

Conflicts of Interest Policy

Service Stream



1. Purpose and Scope

1.1. Introduction

Service Stream is committed to maintaining a high standard of corporate governance through a culture of strong ethical behaviour consistent with our corporate values, and corporate compliance. Service Stream Staff must fulfil their roles and responsibilities with honesty and integrity and in compliance with the law.

As part of this commitment, conflicts of interest need to be effectively managed at Service Stream. A failure to manage conflicts of interest can adversely affect Service Stream's interests and reputation and the interests and reputation of its Staff.

The purpose of this Policy is to outline the procedures for managing conflicts of interest.

1.2. Interaction between this Policy and other Service Stream Policies

This Policy should be read in conjunction with the following Service Stream policies:

- Code of Conduct
- Anti-Bribery and Corruption Policy
- Whistleblower Policy
- Securities Trading Policy

A copy of each of those policies, including this Policy, is available on Service Stream's intranet and webpage.

Other documents such as the 'Conflict of Interest Declaration Form' (Appendix 1) also apply to the management of conflicts of interest at Service Stream.

1.3. Who does this Policy apply to?

This Policy applies to all Service Stream directors, officers, employees (casual, temporary, part-time and permanent staff) and consultant contractors (each a member of "**Staff**").

Any non-compliance with this Policy, including failing to disclose interests in accordance with this Policy, may be regarded as misconduct, including serious misconduct. Staff may be subject to disciplinary action, which may include termination of employment with or without notice or termination of engagement (as applicable).

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Service Stream's Staff are required to comply with any lawful directions given by Service Stream in respect of this Policy. This Policy is not intended to be contractually binding nor provide any Staff with enforceable rights and does not form part of any employment or other engagement contract with Service Stream. Service Stream may amend this Policy at any time in its sole discretion.

2. Policy

2.1. The Policy

Staff **must not** engage in activities, hold interests or allow themselves to be in situations that involve, could potentially involve or could be perceived as involving a conflict between their personal interests and the interests of Service Stream, without obtaining prior written approval in compliance with this Policy, .

Staff **must** disclose in accordance with this Policy any actual, perceived or potential conflict which may arise. Following the disclosure of a conflict in accordance with this Policy, approval may be given to the Staff member to proceed or continue with a disclosed activity or relationship, subject to the circumstances of the conflict and its ability to be effectively avoided or managed, and subject always to compliance with any conditions attached to the approval. For further details, please refer to Section 3.

2.2. What is a conflict of interest?

A 'conflict of interest' is a situation which may prevent a Staff member's duties, obligations or services from being provided in an independent or impartial manner. A conflict of interest can arise in a number of circumstances, including where the interests of a Staff member are different to, and conflict with, the interests of Service Stream.

Conflicts of interest may be actual, perceived or potential:

- Actual: a real and existing conflict of interest (e.g. where a personal interest is influencing or motivating a professional decision).
- Potential: where there is a reasonable possibility of a conflict of interest arising now or in the future.
- Perceived: where a third party could reasonably perceive a conflict of interest arising now or in the future (regardless of whether an actual or potential conflict of interest in fact exists).

Without limitation, conflicts of interest may arise by having family connections, personal associations or relationships with suppliers, clients, other Staff members or other third parties which may influence or prejudice a Staff member's obligations owed to Service Stream or a client, including in a conflict of duty situation.

Some examples of possible conflicts of interests include:

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- where a Staff member, or a person associated with a Staff member, is likely to make a financial gain, or avoid a financial loss, at the expense or disadvantage of Service Stream or a client;
- a Staff member being involved with an organisation or subcontractor (including as a director, advisor or consultant) that has or may have a business relationship with Service Stream or be a supplier to Service Stream;
- a Staff member engaging in employment with one or more third parties which may result in an actual or perceived conflict of interest with Service Stream's business activities or with the Staff member's duties owed to Service Stream;
- a Staff member or their relative (including parent, spouse, de facto, child, sister, brother, cousin, niece, nephew, aunt, uncle etc.,) having an interest, of which the Staff member is aware, in a competitor, customer or supplier of Service Stream;
- providing a friend with confidential information to assist them with tendering for a services contract;
- being involved in a decision to award a services contract to a friend, close personal associate or family member or a business that they work for;
- being involved in the recruitment of a relative, friend or other person with whom there is a close personal relationship; or
- where Staff member (**first member**) is in a close personal relationship with another Staff member in respect of whom the first member holds a position of power or influence (for example, line manager).

If a Staff member is uncertain as to whether they are in a situation giving rise to an actual, perceived or potential conflict of interest, the Staff member should immediately cease the potentially conflicted activity and disclose the suspected conflict. The Staff member may also seek advice from a member of the Compliance Team at compliance@servicestream.com.au.

3. Disclosure and Management of Conflicts of Interest

3.1. Training on conflicts of interests

All Staff are required to read and ensure they understand this Policy, and identify actual, potential or perceived conflicts of interest and how they may arise as part of their role at Service Stream. All Staff are also required to comply with any Service Stream directions to complete training in relation to conflicts of interest and/or this Policy..

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3.2. Avoiding, Managing and Notifying a Conflict of Interest

3.2.1. Avoiding conflicts of interest

Staff must take reasonable steps to avoid any actual, perceived or potential conflict of interest which may arise as part of their role at Service Stream. This includes ensuring that (without limiting obligations that might apply to an employee under their employment contract):

1. their personal, financial or professional interests or relationships with third parties, clients, suppliers or other existing or potential Staff members do not influence or prejudice their obligations or proper performance of their duties owed to Service Stream;
2. they do not improperly use their position or information obtained from their position to gain an advantage (or avoid disadvantage) for themselves or another person or an associated entity;
3. they comply with other Service Stream policies and procedures that have an impact on how Service Stream engages with other parties, such as those in relation to recruitment and procurement; and
4. they exercise their powers and discharge their duties to Service Stream in good faith and in the best interests of Service Stream.

3.2.2. Disclosure of conflict of interest

If a conflict of interest cannot be completely avoided, then Staff are required to declare the relevant conflict prior to starting or continuing the activity or, in the case of a conflict involving prospective Staff, during the application and recruitment process. If an actual or perceived conflict has already arisen, Staff are required to declare that conflict as soon as they become aware of it.

Where a relevant conflict arises, it must immediately be fully disclosed to the Staff member's manager and the Compliance Office, using the Conflict of Interest Declaration Form (Appendix 1 and available online [here](#)). Subject to compliance with applicable laws, the disclosure will remain confidential and only be disclosed to other persons within Service Stream on a 'need to know' basis.

For any Staff member that does not have online access to the Conflict of Interest Declaration Form (Appendix 1), they may print off a PDF version of the Form and complete and return it to the Compliance Officer at compliance@servicestream.com.au.

In addition to their obligations under this Policy, directors are required to disclose any conflicts in accordance with the *Corporations Act (Cth) 2001* (which, if applicable, may be a standing notice) so that other directors have notice of the conflict.

3.2.3. Outcome of disclosure of conflict of interest

Following the disclosure of a conflict, the Compliance Officer (or their delegate) will inform the Staff member or prospective Staff member within 10 business days of the outcome. Disclosures may be escalated to the relevant Executive Leadership Team member for decision in consultation with the Managing Director.

Potential outcomes may include (but are not limited to):

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- The prospective Staff member may not be permitted to commence employment or engagement with Service Stream.
- The Staff member receiving permission to proceed or continue with the activity in accordance with relevant Service Stream policies, applicable employment or engagement obligations, and any control measures or other conditions that may be directed by Service Stream.
- The Staff member being required to alter or cease their involvement with the activity.
- The Staff member being required to remove themselves from a particular decision-making process or business transaction.

In determining the appropriate outcome, Service Stream will take into account all matters that it considers relevant, which may include (but are not limited to):

- The size of the activity or interest (from a commercial and/or time commitment perspective).
- Whether the Staff member plays an 'active' role in the activity.
- Whether the activity interferes with the Staff member's ability to fully and diligently perform their work duties, including the risk of the Staff member devoting company time and assets to the activity.

3.2.4. Where conflicts of interest cannot be avoided

Staff who are permitted to proceed or continue with an activity or relationship following disclosure of their conflict of interest in accordance with this Policy, must adhere to their confidentiality and other employment or engagement obligations at all times, as well as any and all conditions notified to the Staff member by the Compliance Officer (or their delegate) in accordance with Section 3.2.3.

The Staff member and their responsible manager must ensure that all required conditions and controls are adhered to and ensure that there are arrangements in place to reduce the impact of the conflict or potential conflict.

3.2.5. Escalation of conflicts of interest

If any Staff member has reason to believe that the conduct of another Staff member is or may be perceived to be in conflict with the interests of Service Stream or a client, that Staff member must promptly notify their manager or the Compliance Officer.

3.2.6. Recording of the conflict in the Conflicts of Interest Register

The Compliance Team will maintain a Conflicts of Interest Register and promptly record a disclosed conflict and the procedures to manage the conflict in the register. The Conflicts of Interest Register and the procedures to manage the identified conflict will be reviewed annually by the Senior Internal Auditor.

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4. Breaches of Policy

A breach of this Policy also constitutes a breach of Service Stream's Code of Conduct and can lead to disciplinary action, including dismissal, with or without notice. Some breaches may also result in additional legal proceedings being taken by Service Stream or a regulator.

Breaches of this Policy are to be promptly escalated to the Compliance Officer by any Staff member that becomes aware of the breach. The Compliance Officer will then report any material breaches of this Policy to the Audit and Risk Committee.

5. Records

Records of conflicts identified in relation to Service Stream and decisions and actions taken in accordance with this Policy (including the Potential Conflicts of Interest Register) will be held in accordance with the Australian Privacy Principles.

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Appendix 1

Conflict of Interest Declaration Form

In accordance with Service Stream's Conflict of Interest Policy a member of Staff must:

- take reasonable steps to avoid any conflict of interest (actual, potential or perceived) in connection with the Staff member's employment or engagement with Service Stream; and
- disclose details of any interest of the Staff member in connection with the Staff member's Service Stream employment or engagement.

Please refer to the Conflict of Interest Policy for further details.

A. Staff declaration of material personal interests

Please list any interests¹ which are required to be disclosed in accordance with Service Stream's Conflicts of Interest Policy.

Click or tap here to enter text.

¹ Please refer to section 2.2 and Annexure 2 of the Conflicts of Interest Policy for examples of potential interest which may give rise to a conflict of interest.

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Staff Declaration

I declare that the above information is true and correct to the best of my knowledge and I confirm that:

- I have discussed the matter with my manager and disclosed all relevant information;
- I will comply with Service Stream’s Conflicts of Interest Policy and all notified controls and conditions in relation to the actual, potential or perceived conflict of interest;
- I will keep my manager informed of any changes to the above circumstances (including but not limited to notifying when a declared matter no longer presents a conflict) and reconfirm my position annually;
- The approval of a potential conflict of interest does not permit me to act in a manner which gives rise to an actual or perceived conflict of interest; and
- The approval of a potential, actual or perceived conflict of interest does not permit me to act in a manner which gives rise to other conflicts of interest (be they actual, potential or perceived), notwithstanding that they may be of a like or similar nature to the approved conflict.

Signature		Date	Click or tap to enter a date.
Staff Name	Click or tap here to enter text.	Manager Name	Click or tap here to enter text.