

Summary / background

Kier expects all employees to act with the highest ethical standards of conduct. Business activities or business relationships that create or appear to create a conflict between the business interests of Kier and those of an employee must be managed appropriately.

A conflict of interest is a set of circumstances that creates a risk that an individual's ability to apply judgement is, or could be, impaired or influenced by a secondary interest. Those interests may compete or differ from those of Kier, but in some cases, they may also align. Conflicts of interest include both those situations where an actual conflict of interest occurs or could occur, and those that could give rise to a perception of a conflict of interest.

This policy sets out Kier's arrangements to deal with any actual or potential conflicts of interest. This both upholds Kier's integrity and protects employees from the negative impact that an undisclosed conflict of interest can have.

What is the requirement?

All employees of Kier (including temporary staff) must disclose any potential conflicts of interest via the Conflicts Portal, or to their line manager (who should then refer it to Group Compliance) if access to the portal is unavailable.

Why is it important?

It is important to manage any actual or potential conflicts of interest to maintain confidence in the business decisions we make. Any conflict of interest that is not managed appropriately could impair the decision-making process and potentially result in an outcome that is sub-optimal for Kier, and from a personal perspective, undermine confidence and trust. Such loss of confidence and trust could occur even where an employee and Kier's interests are aligned, but where a conflict hasn't been disclosed. It is important for your own protection to disclose an actual, potential or perceived conflict of interest.

Kier is committed to providing a working environment that upholds our values. All

Owner: Group General Counsel	Version: 3.0	POL-GR-012
UNCONTROLLED IF PRINTED OR COPIED. Always check the IMS for latest version.		

employees are required to support our values in the way that we operate.

What must I do / not do?

We rely on every person at Kier to do the right thing. This requires a few simple commitments.

Senior management:

Members of senior management are required to promote a culture where employees are encouraged to report any actual or potential conflicts of interest whether it relates to their own circumstances or where an employee may have identified a potential conflict of interest relating to another employee.

All employees:

Employees are responsible for identifying potential conflicts of interest on an ongoing basis. Employees must:

- immediately disclose actual or potential conflicts of interest and in any case before such conflicts of interest impact any activities at Kier. Conflicts must be disclosed through the conflicts portal;
- avoid situations that may give rise to actual or potential conflicts of interest;
- withdraw from a situation that may give rise to or trigger a conflict of interest until that has been resolved;
- comply with any controls imposed relating to a disclosed conflict of interest; and
- continue to monitor any actual or potential conflicts of interest and update the portal where appropriate.

This Policy should be read in conjunction with the Chief Executive Foreword and the Conflicts of Interest Guidance note.

For and on behalf of Kier Group plc

Stuart Togwell, Chief Executive

November 2025

Owner: Group General Counsel	Version: 3.0	POL-GR-012
UNCONTROLLED IF PRINTED OR COPIED. Always check the IMS for latest version.		