



**Last Update: April 2026**

Annington Limited  
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Annington Limited, together with its subsidiaries and affiliates (“Annington”, the “Company”, “we”), is committed to conducting its business dealings with integrity, impartiality and transparency.

## 1. INTRODUCTION AND APPLICATION

This Conflict of Interest Policy applies to all individuals working for Annington, including employees, officers, consultants, contractors, casual and temporary workers, agency workers, volunteers and those on work experience (“Employees”).

It also applies to any third party or external individual or entity who works for, with or on behalf of Annington, including (but not limited to) suppliers, service providers, agents, intermediaries, representatives, introducers and distributors (“Third Parties”).

The Annington Group of companies (“Annington”) is committed to the prevention, detection and investigation of all forms of bribery and corruption. Annington does not tolerate any form of bribery or corruption and requires all employees to act honestly, independently and in the best interests of Annington. Consequently, you must avoid situations in which personal or financial interests or personal relationships could improperly influence, or appear to influence, your decisions or actions on behalf of Annington. Annington requires all Employees and Third Parties to report actual, potential and perceived conflicts of interest which may arise.

**This Conflicts of Interests Policy should be read in conjunction with Annington’s:**

- Financial Crime Policy;
- Gifts and Hospitality Policy;
- Whistleblowing Policy; and
- Employee Handbook;

which together set out Annington’s expectations of you as an Employee or Third Party (where relevant). Annington expects all its Employees to comply with the Employee Handbook and all of its policies.

This Conflicts of Interest Policy provides guidance in respect of circumstances where an Employee or Third Party has an actual, potential or perceived conflict of interest in relation to a business or arrangement connected to Annington.

## 2. CONFLICT OF INTEREST

A conflict of interest may arise where your personal, financial or other interests, or the interests of someone close to you could influence your judgement, decisions or actions in relation to Annington’s business. Examples where this may occur are where you, or someone close to you (such as a family member, partner, child, sibling, or close friend):

- could benefit financially or avoid a financial loss as a result of a decision involving Annington;
- has a personal or financial interest in the outcome of a contract or service involving Annington;
- has a financial or other incentive to favour the interest of a third party, whether or not this is in the interest of Annington;

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- owns 5% or more of a business, or holds a management or controlling role in a company which does business with Annington or competes with it;
- holds a second job in a company which does business with Annington or competes with it;
- has a personal relationship with someone involved in a transaction or decision affecting Annington;
- receives or could receive money, gifts, services or other benefits from a third party, in connection with Annington's business; or
- has any other interest that could conflict with what is best for Annington.

The above list is not exhaustive.

### **3. DUTY TO REPORT**

Annington requires all Employees and Third Parties to promptly disclose any potential conflict(s) of interest as soon as they become aware of the relevant facts or circumstances.

An employee should notify the Chief Executive Officer via email of any such potential conflict of interest, who will then assess the disclosure and determine whether any action is required, including whether the Employee can remain involved in the relevant matter.

Third Parties should notify the Annington Legal Team at [legal@annington.co.uk](mailto:legal@annington.co.uk), and they will notify the Chief Executive Officer.

A register of all reported conflicts of interest, and the outcome, will be maintained by the Legal Team.

Failure by an Employee to report an actual or potential conflict of interest may result in disciplinary action being taken against you.

Failure by a Third Party to report an actual or potential conflict of interest may result in termination of the relevant engagement and the exercise of any other contractual or legal rights available to Annington.

### **4. CONSIDERATION OF CONFLICTS OF INTEREST**

All disclosed conflicts of interest, together with all material facts, shall be reviewed and considered by the Chief Executive Officer (in conjunction with the Legal Team as necessary). Conflicts of interest affecting the Chief Executive Officer shall be considered by the Board of Directors of Annington.

Following the review, the Chief Executive Officer/Board of Directors (as appropriate) will decide whether the conflict of interest can be approved (with or without conditions) or must be ended. The decision will be recorded in writing. Any pre-existing conflicts of interest, if not previously reviewed, must be immediately disclosed and will be assessed under this Policy.

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**DOCUMENT DETAILS**

<b>Policy Number</b>	ANN-POL-005	<b>Version No</b>	V.1.2
<b>Effective Date</b>	November 2017	<b>Review Date</b>	April 2029
<b>Policy Owner</b>	Head of Legal	<b>Policy Approved By</b>	Annington Ltd Board

**Internal Compliance Version Only**  
**VERSION HISTORY**

<b>VERSION</b>	<b>AUTHOR</b>	<b>REVISION DATE</b>	<b>CHANGES</b>
V1.0	NGA	November 2017	Policy creation.
V1.1	Sarah Jury, Head of Legal & Holly Miller, Director of Communications and Strategy	April 2022	Minor amendments implementing comments from Eversheds Sutherlands LLP Review.
V1.2	Sarah Jury, Head of Legal	April 2026	Reviewed and updated Policy, adding references to ensure external facing.

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