

RWS Group

Conflicts of Interest Policy

Uncontrolled when printed

Table of Contents

1	Scope	3
2	Associated documents.....	3
3	Summary.....	3
4	Purpose	3
5	Types of conflicts	4
6	Policy	4
7	Policy review.....	5

Policy owner:	Legal Department	Version No. / Version Date:	1.0 (0624)
---------------	------------------	-----------------------------	------------

1 Scope

This Conflicts of Interest Policy (“Policy”) applies to all individuals working at all levels and grades, including senior managers, officers, directors, employees (whether permanent, fixed term or temporary), individual contractors/individuals provided by contractors, trainees, seconded staff, casual workers and agency staff, volunteers, interns, sponsors, or any other person associated with the Group, wherever located; (“Colleagues”).

2 Associated documents

- Client Entertainment and Gifts Policy and Procedure

3 Summary

RWS Holdings plc (together with its affiliates and subsidiaries, “RWS”) requires all Colleagues to operate in a manner that is in the best interests of RWS. It is quite normal to have interests outside work, such as investments in other companies and relationships with friends and family members. You must ensure that when taking work-related decisions, you do not put your personal interests before those of RWS or allow them to influence your professional judgement or activities. Similarly, you should be wary of situations which give the appearance of a conflict of interests.

In some instances, you may need formal permission before you can proceed with an activity.

4 Purpose

This Policy requires all Colleagues to act in a diligent manner and be transparent on possible conflicts of interest.

A conflict of interest occurs when a Colleague’s personal interests conflict with their responsibility to act in the best interests of RWS. Personal interests include direct interests as well as those of family, friends, or other organisations a Colleague may be involved with, or have an interest in, whether financial or not. These situations present the risk that a Colleague may make a decision based on, or affected by, these influences, rather than in the best interests of RWS, and should be managed accordingly.

Policy owner:	Legal Department	Version No. / Version Date:	1.0 (0624)
---------------	------------------	-----------------------------	------------

Deemed or actual conflicts of interests can also decrease shareholder value and may expose RWS to both legal and reputational damage.

5 Types of conflicts

Conflicts of interest fall into two main categories, these are:

- transactional – one off events; and
- situational – a continuing circumstance by virtue of a position you may find yourself in, whether this is in relation to your own circumstances or a position that a person connected to you holds which could give rise to a conflict situation.

It is not possible to list all the situations that might be considered as a conflict of interest. Examples of potential conflicts of interest include, but are not limited to:

- personal relationships within the workplace, where one party is in a decision-making role;
- hiring suppliers or contractors for RWS who are family or friends;
- having a financial or personal interest in a third party who could be, or could be deemed to be, a competitor of RWS; and
- having a relationship with a decision-maker of a client, supplier, or competitor or a potential client, supplier, or competitor.

6 Policy

6.1 All Colleagues, contractors and partners are required to ensure that personal interests do not affect their decisions at work or conflict with their duties to RWS.

6.2 Any potential conflict of interest should be:

- declared in writing to your line-manager; and
- resolved by removing yourself from any related activity or decision-making.

6.3 Detailed Requirements

6.3.1 Relationships with third parties: Relationships with parties such as clients, agents, distributors, consultants, suppliers and competitors should be conducted in a professional, impartial and competitive way. You must not accept gifts, hospitality and favours that may influence your view of a third

Policy owner:	Legal Department	Version No. / Version Date:	1.0 (0624)
---------------	------------------	-----------------------------	------------

party - the Client Entertainment and Gifts Policy and Procedure provides further information and can be found via SharePoint - [here](#).

- 6.3.2 Confidential Information: Your position in RWS may give you access to confidential information. This should not be used for personal gain, whether direct or indirect.
- 6.3.3 Interests in third parties: If you have an interest in a company or are connected to an individual that is being considered as a supplier, contractor or client, you should declare this interest to your line manager and avoid any involvement in the appointment process.
- 6.3.4 Taking on additional paid activity: Ensure that you have formal consent from RWS if you are planning to take up a paid role in a business or other activity outside RWS, even if carried on during your free time. RWS facilities and equipment should not be used for this purpose. You will need to identify any potential conflict of interest which might arise from taking such a role.
- 6.3.5 Taking up a non-executive business directorship or similar appointment: You must obtain prior approval from a member of the Executive Team. Ordinarily there will be no objection as long as this role does not affect your ability to carry out your current job properly and does not conflict with the interests of RWS.
- 6.3.6 If you identify any potential conflicts of interest or are uncertain about a situation, seek advice from your line manager. If uncertainty remains or the situation involves legal implications, you are instructed to seek advice from the legal department.

7 Policy review

You can access this Policy by visiting the RWS Hub and navigating to the Group Policies section. This Policy will be reviewed regularly and updated as required to ensure it remains effective and aligned with our organizational goals and current legislative and regulatory requirements. If there are any material changes to the Policy, it will be relaunched through the RWS Hub for review by all Colleagues or by training or email communication, depending on the level modification to the Policy.

Policy owner:	Legal Department	Version No. / Version Date:	1.0 (0624)
---------------	------------------	-----------------------------	------------