Policy for Conflicts of Interest

A Director must declare the nature and the extent of any interest, direct or indirect, in which he or she has in a proposed transaction or arrangement with the Company or in any transaction or arrangement entered into by the Company which has not previously been declared.

Director notifies the Board that he believes it may be considered a "conflict" The Board
of
Directors
registers
the
interest as
a
"conflict"
on the
"Register
of
Directors
Interests"

When a matter is to be discussed at a meeting or decided in accordance with Article 19 and the Director has a conflict of interest, he or she must:

20.3.1: remain only for such part of the meeting as in the view of the other Directors is necessary to inform the debate

20.3.2: not be counted in the quorum for that part of the meeting

20.3.3: withdraw during the vote and have no vote on the matter

Director notifies the Board that he does not consider it a "conflict" The Board of
Directors registers
the interest and
conducts a full
investigation into the
matter

The Board of Directors consults with solicitor for legal advice. The Board of Directors will vote on whether or not the Director has a conflict of interest

The Board of Directors decide that a "conflict" does exist.

The Board of Directors decide that a "conflict" does not exist When a matter is to be discussed at a meeting or decided in accordance with Article 19 and the Director has a conflict of interest, he or she must comply with Article 20.3 (i.e., 20.3.1, 20.3.2, 20.3.3; see above)

The Board of Directors registers the interest on the "Register of Directors Interests"