



SECTION 7:

Conflicts of Interest

- A. SUMMARY
- B. POLICY
- C. REFERENCES



A. SUMMARY

Directors, officers and employees of **Carrier** must act solely in the best interests of **Carrier** and must avoid conduct and relationships where obligations to **Carrier** might be compromised.

B. POLICY

Carrier is committed to reducing and avoiding conflicts of interest. Directors, officers and employees must act in the best interests of **Carrier** and must avoid situations that would create a **Conflict of Interest** or the appearance thereof. Decisions and actions must not be influenced by outside factors such as personal investments, non-**Carrier** activities (including employment), duties owed to others, or personal relationships. As part of this commitment, a survey to identify actual or potential conflicts will be conducted periodically to ensure that directors, officers and employees are aware of and certify compliance with this Policy. Circumstances which have created or may create an actual or potential **Conflicts of Interest** must be promptly disclosed to management or ethics and compliance personnel as they arise.

Waivers of Conflicts of Interest and approval of certain outside services, financial investments, and receipt of business gifts must be obtained in advance pursuant to CPSW-7A.

Violations of this Policy can result in disciplinary action, up to and including termination of employment.

C. REFERENCES

CPSW-7A: Conflicts of Interest