

Heathrow Supply Chain Conflict of Interest Policy

Date policy last reviewed and updated (if required):	February 2026
Last approved by Executive Committee on:	10 October 2023
Executive Director accountable for this Policy:	Sally Ding, Chief Financial Officer
Function Policy Lead:	Paul Doherty, Procurement Director
Author	Kelly Braydon, Contract Services Manager
Version number:	V.3

1. Definitions

“colleagues”	all those who work for and on behalf of Heathrow (including without limitation directors and all personnel whether employed directly, supplied by an agency or engaged under a secondment arrangement and whether on a permanent, temporary or fixed-term basis).
“Conflict of Interest”	<p>when a supplier’s decisions, judgment or actions made or taken in the course of its engagement by Heathrow might be influenced by other interests of that supplier.</p> <p>A Conflict of Interest may be:</p> <ul style="list-style-type: none">• actual – a clear conflict exists between different interests;• potential – there might be a conflict in the future; or• perceived – a third party might believe there is a conflict.
“Heathrow” or “Heathrow Group”	Heathrow Airport Holdings Limited and its subsidiary companies.
“supplier”	any individual or company that is currently engaged by Heathrow, whether directly or indirectly, or wishes to be engaged, whether as a contractor, supplier, voluntary agent, contingent worker, advisor or consultant and whether to provide works, services or goods, including any prospective suppliers (such as bidders in a procurement process).

2. Purpose

This Policy sets out Heathrow’s approach to managing Conflicts of Interest within its supply chain.

Heathrow implements strong measures to address Conflicts of Interest across its supply chain and internally and makes deliberate choices about who has access to information and how it is shared. Everyone involved in any business activities involving suppliers is required to identify, discuss, record and manage any Conflicts of Interests in accordance with the relevant Heathrow policies.

Conflicts of Interest can negatively impact Heathrow’s reputation and business interests. Therefore, the primary objective of this Policy is to promote an open and transparent environment regarding Conflicts of Interest and to reduce the risk of Conflicts of Interest arising. It is important to recognise that all types of Conflict of Interest can be equally damaging to Heathrow, suppliers and any individuals involved.

3. Scope

This Policy applies to all Heathrow's suppliers. It will also be relevant to colleagues who are involved in any business activity which involves a supplier.

4. Examples

Some examples of Conflicts of Interest include:

- A supplier provides works or services for Heathrow and also works for a Heathrow competitor or has some other interest (for example, owns shares) in the competitor.
- A supplier is owned or controlled (fully or partially) by a current or former Heathrow colleague, or a current or former colleague holds a management position within the supplier.
- A supplier's employee or representative has a family relationship or close friendship with a colleague who participates in procurement decisions, evaluates bids or manages the contract.
- A contractor employed by a supplier providing services for Heathrow is involved in procurement processes related to that supplier.
- A supplier performing a "client-side" advisory role in the early stages of a project (for example, providing feasibility advice or estimating services) wishes to tender for the subsequent contract for project delivery.
- A supplier is negotiating a personal contract with a colleague who is also involved in managing the bidding process with that supplier.

5. Managing Conflicts of Interests

Conflicts of Interest may be managed by implementing mitigation measures to:

- prevent or reduce the risk of an actual Conflict of Interest arising;
- manage the perception that a Conflict of Interest has arisen; or
- (if an actual Conflict of Interest has arisen) mitigate the consequences.

Supplier's responsibilities:

- Before any supplier participates in a tender process or is otherwise engaged (whether directly or indirectly) to carry out any works or services for Heathrow, it must complete a Non-Disclosure and Conflict of Interest Statement.
- During the course of any engagement, all suppliers must identify and report any Conflict of Interest to Heathrow on a continuing basis by emailing conflictofinterest@heathrow.com using the form set out at Annex 1 to this Policy.
- Heathrow expects all suppliers to comply with any decisions taken by Heathrow in respect of any Conflict of Interest and to adopt any required mitigation measures. Where a supplier is not willing or is unable to comply with any such decision, Heathrow reserves the right to terminate the engagement of that supplier.

Heathrow's responsibilities:

- Heathrow aims, and will take steps, to prevent any Conflict of Interest arising that could compromise its responsibilities and/or values or which are otherwise contrary to good practice.
- Steps taken by Heathrow will seek to minimise or mitigate risks whenever possible, with a view to ensuring a transparent, fair and neutral approach to procurement activities.
- Heathrow will adopt a consistent approach to the management of reported Conflicts of Interest, as follows:
 - **Internal Review:** Any Conflict of Interest should be reported by a supplier to Heathrow (conflictofinterest@heathrow.com). This (along with any proposed mitigation measures) will be reviewed at a Procurement Approval Meeting (**PAM**). Each reported case will be assessed individually and on its own merits. PAM members will determine whether or not they consider a Conflict of Interest to exist and what (if any) steps must be taken to address an identified Conflict of Interest.
 - **Recorded Log:** The Procurement Approval Secretary maintains a Conflict of Interest Log.
 - **Communication:** Following a decision by PAM, the relevant colleague and/or supplier will be informed of the outcome by the Procurement Director.
 - **Escalation:** Conflicts of Interest may be escalated to the Executive Committee if deemed necessary by PAM.
 - **Monitoring:** Heathrow will monitor the implementation of any mitigation measures identified in relation to a particular Conflict of Interest.

6. Reporting Concerns and Cooperation with Investigations

Suppliers have a role in preventing, identifying and reporting any breaches of this Policy. Any concerns should, in the first instance, be reported to conflictofinterest@heathrow.com or raised using the reporting options set out in the Whistleblowing Policy.

Where an investigation is carried out, suppliers are expected to fully cooperate with any questions or requests.

7. Consequences

Non-compliance with this Policy by suppliers may result in action being taken by Heathrow according to the terms of any applicable contract and/or the exclusion or disqualification of a supplier from any tendering process.

8. Associated documentation

This Policy should be read in conjunction with;

- Heathrow Professional Conduct Policy and Guidance
- Anti-Corruption Policy
- Whistleblowing Policy

Annex A

CONFLICT OF INTEREST DECLARATION TEMPLATE

Conflict(s) of interest, including mitigations, is/are:	
<i>Copy and paste the six rows as many times as needed to provide details of multiple declarations and submit to conflictofinterest@heathrow.com.</i>	
Supplier:	[
Contract number/Secondment Agreement Reference:	[
Name of individual(s) this declaration relates to:	
Brief description of the Actual, Potential or Perceived interest that is being declared:	<i>[Insert information - this should contain enough information to be meaningful (e.g. nature of any interest, relevant dates, detailing the parties, companies, memberships, etc). The information provided should enable a reasonable person with no prior knowledge to read this and understand the nature of the interest.]</i>
Proposed Mitigation:	<i>[Insert – please provide the proposed mitigations for consideration such as separation of duties, reporting lines, access restrictions etc]</i>