



ACCEPTED
by the TBEC Board
on February 11, 2025

A handwritten signature in blue ink, which appears to be "P. Sommerfeld", is written over a horizontal line.

Paul Sommerfeld,
Chair of TBEC Board

CONFLICT OF INTEREST POLICY

OF STICHTING TB EUROPE COALITION



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1. General Provisions

- 1.1. Ethical principles of Stichting TB Europe Coalition ("TBEC") require that TBEC's members of governing bodies, employees and consultants function governed solely by the interests of TBEC, and use its resources (tangible, intangible, human) only with the purpose of fulfilling the objectives of TBEC, since one of the necessary conditions for such a person to efficiently perform his or her duties is that no conflict shall exist between his/her private interests and TBEC's interests, and in the presence of such a conflict — that it must be timely disclosed and settled. Although the further text refers primarily to TBEC's employees, the Policy also applies to the members of governing bodies and consultants where appropriate.
- 1.2. The purpose of this Policy is to define the requirements to the behavior of employees, compliance with which will minimize the risk of compromising the decision making processes in TBEC under the influence of private interests and employee relations, and will ensure trust and confidence of TBEC's employees, governance bodies, external stakeholders and other partners in TBEC's decisions.
- 1.3. The conflict of interest in this Policy means any situation or circumstances in which personal, property, financial or other interests or activities of the employee (hereinafter - "private interests") are contrary to the interests of TBEC (actual conflict of interest) or could potentially come into conflict with them (potential conflict of interest) and, thereby, could affect the objectivity of decisions of the employee regarding TBEC's activities.
- 1.4. In case the conflict of interests is widely known and recognized, and TBEC's below-mentioned governance bodies take no decisions on the matter, the person is deemed to have no conflict of interests, until the relevant decision is taken by TBEC's governance body.

2. Standard

- 2.1. Each member of governing bodies, employee and consultant when performing his or her duties shall be governed exclusively by the interests of TBEC. At the same time TBEC respects the rights of such individuals and recognizes their right to engage in legitimate business or other activities in their time not dedicated to TBEC's activities, if such activity does not compete with TBEC's activity, does not affect their ability to fairly and efficiently perform their duties in TBEC, and does not affect TBEC's reputation.
 - 2.1.1. TBEC's members of governing bodies, employees and consultants should inform TBEC's Director reasonably in advance of any relevant arrangement with TBEC of any current or potential involvement in the activities which compete or conflict with the TBEC's ones as well as promptly during the existing arrangement as such involvements arise.
 - 2.1.2. TBEC's consultants should prioritize the timelines established in TBEC's assignments and ensure that such timelines do not conflict with their other obligations or that such other obligations affect their ability to fairly and efficiently perform their services to TBEC.
- 2.2. TBEC's members of governing bodies, employees and consultants should refrain from participation in or direct or indirect influence on decisions, processes or transactions in the course of TBEC's activities in case of an actual or potential conflict of their private interests with the interests of TBEC.



- 2.3. The member of governing bodies, employee or consultant is required to mitigate the consequences of any conflicts of interest, including minimizing financial losses or any other damages caused to TBEC, if any.

3. Principles of Conflict of Interest Management

- 3.1. TBEC is aware of the impossibility of complete avoidance of the conflict of interest. Therefore, in order to protect employees from any possible incorrect actions, each conflict requires timely disclosure and settlement.
- 3.2. TBEC establishes a system of conflict of interest management based on the following principles:
 - mandatory disclosure of information about the actual or potential conflict of interest or even visibility (appearance) of such a conflict;
 - individual consideration, assessment of risks gravity for TBEC in each conflict of interest and settlement of each case of conflict of interest based on the principles of fairness, good faith and reasonableness;
 - confidentiality of the process of disclosure of the conflict of interest and its settlement (upon the employee's request);
 - balancing of the interests of TBEC and the interests of the employee when settling the conflict of interests;
 - protection of the employee from persecutions in connection with the conflict of interest that was timely disclosed by the employee.

4. Disclosure of Conflict of Interest

- 4.1. Employees must immediately and fully disclose (declare) all cases of actual or potential conflicts of interest to TBEC. TBEC encourages its employees to disclose information about the private circumstances that create or may create even a visibility (appearance) of the conflict of interest.
- 4.2. TBEC establishes the following system of disclosure (declaration) of information about the potential or actual conflict of interests:
 - disclosure of information on the conflict of interest at the stage of employment;
 - disclosure of information on the conflict of interest in case of appointment to a new position;
 - disclosure of information on the conflict of interest as situations (circumstances) arise that create an actual or a potential conflict of interest.
- 4.3. Disclosure of the conflict of interest shall be made in writing (as a rule) or verbally to the Chair of the Board of TBEC. In situations of conflict of private interests of the Chair of the Board and the interests of TBEC Chair of the Board reports to the Board.

5. Settlement of Conflicts of Interest

- 5.1. Information on the existence of an actual or potential conflict of interest should be carefully verified in order to assess the seriousness of the risk and to select the most suitable form of resolving this conflict. The employee who has a conflict of interest should be allowed to provide an explanation.
- 5.2. The following options for settlement of the potential or actual conflict of interest are established by TBEC and may be applied by its Chair of the Board:



- TBEC, after verification, does not recognize a conflict of interest in those situations (circumstances or relationships), which, according to the employee, create or may create a conflict with TBEC's interests;
- different levels are established of the employee's engagement in resolving issues that are or may be influenced by the conflict of interest, e.g. the employee may be eligible to provide information on technical issues, but not to provide recommendations, or may be able to attend meetings in order to perform administrative duties, but will refrain from participating in the discussion of specific issues;
- TBEC's employee voluntarily refuses or is suspended - permanently or temporarily - from taking part in discussions and decision-making on matters that are or may be influenced by the conflict of interest;
- authority regarding decision-making is delegated to a different employee;
- duties and functions of the employee are revised and changed;
- TBEC's employee refuses of his private interest which creates a conflict of interest.

This list is inexhaustible. In each specific case of settlement of the conflict of interest another form of the conflict resolution (e.g. rejection of the tender proposal) can be found.

5.3. The decision on the employee's conflict of interest is taken by the Chair of the Board of TBEC.

6. Failure to Notify of Conflict of Interest

- 6.1. If the Chair of the Board of TBEC becomes aware of the existence of the employee's conflict of interest, and he or she has a good reason to believe that the employee has intentionally failed to notify, to notify on time or has concealed a part of the information on conflict of interest, the employee shall be informed of the circumstances under which such a conclusion has been made, at the same time the employee is given the opportunity to explain his or her conduct. If after receiving an explanation and possible further verifications, the Chair of the Board concludes that the employee has intentionally committed the aforementioned actions, this may result in the employee's disciplinary liability or other appropriate action.
- 6.2. In case the conflict of interests is revealed after the relevant decision was made, the Chair of the Board has a right to take steps to review the relevant decision and regulate its effects.

7. Conflict of Interest of Experts and Committees' Members

- 7.1. This Policy is also mandatory for those persons who are not employees of TBEC, who are in one way or another involved in the decision-making process of TBEC (consultants, experts and committees' members).
- 7.2. Unless otherwise stipulated by the internal documents of TBEC, the following rules should be applied to experts or members of committees:
 - An expert or a committee member must familiarize him/herself with this Policy and inform the committee about any conflict of interest prior to the meeting, which should be reflected in the relevant documents of the meeting (protocol, report etc.);
 - Any person, who is involved in the committee meeting and is in possession of any information on the conflict of interest shall immediately inform the committee;
 - The committee (in the absence of the person who has a probable conflict of interest) is obliged to examine the information provided and decide by vote, whether the conflict of interest exists and whether it is possible to allow the person who has the conflict of interest



to participate in discussions and/or voting on matters which may be affected by the conflict of interest;

- If an expert or a committee member has concealed the conflict of interest that the committee learned from another person, he or she will be withdrawn from the committee;
- An expert or a committee member will not be included in the quorum of the meetings of the committee, if the committee has determined that the conflict of interest exists and the expert or the member of the committee has not been granted necessary permits.

7.3. If the conflict of interests has been revealed after the decision of the committee was made, it shall reconvene to explore the substance of the conflict, while members of the committee must determine whether the person with a conflict of interest had an influence on the vote. If not, the decision remains in force. If any member of the committee admits that he or she would have voted differently, then, if this is possible and practicable, a revote will take place. In other cases, the issue is referred to the Chair of the Board of TBEC to take necessary decisions.

8. Compliance and Responsibility

8.1. Failure to comply with this Policy may be regarded as a disciplinary offense and a reason for bringing the employee to a certain type of liability in cases established by the current legislation.