

# Conflicts of Interest Policy

## Purpose

A conflict of interest occurs when your personal interests or loyalties to a person or organisation outside ABP affect, or appear to affect or have the potential to affect, the impartiality, judgment or effectiveness expected from you in your role for ABP. The purpose of this Policy is to:

- set out our requirements in respect of conflicts of interest;
- help you identify a potential conflict of interest situation;
- inform you of your obligation to disclose conflicts of interest or potential conflict of interest and maintain high ethical standards;
- ensure that all business decisions are made in the best interests of ABP.

## Scope

This Policy applies to everyone that works for or on behalf of ABP.

## Policy Statement

ABP expects you to maintain the highest possible standard of integrity in all your business relationships. Conflicts of interest can mean that our ability to make objective, unbiased business decisions is affected. Everyone working for or on behalf of ABP has a duty to avoid conflicts of interest. You must declare any actual or potential conflicts of interest in accordance with this Policy.

## Responsibilities

You are responsible for ensuring that you read, understand and comply with this Policy.

All Line Managers are responsible for ensuring that all conflicts of interest are managed in accordance with this Policy.

The Executive Team, under the guidance of the General Counsel & Company Secretary, has overall responsibility for ensuring that all those under ABP's control comply with this Policy. The General Counsel & Company Secretary, with the support of the Group Data Protection & Compliance Manager, has day to day responsibility for implementing this Policy and a Declarations of Interest Register, and for monitoring its use and effectiveness.

## Policy Details

### Recognising a Conflict of Interest Situation

It is not possible to define all situations or relationships which may create a conflict of interest, so each situation must be evaluated individually. Some examples include:

- You, or a relative or someone you have a close personal relationship / friendship with, has a financial interest in any business that does, or wants to do, business with ABP. The financial interest could be a directorship, a shareholding, employment or consultancy.
- ABP employ, or plan to employ, a relative or someone you have a close personal relationship with (e.g. a boyfriend, girlfriend or friend) who is in or will be in your reporting line, or you have, or develop, a close personal relationship with someone in your reporting line;

- You, or a relative or someone you have a close personal relationship with, works for one of ABP's customers, tenants, suppliers or close business partners and can make or influence decisions that could affect the relationship between the two;
- You have a paid or unpaid second job, consultancy, part-time or freelance activity, directorship or other position that could interfere with your ability to fulfil your responsibilities at ABP;
- You have previously undertaken roles in other companies that could affect, or appear to affect, your impartiality. For example, you previously worked for a company who are tendering for a contract with ABP, that you are responsible for / closely involved with awarding.

In all cases, you have a responsibility to assess the actual or potential conflict. If you think you might have a conflict, or a potential conflict of interest, but aren't sure, ask yourself the following questions:

- Could the situation affect, or appear to affect, any of my decisions for ABP?
- Would I, a relative or someone I have a close personal relationship with, gain anything because of my relationship with the third party, or vice versa?
- How might the situation look to a colleague or someone outside ABP (e.g. another customer, supplier, member of the public or the media)?
- Would I feel under any obligation due to the relationship I have with the third party?

If the answer to any of these questions raises any doubts in your mind, there is probably a conflict of interest. If you are not sure, discuss with your Line Manager, HR Business Partner or a member of the Legal & Secretariat Team.

It is important to discuss any conflicts or potential conflicts of interests openly so it can be managed and so you do not become involved in or influence situations where actual conflicts of interest occur.

## **Disclosing a Conflict of Interest**

If you think you have or might have a conflict of interest situation, you should:

- discuss it with your Line Manager and ensure that your HR Business Partner is aware;
- make a declaration and send it to [corporatecompliance@abports.co.uk](mailto:corporatecompliance@abports.co.uk). To make a declaration you can download the Declaration of Interest form from iPort or request the form by sending an email to [corporatecompliance@abports.co.uk](mailto:corporatecompliance@abports.co.uk).

Disclosures will be recorded in the Declaration of Interests Register and will reviewed on an annual basis. The Group Data Protection & Compliance Manager is responsible for maintaining the Declaration of Interests Register.

If you are a director of any ABP group company you should also continue to notify the Secretariat of any conflicts/potential conflicts of interest in the normal way and ensure that these are declared at Board meetings, in order to meet your statutory obligations. The Secretariat will continue to maintain the director's conflicts of interest register.

## **Managing a Conflict of Interest**

Line Managers (with the support of their HR Business Partner) are responsible for dealing with any actual or potential conflicts of interest, and making sure suitable processes and procedures are put in place to manage the conflict effectively in the particular circumstances (e.g. removing you from the situation by putting alternative arrangements in place). The Legal & Secretariat Team can also help to provide guidance on how the conflict should be managed.

You should discuss the conflict regularly with your Line Manager. If your conflict circumstances change, you should let your Line Manager know and send an updated declaration to [corporatecompliance@abports.co.uk](mailto:corporatecompliance@abports.co.uk) as soon as possible.

## Disciplinary Action

Any employee who fails to comply with this Policy may face disciplinary action, which could result in dismissal for gross misconduct. ABP reserves its right to terminate its contractual relationship with other party engaged by or on behalf of ABP if they breach this Policy.

## How to Raise a Concern

ABP is committed to maintaining the highest possible standard of integrity in all our business dealings. Everyone at ABP has a responsibility to raise any genuine concerns about any suspected breaches of this Policy. You can do this by:

- Speaking to your Line Manager or your HR Business Partner;
- Contacting the General Counsel & Company Secretary;
- Calling the confidential and independent Whistleblowing Hotline Number which is 0808 196 5792 or visiting [www.abports.ethicspoint.com](http://www.abports.ethicspoint.com). Your concern will be treated in the strictest of confidence and everything possible will be done to protect your identity – see the **Whistleblowing Policy** for more information.

If you have any questions about this Policy or about conflicts of interest situations, you can speak to any member of the Legal & Secretariat Team.

*This Policy does not form part of any employee's contract of employment and we may amend it at any time.*

## Policy Control Table

| Policy Control                                    |  |
|---|--|
| <b>Name of Policy</b>                             | Conflicts of Interest Policy   |
| <b>Date approved by ABP Board</b>                 | 8 February 2021  |
| <b>Last Review Date</b>                           | 29 March 2022  |
| <b>Revision History</b>                           | First Introduced 2021, reviewed 2022   |
| <b>New Review Date</b>                            | March 2023   |
| <b>Related Policies, Procedures, Guidance etc</b> | Whistleblowing Policy; General Code of Conduct; Anti-Corruption & Bribery Policy |
| <b>Relevant Legislation</b>                       | n/a  |
| <b>Policy Owner</b>                               | General Counsel & Company Secretary  |
| <b>Lead Contact / Author</b>                      | Group Data Protection & Compliance Manager                                       |
| <b>Version and date issued</b>                    | V1.2, 29 March 2022  |