

# CONFLICTS OF INTEREST & RELATED PARTY TRANSACTIONS POLICY

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### Conflicts of interest

Conflict of interest is a situation in which an individual or organisation is involved in multiple interests, financial or otherwise, and serving one interest could involve working against another. Typically, this relates to situations in which the personal interest of an individual or organization might adversely affect a duty owed to make decisions for the benefit of a third party.

The Directors have a legal obligation to act in the best interest of the Company and should make their best effort to avoid cases where there may be potential conflict of interest.

The personal interests of a director, or persons closely associated with the director should not take precedence over those of the organisation and its shareholders.

### Management of conflict of interest

The Directors are fully aware of the requirements set out in Rule 20 of the Development & Enterprise Market Rules which provides for restrictions on deals during the close periods as well as Sections 156 and 157 of the Mauritius Companies Act 2001, which requires appropriate disclosure and restrictions on share dealing by Directors. Furthermore, one month prior to the Board Meetings scheduled for the approval of abridged accounts, a correspondence is sent by the Company Secretary to the Directors of the Company reminding them of the commencement date of the close period and drawing their attention to the fact that they should not deal in the shares of the Company during this period of time.

All the disclosures made by the Directors under the requirements of Rule 20 of the Development & Enterprise Market Rules and under Sections 156 and 157 of the Mauritius Companies Act 2001 are entered in an interest register which is kept by the Company Secretary.

There is no conflict of interest between the Directors and the Company and shall such conflicts happen, the Directors have an obligation to disclose their interests in the Company's register of interests so that this conflict can be managed accordingly. Moreover, Directors are accustomed to declare their interest during Board Meetings should there be a particular subject or transaction in which they might be conflicted by being directly or indirectly interested or by virtue of other directorships they hold in other entities in business with The Bee. Accordingly, during the Board meeting held on the 21 May 2018, the Board agreed that going forward, the first item of the agenda of each Board meeting should deal with Directors' declaration of interests.

Furthermore, The Bee being registered as a Reporting Issuer with the Financial Services Commission, its Directors and their associates are also required to give proper notification of interests when dealing in the securities of the Company. A register of insiders is kept by the Company and is available for consultation, free of charge, during usual office hours at the Registered Office of the Company situated at 4<sup>th</sup> Floor, IBL House, Caudan Waterfront, Port Louis.

### Related party transactions

All related party transactions are approved by the Directors and there are limits applicable to amounts lent to Companies within the Group.