



# Conflict of Interest Policy

**Authorised by:**

**Bisalloy Steel Group Board**

**Date: 18 January 2023**



## 1. Application of this Policy

**1.1** The Policy applies to all employees, agents and contractors (including temporary contractors) of Bisalloy, collectively referred to as 'workplace participants'.

**1.2** The Policy does not form part of any employee's contract of employment. Nor does it form part of any other workplace participant's contract for services.

**1.3** Bisalloy reserves the right to vary, replace or terminate this Policy from time to time.

## 2. What is a conflict of interest?

**2.1** A conflict of interest arises when a workplace participant has a 'secondary interest' which could improperly influence the performance of the workplace participant's duties and responsibilities in their work for Bisalloy.

**2.2** A 'secondary interest' means anything that can have an actual or perceived impact or influence on the workplace participant, including the participant's:

- a. own personal, professional or business interests; or
- b. the personal, professional or business interests of individuals or groups with whom a workplace participant is closely associated (for instance, relatives, friends or even a rival).

Conflicts of interests can be 'actual' or 'perceived'

**2.3** 'Actual' conflict of interests arise where a secondary interest actually improperly influences a workplace participant's performance or behaviour.

**2.4** However, conflicts of interest may still arise even if a secondary interest does not actually influence a workplace participant's behaviour. For instance, a secondary interest that could create a perception that a workplace participant has been improperly influenced in their work also constitutes a conflict of interest.

*Example: You or one of your family members has an interest in a company with whom you are required to negotiate a contract on behalf of Bisalloy, for the provision of services. This would constitute (at the very least) a perceived conflict of interest.*

### Improper use of position, information, and assets

**2.5** This Policy also prohibits workplace participants from using their position, information acquired in their position, or Bisalloy's assets to obtain a benefit or advantage for:

- a. themselves; or
- b. for any other person.

## **3. Who is responsible for managing conflicts of interest?**

**3.1** Managing conflicts of interest is the shared responsibility of Bisalloy, management, supervisors, human resources and workplace participants.

**3.2** All workplace participants have a responsibility to ask themselves whether their actions or decisions could give rise to a real or perceived conflict of interest, and if so, to take action to manage that conflict.

## **4. Declaring a conflict of interest**

**4.1** Avoiding all conflicts of interest (real or perceived) is not always feasible. However, in all cases where a conflict of interest arises, the conflict should be openly and transparently declared.

**4.2** A workplace participant should register or declare the actual or perceived conflict of interest to the workplace participant's Supervisor . If the Supervisor is also subject to the conflict of interest, the workplace participant should register or declare the actual or perceived conflict of interest in writing to the next Line Manager or the Group Company Secretary.

## **5. Managing a conflict of interest**

**5.1** A supervisor or manager who receives a declaration regarding a conflict of interest must then determine how to respond to the conflict. Any response must be sufficient to ensure that Bisalloy can continue to:

- a. perform its services in an impartial and professional manner;
- b. maintain the highest ethical standards; and
- c. deliver its services fairly, effectively and efficiently to customers.

**5.2** Measures that can be adopted to minimise a conflict include:

- a. recruiting third parties who do not have an interest (such as Human Resources or legal advisors) to advise on or participate in the matter;

- b. restricting involvement of a workplace participant in matters in which they have (or are perceived to have) a conflict of interest;
- c. removing the workplace participant from involvement in matters in which they have real or perceived conflict of interest;
- d. requiring the workplace participant to relinquish assets or other private interests in order to minimise the conflict; and
- e. in rare circumstances, a workplace participant may need to resign from their employment or end their contract for services in order to appropriately minimise the conflict.

## **6. If in doubt, declare!**

**6.1** If a workplace participant is ever under any doubt regarding whether a perceived or actual conflict of interest has arisen, the appropriate course of action is for the workplace participant to declare the conflict of interest.

**6.2** This serves to protect both the workplace participant and Bisalloy from any adverse consequences if an actual conflict of interest arises.

## **7. Breaches of this Policy**

**7.1** A failure to comply with the obligations contained in this Policy will lead to disciplinary action which may include, but is not limited to, termination of an employee's employment or a contractor's services.

**7.2** Breaches of this Policy will be handled under Bisalloy's Disciplinary policy.