

CORPORATE POLICY

CONFLICTS OF INTEREST

Purpose and scope

Purpose

At Reckitt, we recognise that our relationships with others are built on trust. As part of our commitment to foster and maintain such trust, we need to be able to recognise and report situations which may be perceived to compromise it. The purpose of this Policy is to set out your duties and obligations regarding actual, potential, or perceived conflicts of interests.

Scope

This Policy applies to Reckitt's job applicants, employees, contractors, agents, consultants, outsourced personnel and other third-party representatives working on Reckitt's behalf. All persons to whom this Policy applies have a duty to recognise and report the circumstances where a conflict of interest arises or could arise in the future.

This Policy contains Reckitt's global standards. In some countries, more stringent laws and regulations may apply – where this is the case, the more stringent standard will supersede the corresponding global-level prescriptions set out in this Policy.

Policy statement

What is a conflict of interest?

A conflict of interest occurs when private interests, including personal, financial, social or family interests may unduly influence one's business judgments, decisions, or actions. Making judgments, taking decisions, or pursuing actions when facing a conflict of interest may make it difficult to perform work for Reckitt objectively and may have legal and regulatory consequences.

At Reckitt, we define conflicts of interest broadly: actual conflicts of interest (when one faces a real, existing conflict); potential conflicts of interest (when one is in or could be in a situation that may result in a conflict); and perceived conflicts of interest (when one is in or could be in a situation that may appear to be a conflict, even if this is not the case).

Conflicts of interests represent a high risk to the reputation of our business and may undermine our commercial interests; as such, avoidance of conflicts of interest is critical to maintain Reckitt's integrity and build trust amongst our stakeholders. It is the responsibility of all those in scope for this Policy to avoid situations that present or create an actual, potential or perceived conflict between their interests and those of Reckitt. As such, any situation where a conflict of interest arises must be disclosed as soon as possible, investigated, and dealt with in a timely fashion.

In Reckitt, we deal with two types of conflicts of interest: personal conflicts or business conflicts.

a) Personal Conflicts of Interest

A personal conflict of interest relates to any circumstances in which an individual's familial or social matters conflicts with Reckitt's business goals. Examples of personal conflicts of interest include:

- Being involved in any hiring/retention decision regarding a relative/ friend/ significant other;

- Having an employee and a relative/ friend/ significant other in a managerial relationship, in a subordinate position or in any other position where one can exert influence over the conditions of employment of a relative/ friend/ significant other;
- Conducting secondary (paid or unpaid) working activities outside of Reckitt, which may cause employees to act in a way that is inconsistent with their duties to Reckitt.

It is important to disclose personal conflicts of interest to prevent individuals at Reckitt possessing an unfair advantage because of a personal connection or to assume secondary responsibilities which may affect their ability to devote the necessary time and commitment to their role.

b) Business Conflicts of Interest

A business conflict involves having a direct or indirect financial interest in a Reckitt competitor, supplier, customer or establishing a business relationship with a third party in which a relative or significant other is involved.

Examples of business conflicts of interest include (but are not limited to):

- Leveraging one's position or professional affiliations to influence Reckitt's business transactions (directly or indirectly) for personal gains;
- Engaging in any outside business activity that competes with Reckitt business, such as (this is not an exhaustive list):
 - Possessing shares in a competitor's business or in any other third party which is relevant to Reckitt's business (where one's share amount to 1% or more of the value of any of these entities)¹²
 - Holding financial interests in an entity whose performance is being monitored by Reckitt, with the intention that stated entity may become part of Reckitt's Group;
 - Acting as a Board Member of a competing company;
- Receiving business gifts or corporate hospitality which might influence business decisions;
- Influencing Reckitt's transactions with third parties to facilitate the selection of an entity in which one has personal financial interests, or where a relative/ significant other has a controlling position.

It is important to disclose business conflicts of interests to ensure Reckitt is free of activities which are or may be perceived as unethical or unfair, where one pursues personal gains at the expense of Reckitt's business interests. Making a disclosure may not result in an outright prohibition from engaging in the activities above – each case is assessed on a case by case basis and may be addressed through the implementation of the recommended risk-mitigation measures.

Disclosing a potential conflict

Having a conflict of interest may be problematic if one tries to influence the outcome of business dealings for direct or indirect personal benefit. This is why transparency, in the form of disclosure, is critical and helps protect Reckitt's integrity and reputation.

If an individual believes that their circumstances present a conflict of interest, they must disclose this as soon as reasonably practicable and before the individual engages in the conduct in question. Namely:

- New hires must disclose all conflicts of interest with Reckitt during the hiring process so they can be discussed with the hiring manager.
- Conflicts of interest may arise at any time throughout an individual's relationship with our organisation; when this happens, they must be disclosed as soon as reasonably practicable through the dedicated reporting tool (available [here](#) and accessible by Reckitt's personnel);

¹ This provision applies to Reckitt's job applicants and employees. It also applies to the relatives and significant others of Persons discharging managerial responsibilities (PDMRs)

² Investment in publicly traded pension funds, index linked, tracker funds or in any other collective investment vehicle where a third-party manager investment discretion are excluded from this provision of the Policy.

third parties should provide Reckitt with the details of their Conflicts of Interest by contacting EthicsandCompliance@Reckitt.com.

- Each year, Reckitt personnel are also reminded to disclose any potential conflicts of interest by way of completing a mandatory conflict of interest declaration. The declaration form is accessible through the online disclosure platform (available [here](#)) and issued alongside the annual Compliance training. Employees without access to a computer will need to make a declaration to their local Ethics and Compliance delegate at point of face-to-face annual Compliance training provision.

Beside recording in the dedicated tool, if you believe you have an actual or potential conflict of interest, or believe that a conflict may arise, you are **STRONGLY ENCOURAGED** to consult with your line manager, HR business partner or your contact in Legal or Ethics and Compliance to discuss it. In any case of doubt the best way to address the issue will often be to consult and disclose in advance.

Whenever making a conflicts of interest disclosure, the disclosing party will need to state whether i) They have no conflict of interest to disclose or ii) They have a potential conflict of interest (if so, they need to provide adequate details on the facts of the conflict).

Conflict of interest disclosures are triaged and assigned to the relevant escalation contact, depending on the subject matter. The triage process is undertaken by the Ethics and Compliance function which may escalate it or seek the necessary advice from other departments (such as Human Resources), depending on the type and nature of the conflict being reported.

What happens to a conflict of interest once disclosed?

Once a conflict of interest has been disclosed, it will be assigned a moderator who will make a pragmatic decision on how to best address the conflict so that risks to Reckitt are minimized and the personal interests of the disclosing party are protected as far as possible. The moderator will communicate the decision and its reasoning to the disclosing party and follow up to ensure that the reporter understands it and complies with it.

An individual's line manager will be informed once the moderation process has concluded and all material conflicts of interests have been resolved. Line managers will need to proactively flag whether an employee's circumstances might have changed through the employee's lifecycle and whether stated change might affect the moderation outcome (e.g. an employee changed role and – as a result – he/she may be working in proximity of a relative/ friend/ significant other). With respect to personal conflicts of interests, Human Resources will also be kept updated on the outcome of a moderation. Copies of documentation regarding the conflict of interest will be retained within the online disclosure system.

Discipline for Non-Compliance

Reckitt may take disciplinary action against its employees, up to and including termination or cancellation of contract, as applicable, for failure to comply with this Policy. Failure to timely disclose a conflict of interest in accordance with this Policy is considered a violation of the Policy.

Contact details and further information

If you have any further questions regarding this policy or are unsure of the correct route to take in addressing a potential conflict of interest, please reach out to your local Ethics and Compliance

delegate, to our Global team at EthicsandCompliance@reckitt.com or to your line-manager which will be able to assist you in taking the right course of action.

Definitions

| Term | Definition |
|--------------------------|--|
| Relative | Spouse, parent, stepparent, child, stepchild, sibling, aunt, uncle, niece, nephew, grandparent, grandchild, first cousin, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, other step-relation, and any other person (other than a non-family tenant) sharing the employee's household. |
| Significant other | Anyone with whom an employee is involved in a romantic relationship or sharing a Reckitt employee's household. |
| Compete(s) or Competitor | Any person or business that offers, or is seeking a license to offer, the same or similar products or services and to the same customers as Reckitt. |
| Supplier | Any person or business that provides products or services to or does business with Reckitt, including consulting services, with or without a written contract. |
| Indirect interest | Indirect interest occurs when the relative/ significant other of a Reckitt employee has a beneficial interest in the supplier, customer, or competitor of Reckitt. |