

POLICY

SIMBEC-ORION

Conflict of Interest Policy

Owning Department: Corporate Governance

Effective From: 14 Mar 2023

Owning Sub-department: Not Applicable

Document Number: POL-00184

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Conflict of Interest Policy

Corporate Governance

Status: Approved

Version: 1.0

Next Periodic Review Date: 14 Mar 2026

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1 PURPOSE

The purpose of this policy is to protect the interests of Simbec-Orion Group Limited and its Affiliates ("Simbec-Orion").

In the regular course of business, agents and employees of Simbec-Orion may have the opportunity to advance their own personal interests with or against the interests of Simbec-Orion. Acting in such a manner is unacceptable and any party who acts outside of Simbec-Orion's best interests may be subject to disciplinary action.

2 STATEMENT

Simbec-Orion expects its Employees and Agents (as defined below) to act in the best interests of Simbec-Orion, to dedicate themselves exclusively to their activity and to abstain from appearing to engage in commercial, financial, or real estate activities that might conflict with the interests of Simbec-Orion.

Employees must not, while employed by Simbec-Orion, directly or indirectly assist a competitor, whether as an employee or as a consultant or otherwise, whether or not gratuitously or within or beyond normal working hours.

Conflicts of interest between business duties and personal interests are to be avoided. Conduct in the private sector which may have an adverse effect on the interests of Simbec-Orion must also be avoided. Approval must be given in writing by Simbec-Orion by following the procedure set out below before outside interests are undertaken, which may conflict with the proper performance of Employees or Agents duties or Simbec-Orion's interests.

Private activities in associations, political parties or any other social or political institutions are accepted but they may not impair the performance of business duties or responsibilities. Employees and Agents must not refer to their function in Simbec-Orion in connection with private expressions of opinions in public.

Employees and Agents must disclose to Simbec-Orion in accordance with the procedure set out below, any matters relating to a spouse or civil partner (or anyone living as such), children or parents which may, in the reasonable opinion of Simbec-Orion or the Board of Directors, be considered to interfere, conflict or compete with the proper performance of the Employee or Agents obligations under any agreement with Simbec-Orion

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3 PROCEDURE

- a. Affiliate means any entity that directly or indirectly Controls, is Controlled by, or is under common Control with, another entity
- b. Agent means an owner, director, stakeholder, contractor, consultant or other third-party that is in a position to act on behalf of Simbec-Orion.
- c. Control means the beneficial ownership of more than 50% of the issued share capital of a company or the legal power to direct or cause the direction of the management of the company, and Controls and Controlled shall be interpreted accordingly.
- d. Employee means any person who is employed by Simbec-Orion in a part or full-time capacity and in accordance with the employment laws of the country in which the employee is employed.

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4 REFERENCES

Document Number	Document Title
N/A	N/A

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Previous Version	Current Version	Details of change
N/A	0.1	New Policy

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Document Approvals

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