


GKN AEROSPACE

CONFLICT OF INTERESTS

SUMMARY POLICY

| Document Owner | | Document Approver | |
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| Date | July 2022 | Date | July 2022 |
| Signature |  | Signature |  |

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|-----------------|--------|-----------|--------------------------------|---|-------------|
| COMP-POL-SUM-06 | 1 | July 2022 | Julie Smyth General Counsel | Julie Smyth (on behalf of AEC) General Counsel | Page 1 of 4 |

1. POLICY STATEMENT

- 1.1 GKN Aerospace seeks to avoid any actual, perceived or potential conflicts of interest arising in connection with GKN Aerospace activities (a “**Conflict of Interest**”). Where they occur, we manage them by making appropriate reports to our management and abiding by the suggested actions to help resolve or manage the Conflict of Interest.
- 1.2 GKN Aerospace requires all employees to adhere to its Conflict of Interests Policy (the “**Conflict of Interests Policy**”).
- 1.3 This Summary Policy is a summary of the key provisions of the Conflict of Interests Policy.

2. APPLICATION

- 2.1 The Conflict of Interests Policy and the Summary Policy apply to all individuals working at all levels of GKN Aerospace, including, officers, directors, senior managers, employees (whether permanent, fixed-term, or temporary), contractors, trainees, casual workers/agency staff, or any other person working for GKN Aerospace throughout the world (collectively referred to as “**Company Employees**”).
- 2.2 GKN Aerospace expects any suppliers and those who perform services for or on behalf of GKN Aerospace, for example, agents, advisers, consultants, contractors, and freight forwarders (referred to as “**External Associates**”) and persons, companies or entities with whom we enter into a joint venture, consortium or similar relationship (referred to as “**Relevant Joint Venture Partners**”) to comply with the principles of the Conflict of Interest Policy and the Summary Policy and. to adopt the same or equivalent standards to the Conflict of Interest Policy and the Summary Policy.

3. WHAT CONSTITUTES A CONFLICT OF INTEREST?

- 3.1 A Conflict of Interest is a personal interest which affects, may affect or appears to affect, the ability of Company Employees to:
 - 3.1.1 make objective decisions on behalf of GKN Aerospace;
 - 3.1.2 act in the best interests of GKN Aerospace; or
 - 3.1.3 fulfil their contractual obligations to GKN Aerospace.
- 4. Examples of Conflicts of Interest can include outside employment; financial interests in a competitor; relationships with a GKN Aerospace supplier; and involvement in employing a family member.
- 5. The term Conflict of Interest includes perceived and potential as well as actual conflicts of interest.
 - 5.1 Sometimes an organisational – rather than personal - conflict of interest may arise or need to be considered in connection with material governmental contracts. The Conflict of Interests Policy details the required steps relevant to an organisational conflict of interest.

6. EMPLOYEE OBLIGATIONS

- 6.1 All Company Employees shall identify, avoid and mitigate any Conflict of Interest.

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|-----------------|--------|-----------|--------------------------------|---|-------------|
| COMP-POL-SUM-06 | 1 | July 2022 | Julie Smyth General Counsel | Julie Smyth (on behalf of AEC) General Counsel | Page 2 of 4 |

- 6.2 In instances where of a Conflict of Interest arises, Company Employees must:
- 6.2.1 Promptly notify an L2/L3 Manager (or for more senior employees in accordance with the reporting hierarchy noted below), provide all relevant information and the keep the information up to date;
 - 6.2.2 Obtain approval or refusal to proceed with the Conflict of Interest;
 - 6.2.3 Record the Conflict of Interest in the Conflict of Interests Register which must contain all relevant information, decisions, and be kept up to date with any changes.

7. ADDITIONAL EXECUTIVE COMMITTEE AND SENIOR MANAGEMENT OBLIGATIONS

- 7.1 Members of the GKN Aerospace Executive Committee must:
- 7.1.1 report Conflicts of Interest to the GKN Aerospace CEO and the General Counsel.
 - 7.1.2 upon request, provide a declaration, at least annually, to GKN Aerospace’s General Counsel which confirms either that they have no Conflicts of Interest or discloses any Conflicts of Interest, together with full details of the same.
- 7.2 L2/L3 managers should report Conflicts of Interest to a member of the GKN Aerospace Executive Committee.
- 7.3 The GKN Aerospace CEO and the GKN Aerospace General Counsel should report Conflicts of Interest to the Melrose CEO and the Melrose General Counsel respectively.

8. HEAD OF LEGAL AND BUSINESS LINE LEADER/FUNCTIONAL LEADER OBLIGATIONS

- 8.1 The Head of Legal should review all Conflicts of Interest reported in the Conflict of Interests Register relevant to their area of responsibility.
- 8.2 The relevant Head of Legal should notify the General Counsel of:
- 8.2.1 actual Conflicts of Interest where GKN Aerospace’s position has been or may appear to have been compromised;
 - 8.2.2 any significant Conflict of Interest; and
 - 8.2.3 any Conflict of Interest where the L2/L3 Manager has failed to agree appropriate remedial steps with the employee.
- 8.3 Each Head of Legal and their Business Line President or Functional Leader (as applicable, and in any event an Executive Committee Member) should discuss, on a quarterly basis, all registered Conflicts of Interest relevant to that Head of Legal’s area of responsibility.

9. HOW TO RAISE A CONCERN

- 9.1 If Company Employees suspect that the Conflict of Interests Policy or this Summary Policy has been breached, or they have a concern about someone having an undisclosed conflict of interest, they should speak to the Head of Legal.

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|-----------------|--------|-----------|--------------------------------|---|-------------|
| COMP-POL-SUM-06 | 1 | July 2022 | Julie Smyth General Counsel | Julie Smyth (on behalf of AEC) General Counsel | Page 3 of 4 |

- 9.2 Company Employees can also make a disclosure through the GKN Aerospace Disclosure Hotline.
- 9.3 External Associates should speak to their GKN Aerospace contact or the General Counsel of GKN Aerospace; or email: speaking.up@gknaerospace.com.
- 9.4 GKN Aerospace encourages openness and will support anyone who raises genuine concerns, even if they turn out to be mistaken. All concerns will be investigated. GKN Aerospace is committed to ensuring that no Company Employee suffers any detrimental treatment as a result of raising a concern.

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| COMP-POL-SUM-06 | 1 | July 2022 | Julie Smyth General Counsel | Julie Smyth (on behalf of AEC) General Counsel | Page 4 of 4 |