STATOM HOLDINGS Limited (Statom Group Limited, Statom Group North Ltd, Statom Plant Ltd, Statom Remediation Ltd, Demoforce Group Ltd, FL-Facilities Group Ltd, Slipform Technology Ltd, Spark Tech MEP Ltd, Franki Foundations UK Ltd, Martello Piling Ltd) ("Statom", "the Company", "we", "us", "our").

We are committed to high standards of professional conduct, integrity and accountability. As a leading civil engineering and construction organisation, we recognise that the behaviour and standards of our people are fundamental to safety, quality, effective collaboration and our reputation as a trusted industry leader.

Everyone working for or on behalf of the Company must act with professionalism, respect and responsibility, follow Company policies and lawful instructions, and raise concerns promptly where safety, wellbeing, integrity, data or legal compliance may be at risk.

1. Purpose

This policy protects the integrity, independence and transparency of Statom decision-making. It requires actual, potential and perceived conflicts of interest to be disclosed promptly, recorded and managed before they influence a business decision.

2. Scope

This policy applies to directors, employees, workers, apprentices, consultants, contractors and others acting for or representing Statom. Relevant requirements also apply to subcontractors, suppliers and business partners where contracts or procurement controls require them.

3. Legal and policy framework

- Companies Act 2006 duties applying to directors, including duties to promote the success of the company, exercise independent judgment, avoid conflicts of interest and declare interests in proposed or existing transactions where applicable.
- Bribery Act 2010 and Statom Anti-Bribery and Anti-Corruption Policy.
- Economic Crime and Corporate Transparency Act 2023, including the failure-to-prevent-fraud framework in force from 1 September 2025 where applicable to the organisation.
- Employment, fiduciary, confidentiality, procurement, competition and data protection obligations relevant to the individual and transaction.

4. What is a conflict of interest?

A conflict exists where personal, family, financial, outside-business or other interests could influence, or reasonably appear to influence, a person’s judgment, impartiality or actions for Statom. A conflict does not necessarily mean wrongdoing has occurred, but it must be disclosed and managed.

Examples

- A financial interest, shareholding, directorship or other involvement in a competitor, client, supplier, subcontractor, labour provider or prospective business partner.
- A close personal or family relationship with a candidate, colleague, supplier, client or decision-maker affected by a recruitment, pay, promotion, procurement, disciplinary or commercial decision.
- Outside employment, consultancy, self-employment or business activity that competes with Statom, creates fatigue or working-time risk, uses Company information or resources, or interferes with duties.
- Receiving or offering gifts, hospitality, discounts, commissions, favours or other benefits that may influence, or appear to influence, a decision.
- Using confidential information, business opportunities, Company assets or position for personal benefit or for the benefit of another person.
- Participating in tendering, supplier selection, valuation, payment approval, recruitment or contract management where the individual has a personal interest in the outcome.

5. Disclosure duty

Individuals must disclose a conflict as soon as they become aware of it and before taking part in the relevant decision. Disclosure must be made to the line manager and HR, or to a director where the conflict concerns the

manager or a senior decision-maker. Directors must also comply with applicable statutory declaration and authorisation requirements.

- Provide enough information to understand the nature, parties, financial or personal interest and decision affected.
- Update the disclosure if circumstances change.
- Do not attempt to manage a significant conflict privately or rely on verbal agreement where a formal control is required.

6. Assessment and management

HR, Finance, Procurement, Legal or senior management will assess the conflict according to risk. Controls may include:

- recording the conflict on a conflict register;
- recusal from discussion, scoring, approval, payment or supervision;
- independent review or dual approval;
- reassignment of duties, reporting line or supplier/candidate ownership;
- restrictions on information access;
- ending or changing an outside activity or business relationship where necessary and lawful;
- declining or returning a gift or benefit; or
- where the conflict cannot be managed, declining the transaction or taking appropriate employment or contractual action.

7. Recruitment and personal relationships

A personal relationship does not automatically prohibit employment or progression. However, individuals must disclose relationships that could affect recruitment, pay, promotion, performance, discipline, grievance, redundancy, procurement or financial approval. Statom may change reporting or decision-making arrangements to preserve fairness and confidentiality.

8. Gifts, hospitality and procurement

Gifts and hospitality must comply with the Anti-Bribery and Anti-Corruption Policy and Gifts and Hospitality Register. No gift or hospitality may be accepted or offered where it is intended, or could reasonably be perceived, to influence an improper decision. Higher-risk tender, public-official or procurement circumstances must be escalated regardless of value.

9. Confidentiality, fraud and misuse of position

Conflicts involving suspected fraud, bribery, corruption, kickbacks, false invoicing, undisclosed commissions, procurement manipulation or misuse of Company opportunities must be escalated immediately under the Anti-Bribery, Anti-Fraud, Whistleblowing and Disciplinary controls as appropriate. Evidence must be preserved.

10. Records and data protection

Conflict declarations and decisions will be retained only as long as reasonably necessary for governance, audit, legal, employment and regulatory purposes. Access will be restricted to those with a legitimate need in accordance with the Data Protection Policy.

11. Non-disclosure and breaches

Failure to disclose a material conflict, misleading the Company about an interest, participating in a decision after being directed to recuse, or using Company information or position improperly may result in disciplinary action up to and including dismissal or termination of engagement, and may be referred to relevant authorities where appropriate.

12. Related policies

- Anti-Bribery and Anti-Corruption Policy
- Whistleblowing Policy
- Anti-Fraud Policy
- Recruitment Policy
- Data Protection, GDPR and Cyber Security Policy
- Disciplinary Policy

• Modern Slavery Policy and Supplier Code of Conduct

Authorisation and review

SIGNED



Gavin Hunt
Chief Development Officer

Review: **Annually**
Date: 01/06/2026
Next Review: 01/06/2027

SIGNED



Martina Oyite
Chief People Officer

Review: **Annually**
Date: 01/06/2026
Next Review: 01/06/2027

Review: Annually or earlier where legislation, guidance, Company practice or operational requirements change. This policy is subject to annual review and approval by the Board.