



SEAFRIGO GROUP

SEAFRIGO GROUP CONFLICT OF INTEREST PREVENTION AND MANAGEMENT

FEBRUARY 2026

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Purpose of the Charter

The purpose of this charter is to define the principles applicable to the prevention, detection, and management of potential conflicts of interest that may arise between the Seafrigo Group (or its employees) and any third parties (customers, suppliers, government agencies, etc.).

It aims to guarantee the loyalty, integrity, impartiality, and independence of decisions made in the exercise of professional duties, and to protect the reputation of the Seafrigo Group.

If not properly identified and managed, conflicts of interest may give rise to legal action and/or administrative sanctions (disciplinary and/or financial) that could lead to a loss of revenue and damage the reputation of the Seafrigo Group.

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Scope

Both this Charter and the Group's Anti-Corruption Charter apply without restriction to all companies within the Seafrigo group, including its foreign subsidiaries.

It is specified that the rules set out in this Charter are not intended to replace or modify the laws and regulations in force, but to provide guidance and reference points for the conduct of the professional activities of Seafrigo Group employees.

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Recipients

This charter is intended for all Seafrigo Group employees.

It should be noted that certain employees may, given their specific duties and scope of responsibilities, be faced with conflicts of interest that could place them in a particularly uncomfortable position and prevent them from performing their duties in the best interests of the Seafrigo Group.

To avoid such a situation, employees must complete a conflict of interest declaration as soon as they take up their position, in particular:

- Members of the Seafrigo Group Executive Committee and their direct subordinates;
- All Seafrigo Group department managers and their direct subordinates;
- All Seafrigo Group warehouse managers and their direct subordinates;
- All Seafrigo Group purchasing department employees;
- In general, all new employees will sign a declaration of absence of conflict of interest or, where applicable, the conflict of interest declaration form.



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Definition of a Conflict of Interest

A conflict of interest arises when a personal interest, whether direct or indirect, interferes or appears to interfere with an employee's professional obligations or the interests of the Seafrigo Group.

This may involve:

- A family, friendship, or emotional connection;
- A financial interest (shareholding, remuneration, debt);
- An external commitment (parallel activity, mandate);
- A situation of proximity or influence on a decision (recruitment, selection of a service provider, awarding of a contract, etc.).

A conflict of interest is not a fault in itself, but it must be declared and managed.

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Scope of application

This charter applies:

- To all Seafrigo Group employees, regardless of their status (permanent contract, fixed-term contract, temporary contract, internship, work-study program);
- To members of the Executive Committee and Board of Directors;
- To service providers, consultants, and partners acting on behalf of the Seafrigo Group.

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Examples of Risky Situation

- Participating in the selection of a supplier managed by a family member.
- Hiring a relative or exercising direct authority over them.
- Holding shares in a competing company or client.
- Engaging in undeclared professional activities.
- Receiving gifts or personal benefits in connection with a professional decision.

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Reporting obligations

Any employee faced with an actual, potential, or apparent conflict of interest must :

- Report it immediately to your manager, who will forward it to the HR department and the ethics officers.
- Complete a declaration of potential conflict of interest (internal form provided for this purpose attached to this charter) for processing of the situation until it is archived.
- Refrain from making any decisions or participating in any affected processes until the situation has been assessed and resolved.

A centralized register shared by all officers is created and managed by the HR department to facilitate monitoring. It will be fully accessible to Ethics Officers for review.

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Management procedures

The reported situation is:

- Assessed by the Group's Ethics Officers;
- Followed by a management plan: abstention, temporary withdrawal, change of assignment, validation by a third party, etc.

Each case is monitored confidentially and documented, with the employee concerned being informed of the decision as soon as possible.

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Penalties for non-compliance

Failure to comply with this Charter, failure to declare or deliberate concealment of a conflict of interest may result in:

- Disciplinary action (in accordance with internal regulations);
- Reporting to the competent authorities in the event of suspected misconduct relating to corruption or fraud.



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Role of each individual

Furthermore, employees, due to their obligation of loyalty to the company:

- Have an obligation of vigilance and transparency;
- Must ask questions in case of doubt about a potential conflict of interest that does not directly concern them, using the alert channels made available to them by the company.

Managers :

- Are responsible for prevention within their scope;
- Must guide their teams and report any alerts.

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Reporting channels

Conflicts of interest, other than personal ones, can be reported either:

- To the Manager;
- To the Group's Ethics Officers;
- To the HR or Legal Department;
- **Via the Safe Workplace platform for a confidential report, which may be anonymous or not.**

<https://seafriigo.safework.place/login> (accessible on line 24/7)



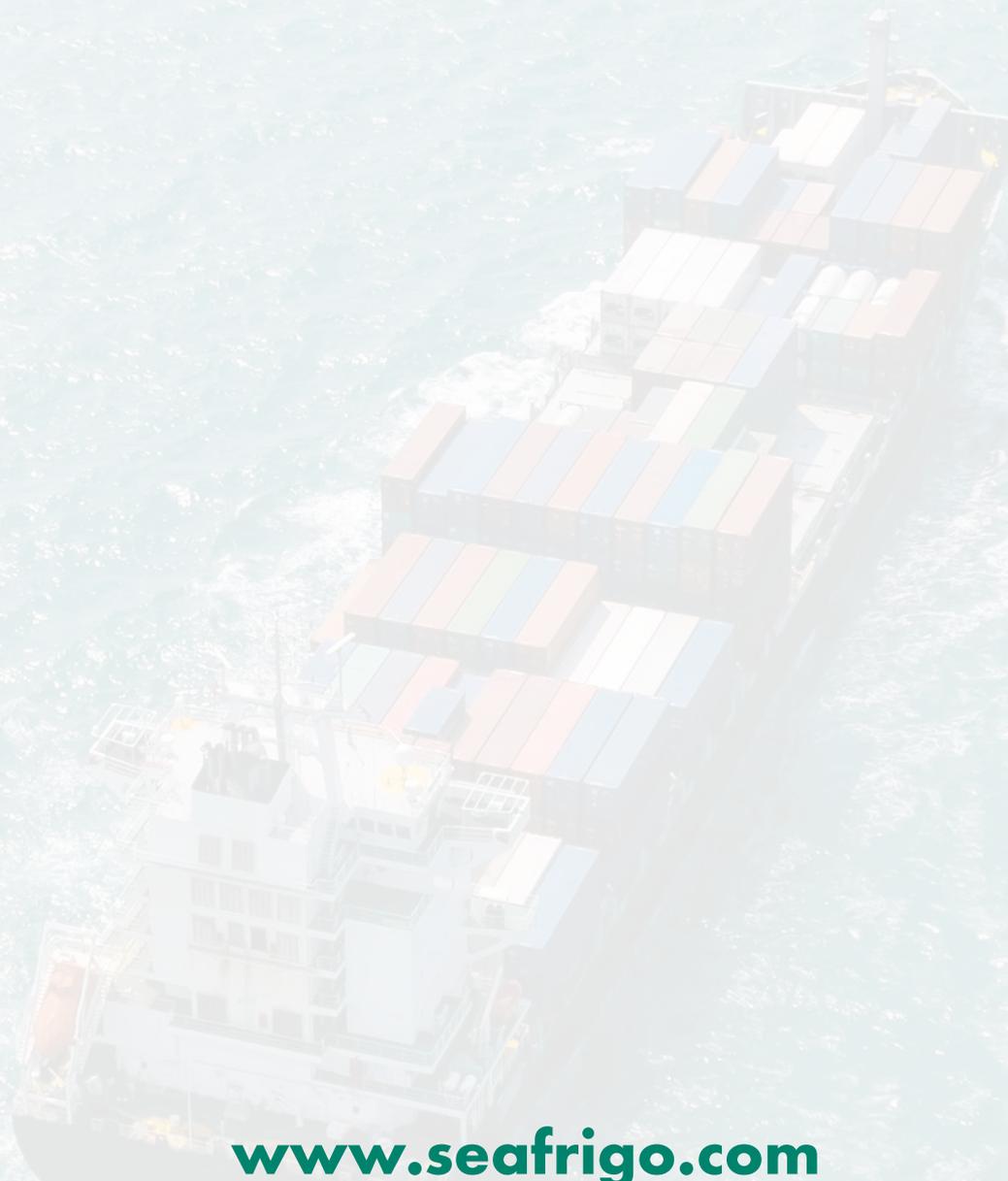
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Commitment

Each employee is asked to:

- Read this charter;
- Apply it in the performance of their duties;
- Confirm that they have read it as part of the Code of Conduct training.





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