



Base Agreement Franx B.V.

The Dutch version will prevail whenever there is a divergent interpretation between the English and Dutch texts.

Franx B.V.
Hogehilweg 5L
1101 CA Amsterdam
088-440 5500
service@franx.com





Parties to this Base Agreement Franx B.V. (hereinafter: the "Base Agreement") are:

- A. _____ [client] hereinafter referred to you as "you" or "Client"; and
- B. Franx B.V., with its registered office in Amsterdam and registered in the trade register of the Chamber of Commerce under number 67283101, hereinafter referred to as "Franx",

The terms in this Base Agreement which start with a capital letter shall have the meaning as set out in this Base Agreement. If the meaning of such term is not set out in this Base Agreement, then it shall have the meaning described in the General Terms and Conditions Franx B.V.

1. For what purpose are you entering into this Base Agreement?

You are entering into this Base Agreement because you wish to use the services of Franx.

2. What services does Franx provide to you?

Under this Base Agreement, you can perform SEPA Payments, International Payments, Spot transactions and any other Transactions available from Franx. You can only perform these Transactions via our Platform.

Franx will open a payment account for you with Franx. Franx will hold the funds that you deposit or receive in your Franx-payment account in a separate foundation (the Safeguarding Payment Funds Foundation), ensuring that your funds are protected against a potential insolvency of Franx.

For a full description of the services of Franx and the Transactions which you may enter into under this Base Agreement, as well as their various features and risks, please refer to our Website.

3. When can I start to enter into Transactions?

You can use the services of Franx and enter into Transactions as soon as the following steps have been completed:

- You have legally signed this Base Agreement; and
- Franx has completed its client acceptance procedure.

Franx shall inform you by email when these steps have been successfully completed.

4. What terms and conditions apply to this Base Agreement?

Before you enter into any Transactions, please carefully review the following attached documents:

- General Terms and Conditions;
- Regulation Safeguarding Payment Funds Foundation; and
- Summary of the policy of Franx with regard to conflicts of interest.

The General Terms and Conditions and the Regulation Safeguarding Payment Funds Foundation apply to this Base Agreement and include the conditions for entering into Transactions, a description of what you can expect from the services provided by Franx, and what the features of the Transactions and services are. It also contains the rights and obligations of the Safeguarding Payment Funds Foundation. Franx represents Safeguarding Payment Funds Foundation and also concludes the Regulation Safeguarding Payment Funds Foundation with you on its behalf.

5. What do you declare by signing this Base Agreement?

By entering into this Base Agreement you declare that:

- you have received the terms and conditions and documents described in article 4, and have reviewed such and accept such;
- you give us permission to make the conditions, as well as any other information and documents, available to you by electronic means (for example through email, the Platform or in any other manner through the Website);
- you are authorised, and have obtained all required permissions, to enter into this Base Agreement and the Transactions and to comply with the relevant obligations;
- in entering into this Base Agreement and the Transactions, you are acting in the exercise of your profession or business;
- in entering into this Base Agreement and the Transactions, you are not in violation with any laws and/or regulations and you are not acting in violation with your articles of association, regulations, partnership contract or similar documents;
- you are acting on your own behalf and not on behalf of others;
- you have been duly incorporated, established or constituted (as the case may be);
- this Base Agreement and Transactions fall within your objective, are beneficial to your economic interest and the interest of the company;
- you understand that the funds will be held by Safeguarding Payment Funds Foundation in accordance with the Regulation Safeguarding Payment Funds Foundation and that therefore you have a claim against Safeguarding Payment Funds Foundation with regard to these funds, and not against Franx;
- you grant the proxies which are described in the General Terms and Conditions Franx B.V. and the Regulation Safeguarding Payment Funds Foundation;
- by accepting this Base Agreement, you grant a right of pledge for the benefit of Franx as described in the General Terms and Conditions Franx and the Regulation Safeguarding Payment Funds Foundation.

You hereby also declare that the aforementioned statements are accurate any time you enter into a Transaction.

6. What law applies to this Base Agreement and what court has jurisdiction?

This Base Agreement is governed by Dutch law. Any disputes which may arise with regard to this Base Agreement will be submitted to the competent courts of Amsterdam.

Signed by

Franx B.V. _____

By: _____

Date: _____

Franx B.V. _____

By: _____

Date: _____

[Signature client] _____

By: _____

Date: _____

[Signature client] _____

By: _____

Date: _____