



**COM 1151 - (C) Aramex
Conflict of Interest
Policy - External**



POLICY PURPOSE

The purpose of the Aramex Conflict of Interest Policy (“Policy”) is to give clear instructions to Aramex employees and other Related Parties¹ on identifying, avoiding, and disclosing conflicts of interest.

This Policy:

- Describes the various forms of conflicts of interest.
- Illustrates situations where conflicts of interest might arise and the recommended course of action.
- Details the avenues of support to be used for reporting compliance concerns and gaining additional guidance.

Just because a conflict of interest exists does not necessarily mean that it is unacceptable and cannot be resolved. Often, these situations cannot be avoided so it is important to recognize when they do exist and know how to deal with them.

APPLICABILITY

This Policy applies to all employees of Aramex and its worldwide Related Parties, including officers, directors, full-timers, part-timers, contract, and temporary employees. It covers all aspects of work, transactions, activities, and business endeavors.

APPLICABLE LAWS

Aramex is committed to fair and ethical business practices and avoiding corruption of all kinds, including conflict of interest. We abide by all applicable anti-corruption laws, including the Foreign Corrupt Practices Act (FCPA) of the United States, the U.K. Bribery Act (UKBA), the United Nations Convention against Corruption (UNCAC) and the local laws in every country in which we operate (“Applicable Laws”).

Some countries in which we operate may have laws stricter than those mentioned in this Policy. As a general rule, we follow the most stringent laws, regulations, or policies applicable to our business in these countries.

The combination of Applicable Laws and our global presence requires maximum alertness to corruption and full awareness of how to recognize and eliminate it from any transaction we take

¹ **Related Parties:** subsidiaries, affiliates, joint ventures, franchisees, agents, consultants, contractors, sub-contractors, and anyone else who performs services for or acts on behalf of Aramex.



part in. In case of any doubt about what is expected of you under the Applicable Laws or this Policy, you must seek guidance from Compliance and Human Resources.

RESPONSIBILITY (CALL FOR ACTION)

Both employees and Related Parties of Aramex, are all responsible to uphold the company values and conducting business with integrity and honesty. The following actions must be taken to fulfill our commitment to fair and ethical business practices:

- Step away from situations that involve a conflict of interest or those that may be viewed as involving a conflict of interest.
- Stay alert to any red flags suggesting wrongdoing by another employee or a Related Party.
- Support and encourage other employees and Related Parties to comply with this Policy.

Reporting Arrangements and Anonymity

If you witness any potential violations, you must speak up. We operate under a no-retaliation policy, which means that we will never retaliate against or subject any person to unfavorable treatment, who reports a genuine concern to us.

Potential violations could be reported anonymously via methods provided in **Appendix II** (end of the document).

WHAT IS A CONFLICT OF INTEREST?

A conflict of interest is a situation where **your personal interest does not match the interest of Aramex**. This includes financial or non-financial interests.

Conflicts of interest on their own do not pose a risk to Aramex unless they affect the decision-making process of the individual with the conflict.

Conflicts of interest can create potential divided loyalties between your personal interests and your obligations to Aramex, potentially adversely affecting the way you perform your duties at Aramex.

Conflicts of interest have the following main **types**:

ACTUAL CONFLICT OF INTEREST

An actual conflict of interest involves a direct conflict between an employee's or a Related Party's current duties and responsibilities, and existing personal interests. Actual conflicts of interest occur when one is placed in a situation where there is a difference between their own interest and Aramex's own interest.



PERCEIVED (APPARENT) CONFLICT OF INTEREST

A perceived or apparent conflict of interest can exist where it could appear to others, that an employee's or a Related Party's personal interests influence the performance, actions, or duties and responsibilities – whether or not this is in fact the case.

For example, if you are responsible for choosing the best quote for a service Aramex needs, and after choosing the supplier, you discover that your cousin works with the supplier's company. In this situation, your actions were unbiased, since you did not know about this conflict prior to choosing the quote, but to an outsider viewing the situation, it appears that a conflict of interest exists continuing or proceeding with the supplier in the future would be considered a conflict of interest.

POTENTIAL CONFLICT OF INTEREST

A potential conflict of interest arises when an employee, or a Related Party, has a personal interest that could conflict with their duties and responsibilities in the future, usually due to change in circumstances. In other words, a conflict of interest that is not currently an actual one but could become in the future.

For example, if you are a procurement officer at Aramex and your spouse was approached to work as a sales officer for a big supplier, this is still a potential conflict, but if she accepts the job, the potential conflict will become an actual conflict.



VALUES CHECKPOINT!

SCENARIO:

I am a Country Manager, and my brother has applied for a vacancy to work in our station as an Accounting Manager. He is very qualified and might be reporting directly to me. Would this be a conflict of interest? What type of conflicts of interest will this be if he is hired?

RESPONSE:

Yes, this has potentially all three types of conflict of interest:

Potential: since your brother applied for the vacancy, there is the potential of him reporting to you (if he is hired) which constitutes a potential conflict of interest.

Perceived: when a close relative works with an employee at the same company and in the same team, there is a perceived conflict such as a perceived preferential treatment.

Actual: if he is hired and reports directly to you, then you and your brother will have an actual conflict of interest.

RED FLAGS

A red flag is a fact, event, or set of circumstances that may indicate a potential compliance concern for illegal or unethical business conduct. Although some conflicts of interest might be hard to identify, there are some clear warning signs to look out for.



While performing day-to-day work, Aramex employees and Related Parties may come across red flags that can create or lead to a conflict of interest, which should trigger concern and appropriate action.

The following examples are not exhaustive and may not in themselves constitute or indicate a violation of this Policy or the Applicable Laws, they may be indicators of potential current or future non-compliance.

Red Flag Examples:

- Accepting gifts, entertainment, and hospitality (exceeding nominal/low value).
- Charitable or political contributions.
- Holding government jobs, appointments, and elected positions.
- Employment and/or supervision of close relatives.
- Working for and/or investing in Third Parties who are competitors, suppliers, Related Parties, and/ or customers.
- Taking business opportunities that rightfully belong to Aramex.
- Working for other organizations.
- Steering business to a specific vendor, supplier, or consultant regardless of quality and need.

* To learn more about these red flags, refer to the guidelines in policy conclusion.

IDENTIFYING AND DISCLOSING CONFLICTS OF INTEREST

Employees and Related Parties are responsible for identifying and disclosing their own conflicts of interest. If you are aware of or even suspect that you may have a conflict of interest, you must immediately disclose it in accordance with this Policy.

Disclosing information about conflicts of interest helps ensure that you are not placed in a position to choose between a personal interest and the interests of Aramex. It allows Aramex to evaluate the relevant circumstances and facts to determine if an actual conflict exists. Ultimately, it helps protect Aramex's brand and reputation, in addition to the reputation of individuals and Related Parties.

1. IDENTIFYING CONFLICTS OF INTEREST

To properly identify conflicts of interest, consideration should be given to whether an employee or a Related Party could be influenced, or appear to be influenced, by personal interests while performing their roles.



Employees and Related Parties need to consider:

- If they, or someone associated with them, **would benefit or be harmed**, directly or indirectly, now or in the future, by a decision they may be involved in.
- Whether they or someone associated with them, **has received a gift or benefit from another person or business who would benefit from a decision** they may be involved in.
- If they, or someone associated with them, have **an ownership interest or any other financial interest in a business that is a competitor, supplier, or customer**, and would benefit from a decision they may be involved in.
- Whether a **member of the public would view their decision as being influenced by their personal interests** or associations with other persons/entities.

2. REVIEWING AND MANAGING CONFLICTS OF INTEREST

After the form is submitted, Aramex will conduct follow-up activities and ask more questions about the situation, to determine the best course of action to be taken.

Disclosing a situation does not mean that there will always be a conflict of interest. Each situation is unique, and we will always try to work out the best solution to any conflict.

- On receipt of the declaration, the Direct Manager must coordinate with the Human Resources, Legal, or Compliance Departments to assess the situation and determine whether a potential or actual conflict exists.
- The Direct Manager must bring the conflict situation to the Station/Country Manager until a decision regarding resolving the conflict is made.
- Meanwhile, the Direct Manager is to advise the employee not to take further action in relation to the conflict until a decision is made.
- Conflicts of interest may be resolved or managed in a variety of ways, the choice of strategy will depend on the assessment and the advice received.

Some **ways** to resolve or manage a conflict are:

- **Restrict**: restrictions are placed on the employee's involvement in the matter of creating the conflict.
 - **Remove**: the employee is removed from their involvement in the matter of creating the conflict.
 - **Recruit**: an independent Third Party (i.e., internal or external) is used to oversee part or all of the **process** that deals with the matter of creating the conflict.
 - **Renounce**: the employee renounces the personal interest that is creating the conflict.
 - **Resign/Relocate**: the employee resigns or relocates from his/her current position.
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- Once a decision is made, it will be clearly relayed to the employee, Direct Manager, and regional Human Resources Partners in writing, stating what actions and expectations are required by the employee.
 - Formal written records should be kept of all reassessments, decisions made, and actions taken in relation to any conflict of interest.



CONCLUSION

Thank you for reading our Conflict-of-Interest Policy. The information in this Policy supplements our Code of Conduct serves as a manual to help you face potential corruption with confidence and gives you the tools necessary to make the right decision.

Most importantly, this Policy demonstrates our commitment to supporting you as an Aramex employee or Related Party and our genuine interest in helping you make decisions in accordance with our values.

If a situation does not feel right, you have our full support to walk away from it and seek further guidance from various resources within the company as described in the "Reporting Violations" section of this policy.

For further information on our values and commitment to ethical conduct, please take your time and review our Aramex Code of Conduct.

Appendix I: Conflict of interest Guidelines

ACCEPTING GIFTS, ENTERTAINMENT, AND HOSPITALITY

- The acceptance of gifts, entertainment, and hospitality could lead to a conflict of interest if they are meant to influence decision-making or impair judgment toward a certain action.

CHARITABLE AND POLITICAL CONTRIBUTIONS

- Charitable and political contributions could lead to a conflict of interest if they are meant to influence decision-making or impair judgment toward a certain action.
- For Charitable and Political Contributions, refer to the policies below:
 - Charitable Donations and Sponsorships Policy
 - Political Contributions and Involvement Policy

SCENARIO:

My children attend a private school, and recently the school has started a fundraiser for a new gymnasium. They are struggling to raise the money needed to start construction and need additional donations. I know that Aramex supports the communities we operate in, and this seems like a great opportunity to give back. Can I use \$500 of company funds to donate on behalf of the company to my children's school?

RESPONSE:

No. All charitable donations need to be carefully reviewed and approved. It might seem like a conflict of interest because your children will directly benefit from the donation as they are attending that school and will be using the gymnasium. Aramex supports the communities that we operate in, but in a way that is responsible and will not create a perceived conflict of interest.



HOLDING GOVERNMENT POSITIONS

- Working for government², or being closely related to a government official can sometimes cause a conflict of interest. It does not matter if the government job was by appointment, an elected position, or other basis; the guidelines remain the same. Government officials create laws, set policies, and act in a position of power in the public and private sectors. If an Aramex employee is serving as a government official or is closely related to a person who is, it could appear to be a conflict of interest for Aramex.
- Employees must disclose any sort of government employment to Aramex as soon as possible and typically before starting to work for the government.
- There are also laws in some countries that deal with hiring current and former government officials that we must abide by. Disclosing your government job will not necessarily preclude you from working with Aramex.

² Working for a government includes:

- Government entities.
- Public international organization (e.g., United Nations, the World Bank, or the International Monetary Fund).
- Department or agency of any government or of any public international organization; or
- Company, entity, or other organization owned or controlled by, or acting in an official capacity on behalf of, any of the above.



WORKING FOR AND/OR INVESTING IN COMPETITORS, SUPPLIERS, BUSINESS PARTNERS, OR CUSTOMERS

- Doing work for competitors is always a conflict of interest. The company does not allow employees to work for both Aramex or its competitors. As Aramex operates in an extremely competitive business landscape, we need to ensure that the integrity of our data and employees is uncompromised. If someone works for a competitor, they risk violating confidentiality relating to business secrecy or being viewed as not fully dedicated to their employers.
- Similarly, working for Aramex’s suppliers, vendors, business partners, or customers could constitute a conflict of interest. This can create a conflict because employees can be regarded as being on both sides of a deal where the best interests of both parties cannot be attained.
- Some types of investments that could cause a conflict of interest are the ones that are made in the business of our competitors, suppliers, business partners, and/or customers. An investment in suppliers or other business partners could influence an employee to retain these business partners even when doing so is not in the best interest of Aramex.
- If you invest in or are considering investing in other organizations, you should disclose this to Aramex well before the investment is made.

• **SCENARIO:**

Our company has been a long-time partner with one of our biggest air freight providers and has established a mutually beneficial relationship. I oversee operations with this service provider. I know that Aramex’s business makes up a substantial portion of revenue for the service provider and we are about to sign a new contract with them soon. Since I am knowledgeable about their operations and believe they are a reputable and successful company. Would it be okay for me to buy some stock from this service provider?

RESPONSE:

No. Buying shares in this service provider creates a conflict of interest because you would be impacted by Aramex’s determination to retain this service provider. You should not invest in competitors, business partners, or similar companies without discussing the matter with the Compliance or Legal Departments.



TAKING BUSINESS OPPORTUNITIES THAT RIGHTFULLY BELONG TO ARAMEX

- While doing business and day-to-day work, you may learn of opportunities that you could take advantage of to increase your personal income. This personal enrichment can come in the form of money, tangible benefits, avoidance of losses, or other advantages. Any business opportunities you learn about during your employment with Aramex must be used exclusively for the company's benefit.

- **SCENARIO:**

My colleagues worked on a contract and lost it due to pricing issues. I decided to tell a friend and take the account with him where we could meet the price requirements of the customer. As a result, I worked on the account in my free time and delivered the services to the customer without affecting my work at Aramex. Would this be considered a conflict of interest?

RESPONSE:

Yes. You should not approach any customer of Aramex to perform work even if the contract does not materialize. Aramex might still do business with the customer, and you will be in conflict because you are personally benefiting through your association with Aramex.

WORKING FOR OTHER ORGANIZATIONS

- Doing work for other organizations, freelancing, or doing entrepreneurial work while being employed at Aramex can sometimes, but not always, be a conflict of interest. In all situations, a written pre-approval is required prior to accepting another job outside of Aramex. It is not allowed to consider work opportunities from other organizations that are in the same industry as Aramex as these companies can be competitors, suppliers, or business partners. Employees are not allowed to work for Aramex while starting businesses that could operate in the same industry as Aramex or be a competitor.
- Aramex does not put a complete restriction on doing work for other organizations but any other work you perform must not affect your ability to effectively perform your duties at Aramex. It may be acceptable to take another job with a company that operates outside of Aramex's industry and does not compete with Aramex. If you are considering taking another job, please talk to your Direct Manager and Human Resources Department before doing so, to determine if a conflict of interest exists.
- Our policy of allowing work in other companies provided it does not represent a conflict, as mentioned above, is driven by the true entrepreneurial spirit that Aramex encourages its employees to undertake.
- In some countries, however, it might be against the law to have more than one occupation or to work for more than one employer. In these countries, we expect employees to abide by local laws.
- **SCENARIO:**
I recently got a second job working for a restaurant on the weekends. As far as I know, Aramex and the restaurant do not have business dealings together. I took the job before speaking to my supervisor about it and I want to be sure there is not a conflict of interest, what should I do?



RESPONSE:

You should disclose that you are doing work for another company as soon as possible. It would have been better if you let your supervisor know about your other job opportunity before you accepted it, so Aramex could have determined beforehand if a conflict of interest exists. Even if a conflict seems unlikely, we should always get pre-approval before accepting other employment opportunities.

STEERING BUSINESS TO A SPECIFIC VENDOR, SUPPLIER, OR CONSULTANT REGARDLESS OF QUALITY OR NEED

- Aramex selects suppliers and business partners based on factors such as price, reliability, reputation, and quality. We should not base purchasing or hiring decisions on personal, friendships, relationships, or other non-business-related factors.
- There can appear to be a conflict of interest when an Aramex employee awards a contract to or hires a supplier that is a close friend or relative. In such a case, you should disclose this and ask to remove yourself from the decision-making process. Removing yourself from the decision-making process does not mean that the potential supplier will automatically be excluded.
- This is not meant to silence our employees while selecting business partners, but to ensure that we base our decisions on what is best for Aramex. In fact, the company values crucial input from employees based on legitimate business needs. While we can recommend potential suppliers to Aramex, we need to make sure they are hired based on objective criteria and not on personal relationships alone.



Appendix II: Methods of reporting a potential violation anonymously

Potential violations could be anonymously reported via the following **methods**:

a. Case Management System "Lighthouse"

Concerns can be reported through our reporting [channel](#), following the various steps below:

- a. Select your language accordingly.
- b. Then, click the Submit key to start reporting your case.
- c. Please note that you will need to answer a few questions related to your allegation prior to reporting the allegations' description.

b. Hotline "Toll-Free" Telephone as follow:

By calling one of the various external telephone numbers as below:

| Region | Country | Telephone Number |
|--------------------|----------------------------|------------------|
| GCC | United Arab Emirates (UAE) | 800 0320692 |
| | Saudi Arabia (KSA) | 800 850 1502 |
| MENAT | Jordan | 06 429 6441 |
| North Africa | Egypt | 150 169 2053 |
| Sub Saharan Africa | South Africa | 080 098 2093 |
| North America | USA & Canada (English) | 833-203-5713 |
| | USA & Canada (Spanish) | 800-216-1288 |
| | Canada (French speaking) | 855-725-0002 |

c. Anonymous Reporting App from Lighthouse Services

This app can be downloaded to your phone and will enable you to submit new anonymous reports and follow up on anonymous reports related to an issue at your company or organization. In order to use the app:

First, download it to your phone and install it.

- If your phone is an iPhone, download the app [here](#) or scan this code



- If your phone is not an iPhone, download the app [here](#) or scan this code





Your report will be treated with the highest level of confidentiality, and we will use our best efforts to ensure that your identity is not disclosed. In certain countries, there are additional reporting mechanisms, which should be discussed with the Risk and Compliance Department.

To assist in assessing or investigating your concerns, it is essential to report in good faith and provide all required details of the reported allegations.