



Supplier Code of Ethics

GRUBER LOGISTICS

2024



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Version	Date	Approbation required	Approved



INTRODUCTION

The Board of Directors of Gruber Logistics (hereinafter also "Gruber Logistics" or the "Company") adopts and approves this Supplier Code of Ethics. This Code of Ethics takes effect from the date of publication.

The fundamental principles that guide Gruber Logistics in its dealings with any Supplier of goods and services are good faith and transparency in the conduct of negotiations. Interactions with Suppliers are governed by shared values within the Company and are subject to constant monitoring by the relevant Company departments.

In the same way, the Company is deeply convinced that sustainability should be the basic criterion of this Supplier Code of Ethics, centred around three important themes: environment, society and human resources.

Hence, Gruber Logistics is committed to including contractual clauses into its Supplier contracts that bind the counterparty to observe the principles fundamental to the Company, making this Code a moral compass that ensures responsible, ethical and sustainable behaviour by the Suppliers themselves.

Any conduct contrary to or non-compliant with the Code of Ethics, identified by business partners, employees and suppliers, may be reported to the ad hoc e-mail address (odv@gruber-logistic.com) which, according to law, is accessible solely by an entity outside Gruber Logistics.



COMMITMENTS

The Code was defined on the basis of the principles laid down by the Conventions of the International Labor Organization (ILO), the Universal Declaration on Human Rights, the Organization for Economic Cooperation and Development (OECD) guiding principles and the UN Global Compact's Ten Principles.

Gruber Logistics intends to take its supply chain on this journey by establishing business relationships with Suppliers that demonstrate maximum professionalism, with proven capability in logistics and transportation, and whose values and principles match those of Gruber Logistics.

In fact, proper and responsible selection of Suppliers is fundamental to create added value for its stakeholders, so that strict compliance with the law, protection of workers, environmental protection and safeguarding the interests of shareholders are guaranteed.

Gruber Logistics' Supplier Code of Ethics aims to increasingly pursue sustainable and responsible development in all business areas.

It is also considered important for Suppliers to assess the possibility of undergoing independent evaluations to measure sustainability quality standards. Specifically, evaluations by ECOVADIS, SQAS and SYNESGY are deemed relevant for this purpose, in a spirit of Suppliers' express willingness to share the results.



ENVIRONMENTAL PROTECTION AND RESPECT

For Gruber Logistics, environmental protection is of fundamental importance; thus, the Company is actively engaged in the conservation of natural resources by integrating principles of environmental sustainability in the short, medium and long term both into strategic choices and business processes.

The Company has built its business based on respect for the surrounding environment by following international and local regulations regarding energy efficiency, resource management, waste disposal, and air emissions.

Gruber Logistics intends to represent an example of excellence in environmental protection. To this end, the Company set up a binding environmental policy for all external companies with which it operates.

Gruber Logistics commits itself to limit the environmental impact of its business activity through better organisation and by making use of new technologies.

The Company requires that all Suppliers engage in a similar approach by sharing principles and commitments on environmental protection, which means jointly working toward sustainable development of the supply chain with the least environmental impact.

Environmental impact reduction

The negative impact of production activities on the climate and the environment shall be minimised by using mainly state-of-the-art technologies.

Gruber Logistics actively encourages its Suppliers to assess the level of environmental impact throughout the supply chain, looking toward minimizing detrimental outcomes and working with local communities for further reduction of the environmental footprint for all products.

The Company actively supports all efforts towards reduction of pollutants and greenhouse gas emission, decrease in the consumption of natural resources, and encouraging waste material recycling processes that include packaging materials.

Resource conservation and climate protection are to be managed by giving priority to preventive measures with continuous research into innovation, advanced technology, and quality promotion in processes and products. Gruber Logistics' suppliers should implement a management system whose principles comply with ISO 14001:2015 and, where possible, are certified.

The use of hazardous substances by Suppliers shall be managed in a responsibly way and in compliance with applicable laws. Above all, substances forbidden by specific national and international bans for noxiousness to people's health or the environment shall be prohibited, adopting proper management, storage, and transport measures for such dangerous substances. Moreover, suppliers undertake to ensure compliance with ADR regulations (Accord Dangereux Routier) by drafting, when relevant, ADR procedures that identify the responsible persons for compliance with security measures. Besides that, Suppliers are



required, where applicable, to appoint a Dangerous Goods Security Advisor (DGSA) and subsequently share this information with Gruber Logistics.

Suppliers shall properly handle, store, and dispose of materials, processing residues, and hazardous wastes, as to ensure safe treatment in compliance with applicable regulations.

Environmental compliance

Gruber Logistics expects Suppliers to accept responsibility for the protection of the environment and make a firm commitment to comply, and to ensure that any subcontractors comply, with all applicable environmental laws, regulations and standards. Such compliance required by Gruber Logistics from Suppliers, and their subcontractors, refers not only to legal obligations, but expresses our ethical values and commitment toward environmental sustainability. Hence, the compliance required from suppliers with regard to environmental concerns also refers to the two corporate policies: “Sustainable Procurement Policy” and “Environmental and Energy Policy”.

For Gruber Logistics, environmental compliance is an ethical priority. Hence, Suppliers shall ensure that their operations not only respect the environment but also contribute positively to its preservation for future generations. Suppliers are thus aware of the importance of continuous fleet renewal as a necessary step towards higher standards of environmental sustainability. Moreover, they recognise the commitment to reducing transport-related emissions, including the use of alternative fuels and other emission reduction initiatives.

Regulatory compliance means continuous maintaining and updating so that processes, facilities, services and products continuously meet current regulations and are appropriately certified.

HR MANAGEMENT

Gruber Logistics considers safeguarding and respect for human rights, especially in the work context, to be an essential prerequisite for entering into any economic and business relationship.

These principles should be shared by Suppliers and by their subcontractors, if any, so that employees, contractors or anyone working in any form whatsoever are treated with dignity and respect.

It is the Company's constant imperative to ensure that harassment, degrading treatment, violence, intimidation, physical or psychological coercion, verbal abuse, and discrimination of any kind or type do not occur in the workplace.



Workplace safety

Workplace safety is a basic commitment for Gruber Logistics, reflecting responsibility and respect for life and well-being of each individual.

The Company believes that ensuring a safe working environment with respect to all workers is not only a legal duty, but also one of the most concrete expressions of ethical and humanitarian values. Every worker has the right to perform his or her duties in an environment where his or her health and safety are considered a priority.

Gruber Logistics asks that Suppliers promote a culture of work safety, by complying with laws and regulations, but especially through an ethical commitment to prevent damage (including illnesses and accidents in the workplace), improve the quality of working life in such a way as to consider the individual's interest a priority over any occupational role. Furthermore, Gruber Logistics requires its suppliers to comply with the Company's "Driver's Manual" as well as the Company's Health, Safety & Environment (HSE) requirements. Moreover, Gruber Logistics' suppliers should implement a management system whose principles comply with ISO 45001:2018, and, where possible, are certified.

Food safety

To ensure food safety, it is essential to identify and assess significant hazards at every stage of production. Accordingly, where applicable, Suppliers undertake to establish and monitor Critical Control Points (CCPs) to prevent or eliminate identified hazards and to draw up a detailed manual (HACCP) describing the self-control system, procedures and those responsible. Finally, where necessary, Suppliers shall implement an IFS-compliant system that ensures that all safety measures are respected and maintained.

Inclusiveness

Diversity and inclusion represent an ethical pillar that, for Gruber Logistics, goes well beyond mere respect for rules and regulations. It reflects the Company's deep commitment to building a work environment that recognizes and values diversity as a key force for innovation and team cohesion.

Suppliers should actively foster an environment of inclusivity, whereby each team member feels equally valued regardless of background, sex, gender, sexual orientation, ability, or any other personal characteristic. Hence, Suppliers should, as a matter of priority, seek to create a work culture where all individuals are valued for their differences, free from discrimination and prejudice.

Gruber Logistics requires its Suppliers to guarantee equal opportunities for growth and development for all employees through ongoing training, ensuring that decisions will be made based on principles of fairness and equity, without discrimination by reason of sex, gender, sexual orientation, age, ethnic, national, religious affiliation, or pertaining to physical or psychological disabilities.



It is, moreover, crucial that inclusiveness should get reflected in corporate policies to actively counter discrimination and stereotyping by encouraging training and awareness-raising to create diversity awareness.

Forced labour and child labour

Gruber Logistics categorically rejects any form of forced labour and has been committed, for years, to avoiding any involvement in coercive practices or the violation of workers' fundamental rights. Compliance with national and international regulations on forced labour has created an improved supply chain that is increasingly tractive and ethically responsible.

Gruber Logistics expects Suppliers to be committed to protecting the right to employment by opposing forced and child labour by all means. This is an ethical imperative that requires a deep commitment to social justice and respect for human rights. Gruber Logistics' Suppliers shall ensure decent working conditions that respect the fundamental principles of freedom, equality and justice.

Suppliers should be highly interested not only in observing the laws but also in active and positive influence on corporate culture and society in general by promoting a responsible, sustainable and human rights-friendly approach for all its practices.

Freedom of association

For Gruber Logistics, the ethics of freedom of association stress building an uncle where workers can exercise their right to join labour organizations, if they so desire, without impediments. This indeed helps not only to ensure employee representation in decision-making processes, but also to promote transparency, open dialogue and constructive cooperation between the company and its employees.

Gruber Logistics is particularly expecting its Suppliers to engage in open and constructive dialogue with its employees and union representatives.

In compliance with local laws, it is essential to respect the right of all workers to freely associate, join trade unions, appoint representatives, participate in workers' works councils and take part in collective bargaining. In addition, employees who serve as employee representatives are protected from any form of penalization or retaliation because of their involvement in such positions.

Salaries, benefits and working hours

For Gruber Logistics, it is imperative to ensure that employees are paid fairly based on their skills, responsibilities and contributions to the company. Suppliers shall, therefore, avoid discrimination in wages based on gender, race, age and other characteristics.

Gruber Logistics expects Suppliers to comply with all applicable laws regarding compensation and working hours, including emoluments, benefits and overtime. In order to be accredited as a Supplier of goods and services, it is essential to guarantee for employees fair wages and benefits, in full compliance with



applicable laws and contracts, as stipulated through collective bargaining, with timely payment of all social security and welfare contributions.

Adequate weekly rest periods, annual and national holidays, as well as maternity and paternity leave, sick leave and any other authorization allowed by legislation, regulations and industry standards shall be provided. Weekly working hours shall not exceed the maximum set by applicable regulations, and overtime, when practiced, shall be voluntary, in accordance with applicable regulations.

Salaries, benefits and working conditions shall aim to ensure an adequate standard of living for employees and their families.

RELATIONS WITH CIVIL SOCIETY

Gruber Logistics promotes a free and democratic society, based on respect for the individual, the family, and the social and natural environment. It strongly condemns any form of slavery, discrimination and improper use of violence or threats.

Relating to the market, Gruber Logistics does not operate with external parties who are responsible for slavery, human trafficking, introduction of illegal immigrants, use of illegal labour or use of child labour, or who participate, even indirectly, in terrorism activities or subversions of the democratic order. The company also refuses to operate with external parties involved in criminal organizations, especially mafia-like ones, or who were responsible for serious cases of public officials bribery. Lastly, Gruber Logistics refuses to operate with external parties who were responsible for serious pollution of air, soil or water, or for environmental disasters and/or similar crimes.

When operating in non-democratic countries, or in all cases when European standards of protection of freedom and human dignity are not guaranteed, Gruber Logistics refuses to operate with external parties who make use of slavery, child labour or who participate, even indirectly, in terrorism-like activities.

For these reasons, Gruber requires Suppliers, or their subcontractors, to operate in accordance with the principles stated above when dealing with civil society.

Fight against corruption

For Gruber Logistics, the promotion of ethics and the prevention of corruption are core values aimed at building an integral, fair and sustainable work environment.

Gruber Logistics counteracts all forms of corruption without exception and requires its Suppliers to counter and not tolerate any form of bribery, underlining in a proactive way not to offer or premise money, gifts or other benefits for the purpose of acquiring favourable treatment of themselves or other potential Suppliers.



Suppliers and their subcontractors undertake not to practice or tolerate any form of bribery and are required not to offer the representatives of the Public Administration, of any state, directly or indirectly through third parties, money or any other form of benefit. They also declare not to make illicit contributions to candidates for public office, political parties or other political organizations. Finally, Suppliers are encouraged to avoid personal relationships of favouritism in order to influence or condition representatives of the Public Administration in their work.

Conflict of interest

Suppliers should avoid situations that may give rise to a conflict of interest between their activities and the interests of Gruber Logistics. Suppliers shall promptly disclose any potential conflict of interest and cooperate to eliminate such situations in a transparent and fair manner.

To this end, each Supplier shall disclose to Gruber Logistics whether any employee of Gruber Logistics and/or his or her spouse, relatives and relatives-in-law within the 2nd degree, de facto cohabitants, and those within his or her sphere of affection have any interest whatsoever in the Supplier's business activities or any kind of economic connection with the Supplier.

Antitrust and anti-money laundering

Suppliers shall conduct their operations in accordance with the principles of fair competition, complying with applicable antitrust regulations. In addition, it is of utmost importance to avoid any agreement or action that could undermine legitimate competition, such as collusive bidding, price fixing and discrimination, or other unfair trade practices, which could illegally restrict trade in the market or undermine free competition.

Likewise, no Supplier shall engage in or participate in any transaction which may be construed as related to money laundering. Suppliers shall fully comply with all applicable anti-money laundering regulations, so that their business and financial transactions are conducted in a responsible and legal manner.

Bookkeeping

Suppliers shall comply with the regulations and legal standards of their industry by complying with applicable laws. Records should be maintained to demonstrate compliance with such legal requirements, to the extent required by law.

Suppliers' financial, accounting and management evidence should be based upon accurate, complete and verifiable information, maintaining consistency with the organizational structure of the respective companies.



CUSTOMER AND SUPPLIER RELATIONS, MARKET RELATIONS

Gruber Logistics aims to have fair, long-lasting business relationships, with mutual economic benefits and reduced litigations. To this end, contracts, whether made orally or in writing, shall have clear content, correspond to negotiations, and be correctly understood by the parties.

Pre-qualification of external parties

Gruber Logistics selects, with a view to business relationships, third parties, choosing those who comply with the principles and rules of conduct of this Code of Ethics. With regard to stakeholders operating in a competitive market, Gruber Logistics considers compliance with the Code of Ethics as a prerequisite for future business relationships.

When Gruber Logistics is called upon to select a third-party with whom it will enter into business, it performs selection processes which pay due respect to:

- any breach of contract or of the Code of Ethics during the execution of previous assignments, and the severity of such a violation;
- the existence of final sentences imposed on the company or its directors for crimes against state property, corruption or bribery, violation of worker health and safety regulations, criminal conspiracy or the like.

With regard to external parties working on the Company's behalf or dealing with its clients, checks aimed at pre-qualification are carried out with rigour and severity.

Pre-contractual phase

Gruber Logistics handles pre-contractual negotiations in compliance with the principles of good faith, loyalty, transparency and confidentiality.

Suppliers shall not, during negotiations, by way of example, engage in ambiguous behaviour, provide false information, misuse confidential information, or deceive the one who will conduct negotiations for the Company.

Consideration

The consideration that is contractually agreed upon for goods, services and works shall be appropriate, not substantially different from the market value, taking into account all relevant circumstances.

Donations or gifts are only permitted in favour of associations and institutions that exclusively pursue charitable and/or social improvement interests. Gifts and gratuities of minor value appropriate under business practice are allowed.



Agreements or business relationships management

Gruber Logistics performs its contractual obligations with due diligence; in return, it expects traders acting on its behalf to act with the same due diligence and selects them on the basis of previous work quality.

In case of improper fulfilment of its obligations, the Company actively endeavours to limit the effects of any damage and reimburse any amount due by law, if necessary by referring to third parties liable and/or existing insurance cover.

Whenever possible, no payments to and from Gruber Logistics should be made in cash. In any case, payments shall be traceable and documented by receipt, bank statement, receipt or similar.

Gruber Logistics conducts contractual relationships of any kind fairly and in good faith. The Company is committed to avoid disputes and promotes the out-of-court settlement of any disputes that may arise.

Market responsibility

Gruber Logistics considers the free market role as a ground for competition and confrontation for business operators that respect and share its rules.

In pursuing its business interests, the Company abstains from unfair conduct towards its competitors; it also abstains from unlawful initiatives that are contrary to the free market (such as cartels, trusts and the like).

The Suppliers do not entertain business relationships with parties convicted for known serious or repeated unfair competition behaviour.

Gruber Logistics recognizes that intellectual property protection is one of the bases for business development. The Company is committed to abstain from any conduct that may damage or abuse work, patents or trademarks it is entitled to use, as protected by law; so will its Suppliers.

Gruber Logistics promotes its own work, patents and trademarks, suitably protecting them and defending them from any third-party abuse. It requests any external parties with whom it entertains business relationships to make careful and respectful use of trademarks owned by the Gruber Group, when authorized to such use.

Gruber Logistics recognizes that an essential component of market security is protection of its own data and third-party data that may come to its attention. The Company adopts the necessary preventive measures, both at informational and operational level, in order to ensure adequate protection for external and internal parties. In turn, the Company requires external parties with whom it does business to have equally adequate security systems in compliance with ISO/IEC 27001:2022 and, where possible, certified, in compliance with the GDPR. Accordingly, in order to ensure data security, Suppliers are required to treat all information received by Gruber Logistics as strictly confidential. Furthermore, it is necessary for Suppliers to provide their employees with adequate training on data security in line with the above principles. Finally,



it is essential that Suppliers ensure the integrity, accuracy and availability of data and promptly notify Gruber Logistics of any data breaches.

Quality guarantee

Gruber Logistics guarantees a dynamic and flexible environment through modern process management according to the standards defined by ISO 9001:2015 and SQAS assessment. In line with the principles of quality, Gruber Logistics' Suppliers are required to ensure the conformity of products/services to customer requirements and regulations, to guarantee a work system aligned to the principles of ISO 9001:2015, possibly certified, and to constantly monitor quality and take corrective measures.

COMPLIANCE WITH THE CODE

This Code shall be accepted and signed by all Suppliers, who agree to disseminate and implement the principles it contains to their employees, partners, collaborators and subcontractors. This effort aims to contribute to the overall value of its dissemination and implementation.

Suppliers are also responsible for monitoring compliance with this Code of Ethics both internally and along the supply chain. They shall, in fact, promptly inform Gruber Logistics of any significant issues that may be non-compliant with or in contrast to the Code.

Gruber Logistics will attentively and constantly control Suppliers' compliance with this Code, reserving the right to request all necessary documentation and to conduct audits of Suppliers' facilities, premises, buildings, and establishments.

In case the results of such audits are unsatisfactory and the Supplier fails to take the recommended corrective measures, Gruber Logistics may, at its sole discretion, suspend ongoing contractual relations with the Supplier until such measures have been applied or, if it is absolutely impossible to maintain business relations with the Supplier, terminate the contract.

