

Title:	<b>Conflict of Interest Policy</b>	Number:	01-02.7
Originator:	Manager, Ethics & Compliance	Effective Date:	6-April-2020
Approver:	Vice President, Chief Compliance Officer	Revision:	13

**SUMMARY OF CHANGES:**

- Update Originator and Approver
- Add Annual Conflicts of Interest Disclosure

**POLICY STATEMENT**

All employees of IAP Worldwide Services, Inc., and its wholly owned subsidiaries (“Company”), must avoid any interest or activity that either creates, or appears to create, a conflict of interest. A personal conflict of interest may occur by using contacts or a position in the Company to advance personal interests and neglect IAP business interests or those of its customers. Conflicts of interest must be avoided because they can create an inaccurate perception that IAP operates business unfairly and fails to follow the highest standards of business ethics.

**Personal Conflicts of Interest**

IAP employees are required to act in a fair and objective manner in all business dealings, placing the interests of IAP over personal interests in matters relating to IAP business. Examples of how a personal conflict of interest may occur include:

- 1) employment by a competitor or potential competitor, regardless of the nature of the employment, while employed by IAP;
- 2) acceptance of gifts, payment or services from those seeking to do business with IAP;
- 3) securing business with a vendor firm owned or controlled by a fellow IAP employee or family member;
- 4) ownership of, or substantial interest in, a company that is a customer, competitor or supplier; acting as an independent consultant to an IAP customer or supplier while employed by IAP;
- 5) using Company assets for personal gain;
- 6) employing or discussing employment with former Government employees or using them as independent consultants or subcontractors in violation of applicable laws and regulations; or
- 7) having a close, personal relationship with a subordinate employee.

Employees will be asked to submit a Conflicts of Interest Disclosure, as needed, or on an annual basis as part of the Ethics Awareness Training.

**Organizational Conflicts of Interest**

Government regulations restrict the ability of a firm to participate in a procurement effort if an organizational conflict of interest exists and cannot be effectively mitigated. An organizational conflict of interest may arise if: the Company and/or an employee participates in the development of a statement of work (SOW) for a procurement in which the Company intends to bid; a SOW requires the Company or its business partners to evaluate or assess work performed by the Company or its business partners for the Government; or the Company is provided with access to third-party proprietary information that may give the Company an unfair competitive advantage.

Upon hire, employees are required to review the Code of Ethics and Business Conduct and this Policy and complete an acknowledgment and certification of compliance with these documents and related policies. Any employee of the Company, or its wholly owned-subsiidiaries, having an interest, relationship, or knowledge of activities or transactions, that create or appear to create any conflict of interest, has an affirmative duty to contact the Vice President, Chief Compliance Officer for a conflicts analysis determination, by submitting an email to [conflictsreview@iapws.com](mailto:conflictsreview@iapws.com) or by submitting a question for review to [www.iapws.ethicspoint.com](http://www.iapws.ethicspoint.com). The Ethics & Compliance Department will gather all facts and evidence related to the conflicts disclosure and conduct an inquiry or initiate an investigation. After gathering and analyzing the facts, the Ethics and Compliance department will

provide a Conflicts of Interest Determination Letter. If corrective action is needed the Ethics and Compliance department will coordinate the action with Human Resources and the corresponding executive for the impacted employee. If formal notifications are required as a result of the violation, these will be coordinated with IAP's legal and contracts departments.

Adherence to this Policy is a condition of employment with the Company. Employees who knowingly fail to disclose conflicts of interest may be subject to disciplinary action, up to and including dismissal from employment.