

CONFLICTS OF INTEREST POLICY – PARENT AND SUBSIDIARY COMPANIES

1. PURPOSE

This policy aims to establish guidelines for Network Strata Services in managing conflicts of interest that may arise in its relationship with subsidiary companies. The objective is to ensure transparency, fairness, and integrity in all business dealings between Network Strata Services and its subsidiaries.

2. SCOPE

This policy applies to Network Strata Services as the parent company and all its subsidiary companies. It encompasses all aspects of business operations, including financial transactions, procurement, partnerships, and decision-making processes.

3. DEFINITIONS

- **Network Strata Services:** The parent company that either fully or partially subsidiary companies operating within the organisation.
- **Subsidiary Companies:** Companies that are either fully or partially owned by Network Strata Services.
- **Conflict of Interest:** Any situation in which the interests of Network Strata Services may conflict with those of its subsidiary companies, potentially compromising the integrity of business decisions or transactions.

4. PRINCIPLES

- **Transparency:** All interactions between Network Strata Services and its subsidiaries must be conducted openly and transparently, with full disclosure of relevant information.
- **Fairness:** Decisions made by Network Strata Services should be fair and impartial, taking into account the best interests of both the parent and subsidiary companies.
- **Integrity:** All parties involved must adhere to high ethical standards and avoid actions that could undermine the trust and reputation of the organisation.
- **Conflict Resolution:** Conflicts of interest must be promptly identified, disclosed, and resolved in a manner that prioritises the overall interests of Network Strata Services and its subsidiaries.

5. RESPONSIBILITIES

- **Network Strata Services:** Responsible for overseeing the operations of its subsidiaries and ensuring compliance with this policy. It must provide guidance and support to subsidiaries to help them manage conflicts of interest effectively.

- **Subsidiary Companies:** Required to act in accordance with the directives and guidelines provided by Network Strata Services. Responsible for identifying and reporting any conflicts of interest that may arise in their dealings with the parent company, or between subsidiary companies.

6. PROCEDURES

- **Conflict Identification:** Network Strata Services and its subsidiaries must actively monitor their interactions for potential conflicts of interest across all business activities.
- **Disclosure:** Any individual or entity aware of a conflict of interest must promptly disclose it in writing to the **designated compliance officer**, which is the Company Secretary (Helen Wong) of the Company.
- **Evaluation:** Upon receiving a disclosure of a conflict of interest, the designated compliance officer will record the disclosure in the conflicts of interest register and present to the Board of Directors to evaluate the situation and determine the appropriate course of action.
- **Mitigation:** Network Strata Services must take appropriate steps to mitigate conflicts of interest, such as recusing conflicted individuals from decision-making processes or restructuring business relationships.
- **Documentation:** All actions taken to address conflicts of interest must be thoroughly documented in the *Conflicts of Interest Register*, including the rationale behind decisions made and any measures implemented to prevent recurrence.

7. COMPLIANCE AND ENFORCEMENT

Non-compliance of this policy may result in disciplinary action, including termination of employment or business relationships. Network Strata Services reserves the right to take legal action against individuals or entities engaging in activities contrary to this policy.

8. TRAINING AND AWARENESS

The Company will provide regular training and awareness programs to educate employees, directors, officers, and stakeholders about their obligations under this policy. Training will cover topics such as identifying conflicts of interest, disclosure requirements, and ethical decision-making.

9. REVIEW AND REVISION

This policy will be reviewed periodically to ensure its effectiveness and compliance with legislative requirements and industry best practices. Updates may

be made as necessary to address emerging issues or changing circumstances.

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Policy Approver:	Netstrata Group, Managing Director
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