



EAAGADS LIMITED

DISPUTE RESOLUTION POLICY

FOR SHAREHOLDER APPROVAL

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1. PREAMBLE

- 1.1 The Capital Markets (Public Offers, Listings, and Disclosures) Regulations, 2023 (POLD Regulations, 2023) require issuers to establish a Dispute Resolution Policy which must be approved by the shareholders.
- 1.2 This document sets out the Dispute Resolution Policy of Eaagads Limited (the “Company” or “Eaagads”). It establishes the guidelines, and procedures for addressing and resolving disputes involving the Group in a fair, prompt, and equitable manner.

2. PURPOSE

- 2.1 This Dispute Resolution Policy (hereinafter referred to as the “Policy”) provides a structured and effective framework for resolving disputes across the Company in a fair, efficient, and constructive manner. It aims to facilitate prompt and effective resolution, encourage early intervention, ensure fairness and transparency, prevent retaliation, and promote a positive and respectful work environment.
- 2.2 It is intended to promote effective resolution of both internal and external conflicts involving Eaagads employees and other stakeholders. This Policy is expected to support the Company in operating efficiently and in achieving its vision and mission.

3. SCOPE OF THE POLICY

- 3.1 This Policy applies to the conflict resolution process by Eaagads’ Board of Directors, Management, Stakeholders (as identified in the Stakeholder Engagement Policy) and Employees.
- 3.2 This Policy also provides guidelines on informal and formal conflict resolution process in the Company, including peer hearings, panel decisions, mediation, conciliation and arbitration.

4. OBJECTIVES

This Policy is established around the following objectives:

- 4.1 **Reach a Consensus:** This Policy aims to achieve a mutually agreeable solution to a conflict, ensuring that all parties involved are satisfied with the outcome;
- 4.2 **Prevent Recurrence:** This Policy seeks to prevent the recurrence of similar conflicts by addressing their root causes and fostering open communication and mutual understanding.
- 4.3 **Promote Fairness and Timeliness:** This Policy strives to provide a fair and timely resolution process, ensuring that conflicts are resolved efficiently and without undue delay;
- 4.4 **Protect Human Dignity and Trust:** This Policy aims to maintain a protective institutional environment that fosters trust and respect among Directors, Employees, and Stakeholders and promoting a culture of open dialogue and constructive conflict resolution;

- 4.5 **Reduce Conflict:** This Policy strives to reduce conflict by encouraging early identification and resolution of disputes, promoting effective communication, and providing resources for conflict resolution; and
- 4.6 **Promote Alternative Dispute Resolution (ADR) mechanisms:** This Policy seeks to promote the use of Alternative Dispute Resolution (ADR) mechanisms, including arbitration, negotiation, and mediation.

5. INTERNAL CONFLICT RESOLUTION PROCESS

All internal conflict resolution efforts are intended to minimise disputes, identify potential issues at an early stage, and resolve any conflicts within Eaagads. By ensuring fair, consistent, and transparent resolution processes, the Company seeks to strengthen cohesion, enhance employee motivation, and cultivate a positive working environment. The Company shall employ the following conflict resolution process:

5.1 Conflict Reporting Process

- 5.1.1 All of Eaagads shall report conflicts to their Line managers, Human Resource Officer or any other designated conflict resolution officer.
- 5.1.2 The Report shall contain details of the conflict, parties involved and any attempts at resolution.
- 5.1.3 Employees are required to promptly report any conflicts at the earliest opportunity to prevent escalation.
- 5.1.4 Confidentiality shall be maintained throughout the conflict reporting and resolution process to ensure a safe and supportive environment for all parties.

5.2 Conflict Resolution Policy

- 5.2.1 **Investigate the Conflict:** Once a conflict is reported, the Company shall conduct a thorough investigation including holding meetings individually with the parties involved to understand their perspectives, interviewing any witnesses who may have relevant information and reviewing any documentation or evidence related to the conflict.
- 5.2.2 **Identify the Root Cause:** The Conflict Resolution Officer shall look beyond the immediate incident to identify and address the underlying issues contributing to the conflict which may include past grievances, personality differences, or broader organisational concerns.
- 5.2.3 **Propose Solutions:** The Conflict Resolution Officer shall work with the parties involved to identify potential solutions that address the root cause.
- 5.2.4 **Facilitate Agreement:** The parties shall be guided to reach a mutually agreeable solution. This may involve compromise or finding common ground.
- 5.2.5 **Document and Follow Up:** Thorough documentation of the resolution process and the agreed-upon outcomes shall be maintained, with follow-up conducted to confirm that the matter has been fully resolved and does not reoccur.

5.2.6 **Escalate if Necessary:** If a conflict cannot be resolved through the above process, it shall be escalated to a higher authority, such as senior management or an external mediator, to ensure a fair, transparent, and constructive resolution that supports a healthy work environment.

5.3 Responsibility for Internal Conflict Resolution

5.3.1 Managers at all levels have the responsibility to resolve conflicts within their respective units and ensure that internal conflict resolution is fast, fair and transparent.

5.3.2 All Managers and Employees have the responsibility to report and take part in the resolution of conflicts within the Company.

6. EXTERNAL CONFLICT RESOLUTION PROCESS

6.1 The Company is committed to resolving potential conflicts with stakeholders in a timely, transparent, and conclusive manner. Conflicts with external stakeholders shall be addressed by the designated responsible officers or departments, in accordance with the following procedures:

6.1.1 **Identify the Source and Nature of the Conflict:** Understand who is involved, their interests and goals, the main issues and disagreements, and how the conflict affects the Company and the other party. Tools to be used include interviews, surveys, observation, or SWOT analysis to gather this information.

6.1.2 **Choose an Appropriate Conflict Resolution Style:** Assess the situation and determine the most appropriate conflict resolution approach, selecting from avoiding, accommodating, competing, compromising or collaborating, based on the specific circumstances and the Company's strategic objectives.

6.1.3 **Communicate Effectively with the Other Party:** Use active listening, assertive communication, questioning, reframing, and summarising to understand the other party's perspective and express your own.

6.1.4 **Implement and Evaluate the Resolution:** Action shall be taken to implement the agreed-upon resolution plan. Outcomes shall be monitored, feedback and support provided, and the process reviewed to identify best practices and areas for improvement. This will ensure the conflict is resolved effectively, sustainably, and to the satisfaction of both parties.

6.2 Responsibility for External Conflict Resolution

6.2.1 The General Manager and Coffee Operations Head shall ensure that all external disputes are referred to ADR methods like arbitration, negotiation and mediation and that litigation shall be a matter of last resort.

6.2.2 All appointments for external counsels for purposes of external dispute resolutions must be approved by the General Manager, Chief Executive Officer or by the Board as the case may be.

7. REVIEW

This Policy will be reviewed annually to ensure its continued relevance. Any necessary revisions will be made in line with best practice and be presented to the Board for approval.

8. APPROVAL

This Policy was adopted by the Shareholders of Eaagads Limited on _____2025

Signed by the Chairman of the Board

Ms. Muthoni Runji-Pertet

Date