

## ANNEX - CODE OF CONDUCT | AVOID CONFLICTS OF INTEREST

### FURTHER EXPLANATION

#### What is a conflict of interest?

Employees are expected to avoid any actual or suspected conflict between the interests of Aalberts Industries and their own personal interests. Aalberts Industries recognises that you are part of a family, have friends, act in volunteering jobs, and have specific personal responsibilities and interests. A conflict of interest can arise when you take actions or have personal interests that can interfere with your performance for Aalberts Industries. You should always declare any direct relationship with someone who may be tendering on a contract for Aalberts Industries if you have a direct involvement or management responsibility in awarding such a contract.

#### Full disclosure

You are required to disclose to your manager each actual or suspected conflict of interest situation in which you are directly or indirectly involved. You need to make this disclosure as soon as you become aware of facts giving rise to the actual or apparent conflict of interest.

#### Guidelines

If you are unsure as to whether a given situation creates a conflict of interest, raise the issue with your manager. Whilst it is impossible to describe every circumstance where a conflict of interest may arise, the following guidelines will help you avoid conflicts of interest:

- a. never allow your personal or financial interests to interfere with your work for Aalberts Industries;
- b. always be able to satisfactorily explain your decision to your manager and to your colleagues; and
- c. anticipate that for alleged conflicts of interest, appearances do matter!

### EXAMPLES

**Example 1:** You or one of your family members owns a financial interest in an entity that wants to do business with Aalberts Industries and you are involved in the decision taking. This is a clear issue that should be raised with your manager. Your manager will decide on any measures to ensure that you are not involved on behalf of Aalberts Industries regarding the possible relationship with this entity.

**Example 2:** You work in a research and development department of an Aalberts Industries company. Your brother works at sales department of a competitor. He proposed to start up a new business combining your and his knowledge. The knowledge that you have obtained during your work for Aalberts Industries is considered Aalberts Industries intellectual property and may not be used by you for your own benefit or the benefit of your family members.

### Q&A

**Question 1:** A good friend of mine works for a company that could be an important customer for Aalberts Industries. He approaches you, as a sales manager, to see whether Aalberts Industries would be interested in selling to his company. What should I do?

**Answer 1:** Report the situation to your manager and keep him fully informed of the deal and each step in the process. However, since it can result in an important customer for Aalberts Industries, there is no need to say no to the (potential) customer beforehand, unless the dealing would be on non-commercial terms.

**Question 2:** I am asked by a good friend to provide advice to his company that is in direct competition with Aalberts Industries. Although he seeks only technical advice, which seems not to be commercially sensitive, I am not sure what to do.

**Answer 2:** When considering such request, always involve your manager. He will ensure that your question is considered objectively. In addition, be aware that information sharing between competing businesses is in many cases forbidden due to competition laws. Reference is also made to the Annex "Avoiding unfair competition".