



Conflict of Interest Policy Total Resource Solutions

I. Purpose

The purpose of this policy is to protect the interests of Total Resource Solutions (TRS). In the regular course of business, agents, and employees of TRS may have the opportunity to advance their own personal interests with or against the interests of TRS. Acting in such a manner is unacceptable and any party who acts outside of TRS's best interest may be subject to disciplinary action.

II. Definitions

- a. **Employee** – any person who is employed by TRS in a part or full-time capacity and in accordance with the labor laws of NSW.
- b. **Agent** – an owner, director, stakeholder, contractor or other third-party that is in the position to act on behalf of TRS.
- c. **Financial Interest** – The interest that any individual may have in the monetary transactions of TRS. In particular, any interest that could have a direct bearing on the financial gain/loss of said individual.

III. Procedure

a. Duty to disclose

Every employee/agent of TRS is obligated to disclose any known or potential conflicts of interest as soon as they arise. Failure to do so could result in termination of employment.

b. Investigating potential conflicts

When a possible conflict of interest arises, the board of directors will collect of the pertinent information and may question any concerned parties. If the board determines that a conflict exists, steps will be taken to address to conflict. If no conflict exists, the inquiry may be documented but no further action will be taken.

c. Addressing conflicts of interest

When an actual conflict of interest is found, any transactions that may have been affected will be reviewed retroactively. Affected parties both within and outside of the business, including shareholders, directors, employees, and contractors will be notified. An investigation will also be conducted by the board of directors to determine the extent of the conflict and the intentions of the parties involved.

If the conflict in question involves a member or members of the board of directors, such a member will be excused from the deliberations.

d. Disciplinary action

As all conflicts of interest will be reviewed on a case-by-case basis, a review may result in disciplinary action. The board of directors has full discretion to deem what disciplinary action is both fitting and necessary, including suspension and/or termination of employment.



IV. Acknowledgement

The employee/agent named below understands the procedure for conflicts of interest with TRS, including their duty to disclose any known or potential conflicts.

Furthermore, the employee/agent agrees to abide by the procedures outlined in this policy for the duration of their professional relationship with TRS.

Employee Name

Date

Signature