

POLICY ON IMPARTIALITY & CONFLICTS OF INTEREST

1. INTRODUCTION

1.1 ITCC International is a Limited Company, and the Impartiality Committee is responsible for agreeing on the areas/territories in which ITCC International Limited operates, including the appointment of overseas Offices and Agents.

1.2 A conflict of interest occurs when there is a divergence between an individual's private interests and his/her obligations to ITCC International Limited, such that an independent observer might reasonably question whether the individual's actions or decisions are determined by considerations of personal gain, financial or otherwise.

1.3 This policy sets out:

- What a conflict of interest is and how it should be managed within ITCC International Limited by all staff, including those working for or on behalf of the Certification Body.
- The procedures for managing and/or declaring a conflict of interest situation within ITCC International Limited.

1.4 The objectives of this policy are to:

- Raise awareness with all staff about conflict of interest.
- Provide guidance on the management of conflict of interest to ensure that staff and Agents are acting in the best interests of ITCC International Limited and its Clients/customers at all times.

1.5 All members of staff and all Agents of the Company must therefore conduct their affairs in ways that will not compromise the integrity of ITCC International Limited.

2. DEFINITIONS

2.1 Conflict of Interest: Actions or situations that might influence, or be perceived as being capable of influencing, an individual's judgement regarding his/her obligations to ITCC International Limited by considerations of personal gain (or gain to immediate family) whether financial or otherwise. These include but are not limited to:

- Executive and Non-Executive Directorships on a Client's management Board.
- Consultancy with clients.
- Breach of confidentiality.
- Working for another Certification Body.
- Delivery of training courses/programmes.

2.2 Fidelity: An employee must serve his/her employer faithfully and not act against the interests of the employer nor set up or be involved in a rival operation.

2.3 Duty of Fidelity: The duty of faithfulness owed by an employee to his/her employer (ITCC International Limited) by virtue of his/her employment. The individual/employee also undertakes not to act against the interests of ITCC International Limited's business.

2.4 Conflict of Commitment: Commitment on an individual's time which results in the professional obligations of the individual to ITCC International Limited being neglected or not fulfilled to the best of their abilities.

2.5 Confidential Information: Any information or data that the owner wishes to keep protected secret and includes, but is not limited to:

- Client records.
- Personnel records.
- Proprietary knowledge about quotations / costings.
- Information about forthcoming business activities.
- Information about contractor/subcontractor selection / appointments ahead of official announcements.

2.6 Member of Staff: For the purposes of this policy, all ITCC International Limited assessment, administration, and certification personnel, including sub-contract Auditors.

2.7 Close Personal Relationship: Defined by virtue of family relationship, personal partnership, civil partnership, or marriage. The term may also apply to close personal friendship, business partnership, or association.

2.8 Immediate Family: Parents, spouse/civil partner/domestic partner, and children.

3. POLICY PROVISIONS – REQUIREMENTS TO DISCLOSE INTERESTS

3.1 An appointment as a member of ITCC International Limited staff, including those employed as overseas Offices or acting as ITCC International Limited's Agents, confers the obligation to carry out the duties of the position to the best of the member of staff's abilities.

3.2 Furthermore, an appointment as a Director of ITCC International Limited and/or member of the Impartiality Committee carries with it the expectation of participation in organisation governance, in the formulation of policy, and in the determination of the priorities of the Certification Body.

3.3 Fulfilment of the obligations requires a primary commitment of expertise, time, and energy. Staff must maintain an appropriate presence at their normal place of work or

conducting assessment activities on Client's premises throughout the term of their contract. All external activity must be managed in agreement with the Managing Director, so as not to take precedence over a member of staff's primary commitment to ITCC International Limited.

3.4 Aside from time commitments, external professional activities which are not undertaken as a primary activity for the benefit of ITCC International Limited can generate conflicts of interest where:

- Use of ITCC International Limited resources is unavoidable in practice.
- It is difficult, if not impossible, for ITCC International Limited to review and reward contributions of staff for work undertaken elsewhere.
- Action can result in placing staff in conflict of interest situations.

3.5 Clear boundaries must be established to separate ITCC International Limited obligations and external activities in order to avoid questions about the appropriate use of resources and attribution of services resulting from work undertaken.