



SHRI KRISHANA OVERSEAS PLC (the "Company")

CONFLICT OF INTEREST POLICY

1. Regulatory Provisions & Purpose

- 1.1 The CMA Code of Corporate Governance for Issuers of Securities to the Public, 2015 (the "Code") requires that the Board shall have a policy to manage conflict of interest.
- 1.2 The purpose of this Conflict of Interest Policy (the "**Policy**") is to ensure fairness and a high standard of conduct and performance in the decision making processes to protect the reputation and integrity of the Company and its interests, and to ensure that there is broad stakeholders' trust and confidence in the Company's ability to properly manage its activities, by providing guidance and requirements in identifying and managing actual, potential or perceived conflicts of interest.
- 1.3 The Policy guides the Board, Management and Employees to avoid any conflict or appearance of a conflict between their personal interests and the Company's interests. The Policy has also laid down the principles for undertaking business transactions without any personal conflicts or undivided loyalty.
- 1.4 The Policy is further intended to ensure that the Board, Management and Employees avoid any obligations to or relationships with any person or business with whom the Company competes or does business with since such obligations or relations could affect one's judgement in fulfilling their responsibilities to the Company and therefore give rise to a conflict of interest.

2. Applicability

- 2.1 This Policy is applicable to the Board & staff members and is read alongside the Company's Code of Conduct and other related policies, which set out the Company's commitment to alleviate any or potential conflict of interest.

3. Definitions

- 3.1 "**Board**" refers to the Board of Directors of Shri Krishana Overseas Plc;
- 3.2 A Conflict of Interest exists when the personal interest of an officer or the interests of any person associated with the Company conflict or afflict with the person's official duties.
- 3.3 "**Company**" refers to Shri Krishana Overseas Plc; and
- 3.4 "**Employees**" and "**Management**" refers to anyone that works for the Company.



4. Responsibility

4.1 The Board and Management of the Company have a duty to ensure that this Policy is implemented effectively, maintained and reviewed whenever necessary. All staff members are required to follow this Policy.

5. Conflict of Interest & how to prevent it from occurring

5.1 All persons shall use their best efforts to avoid being in a situation where personal interests conflict or appear to conflict with his or her official duties.

5.2 A conflict of interest may arise where a person or close family member such as a spouse, child, parent or sibling has private interests that could improperly influence the performance of the person's official duties and responsibilities.

5.3 All persons shall declare any real or perceived conflict of interest with the Company upon their appointment to work for the Company. This shall include personal interest's that may conflict with their official duties.

5.4 Where a person is present at a meeting where an issue is likely to result in a conflict of interest is to be discussed, he/she shall declare the interest at the beginning of the meeting or before the issue is deliberated upon. A declaration of conflict of interest should then be recorded in the minutes of that meeting.

5.5 All persons shall not influence in any manner whatsoever any decision making on any matter in which they have interest.

5.6 The Company may give direction on the appropriate action to be taken by any person to avoid the conflict of interest and the person shall comply with such directions and refrain from participating in any deliberations with respect to the matter.

5.7 Board members are required to avoid conflict of interest and deal at arms-length in any matter that relates to the Company. However, a Board member who identifies an area of conflict shall be required to disclose any actual or potential conflict of interest to the Board. While reporting, the Board member is required to provide all relevant information. When declared, the Board member shall abstain from decisions where the conflict exists.

5.8 The Company Secretary shall keep a record of conflict of interest declared for accountability purpose.

6. Approval and Review of Policy



6.1 This Policy was reviewed by the Board on ...29/09/2025.....

6.2 The Board will review the Policy periodically or as need arises to ensure it remains up to date and incorporates emerging issues in order to support the achievement of the Company's strategic objectives.


CHAIRMAN


MANAGING/DIRECTOR/CEO

Dated:25/09/2025