

1. OVERVIEW

The Sigma Connected Group of companies is part of the Digicall Group and comprises:

Sigma Connected Holdings Limited (“SCHL”) which is authorised and regulated by the Financial Conduct Authority (FCA).

Sigma Connected Limited, a wholly owned subsidiary and Appointed Representative of SCHL.

Sigma Connected (Pty) Limited, Cape Town (South Africa), a wholly owned subsidiary of Digicall and an Appointed Representative of SCHL.

Sigma Connected Proprietary Limited, Brisbane (Australia), a wholly owned subsidiary of SCHL.

McLaren Credit Services and **ReachOut** are both trading styles of Sigma Connected Limited.

Appointed Representatives can carry out regulated activities on behalf of SCHL.

Sigma Connected Holdings Limited, as Principal, take full responsibility for ensuring compliance with the FCA’s handbook of rules and guidance.

Sigma provide outsourced debt collection and white label business processing services to a range of companies across multiple sectors. As such, those activities are subject to the rules of various regulators in multiple jurisdictions.

These regulators define standards and expectations for corporate conduct. This policy aims to define a regulator and jurisdiction agnostic, best of breed standard across sectors, regulators and the corporate group as a whole.

2. SCOPE OF THE POLICY

The purpose of this document is to provide guidelines and parameters to help employees avoid conflicts of interest and mitigate risks where conflicts occur.

This policy applies at all times and to all employees within the group and at all locations including homeworkers. It also includes other parties associated with SCHL and our staff operating at client locations.

Where Sigma undertake contracts on a white label basis, our staff may be subject to the policies of those clients unless it has been agreed with the client that it is appropriate to allow our policy to apply.

Where the policy of Sigma and of the client are not aligned, we will default to the highest standard meaning this policy cannot be undermined by a more relaxed client policy or vice versa.

Reviews of this policy will consider and, where appropriate, adopt best practice and standards observed within our client’s policies.

3. DEFINITIONS

- “Sigma” includes management, employees and representatives of the companies listed above.
- “Client” includes potential and actual commercial clients and eligible counterparties.
- “Supplier” means any person, or employee of an organisation providing products or services to the group.

A conflict of interest occurs when an individual becomes unreliable due to a clash between personal interests and professional duties or responsibilities.

4. PROCESS & STANDARDS

SIGMA aims to ensure compliance with this policy and the FCA rules and laws listed here:

- Principles of Business (PRIN),
- Senior Management Arrangements Systems and Controls (SYSC 10)
- Insider dealing legislation – this is a serious offence under the Criminal Justice Act 1993
- Competition Act 1998

These two laws apply to all UK Citizens, regardless of industry and this policy is written as fit for purpose regardless of sector.

Conflicts of interest should be emailed to the Governance email governance@sigmaconnected.com or raised with direct reports.

4.1 RECOGNISING CONFLICTS

Situations which could lead to a conflict of interest include, but are not limited to:

- a. Where a member of staff has other business interests;
- b. Where a member of staff has a close family relationship with another employee, a client or a supplier;
- c. Where a member of staff has a inter-work, romantic or familial relationship with a direct report, an individual in position of influence or decision maker.
- d. Where gifts or financial inducements (except normal commission/mark-up) are involved;
- e. Personal (own) account dealing;
- f. Where SIGMA (or an employee) has any interest in the outcome of a service or transaction for a client, which is distinct from the client's interest in that outcome;
- g. Unclear charges or commissions;
- h. Where SIGMA could make a financial gain/avoid a financial loss, at the expense of a client;
- i. Where an employee makes an error which could impact their career, remuneration etc;
- j. Where a financial or other incentive favours the interests of one client over another.
- k. Proprietary trading based on confidential or client transactional information;
- l. Where an employee has side businesses
- m. Complaints;
- n. Any relationship with a client that has interests in a transaction that may conflict with the interests of another client;

A conflict of interest arises where the commitments and obligations owed by one party to another are likely to be compromised or may appear to be compromised by an action causing or avoiding a personal or commercial loss or gain for:

- The person taking that action or decision,
- A family member of that person.
- A personal acquaintance of that person.

Where it appears there may be a conflict, but it is not confirmed, the situation should be treated as a conflict until it is clear whether one exists or not.

It is the duty of all staff to inform the Governance Team and their line manager of any potential or confirmed conflict of interest as soon as it is perceived or identified. Where this is not possible or appropriate, disclosure should be made to the next management line upward.

In the case of the Board, any such declarations should be made at the start of any board meeting, captured within the minutes, and reported to the Director of Compliance, Risk & Audit who will update the conflicts register.

5. TRAINING

Training is provided to all employees through induction and annual refresher training.

6. EXCEPTIONS

This policy may be varied at the discretion of the Governance Team and with approval from the board where a client campaign requires it. This will be on a risk-based approach and assessed to ensure that it is still within the boundaries of relevant legislation and Sigma's risk appetite.

7. RESPONSIBILITIES

- It is the responsibility of the **Board** to ensure the Policy is effective & reviewed as required.
- The **Director of Compliance, Risk and Audit** is the Policy owner, responsible for ensuring the policy is enforced throughout the business and that it is reviewed as required but at least annually. The Board will be advised of its effectiveness and any amendment recommendations which will be approved by Sigma.
- All **employees** have a responsibility to identify and declare any conflict of interest
- The conflict declaration will be owned by **Compliance** and shared with the **HR department** to record on the employee file

8. REGULATORY REQUIREMENTS

Senior Managers (SMF Holders) are responsible for ensuring our policy is current, understood by all relevant staff and that Sigma have processes which meet FCA requirements for:

- taking reasonable steps to identify conflicts of interest between the Group and a client of the Group, or between one client and another.
- Keeping and regularly updating records of services/activities in which a conflict of interest entails a material risk of damage to the interests of one or more clients has arisen/may arise.
- Maintain and operate effective controls to prevent conflicts of interest causing/potentially causing a material risk of damage to the interests of clients.

9. DOCUMENT CONTROL

This Policy will be reviewed by Compliance Manager as required, but at least annually or more frequently if changes are required.

Policy Owner: Rachael Keyes, Compliance Manager.

Policy Approver: Peter Hoppood-Gravett, Director of Compliance, Risk and Audit.

9.1 CHANGE LOG

Date	Author	Summary of Changes	Version
19/05/2016	Ann Morgan	New Policy drafter and adopted	1.0
05/07/2016	Yasmin Neal	Regulatory and Business update.	1.1
20/12/2019	PHG	Draft copy published as Sanclare Master Policy	2.1
24/06/2020	PHG	Updated to reflect addition of Sigma Int, as an AR	2.2

SIGMA CONNECTED GOVERNANCE COMP05 CONFLICT OF INTEREST POLICY

VERSION 3 AUGUST 2022

21/02/2021	PHG	Addition of MCS	2.3
05/07/2021	RK	Updated to Sigma Connected branding	0.2.4
29/07/2021	PHG	Amends and Approve.	2.4
27/07/2022	RK	Annual review and transfer to new brand template.	2.5
17/08/2022	PHG	Review and Comments	2.5.1
19/08/2022	RK	Accepted changes and moved to final version	V3