

CONFLICT OF INTEREST POLICY
Policy Document



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Approved By	Directors – MISCO Australia Pty Ltd
Author	Director (R. Frankas / D. Frankas)
Distribution	All MISCO staff, contractors, and suppliers
ABN	30 679 048 054
Address	89–91 Licola Crescent, Dandenong South, VIC 3175
Phone	+61 3 9706 5185
Email	info@misco.net.au
Website	www.misco.net.au

1. PURPOSE

This policy establishes clear expectations for identifying, declaring, and managing actual, potential, or perceived conflicts of interest within MISCO Australia Pty Ltd.

It ensures all employees and representatives act in the company's best interests and make decisions that are impartial, transparent, and ethical.

2. POLICY STATEMENT

MISCO Australia requires all directors, employees, contractors, and agents to perform their duties honestly, objectively, and free from improper influence.

Any situation that compromises—or appears to compromise—independent judgment or loyalty to MISCO must be disclosed and appropriately managed. The company will not tolerate undisclosed conflicts of interest or conduct that benefits personal, financial, or family interests over those of the business.

3. OBJECTIVES

- Define what constitutes a conflict of interest.
- Ensure all employees understand their obligation to disclose conflicts.
- Provide mechanisms for managing and resolving conflicts transparently.
- Protect MISCO's reputation for integrity and ethical conduct.
- Support compliance with the Corporations Act 2001, Fair Work Act 2009, and ISO 37001 governance principles.

4. SCOPE

This policy applies to:

- All employees, directors, officers, and contractors of MISCO Australia.
- Any third party, consultant, or agent acting on behalf of the company.
- All business decisions, transactions, and interactions with customers, suppliers, and regulators.

5. DEFINITIONS

Conflict of Interest:

A situation in which personal interests, relationships, or activities could improperly influence or appear to influence professional judgment, decisions, or actions.

Actual Conflict:

A direct conflict currently exists between personal and company interests.

Potential Conflict:

A situation where personal interests could conflict with company interests in the future.

Perceived Conflict:

Where an observer might reasonably believe a conflict exists, even if it does not.

6. EXAMPLES OF CONFLICTS OF INTEREST

Conflicts may include, but are not limited to:

- Holding a financial interest in a supplier, competitor, or customer.
- Using company resources for personal business activities.
- Accepting gifts, payments, or hospitality that may influence decision-making.
- Employing or supervising family members or close associates.
- Engaging in outside employment that conflicts with company duties.
- Disclosing confidential information for personal gain.
- Participating in procurement or tendering where personal relationships exist.

7. POLICY REQUIREMENTS

7.1 Identification and Disclosure

All employees must:

- Remain alert to situations that could give rise to a conflict.
- Disclose any actual, potential, or perceived conflict to their manager or Director as soon as it becomes apparent.
- Complete a Conflict-of-Interest Declaration Form where required.

7.2 Management of Conflicts

Upon disclosure, management will:

- Assess the nature and materiality of the conflict.
- Decide whether the individual should withdraw from decision-making or specific duties.
- Record and manage the conflict in the Conflict of Interest Register.
- Implement appropriate controls (e.g., recusal, reassignment, or oversight)

7.3 Ongoing Obligations

Conflicts must be reviewed annually or when job responsibilities change.

Employees must update their declaration if new conflicts arise.

Managers are responsible for monitoring compliance and record-keeping.

7.4 Non-Disclosure

Failure to disclose or manage a conflict of interest is a breach of this policy and may lead to disciplinary action, including termination of employment or contract.

8. RESPONSIBILITIES

Role	Responsibilities
Directors	Set the ethical standard, review major declarations, and oversee the register.
Managers/Supervisors	Identify, assess, and manage conflicts within their teams.
Employees & Contractors	Disclose any conflicts promptly and act in MISCO’s best interests.
Human Resources / IMS Coordinator	Maintain Conflict of Interest Register and ensure declarations are recorded and reviewed.

9. REPORTING AND WHISTLEBLOWING

Employees can report undisclosed or suspected conflicts of interest directly to management or under the Whistleblower Policy.

All reports are treated confidentially, and retaliation against individuals reporting in good faith is strictly prohibited.

10. TRAINING AND AWARENESS

All employees receive training on this policy during induction.

Managers and procurement staff receive additional guidance on identifying and managing conflicts in supplier or tender processes.

11. RECORD KEEPING

All declarations, assessments, and management decisions will be recorded in the Conflict of Interest Register maintained by the Directors or IMS Coordinator.

Records will be securely stored and retained for audit and compliance purposes.

12. REVIEW AND CONTINUOUS IMPROVEMENT

This policy will be reviewed at least every two (2) years, or sooner if legislative or operational changes occur.

The Directors are responsible for ensuring the policy remains current and effective.

13. RELATED POLICIES AND DOCUMENTS

- Code of Conduct & Business Ethics
- Anti-Bribery and Corruption Policy
- Whistleblower Policy
- Corporate Governance Statement
- Supplier Code of Conduct
- Procurement Policy

13. ACKNOWLEDGEMENT

All employees, contractors, and representatives must acknowledge that they:

- Have read and understood this policy;
- Agree to comply with its requirements; and
- Understand that breaches may result in disciplinary action or prosecution.

Approved By:

Rhiannon Frankas – Director

Daniel Frankas – Director

Date: 11.10.2025



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