

## Scan Global Logistics

### CODE OF CONDUCT

Our organization brings people together from a wide range of cultural backgrounds – all with different skills and viewpoints. The diversity of our workforce and close relationship to customers, suppliers and numerous of organizations around the world are fundamental to our strength and success. With a workforce comprising some 1300 employees in 26 countries, we are a global organization and we rely on a common understanding of how we expect all of us to conduct the company's business and what it means to act responsibly and with integrity.

Our Code of Conduct defines clear ethical standards for the Scan Global Logistics Group and spans the entire spectrum of our daily work and operations. It includes quality management, customer relationships, workplace conduct, business integrity as well as social responsibility. The rules and guidelines defined by the Code of Conduct provide us with the necessary foundation to ensure a consistent high standard in which we conduct our business and day-to-day operations around the world – towards our customers, vendors, internally and other stakeholders.

The Code of Conduct also communicates to our customers, investors and the public that the Scan Global Logistics Group is a reliable, trustworthy partner that combines first-class service with a strong sense of responsibility.

This updated and expanded Code of Conduct provide us with a success story of our high business standard which we can be proud of. It has become an integral part of our corporate culture and binds us together across the divisions and regions around the world. We ask you to do your part to make sure we will stay on course.. It is necessary that all employees support and work accordingly to our high ethical standard in order to maintain Scan Global Logistics' integrity and long term success.

The Executive Management

**Allan Meldgaard**  
Group CEO

**Jørgen Jessen**  
EVP, ADP

**Thomas Nørgaard**  
Nordic CEO

**Johan Rosenkvist**  
Sweden CEO

**Claes B. Pedersen**  
Global CFO

## **SGL Code of Conduct**

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The Code of Conduct is binding for all employees in all countries of the Scan Global Logistics Group and each of us can contribute to the success of our company by living the Code of Conduct.

This Code describes the objectives and rules that reflect our commitment to responsible, ethically irreproachable and legally compliant behavior. The letter and spirit of this Code correspond to the Group-wide rules and regulations that govern our business lives each day and shape our culture. You are an ambassador of this culture.

The Scan Global Logistics Group constantly deals with a variety of people and organizations and representatives of diverse interests. Our image as a company depends on how you conduct yourselves in the business world. When faced with a difficult situation, consider these questions:

If the answer to each of the below questions is “yes”, the action or decision complies with the following principles of conduct and is most likely the correct one.

If you are not sure, ask. And keep asking until you are sure!

## **1. WHAT IS CORRECT CONDUCT?**

1. Is my action or decision legal?
2. Does it comply with the letter and spirit of this Code and other Group policies?
3. Is it right and free of any personal conflicts of interest?
4. Could my action or decision withstand public review (social media, newspaper etc.)?
5. Will my action or decision protect the reputation of the Scan Global Logistics Group as a company with high ethical standards?

### **Laws and Ethical Standards**

The Scan Global Logistics Group strives for sustainable development of its business founded on economic performance and corporate responsibility. We honor the diverse interests of our customers, employees and business partners with integrity, fairness and honesty. We strive for excellence in our business development and ethical behavior. We operate our business with integrity and comply with all laws applicable to our business in all regions and countries. We recognize that laws and ethical standards may vary from country to country according to national differences.

### **Human Rights**

The Scan Global Logistics Group is guided by the principles of the United Nations Global Compact. We respect the principles of the 1998 International Labour Organization "Declaration on Fundamental Principles and Rights at Work" in accordance with national law and practice. We respect human rights within our sphere of influence and conduct our business in a manner that makes the company an attractive workplace. We are deeply committed to the elimination of all forms of forced or compulsory labor and to the effective abolition of child labor.

## **2. OUR ETHICAL COMMITMENT**

### **Quality Focus**

High quality is an integrated part of the Scan Global Logistics Group's core business. In order to achieve the highest quality standards, we constantly work to improve our structures and processes for the benefit of our customers. This applies not only to our products, services and management but also to our behavior.

### **Customer Satisfaction**

We place high priority on making our customers successful, in line with our belief that successful customers guarantee our own success. Our activities are governed by our knowledge of the global and local requirements of our customers and markets. We include and prioritize customer focus in our business processes, projects and interactions.

We know that we are measured by our ethical, social and environmental performance as much as the quality of our service. We therefore strive for best practice in all of these areas to secure customer trust.

### **Transparency**

We are committed to openness in our interactions with our customers, investors, employees, suppliers, business partners and other organizations and institutions. Transparency and honesty are the key to all our communication activities, internally and externally. The public have access to information on our website.

### **Investors' Trust**

We recognize the necessity of sound and transparent corporate management to maintain the trust of our investors. We are committed to increase our value.

### **Business Partner Dialogue**

We are committed to dialogue and partnership with our business partners throughout the world. We share principles of ethical behavior, social engagement and respect for the environment with our suppliers, subcontractors, agents and consultants. We communicate our principles to our business partners and encourage them to adhere to the same standards as us.

## **3. OUR BUSINESS PRACTICES.**

\* Further details are specified in our Code of Conduct for Suppliers.

### **Individual Responsibility and Involvement**

The skills and commitment of our employees are our greatest assets. We expect our employees to conduct their business in an entrepreneurial way and accept their individual responsibility. We endeavor to involve our colleagues in our projects and decision-making processes in order to achieve our common goals with reliability and commitment.

### **Mutual Respect and Openness**

It is part of our culture that all relations between board members, managers and employees of all levels and countries shall be guided by mutual respect, openness, honesty and the spirit of trust and cooperation. We give and seek feedback and we communicate actively and openly with each other. We are committed to a fair and open debate and seek varying opinions. We encourage our colleagues to express their ideas and concerns. Team spirit is fostered by open-mindedness.

We never encourage or direct our employees to achieve business results at the expense of compliance with the law, ethical standards or with this Code of Conduct. The Scan Global Logistics Group does not tolerate any kind of violence in the workplace, including but not limited to threatening and intimidating behavior. Each employee is required to contribute to an environment of respect that precludes any kind of harassment, including workplace bullying, unwelcome sexual advances, unwanted physical contact, inappropriate propositions or a working environment tainted with harassing jokes, words or demeaning comments.

Our employees are free to join or not to join a union/employee representation of their choice, free from threat or intimidation. We recognize and respect the right to collectively bargain in accordance with applicable law.

### **Diversity**

We consider the diversity of our employees as a strength. We promote an inclusive work environment in order to attain the highest possible productivity, creativity and efficiency. The main criteria for employee selection and promotion are skills and qualification. We do not discriminate or tolerate discrimination with respect to gender, race, religion, age, disability, sexual orientation, national origin or any other characteristic protected under law.

### **Health and Safety at Work**

We firmly believe that the well-being and safety of our employees are essential to our financial success. We are therefore committed to compliance with our health and safety policies. We strive to foster the physical and psychological well-being of our employees. Our goal is to support a work culture which promote efficient and committed employees as well as fewer illnesses and a lower accident rate. We promote healthcare as a key element of our sustained productivity and the quality of our services. We establish shared values through our commitment to health and safety. Our health and safety policies include a ban on illegal drugs in the workplace.

### **Company Property**

Each employee has a responsibility to safeguard and make proper use of the Scan Global Logistics Group property. The use of company property, including labor, supplies, equipment, buildings or other assets for personal benefit, is prohibited where not explicitly allowed by an agreement. Intellectual property is a valuable asset and must be protected from unauthorized use or disclosure. Such property includes trade secrets, confidential information, copyrights, trademarks, logos but also customer lists, business opportunities and product specifications whether owned by the Scan Global Logistics Group, affiliated companies or business partners.

### **Legal Proceedings**

Employees must avoid activities that could involve or lead to the involvement of the Scan Global Logistics Group or its personnel in any unlawful practice including the employment of our personnel or use of company assets for illegal gain. Lawsuits, legal proceedings and investigations concerning the Scan Global Logistics Group must be handled quickly and properly in order to protect and defend the company. Employees who are threatened by a lawsuit or other legal proceedings or investigation in a business-related matter are required to contact the Scan Global Logistics' Legal Department immediately.

### **Accounting and Reporting Standards**

The Scan Global Logistics Group relies on the authenticity and accuracy of information recorded in its accounting records for proper decision making. It is of the utmost importance that records dealing with security and personnel, as well as accounting and financial data, are protected. All business transactions must be reflected accurately in our accounts in accordance with established procedures and auditing standards and generally accepted accounting principles. Accounting records will reflect and describe the nature of the underlying transactions.

### **Ban on Insider Trading**

In order to maintain our shareholders' and investors' trust it is essential that all employees respect the legal ban on insider trading. All employees are prohibited from using inside information for buying or selling insider securities, disclosing inside information to a third party without authorization and inducing a third party to buy or sell on the basis of this information. Inside information is any information not publicly known, relating to issuers of insider securities or to the specific securities that would be taken into account by a reasonable investor when making an investment decision.

### **Conflicts of Interest**

We require all of our employees to maintain high ethical standards in handling conflicts of interest. Employees should disclose to a manager if they have a relationship with persons or firms with whom the Scan Global Logistics Group does business, which might give rise to a conflict of interest. Such relations include a relationship by blood or marriage, partnership, business partnership or investment.

### **Fair Competition**

We are committed to free enterprise and fair competition. Company business must be conducted solely on the basis of merit and open competition. We will hire suppliers, agents or other intermediaries by careful and fair assessment only. We are legally bound to make business decisions in the best interests of the company, independent of any understanding or agreement with a competitor. The Scan Global Logistics Group and its employees will avoid any conduct that violates antitrust laws.

### **Bribery and Corruption**

\* Further details are specified in our Anti-Corruption policy.

We trust that the excellence of our services is the key to our business success. Therefore we deal with all our customers, suppliers and agents in a transparent manner and in

compliance with international anti-corruption standards, for example those in the United Nations Global Compact as well as applicable anti-corruption and bribery laws.

### **Gifts and Benefits**

Gifts and other benefits are permitted if they are considered usual business practice and ethical. None of our employees may solicit material gifts or other personal benefits from customers, suppliers, agents or other business partners. The giving and receiving of gifts and other benefits is prohibited in particular if they appear to influence upcoming business decisions or breach a law, regulation or policy.

## **4. OUR BUSINESS INTEGRITY.**

### **Money Laundering**

The Scan Global Logistics Group requires all employees to strictly comply with all laws and regulations designed to combat money laundering activity. This includes rules and regulations that state that currency transactions with blocked persons must be reported.

### **Trade Regulations**

The Scan Global Logistics Group believes that free trade increases prosperity and affluence throughout the world. While always seeking to comply with applicable laws, including sanctions and embargoes, we exist in order to serve customers – wherever they may be.

### **Data Protection**

\* Further details are specified in our data protection guideline.

Our employees shall not disclose information that is not known to the general public for personal gain or the benefit of anyone other than the company. Such information includes technical data, financial data, operating data, customer information, memoranda and other information regarding the company's business and operational activities and future plans. Employees shall adhere to relevant laws and company regulations with respect to personal data, especially that of customers and employees. The collection, processing and use of personal data of natural and (where legally equivalent) legal persons must be in line with the applicable laws.

## 5. OUR SOCIAL RESPONSIBILITY.

Our social responsibility is based upon our will to make a positive contribution to the society and the environment. As a global company we have an impact on the communities in which we work and the world in which we live. We want to live up to our responsibility as a global company and have therefore integrated corporate responsibility into our corporate strategy. This is further reflected through our commitment to fundamental charters and initiatives such as the Universal Declaration on Human Rights, the United Nations Global Compact and the OECD Guidelines for Multinational Enterprises. We aim to act responsibly in all of our activities and apply our core competencies and the expertise of our employees to make our planet a better place. We are in continuous dialogue with our stakeholders to take their views as citizens and consumers into consideration when we run our business.

### **Social Responsibility**

We focus our efforts on improvements in areas in which we believe we can have the highest positive effect: environmental protection and socio-economic development. We advocate and support the spread of environmental and social standards throughout the world. We consider our employees' commitment and active involvement to be an important factor for our efforts to succeed. We support community development in partnerships with non-profit organizations. We recognize that we are measured by our actions outside the workplace and therefore call on our employees to respect the local culture and understand the issues of communities in which they work.

We acknowledge the impact of our business activities on the environment and are committed to improve our environmental track record through precautionary measures and the use of environmentally friendly technology. We have set ourselves a measurable carbon efficiency target and regularly assess and monitor our impact on the environment.

By systematically identifying and leveraging ecological initiatives, we strive to support constant improvement of our environmental performance by means of environmental audits and risk management. We do this in order to use natural resources more efficiently. We measure our processes and services against the highest national and international environmental standards.

### **Where can you read more?**

We recognize that you may need help in understanding company policies, making difficult decisions, or helping the company to live up to its Code of Conduct. There are several options for you to take action:

### **Reporting a Violation**

We encourage you to speak up if you become aware of a potential issue of compliance with this Code of Conduct. You can consult your manager, talk with your Human Resources department or make use of our Compliance email ([tnic@scangl.com](mailto:tnic@scangl.com)) to report a violation of the Code of Conduct.

All reports of a violation of the Code of Conduct will be kept confidential. No employee will be disadvantaged in any way for efforts made in good faith to report a potential issue regarding compliance with this Code of Conduct. For the sake of an open working environment and a more efficient follow-up to your report, we encourage you to identify yourself when reporting a possible violation.

However, should you find it necessary to make an anonymous report, we will also accept such reports. If required by the applicable law, information regarding the identity of the employee reporting a possible violation must, however, be disclosed to the relevant persons or authorities involved in an investigation or subsequent judicial proceedings under certain circumstances.

### **Actions, Waivers and Changes to the Code of Conduct**

In case of non-compliance with this Code of Conduct, the company will take action and allocate the adequate resources to properly address the issue. First and foremost, the company will address the issue by explaining the importance of our Code of Conduct to the employee(s) concerned to motivate a change of behavior.

. However, employees who fail to adhere to this Code of Conduct may be subject to appropriate disciplinary action, as stated in the applicable regulations.

The company will not grant waivers from the requirements of the Code of Conduct without good reason. Waivers of provisions of the Code shall be granted by the Executive Management only.

The Scan Global Logistics Group will review this Code of Conduct on a regular basis and the Executive Management will make the necessary adjustments.

## **6. INFORMATION AND REPORTING CHANNELS, WAIVERS AND CHANGES TO THE CODE OF CONDUCT.**

- Consult your manager
- Talk with Human Resources
- Contact the relevant specialist department for questions related to the particular policies

## **7. RELATED POLICIES AND REGULATIONS, LOCAL CODES.**

The Code of Conduct sets the principles for all policies and regulations relating to ethical conduct at the Scan Global Logistics Group. Local Adjustments may be made to reflect special characteristics, although the substance of the current Code of Conduct must always be incorporated. Adjustments may be made to take local laws, customs and business practices into account. Local codes may include additional, specific policies or regulations. However, in no event shall any term contradict or be more lenient than this Scan Global Logistics Group Code of Conduct. All local codes shall be reviewed and approved by the Global Compliance Office.

**If you have questions related to the Code of Conduct, please contact  
Global Head of Compliance Tove Nicholaisen [tnic@scangl.com](mailto:tnic@scangl.com) +45 3248 0182**