



**Avoidance of Self-Dealing: Disclosure of Proof Proprietary Investment Fund Inc. ("Prop Fund") Holdings**

The purpose of Proof Capital Inc.'s Conflict of Interest Policy is to protect the best interests of investors when there is an existing or potential conflict of interest. A potential conflict of interest could develop any time a fund purchases a security from, or sells a security to, the PROP Fund or its officers or directors (the "Self-Dealing Parties"). With respect to this potential conflict of interest:

- a. A fund shall not be permitted to make an investment in an issuer in which any officer or director of a fund, Proof, the PROP Fund, or the Manager beneficially owns, either directly or indirectly, more than 10% of the outstanding shares or units of the issuer, or if all officers and directors of the aforementioned entities combined beneficially own, either directly or indirectly, more than 50% of the outstanding shares or units of the issuer.
- b. Trades between a fund and a Self-Dealing Party will only be permitted if the trading price is established to be at fair market value that is validated by a third party transaction (including a coincident equity financing by the issuer). In addition, no permitted trade between a fund and a Self-Dealing Party shall proceed without first addressing the potential trade with the Conflict Advisory Board.
- c. Part of Proof's strategy to address the potential conflicts related to Self-Dealing is to adopt the following disclosure policy: Proof shall post and maintain a list

<u>Company Name</u>	<u>Public / Private</u>	<u>Individual Access Person Ownership &lt; 10.0% (Y/N)</u>
Barrel Oil Ltd.	Private	Yes
Plexus Technology Corp.	Private	Yes
Greenbridge Technologies LP	Private	Yes
Halo Exploration Ltd	Private	Yes
Rhodium Enterprises Inc.	Private	Yes
PLC Number 2 Fund	Private	Yes
Lattice Token	Public	Yes
Bullish Global Inc.	Private	Yes
FILE Storage Ops LLC	Private	Yes
Tenaz Energy Inc.	Public	Yes
Lyceum CME	Private	Yes
Voxneuro Inc.	Private	Yes
DOR Non-Fungible Token	Private	Yes
Double Dice Token	Public	Yes
GeoJam Token	Public	Yes
Alchemy Utility Token	Public	Yes
USDC Stablecoin	Public	Yes