

SLOW

Regenerative Cocoa & Coffee

Conflict of Interest Policy

Identifying, disclosing, and managing conflicts of interest across Slow's operations

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Tier	Tier 3 — Topic Policies
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Owner	Chief Impact Officer (CIO)
Approver	Chief Executive Officer (CEO)
Geographic Scope	All Slow employees, directors, officers, and contractors globally
Standards Alignment	UN Global Compact, OECD Guidelines for Multinational Enterprises, EcoVadis, B Corp, ISO 37001

1. Policy Statement

Slow requires all employees, directors, officers, and contractors to make decisions in the best interests of the company and its stakeholders. A conflict of interest arises when a personal interest -- financial, relational, or otherwise -- has the potential to influence, or appear to influence, how a person performs their duties. This Policy sets out Slow's requirements for identifying, disclosing, and managing conflicts of interest.

The existence of a conflict of interest is not automatically a violation of this Policy. It is the failure to disclose a conflict, or to act on an undisclosed conflict, that constitutes misconduct.

2. Scope

This Policy applies to all Slow employees, directors, officers, contractors, and interns in all jurisdictions. It applies to conflicts arising in the context of any Slow business activity, including sourcing, procurement, hiring, audit, and investment decisions.

3. What Constitutes a Conflict of Interest

A conflict of interest may be actual (clearly present), potential (foreseeable), or perceived (a reasonable person could conclude that a conflict exists). Situations that may give rise to a conflict include:

- Financial interest in a supplier, customer, competitor, or business partner (directly or through a family member).

- Employment by or consulting for a Slow supplier, competitor, or business partner, whether current or recent.
- A personal or close family relationship with a Slow supplier, employee being managed, or business partner.
- Participation in a procurement, hiring, or audit decision where the outcome could benefit the employee personally.
- Receipt of gifts, loans, or hospitality above the thresholds in GOV-POL-02 from a party with whom Slow does business.
- Use of Slow's assets, information, or relationships for personal gain or for the benefit of a third party.
- Serving as a director, trustee, or officer of an external organisation whose interests conflict with Slow's.

4. Disclosure Requirements

4.1 Annual Disclosure

All Slow employees, contractors with ongoing engagement, and Board directors complete an annual Conflict of Interest Disclosure (GOV-FRM-01) by the end of Q1 each year. The disclosure asks whether any situations listed in Section 3 apply, and requires a brief description of any that do. Completion is mandatory; non-submission is treated as a compliance failure.

4.2 Ad Hoc Disclosure

Any new conflict or potential conflict arising outside the annual cycle must be disclosed promptly -- within 5 business days of the employee becoming aware of it. Disclosure is made to the employee's line manager and to the HR Manager, or directly to the CIO. Where the CIO has a potential conflict, disclosure is made directly to the CEO.

4.3 Disclosure Records

The HR Manager holds the COI Disclosure Register (GOV-FRM-01) for all staff. Disclosures from the CIO and senior leadership are held by the CEO. Disclosure records are confidential and held for 7 years.

5. Managing Disclosed Conflicts

Once a conflict is disclosed, the CIO (or CEO for CIO-level conflicts) determines the appropriate management approach, which may include:

- Recusal: the disclosing person is excluded from the relevant decision, negotiation, or approval process.
- Restriction: the disclosing person's involvement in the relevant matter is limited to clearly defined activities.
- Consent: where the conflict is assessed as low-risk, it may be acknowledged and documented without further restriction.
- Divestment or severance: for significant financial conflicts, the employee may be required to divest the conflicting interest or terminate the outside engagement.

The management decision is documented in the COI Register. Where recusal applies, the affected person's line manager ensures alternative arrangements are in place for the relevant decisions.

6. Board-Level Conflicts

Board directors who have a material conflict of interest in a matter before the Board must declare it at the outset of the relevant meeting and, if required by applicable company law or the Board's own procedures,

absent themselves from the relevant discussion and vote. The Chair maintains a register of director interests.

7. Specific Safeguards in the Impact Management System

Certain roles in Slow's Impact Management System are deliberately separated to manage structural conflicts of interest (see FWK-01 Section 4.6):

- Grievance intake and investigation sits with the HR Manager, not with Operations or country managers. Grievances concerning the HR Manager or senior leadership are escalated to the CEO.
- Supplier audit findings and corrective action tracking sit with the Implementation Manager, not with commercial Sourcing.
- Wage-setting decisions require CEO approval; the living wage benchmark methodology is developed by the Social Lead and applied by the HR Manager.
- Annual COI disclosures from the CIO and senior leadership are held by the CEO.

8. Undisclosed Conflicts

Failure to disclose a conflict of interest is itself a breach of this Policy and may constitute a breach of the employee's duty of loyalty. Undisclosed conflicts are investigated by the HR Manager and may result in disciplinary action, up to and including termination. Where financial loss to Slow has resulted from an undisclosed conflict, legal action may follow.

9. Training

All staff receive awareness training on this Policy at onboarding and annually per MGT-06. Country Implementation Leads receive additional training on the practical application of COI rules in sourcing and procurement contexts.

10. Reporting Concerns

Employees who suspect a colleague has an undisclosed conflict of interest may report via the whistleblower channel (GOV-POL-05 and GOV-SOP-01). All reports are handled confidentially and retaliation is prohibited.

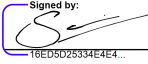

11. Governance

The CIO owns this Policy and maintains oversight of the annual disclosure process. The HR Manager administers the GOV-FRM-01 register. Aggregate trends (number of disclosures, types of conflict, management outcomes) are reported to the CIO annually and summarised in the internal Board Impact Briefing (RPT-02).

12. Revision History

Version	Date	Author	Description of Changes
1.0	2026	Chief Impact Officer	Initial release as Tier 3 Topic Policy. Establishes Slow's conflict-of-interest disclosure and management framework, including structural safeguards for the Impact Management System.

Sign-Off

Role	Name	Signature & Date
Chief Impact Officer	Sabrina Mustopo	<p>Signed by:  ----- Date: <u>5/29/2026</u></p>
Chief Executive Officer	Sebastian Nielsen	<p>Signed by:  ----- Date: <u>5/31/2026</u></p>