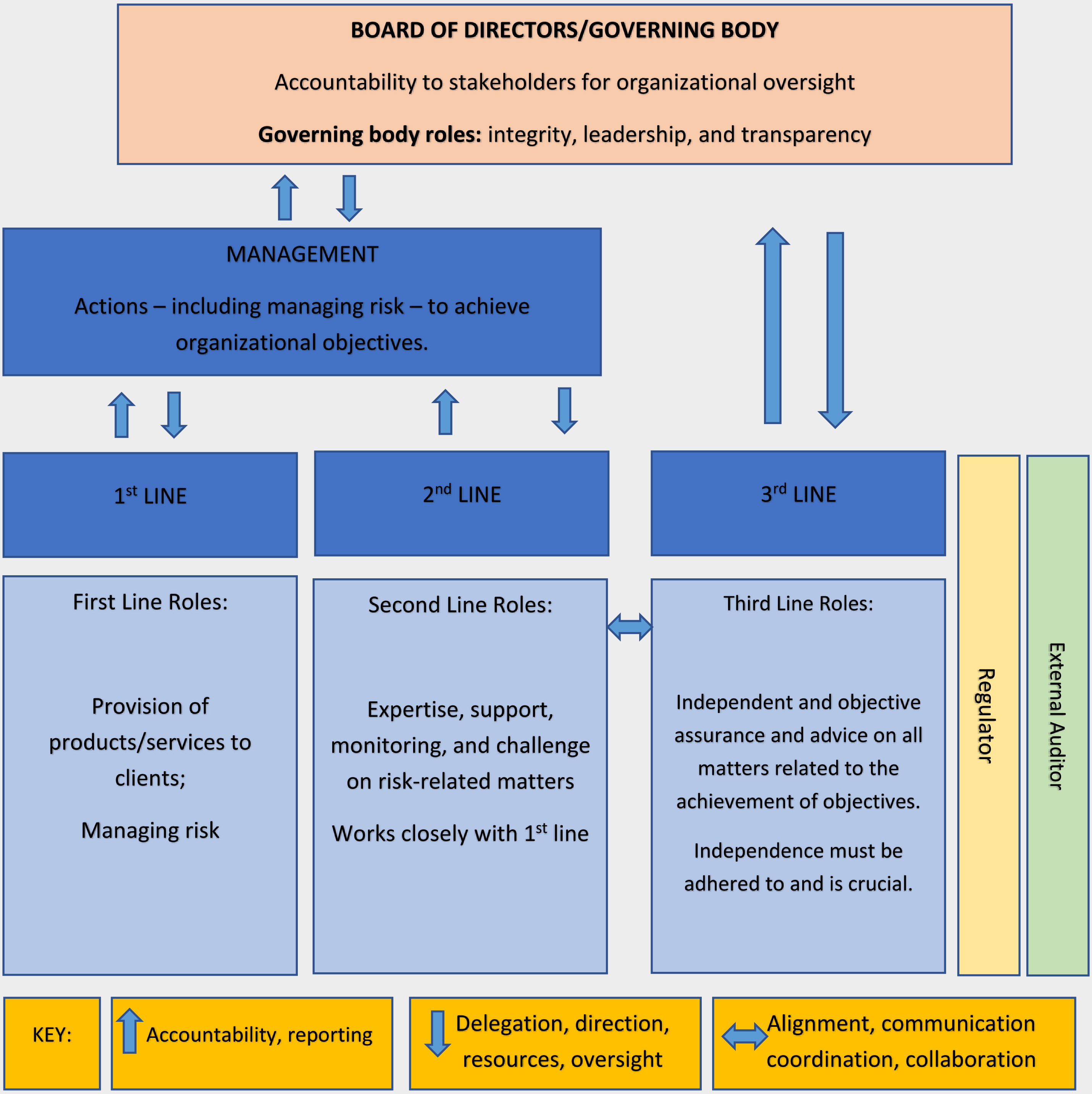
2.2 Governance Framework

OGM’s governance arrangements are proportionate to its scale, complexity, and risk profile. The Firm employs the Three Lines of Defence model to ensure clear segregation of duties and accountability:

1. **First Line - Business and Operations**
   Responsible for executing business activities in accordance with established risk limits and policies. Functions include daily trade execution, client onboarding, and financial operations. Staff are trained to identify, assess, and escalate risks promptly.

2. **Second Line - Risk and Compliance**
   Provides independent oversight and monitoring. The Risk function develops policies, conducts risk assessments, and monitors exposure against risk appetite metrics. The Compliance function ensures adherence to the FCA Handbook, monitors conduct, and implements regulatory updates.

3. **Third Line - Internal Audit**
   Provides independent assurance to the Board on the adequacy and effectiveness of governance, internal controls, and risk management arrangements.


BOARD OF DIRECTORS/GOVERNING BODY
Accountability to stakeholders for organizational oversight
Governing body roles: integrity, leadership, and transparency
MANAGEMENT
Actions – including managing risk – to achieve organizational objectives.
1st LINE
2nd LINE
3rd LINE
First Line Roles:
Provision of products/services to clients;
Managing risk
Second Line Roles:
Expertise, support, monitoring, and challenge on risk-related matters
Works closely with 1st line
Third Line Roles:
Independent and objective assurance and advice on all matters related to the achievement of objectives.
Independence must be adhered to and is crucial.
Regulator
External Auditor
KEY:
Accountability, reporting
Delegation, direction, resources, oversight
Alignment, communication coordination, collaboration

2.3 Oversight Functions

OGM operates under a streamlined governance structure proportionate to its size and risk profile. While the Firm does not maintain standing committees or an internal audit function, oversight is achieved through regular management and board engagement:

- **Board Oversight:** The Board of Directors meets quarterly to review financial performance, regulatory compliance, capital adequacy, and liquidity reports. Decisions are documented and tracked through board minutes.
- **Compliance Monitoring:** The Compliance Department performs ongoing reviews and reports directly to the Board on any regulatory or control matters.
- **External Audit:** Independent auditors perform the annual financial audit, providing assurance on accuracy and regulatory compliance.

These arrangements ensure that oversight remains effective and aligned with the principles of sound governance despite the absence of separate committees.

2.4 Diversity and Independence

OGM values diversity as a contributor to better decision-making, innovation, and governance quality. Recruitment and promotions are merit-based and aim to ensure gender balance and diversity of experience across leadership.

3. RISK MANAGEMENT FRAMEWORK

3.1 Overview

OGM's Risk Management Framework (RMF) ensures risks are identified, measured, monitored, and controlled across all business lines. It integrates qualitative and quantitative assessments into decision-making to ensure resilience and compliance.

The Firm's RMF is supported by key policies covering risk identification, escalation procedures, stress testing, and internal control validation.

3.2 Risk Appetite

The Board defines its risk appetite in line with strategic objectives, ensuring risks are maintained within tolerable levels.

Risk Category	Indicator	Threshold	Actual (FY2024)	Management Commentary
Capital Adequacy	CET1 Ratio	>110%	**154.5%**	Capital maintained well above threshold with £39,803 surplus.
Liquidity	Liquid Assets / Requirement	>100%	**180%**	Strong liquidity maintained at all times.

Risk Category	Indicator	Threshold	Actual (FY2024)	Management Commentary
Profitability	Net Profit	Positive	**>£30,000**	Steady profitability achieved despite lower trading volumes.
Compliance	Breaches	0	None	Fully compliant; no FCA rule breaches recorded.

3.3 Risk Categories and Controls

Business Risk

Business risk relates to potential losses arising from changes in the competitive environment, client demand, revenue volatility, or strategic decisions that affect the Firm's financial sustainability. For OGM, key business risks include dependence on trading volumes for revenue generation, client acquisition and retention, and potential regulatory changes affecting the CFD market.

Controls: The Board reviews financial performance monthly, monitors client activity trends, maintains diversified revenue streams across product types and client segments, and conducts annual strategic reviews. The ICARA process includes stress testing for sustained revenue declines and reduced trading volumes.

Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people, systems, or external events. This includes IT system failures, cybersecurity breaches, process errors, staff errors, fraud, and business continuity disruptions.

Controls: The Firm maintains documented policies and procedures for all key processes. Trading platform resilience is monitored continuously with automated alerts for system issues. Staff receive regular training on procedures and compliance obligations. Annual penetration testing and cybersecurity reviews are conducted. Business Continuity Plans are tested regularly and include failover procedures for critical systems. Insurance coverage is maintained for cyber, professional indemnity, and fraud risks.

Market Risk

Market risk arises from adverse movements in market prices, interest rates, or foreign exchange rates. While OGM operates a matched principal model that immediately hedges all client positions, residual market risk exists from timing differences between client trade execution and hedge placement, or from basis risk between client CFD pricing and underlying hedge instruments.

Controls: All client trades are hedged immediately with the liquidity provider on a back-to-back basis. Daily position reconciliations verify zero net open positions. The trading platform enforces automatic hedging with no manual intervention required. Any unhedged positions (due to system latency or errors) trigger immediate alerts to management. The Firm does not take proprietary positions or speculate on market movements.

Conduct Risk

Conduct risk is the risk that the Firm's actions or behaviors result in poor outcomes for clients or undermine market integrity. This includes mis-selling, unsuitable product promotion, aggressive marketing, unclear communications, poor complaint handling, or conflicts of interest.

Controls: The Firm operates under the FCA's Consumer Duty framework with robust fair treatment of customers policies. Client appropriateness assessments are conducted during onboarding. Clear risk warnings are provided for CFD and FX products. Complaints are handled in accordance with DISP rules with root cause analysis performed quarterly. Staff training on conduct standards is mandatory annually.

Clearing Risk

Clearing risk (also known as settlement risk) is the risk of loss due to failure to settle transactions with counterparties on time or in full. This includes trade reconciliation failures, settlement delays, or mismatches between client trades and liquidity provider hedges.

Controls: All trades are settled on a T+0 basis with the liquidity provider. Automated trade reconciliation occurs in real-time between the Firm's trading platform and the liquidity provider's systems. Daily confirmations are received from the liquidity provider and reconciled against internal records. Any discrepancies trigger immediate investigation and resolution protocols. Cash settlements with the liquidity provider occur daily.

Counterparty Risk

Counterparty risk (also known as credit risk) arises from the potential failure of counterparties to meet their contractual obligations. For OGM, this primarily relates to the liquidity provider failing to honor trade obligations or banks holding the Firm's liquid assets experiencing financial distress.

Controls: The Firm conducts annual due diligence reviews of its liquidity provider, assessing financial stability, regulatory standing, and operational capacity. Negative Balance Protection arrangements limit client credit exposure. Liquid assets are held exclusively with UK-regulated banks benefiting from FSCS protection. Credit exposure to the liquidity provider is monitored daily through margin and collateral arrangements. Contingency arrangements with secondary liquidity providers are maintained for business continuity purposes.

Client Money Risk

Client money risk is the risk of loss, theft, misuse, or misappropriation of client funds held by the Firm. This includes CASS compliance failures, reconciliation errors, inadequate segregation, or unauthorised use of client money.

Controls: Client margin deposits are held in segregated accounts at regulated UK banks in full compliance with CASS 7 rules. The CASS Manager performs daily client money reconciliations and monthly CASS attestations. Internal audits of CASS arrangements are conducted annually. Client funds are never mixed with Firm assets. Comprehensive CASS policies and procedures are maintained and reviewed annually. The Firm holds Professional Indemnity Insurance covering CASS failures.

3.4 Stress Testing

Stress tests and scenario analyses are performed annually under the ICARA. Scenarios include revenue stress, operational disruption, and liquidity shocks. Results demonstrate that the Firm remains above capital and liquidity thresholds under all tested conditions.

3.5 Environmental, Social, and Governance (ESG) Risks

OGM has assessed environmental, social, and governance (ESG) risks as part of its ICARA process in accordance with FCA expectations regarding the integration of sustainability considerations into risk management frameworks.

Assessment Findings

Given the nature of the Firm's business as a matched principal broker in CFDs and FX, the Board has concluded that ESG-related risks do not currently pose material threats to the Firm's business model, financial position, or capital adequacy:

Environmental Risks: The Firm's operations have minimal direct environmental footprint, with no physical trading premises beyond a small administrative office. Indirect exposure to climate-related financial risks through underlying CFD markets is effectively eliminated by the matched principal model, which results in no net directional exposure to any asset class or sector.

Social Risks: The Firm maintains robust consumer protection standards fully aligned with the FCA's Consumer Duty requirements. All clients receive clear, fair, and not misleading information, with transparent pricing and accessible complaints procedures. The Firm does not engage in aggressive marketing or target vulnerable customers.

Governance Risks: OGM's governance framework, as detailed in Section 2 of this disclosure, ensures clear lines of accountability, effective Board oversight, and sound risk management. The Senior Managers and Certification Regime (SMCR) further reinforces individual responsibility and conduct standards.

The Board will continue to monitor developments in ESG risk assessment methodologies and regulatory expectations, integrating relevant considerations into the risk management framework as standards evolve. ESG risk assessments will be formally reviewed annually as part of the ICARA update process.

4. CAPITAL MANAGEMENT AND ADEQUACY

4.1 Capital Policy

OGM’s capital management objective is to maintain sufficient own funds to absorb losses and support business growth. The capital management framework includes:

- Monthly capital monitoring against PMR and FOR.
- Quarterly reporting to the Board.
- Forward-looking projections for 12-24 months.
- Integration of capital planning into ICARA stress scenarios.

4.2 Capital Position (30 September 2024)

Metric	Amount (£)	Description
Own Funds (CET1)	509,803	Share capital + retained earnings + current profit
PMR	330,000	Transitional minimum requirement
FOR	99,720	¼ of prior-year fixed costs
Capital Surplus	179,803	Excess own funds
Coverage Ratio	154.5%	Own funds ÷ PMR

4.3 Own Funds Composition

Component	Amount (£)	Details
Share Capital	832,000	Issued, fully paid shares
Retained Earnings	(363,470)	Accumulated deficit
Profit for Year	41,273	Net profit FY2024
Total CET1	**509,803**	

The Firm holds no AT1 or Tier 2 instruments. No deductions were required for intangible assets or deferred tax items.

4.4 Capital Planning

The Board oversees forward-looking capital planning as part of ICARA, including:

- Projected income statement and balance sheet analysis.
- Assessment of capital needs under base and stressed conditions.
- Monitoring of trigger levels for recovery actions.

4.5 Own Funds Requirement Breakdown

OGM's own funds requirement is determined as the highest of:

- **Permanent Minimum Requirement (PMR):** Set initially at £750,000 for a matched principal broker dealing on own account.
- **K-Factor Requirement:** The sum of applicable capital requirements for risk exposure.
- **Fixed Overheads Requirement (FOR):** One quarter of the Firm's relevant fixed expenditure from the preceding year.

Under the transitional provisions of MIFIDPRU TP 12.6, OGM's PMR has been reduced to £330,000, effective until such time as the FCA completes its review of the IFPR framework or the transitional period expires.

Component	Amount (£)
Base PMR (Initial authorization)	750,000
Transitional PMR (per MIFIDPRU TP 12.6)	**330,000**
K-Factor Requirement (K-DTF + others)	1,669
Fixed Overheads Requirement (FOR)	99,720
Own Funds Requirement (Highest)	**330,000**

The Firm's Own Funds Requirement remains £330,000, being the transitional PMR, which exceeds both the K-factor requirement and the FOR.

K-Factor Methodology

K-CMH (Client Money Held): £553

The Firm holds client margin deposits in segregated and non-segregated accounts in accordance with CASS rules. Based on Q3 2024 data:

- Segregated client money (retail clients): Average daily balance £107,668 - Capital requirement £431
- Non-segregated client money (professional clients): Average daily balance £24,515 - Capital requirement £123
- Total K-CMH requirement: £553

Client money is held at regulated UK banks and subject to daily CASS reconciliations performed by the CASS Manager.

K-COH (Client Orders Handled): £1,057

The Firm executes derivative trades (CFDs) as matched principal counterparty. Although the Firm deals on own account, these transactions are classified as "client orders handled" under MIFIDPRU. Based on Q3 2024 data:

- Average daily derivatives flow: £10,572,899
- Capital requirement at 0.01%: £1,057

K-DTF (Daily Trading Flow): £59

The Firm's daily trading flow reflects its matched principal model with minimal proprietary trading activity. Based on Q3 2024 data:

- Average daily trading flow: £589,396
- Capital requirement at 0.01%: £59

Total K-Factor Requirement: £1,669

4.6 Fixed Overheads Requirement Calculation

The Fixed Overheads Requirement (FOR) is calculated in accordance with MIFIDPRU 4.5 as one quarter of the Firm's relevant fixed expenditure from the preceding financial year.

Annual Fixed Overheads (FY2024): £398,880
FOR (one quarter of the above): £99,720

The FOR calculation includes all relevant fixed expenditure categories required under MIFIDPRU 4.5, expenses necessary for an orderly wind-down over three months. The Firm's Own Funds Requirement remains £330,000 (the transitional PMR), which exceeds both the K-factor requirement and the FOR.

The sum of all K-factor requirements remains significantly below both the transitional PMR (£330,000) and the Fixed Overheads Requirement (£99,720), meaning the PMR remains the binding capital requirement.

5. LIQUIDITY MANAGEMENT

5.1 Framework

OGM's liquidity management framework ensures the Firm can meet its obligations under both normal and stressed conditions.

5.2 Liquidity Position (30 September 2024)

Metric	Amount (£)	Comment
Total Liquid Assets	200,071	Cash at regulated banks
Liquidity Requirement	111,340	Per MiFIDPRU 6.1 calculations

Metric	Amount (£)	Comment
Liquidity Surplus	88,731	Healthy buffer maintained
Liquidity Coverage Ratio	180%	Significantly above requirement

The Firm conducts daily liquidity monitoring and quarterly stress testing, simulating operational and market shocks. Contingency liquidity lines are available through partner banks if required.

All liquid assets comprise cash held at regulated banks, classified as core liquid assets under MIFIDPRU 6.2.

During the reporting period, the Firm maintained liquidity buffers above regulatory requirements and did not breach any early warning indicators requiring notification to the FCA.

5.3 Concentration Risk

Counterparty Concentration

The Firm's matched principal model creates operational dependency on its primary liquidity provider. All client trades are immediately hedged through this counterparty relationship, which is governed by comprehensive contractual arrangements including Negative Balance Protection provisions.

The Firm conducts ongoing due diligence on its liquidity provider to monitor financial stability, regulatory standing, and execution quality. Contingency arrangements with secondary liquidity providers are maintained to ensure business continuity in the event of service disruption.

Geographic Concentration

The Firm's liquid assets are held exclusively with UK-regulated banks, ensuring regulatory protection under the Financial Services Compensation Scheme (FSCS) and ready access to funds. Client relationships are geographically diversified with no material concentration in any single jurisdiction.

The Board reviews concentration metrics quarterly as part of its risk management oversight and would implement additional risk mitigation measures if concentration levels were to increase materially.

6. COMPLIANCE AND CONTROL FUNCTIONS

6.1 Risk Function

Responsible for maintaining the risk register, performing stress testing, and coordinating the ICARA. Provides quarterly reports to the Board with updates on emerging risks and mitigation plans.

6.2 Compliance Function

Oversees regulatory adherence, monitors conduct risk, and ensures timely submission of FCA returns (e.g., MIF002, REP-CRIM). Provides ongoing guidance on new FCA initiatives including Consumer Duty and ESG disclosure standards.

6.3 Anti-Money Laundering & Financial Crime

- Customer onboarding is fully risk-based with electronic KYC and sanctions screening.
- The MLRO maintains the AML Policy and conducts annual firm-wide risk assessments.
- Staff complete AML/CTF training annually.

6.4 Internal Audit

Provides independent evaluation of internal controls. Key areas covered in FY2024 included financial reconciliations and governance policies.

7. INTERNAL CAPITAL AND RISK ASSESSMENT (ICARA)

The Firm conducts an annual Internal Capital and Risk Assessment (ICARA) in accordance with MIFIDPRU 7. The ICARA process includes:

- Identification of material risks to the Firm, clients, and markets
- Assessment of capital and liquidity adequacy under normal and stressed conditions
- Recovery and wind-down planning to ensure orderly market exit
- Ongoing monitoring of the Firm's financial adequacy

The Board reviews and approves the ICARA annually and monitors compliance with capital and liquidity thresholds on a continuous basis. The ICARA document is submitted to the FCA in accordance with regulatory requirements.

As of 30 September 2024, the Firm maintains capital and liquidity resources significantly in excess of its Own Funds Requirement (£330,000) and Basic Liquid Assets Requirement, providing a substantial buffer for unforeseen events and ensuring the Firm can meet all obligations under both normal and stressed conditions.

8. REMUNERATION POLICY AND PRACTICES

The Firm maintains a Remuneration Policy approved by the Board, designed to ensure sound and effective risk management and compliance with applicable FCA requirements.

The Board reviews remuneration arrangements annually to ensure they remain aligned with the Firm's risk appetite and do not create incentives for excessive risk-taking or conduct contrary to client interests.