


INSTRUCTIONS TITLE AND NO: 22.2. Instructions on Conflicts of Interest		
OWNER: SVP General Counsel	APPROVED BY: Group CEO	APPROVED DATE: 200507
TARGET AUDIENCE: All employees		

1 SUMMARY

IDENTIFY

You shall identify if you have any conflicts of interest

AVOID

You must avoid all conflicts of interests. Certain practices - such as nepotism and self-dealings (personal gain) - are prohibited

DISCLOSE

You have an obligation to disclose any actual or potential conflicts of interests to your manager

RECORD

The resolution of any disclosed conflicts of interests shall be recorded

These instructions are applicable and mandatory for all directors, officers, employees, agents and other representatives of Securitas.

2 INTRODUCTION AND OBJECTIVE

Business decisions must always be based on objective reasons and criteria and be taken in the best interest of Securitas. Business decisions may never be influenced by an employee's personal relationships, activities outside Securitas or financial interests. Conflicts of interest can impact the decisions we make, harm our brand and reputation, and create mistrust within and outside the company.

Pursuant to 20. *Securitas' Values and Ethics Code*

- employees and business partners must avoid all conflicts of interest or perceived conflicts of interest between their personal activities and their part in the conduct of Securitas' business.
- business transactions between Securitas and parties related to an employee, such as family members¹, relatives, friends, suppliers, clients or competitors ("**Related Parties**"), are only permitted under exceptional circumstances and after "grandfather approval", that is, approval by the employee's manager's manager.
- Grandfather approval is also required when members of the same family are employed or where there are close personal relationships between employees.

These instructions aim to provide further guidance for all Securitas employees on what a conflict of interest situation is, how employees should act and which situations to avoid. They also include an obligation on the individual to disclose any conflicts of interests it may have.

¹ Family members include but are not limited to the individuals spouse or partner or someone it has a romantic relationship with, children, parents, siblings, in-laws, grandparents, grandchildren, nephews, nieces, aunts, uncles. It also includes persons with which such people have a relationship with

These instructions are applicable and mandatory for all directors, officers, employees, agents and other representatives of Securitas.

Summary of main changes since last revision:

These are new instructions.

3 WHAT IS A CONFLICTS OF INTEREST?

A conflict of interest exists when a person has relationships that compete with each other for the person's loyalties. For example, a person has a duty of loyalty to its employer, but may also have a loyalty to a family business. Each of these businesses expects the person to have its best interest first and when that is not possible there is a conflict between the interests.

Conflicts of interest can occur on all levels and in all areas within Securitas.

There are 3 types of conflicting interests:

1. ACTUAL you are being influenced by a conflicting interest

For example – You (on behalf of Securitas) sign an agreement with a supplier that is owned by your brother

2. POTENTIAL you could be influenced by a conflicting interest

For example – You are a board member of a company that considers tendering for Securitas business

3. PERCEIVED you could appear to be influenced by a conflicting interest

For example – You consider signing an agreement (on behalf of Securitas) with a supplier that is the employer of your sister. This does not influence your decision as the supplier is the best, but you understand that someone may think that you are choosing or influencing the decision to choose this supplier to benefit your sister

4 EXPECTED CONDUCT

All employees must avoid all conflicts of interest or perceived conflicts of interest between their personal activities and their role at Securitas.

Your expected conduct can be summarized in three key takeaways:

- Make a strict separation between business decisions and personal interests
- Do not give preferential treatment to personal contacts such as friends or family
- If a situation would arise that could lead to a conflict of interest (actual or perceived), you must immediately inform your manager

Make a habit of regularly asking yourself: (1) Do I have any conflict of interest to disclose? (2) Can my personal relationships influence business decisions? (3) Does my role include any decision-making authority over business with entities involving family members or close friends?

All employees are expected to report any and all actual or potential conflicts of interests, as set out in this instruction. Note that failure to report conflicts of interests may result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment.

Do

- tell your manager if you are aware of a potential conflict of interest
- keep a professional relationship with suppliers and business partners, avoiding over-familiarity
- avoid situations that might create suspicion of preferential treatment
- make sure you obtain approval before becoming a board member, employee or consultant of an external business, non-profit or similar organization
- take part in activities outside your normal job but tell your manager and obtain grandfather approval if it creates an actual, potential, or perceived, conflict of interest
- make sure that an appropriate due diligence is performed when involving agents and representatives to facilitate business for Securitas to ensure that potential conflicts of interest involving agents and representatives are identified and appropriate measures taken to avoid, manage and mitigate them.

For practical examples of different situation and how you should act, see [Exhibit 1](#).

5 PROHIBITED CONDUCT

NEPOTISM	you give favours to personal contacts such as family members or friends
<i>For example – you hire or directly or indirectly supervise a family member, close friend or somebody you are in a relationship with or grant them special benefits or promotions because of your personal relationship with them.</i>	
SELF-DEALINGS (PERSONAL GAIN)	you act in your own interest rather than the interest of Securitas
<i>For example – You take business opportunities that Securitas is entitled to for yourself or use Securitas' assets for your private benefit</i>	
CONTRADICTORY INTERESTS	you have an interest that is contradictory to Securitas interest
<i>For example – You serve on the board of a business that competes with Securitas or otherwise work/consult for or represent or help a business that competes with Securitas</i>	

Examples of prohibited conduct can be found in [Exhibit 2](#).

Prohibited transactions can only be permitted under exceptional circumstances and after both written grandfather approval AND approval by the General Counsel and President of the relevant Division or Group.

6 REPORTING OBLIGATIONS

6.1 ALL EMPLOYEES

All employees must inform their immediate manager of any actual or potential conflicts of interest when becoming an employee and thereafter immediately upon becoming aware of an actual, potential or perceived conflict of interest situation.

All raised concerns must be documented and filed with the person responsible for BE Compliance (see Section 9 below) for a period of 5 years or as set out in local legislation.

6.2 MANAGEMENT AND SENIOR EXECUTIVES

The following employees must annually (per January 1) fill out the form in Exhibit 3 – Declaration of Conflicts of Interest and send it to their manager²:

- All members of Group, Divisional and Country Management,
- Employees reporting to a President (Group, Division or Country President) and employees reporting to the person reporting to the President and
- employees holding particular sensitive positions/at-risk employees (such as members of the purchasing department).

All forms must be filed with the person responsible for BE Compliance for a period of 5 years or as set out in local legislation.

6.3 WHAT SITUATIONS SHOULD BE DISCLOSED?

The following situations should always be disclosed:

- If you have a direct or indirect interest (financial or non-financial) or other relationship with a supplier, client, or competitor of Securitas either directly or through a Related Party³.
- If a family member applies for a job with Securitas where that position will involve reporting lines to the employee (directly or indirectly) or where the employee is involved in the decision-making process for the job applicant
- A relationship with a public official, which could lead to a conflict of interest or a perceived conflict of interest.

The following examples illustrates situations that can appear to create conflicts of interests and that should be disclosed:

- Taking on a second job or consulting assignment that could conflict with your work at Securitas

² For 2020 such Declaration shall also be made as per July 1, 2020

³ Shareholdings in suppliers or clients publicly listed on a stock-exchange is excluded from the disclosure obligation.

- Signing a contract with a business that is managed or owned by a closely related party, such as a family member or close personal friend
- Acting as a corporate director, board member, or consultant for another business or organisation
- Having a financial interest or otherwise possibility to influence the operations in companies or organisations that are Securitas' suppliers, intermediaries, customers, other business partners or competitors.

7 EVALUATION AND DECISION

Any reported conflicts of interests shall be evaluated fairly by the “grandfather”, taking into account business and reputational risk for Securitas. The perception of the conflict of interest by others within and outside Securitas shall be taken into account. The decision taken by the grandfather shall be documented in writing and shall resolve the conflict of interest whilst minimizing the risks for Securitas and protecting the private interests of the individual to the extent possible.

The decision shall be communicated to the employee by the immediate manager and it is the immediate manager's responsibility to make sure that the employee understands and complies with the decision.

A copy of the decision shall be filed with the person responsible for BE Compliance for a period of 5 years or as set out in local legislation.

8 APPLICABILITY

These instructions are mandatory and applies to all companies, employees, directors and officers of companies within the Securitas Group, that is, companies where Securitas AB (publ) directly or indirectly, owns or has a controlling interest.

9 IMPLEMENTATION AND RESPONSIBILITY

A person responsible for Business Ethics compliance shall be appointed in each country (“person responsible for BE Compliance”).

It is the responsibility of the respective President and the person responsible for BE Compliance for the area or country to ensure that these Instructions are fully understood and implemented in their areas or countries of responsibility. They must also ensure that effective administrative and organizational processes and controls are implemented and maintained with a view of taking all reasonable steps to prevent conflicts of interests, and managing and mitigating them when avoidance is not possible.

These instructions should be clearly published and known by all employees, officers and directors. It should be clearly stated to whom an employee can turn for guidance in the relevant area or country.

10 TRAINING

It is the responsibility of the respective President and the person responsible for BE Compliance for the area or country to ensure that relevant training is provided to employees on a regular basis (at least every 18 months), in order to ensure compliance with these principles.

Such training shall be appropriate for the position of the individual in question and their responsibilities within Securitas, as well as the local situation and risk assessment.

11 REPORTING, INVESTIGATIONS AND CONSEQUENCES OF BREACH

If you have concerns or wish to report a conflict of interest you can report to any manager or another official or via email at integrity@securitas.com (securitashotline.com for the US, securitashotline.ca for Canada and lineadealerta.com.mx for Mexico). You can also raise concerns through Securitas Integrity Line available at www.securitasintegrity.com.

Violations of these instructions may result in disciplinary action appropriate to the violation, including, but not limited to, termination of the employment. It may also result in fines or penalties for which the individual may be held responsible.

12 REVIEW AND FOLLOW-UP

Compliance with these instructions by all Securitas entities and employees will be monitored through internal and external audits, and routine follow-ups of all reported matters.

PRACTICAL EXAMPLES

A. My neighbour is a supplier to Securitas and has invited me to stay at her summerhouse for the weekend. Can I go?

It depends. A personal relationship does not have to be negatively affected due to a business relationship. However, the personal relationship must never affect or influence the business relationship. Always ask your manager if you are unsure. If you are in a decision making position with regards to the supplier the presumption is that you have a conflict of interest and should avoid to go.

B. My niece recently graduated and is looking for a job. We have relevant positions open and she has asked me to help her secure one. What should I do?

Direct your niece to the website where she can apply or direct her to the contact person that manages applications. Inform the person responsible for hiring that the applicant is your relative and remind the person responsible for hiring that grandfather approval is required to hire relatives.

C. The CEO of one of our largest clients is a close friend of mine. Is this a concern or a problem?

Inform your manager and if you are a member of Group, Divisional and Country Management or have a sensitive position fill out the Declaration of Conflicts of Interest form. You cannot take part in any business related decisions regarding that client.

D. My husband is working for a company that is being considered as a supplier to Securitas. Is this appropriate?

It depends. It may be OK with grandfather approval. However, you need to remove yourself from this conflict of interest situation by declaring the relationship to your manager and not participating in the procurement or execution processes. Do not disclose information to the Related Party that might give them an advantage over other potential suppliers participating in a bidding process.

PROHIBITED BEHAVIOUR

It is, for example, prohibited to:

I. IN GENERAL

- participate in decision-making that creates a conflict of interest
- have close personal relationships that influences the decisions for example in a bidding process
- influence a business decision of a third party to the benefit of Securitas, with the help of a Related Party

II. NEPOTISM

- give preferential treatment to personal contacts such as family members or friends
- hire or directly or indirectly supervise a family member, close friend or personal business partner. This also includes approving employment terms (including salary, benefits and education) and not-insignificant changes of job descriptions for such person
- have a romantic relationship with someone who directly or indirectly reports to you
- have business transactions between Securitas and a company directly or indirectly controlled by Related Parties to the employee or in which the Related Parties otherwise have a financial interest

III. SELF-DEALINGS

- have business transactions between Securitas and a company directly or indirectly controlled by the employee or its family members or in which the employee otherwise has a financial interest
- own or control a supplier of Securitas either directly or through a Related Party
- use Securitas' assets for your private benefit unless such use is explicitly allowed pursuant to the employment agreement or company policies
- take business opportunities for yourself that Securitas is entitled to

IV. CONTRADICTORY INTEREST

- compete with Securitas by for example serving on the board of a competitor of Securitas or otherwise work/consult for or represent such competitor
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Declaration of Conflicts of Interest

Name:

Date:

Employer company:

Employee ID number:

Line manager:

Manager's manager:

I would like to declare the following existing or potential conflict of interest situations arising from my duties as a representative of the entity stated above or the Securitas Group:

*Persons/companies with whom/which I have official dealings or other business contacts and private interests with and a description of my duties in relation to this person/s and/or company/ies (as described in **Securitas Instruction on Conflict of Interests**).*

- 1.
- 2.
- 3.
- 4.

I declare that to the best of my knowledge and belief neither I nor my Related Parties have any interests which might conflict – or be perceived to conflict – with my duties to the entity stated above and/or the Securitas Group. If my situation would change, I will update my declaration accordingly.

I confirm that there are no other actual or potential conflicts of interests that I am aware of than the ones described above.

Signature

DECISION

Name:	Date:
1.	
2.	
3.	
4.	
Signature	