



Code of ethics and conduct

GRUBER LOGISTICS

2022



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Version	Date	Approbation required	Approved



SECTION I - GENERAL RULES

Preamble

Gruber Logistics 's Board of Directors adopts this Code of Ethics and Conduct as a guideline for all employees and individuals engaged in the business processes as well as for every stakeholder of the Company and the entire Group. This Code sets out the standards of behaviour expected in business relationships with every member of the community and society at any level.

This Code of Ethics sets forth both the values of reference, the principles and rules that shall inspire the behaviour of the Company's workforce, as well as some specific behavioural precepts and rules that shall be effective and directly applicable to every recipient, whether internal or external, engaged in a business activity.

This Code of Ethics is binding for both internal parties, such as directors, managers, employees, collaborators, members of the company's supervisory boards; and external parties, such as professionals, suppliers and clients of Gruber Logistics

Any behaviour contrary to or non-consistent with the Code of Ethics does not belong to Gruber Logistics 's culture and shall be avoided, reported, reproached and, if necessary, sanctioned. Any conduct contrary to or non-consistent with the Code of Ethics that is identified by business partners, employees and suppliers may be reported through the dedicated e-mail address(odv@gruber-logistic.com) which, in accordance with the regulations, is only accessible by entity outside Gruber Logistics .

Applicability to all Group companies

Gruber Logistics 's Code of Ethics and Conduct is meant for international implementation.

While retaining their own entrepreneurial autonomy, all companies controlled directly or indirectly by Gruber Logistics are bound to comply with the principles and shall ensure that their employees adhere to the rules outlined in this Code of Ethics and Conduct.

This provision applies in particular to the directors of subsidiary companies, who may adopt this Code of Ethics according to their business needs.

Values of reference

Gruber Logistics bases its behaviour on the following principles:



- **Compliance.** Gruber Logistics promotes and demands constant attention to the compliance with regulatory provisions of countries in which the Company operates, their correct knowledge, dissemination, interpretation and application, and the loyal cooperation with public authorities. In particular, the Company refrains from carrying out any illicit business activity and imposes the same ban, under penalty of termination of any business relationship, to all external parties it enters into a business relation with.
- **Honesty.** In addition to complying with law obligations, Gruber Logistics promotes and expects in general an honest and good faith behaviour in its relationship with workers, in relationships between workers, at the pre-contractual and contractual phase of business relationships and in extra-contractual situations. This applies to both relationships with private and public parties.
- **Respect for the people and for fundamental human rights.** Gruber Logistics commits itself to conduct its business activities and policies in full respect of human dignity and human rights in accordance with applicable laws and regulations in Italy and in any other country in which the Company operates or will operate. The Company shares the principles set forth in the Universal Declaration of Human Rights and does not tolerate at its premises or those of its suppliers or other business partners any kind of violation of the fundamental rights of any human being.
- **Health and safety protection at work.** Gruber Logistics considers the protection of workers' health and safety as absolutely essential and of the utmost importance. The Company promotes and demands a scrupulous respect of all relevant legal provisions in terms of shifts, working hours, rest periods, holidays, wage obligations and social security and insurance contributions; it indicates the type of behaviour inspired by attentiveness and prudence; the Company demands respect of the same obligations and compliance from external business partners. The Company fosters among all employees the utmost compliance with the procedures in terms of accident prevention and protection management and encourages a heightened collective awareness regarding the use of Personal Protective Equipment (PPE) and compliance to the company's safety rules.
- **Human capital promotion and protection.** Gruber Logistics helps staff to be at their best by committing itself to a healthy, friendly and pleasant working environment. It promotes and demands compliance with workers protection rules and the correct execution of work contracts according to the law. It promotes the skills and talents of the available human resources as much as possible. It is committed to establish within the company an atmosphere of dedication, collaboration, courtesy and mutual respect in interpersonal relationships. Gruber Logistics does not tolerate any form of harassment, rejects any form of discrimination and promotes the respect for the principles of equal opportunities for all. The Company demands compliance with such principle also from its suppliers and other business partners.
- **Environmental protection and sustainability.** Gruber Logistics commits to limit the environmental impact of its business through a better organisation and the use of new operational strategies and technologies. In business relationships, it chooses external parties who share its commitment to environmental protection. It adopts suitable measures to prevent environmental damage and reduce its effects.
- **Right to privacy.** Gruber Logistics commits itself to ensure the maximum possible protection of the confidentiality of personal data of clients, business partners, employees, related parties, suppliers and all holders of data and information acquired in the course of its business activities, ensuring that they are always processed in full compliance with the confidentiality and privacy of the person, are stored in secure conditions and are accessible only to the Company and only for the purposes for which they were communicated to the Company and, in any case, for the activities or interests of the person to whom they relate.



- **Responsible profit.** In pursuing its profit objectives, Gruber Logistics takes on responsibility. Similarly, it expects from and binds, to the extent possible, internal and external parties with whom it operates to the same attitude of responsibility and attention in business relations, aiming to achieve ethical and responsible profit.
- **Corruption / Gifts / Hospitality.** Gruber Logistics rejects all forms of corruption, including corruption involving individuals. Gruber Logistics considers business gifts and hospitality as a matter of courtesy, not as unreasonable compensation for its business with partners, suppliers, and clients. Gruber Logistics' staff may accept gifts and hospitality from other employees of clients or suppliers only if they comply with commonly accepted business practices and fall within reasonable value limits. However, gifts and hospitality shall not, under any circumstances, influence the decision-making process concerning the conclusion of any business transaction. In terms of value it is important to comply with applicable local and industry-specific limits. Gifts exceeding a certain value cannot be accepted.

However, offering gifts or making promises of gifts to officials at any level within the public sector is prohibited.

Publication and information

The Code of Ethics and Conduct is made available on paper and on the Company's computer system and is published and easily accessible on the Company's website.

Gruber Logistics provides maximum dissemination and promotion of the Code of Ethics through informative meetings, marketing and communication campaigns.

The Code of Ethics and Conduct is provided to each new employee when they join the Company to inform them about the Company's ethical work standards.

Every employee is properly informed about this Code of Ethics and Conduct, particularly about the principles of compliance, honesty and respect that underpin Gruber Logistics' business, and about the internal supervisory systems aimed at ensuring their compliance and about the reporting procedures for violations of this Code.

Hence, all internal and external parties and employees bound by this Code of Ethics and Conduct are aware of its principles promoted by the Company and its regulations and instructions. The document is always accessible and available. Anyone may request and obtain a copy at any time.



SECTION II - RELATIONSHIPS WITH CLIENTS AND SUPPLIERS, MARKET RELATIONSHIPS

II.1 General principles in dealing with clients and suppliers

Gruber Logistics aims to have fair, long-lasting business relationships, with mutual economic benefits and reduced litigations. To this end, all agreements shall have clear contents, in line with the negotiation's contents, and be correctly understood by the parties.

II.2 Pre-qualification of external parties

Gruber Logistics carefully selects external parties who to entertain business relationships with, preferring companies that comply with the same principles and rules of behaviour set forth in this Code of Ethics. With regard to stakeholders operating in a competitive market, Gruber Logistics considers the compliance with the Code of Ethics as a prerequisite for future business relationships.

In identifying an external party who to entertain business relationships with, Gruber Logistics adopts selection procedures that take into account:

- the technical and professional suitability of the party;
- compliance with contractual, social security and contribution rules in relations with human resources, by the party;
- any breach of contract or of the Code of Ethics during the execution of previous assignments, and its seriousness;
- the existence of final sentences issued against the company or its directors for crimes against the Public Administration in general, for the violation of health and safety regulations, for the violation of environmental protection laws, for the violation of tax and customs laws, for the criminal association for any purpose and 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.

II.3 Pre-contractual phase

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

For example, no ambiguous behaviour, false information, improper use of confidential information and no deceit shall be allowed. It is absolutely forbidden, at any negotiation stage, to offer, solicit the offer or



accept the offer of personal advantages of any kind, except those customarily accepted in business practice.

Any person entrusted with conducting negotiations with third parties on behalf of Gruber Logistics shall operate in the exclusive interest of Gruber Logistics. In the event of a conflict between personal interest and Gruber Logistics' interest, such person is required to promptly notify his supervisor, who may revoke the mandate and/or replace the person in charge or provide binding indications.

II.4 Contractual considerations, donations and gifts

Contractual considerations for goods, services and works shall be appropriate and shall not differ significantly from the market value, taking into account the circumstances.

Donations or gifts are only permitted in favour of associations and institutions acting exclusively for charity and/or social advancement purposes.

Presents and complimentary gifts, typically valued at EUR 150.00 or less, are allowed in line with business practices. Gifts of greater value shall be made available immediately to the Company's management for return or donation to charity.

II.5 Management of agreements or business relationships

Gruber Logistics fulfils diligently its contractual obligations and requires in turn the same diligence from any business operator acting on its behalf. It selects such operators taking into account the quality of their previous works.

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

Gruber Logistics complies with anti-money laundering provisions. Hence, payments from and to the Company shall be traceable and documented by receipts, bank statement, quittance or the like.

Gruber Logistics conducts contractual relationships of any kind in fairness and good faith. It is committed to avoiding controversy and to amicably resolve any dispute that may arise.



II.6 Special rules for intellectual professionals and professional consultants

Professionals and consultants appointed by Gruber Logistics shall operate with maximum transparency towards the Company. They shall properly plan their work with contacts inside the Company and shall promptly and/or regularly report on their performance.

When appointing consultants, they shall report in detail the work to be carried out and the relevant fees, which shall be calculated according to standard professional fees or existing contractual agreements. The sums requested shall always be proportionate to the work actually done and/or the results obtained. Generic or incongruous or insufficiently detailed requests shall not be met.

II.7 Market responsibility

Gruber Logistics acknowledges the free market role as a competition and confrontation ground for business operators who 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). It does not entertain business relationships with parties convicted for known serious or repeated unfair competition behaviour.

Gruber Logistics acknowledges the importance of intellectual property protection as a foundation of business development. It is committed to abstain from any conduct that may damage or abuse work, patents or trademarks it is entitled to use, since they are protected by the law. It promotes its own work, patents and trademarks, suitably protecting them and defending them from any third-party abuse. It demands from external parties with whom it entertains business relationships a careful and respectful use of trademarks owned by the Gruber Group, when authorized to such use.

Gruber Logistics acknowledges that an important factor in market security is the safeguard and protection of its own data and of third-party data that may come to its knowledge. It adopts the necessary preventive measures, both at informational and operational level, in order to ensure adequate protection for external and internal parties. It requires, in turn, similarly adequate security measure to be taken from all external parties it entertains business relationships with.



SECTION III - RELATIONSHIPS WITH PUBLIC ADMINISTRATION, JUDICIAL AUTHORITIES AND PUBLIC CONTROL AUTHORITIES

III.1 Business relationships with the public administration

When entertaining business relationships with national or foreign public administrations (on the occasion of service contracts or similar), Gruber Logistics adheres with special care and attention to the provisions of Section II above in its dealings with clients, suppliers and professionals. It always acts with the utmost respect of law provisions concerning the award and management of tasks.

When Gruber Logistics provides goods or services or other type of services to public officers or public administration employees in charge of public services, national or foreign, special attention shall be given to the congruity of the price paid, which cannot be significantly lower than that quoted in the price list or the average price charged for that specific type of client.

III.2 Administrative relationships with public administration and public control authorities

Gruber Logistics' s relationships with public administration and public control authorities are based on fairness and transparency. The Company checks regularly the correctness and truthfulness of statements made and documents submitted.

The offer of money or any other benefit, such as sums, gifts or other services beyond business practices, to public officers, public service providers or public administration officials in charge of public services is forbidden to Gruber Logistics' s internal or external parties acting, although not as representatives, on behalf of Gruber Logistics in a work-related context or in the Company's interest, if undertaken with the intent of promoting the Company's interests or illegitimately influencing the actions or behaviour of public administration or regulatory authorities.

Any request or demand for money or other benefit made by public officers, public service providers or public administration officials to Gruber Logistics' s internal or external parties acting, although not as representatives, on behalf of Gruber Logistics , shall be promptly reported to the Company for appropriate action to be taken.

Creating, sending or accepting knowingly incomplete documents or conveying false or tampered data is strictly prohibited under all circumstances.



Requesting or inducing public administration officials to receive preferential treatment or withhold information in an attempt to illegitimately influence the actions or behaviours of the public administration is strictly prohibited.

Using contributions, subsidies, funding, or benefits for purposes other than their intended use to gain an advantage for the company is strictly prohibited. Likewise, performing activities that deviate from the intended use of financial support or benefits is not allowed, neither in whole or in part.

III.3 Relationships with judicial authorities

As far as relationships with judicial authorities (including public prosecutors and judicial police) are concerned, all rules of behaviour towards public administration members shall apply.

Any person dealing with the judicial or control authorities shall request and obtain a copy of the documents and/or minutes drawn up by the agents to document the activity and promptly hand them over to the relevant internal office for appropriate decisions.

Moreover, it is forbidden to induce or oblige anyone to give, in the interest of Gruber Logistics, false statements to judicial authorities or to withhold known information when requested; it is also forbidden for all personnel to hand over internal documents to judicial or control authorities without prior authorisation from the relevant administrative departments.

Engaging in deceptive conduct that may mislead the public administration or control bodies is also forbidden.

To be considered equivalent to judicial authorities are any independent administrative authorities to whose control Gruber Logistics may be subject, as for example the Antitrust Authority, the Data Protection Authority, etc.



SECTION IV - RELATIONSHIPS WITH INTERNAL PARTIES

IV.1 Directors and control bodies

Gruber Logistics appoints its corporate bodies according to competence standards and in full compliance with law requirements. In particular, corporate body members exercising control functions (on administration, accounting, corporate compliance etc.) are selected according to rigorous criteria of independence and honesty. The same criteria apply also in the case of accounting control entrusted to auditors or external auditing firms.

IV.2 Managers, employees and collaborators

Gruber Logistics recognizes human resources as the first company asset and main source of income. It considers the correct and attentive management of staff as an activity of primary importance and the main factor for business success.

Gruber Logistics is committed to strictly comply with this Code of Ethics and its legal obligations towards employees and in particular with those concerning:

- health and safety protection at work;
- protection of human dignity at work;
- regulations on the formation and written formalisation of the relationship;
- regulations on working hours, rest periods, weekly rest, compulsory leave, holidays;
- regularity and compliance with national or territorial, also extra-national, collective bargaining agreement, even in the foreign countries in which Gruber Logistics operates, regarding wages and social welfare contributions;
- non-discrimination and protection of personal dignity.

Gruber Logistics does not employ or rely, neither directly nor indirectly, on under age workers and/or illegal foreign workers.

Gruber Logistics guarantees to all employees specific and suitable training for the performance of their role or task, as well as suitable training to ensure their own and others' health and safety in the workplace as well as the prevention of accidents at work.

Gruber Logistics ensures that all workplaces are set up in compliance with the applicable health and safety rules, laws and regulations, following the highest standards of prevention.

Gruber Logistics guarantees the freedom of association of each of its employees.

In addition to complying with law obligations, GRUBER Logistics is committed to give maximum opportunity to staff in professional and personal areas. It rewards merit and promotes competence; it



favours, as much as possible and in work contexts, the improvement of knowledge and skills through targeted training. It promotes, also through cultural, leisure and recreational activities in working and non-working environments, the creation of an atmosphere of courtesy, collaboration and respect among workers, and the development of people in their integrity.

Gruber Logistics expects from its employees dedication, competence, professionalism, courtesy and punctuality. It also asks, in line with their loyalty obligations, for:

- adherence to the Company principles of reference set forth in this Code of Ethics, and all related rules of conduct;
- respect of corporate hierarchies, of all mandatory procedures, rules and practices, even unwritten ones, and of instructions received by their superiors;
- fairness and good faith, good manners, courtesy and respect in interpersonal relationships with colleagues, clients and suppliers.

The Company does not tolerate discrimination based on gender, sex, sexual orientation, disability, religion, colour, nationality, race, or ethnic origin in its relationships with and among workers, whether at company premises or branches. Furthermore, it enforces and promotes the principle of equal opportunities at all levels.

For the sake of honesty in performing their duties, all workers are forbidden from accepting or expecting remuneration or benefits from external parties in connection with their work, except for gifts of minor value (up to EUR 150.00) or those customarily accepted in business practice.

Newly recruited personnel is informed about and accepts this Code of Ethics.

IV.3 Internal employee reporting procedures - whistleblowing

All employees of Gruber Logistics and of the entire Group shall cooperate with the Company in supervising the compliance with the Code of Ethics and Conduct by all Recipients at any level.

To this end, Gruber Logistics has implemented a control procedure for compliance purposes in business operations and activities, in line with the Organisational Model and Italian Legislative Decree no. 24/2023 implementing EU Directive no. 1937/2019.

According to the whistleblowing procedure, employees may report internally and in good faith any potential administrative, accounting, civil and criminal wrongdoing in work-related context, regardless of any hierarchical structure. Reports shall be treated with the utmost confidentiality and employees shall be protected from any form of retaliation by the Company.

Such internal compliance control is implemented in the form of a system for reporting observed wrongdoing by both internal and external personnel, ensuring whistleblower's confidentiality and applying sanctions for instrumental or malicious reporting.



Reporting purpose

Recipients of the Code of Ethics and Conduct, at any level, shall have the option to report through a specific channel any wrongdoing or omission committed by other parties, such as:

- crime or administrative, accounting or civil offence;
- failure to comply with legal obligations;
- danger to health and safety of others or environmental damage;
- inaccurate reporting or violation of internal financial control procedures;
- violation of the principles and rules set forth in the Code of Ethics and the Code of Conduct;
- violation or alleged violation of the Organisational Model.

Reporting methods

Whistleblower wishing to report violations or suspected violations may contact the specific office managed by an external professional or the Supervisory Board through specific channels, either in written or in oral form.

The company also accepts anonymous reports. However, those reports are initially treated as mere complaints. Hence, the Company reserves the right to assess the report's reliability and content before initiating any internal investigation and/or disciplinary proceeding. However, if anonymous whistleblowers are subsequently identified, they receive the same protection as open whistleblowers and are subject to the same treatment in the event of instrumental or malicious reporting.

The whistleblower's identity in the Company is kept confidential and protection is provided against any form of retaliation, discrimination or sanctioning, except in cases of reports made in bad faith or with intent for the protection of the person wrongly accused.

Whistleblowers shall make the reports in good faith with the sole purpose of enabling the Company to monitor and address violated rules, thereby upholding Gruber Logistics 's fundamental values.

However, whistleblowing does not include any reports or complaints regarding the whistleblower's personal matters. The Company will address such matters in accordance with its obligations to protect employees, without the need to ensure the confidentiality of the whistleblower's identity.

Initiation of disciplinary proceeding after reporting

Following each report, the holder of the disciplinary power and the Supervisory Board initiate internal investigations for their specific purposes to verify and control the violation.

If a disciplinary action is taken against the employee to whom the report was addressed, that employee has the right to prepare his/her defence in accordance with the rules of the Workers' Statute of Rights and may always request a personal hearing before the disciplinary body.



Gruber Logistics has established appropriate sanctions for retaliatory or discriminatory acts, whether direct or indirect, against a whistleblower for reasons related to the report.

Gruber Logistics has also established penalties for individuals who makes unfounded reports with intent or negligence.

Reporting formalities

For the sake of formality, the report shall contain:

- the whistleblower's personal data;
- a description of the unlawful conduct or of the violation (or alleged violation) of the Code of Ethics and Conduct and the rules of conduct and/or company procedures;
- the occasion on which the unlawful conduct was detected;
- the rule allegedly violated;
- witnesses, documents or any other objective evidence for the violation.

To this end, a specific reporting form is available.

Whistleblower's privacy

The Company guarantees the privacy of the whistleblower's identity throughout all reporting management phases, including internal investigation, disciplinary proceedings and subsequent sanctions if the report is substantiated.

The whistleblower's privacy is guaranteed only for reports made in good faith and within the scope of Italian legislative decree no. 24/2023, except when mandatory disclosure of the whistleblower's identity is ordered by judicial or accounting authorities or is necessary for the defence of the person accused, especially when the report lacks objective evidence.

Exception to the whistleblower's privacy during the internal disciplinary procedure is allowed only to protect the accused person's right to defence, subject to the whistleblower's prior consent.

Reporting channels

Employees may use the following reporting channels:

- reporting application on the company's website under "Company - Whistleblowing" for direct written submissions or requesting a personal meeting with the specific office for oral reporting;
- email to the Company's supervisory board odv@gruber-logistics.com;
- email with written report or submission of the reporting form to the heads of HR and legal department Verena.VonDellemann@gruber-logistics.com and/or Debora.Citriniti@gruber-logistics.com.



SECTION V - RELATIONSHIPS WITH SHAREHOLDERS AND GROUP COMPANIES

V.1 Relationships with shareholders

Gruber Logistics bases its relationship with shareholders and bondholders on the principles of respect for transparency and fairness. It ensures for its shareholders and bondholders access to the necessary information for a correct and informed exercise of their rights.

On the occasion of the issue of bonds or of capital increase, Gruber Logistics gives to the parties who are recipients of the offer all information necessary for a correct evaluation, in a truthful and comprehensive way.

In case of broad-based shareholding, Gruber Logistics disciplines with proper rules the right of access by minority shareholders to company information and data, ensuring compliance with the principles of transparency and fairness mentioned above.

Shareholders and other stakeholders who access data and information about the Company are required to use them for the sole purpose of exercising their rights and prerogatives, and to abstain from any improper use or disclosure.

V.2 Relationships with Group companies and affiliated companies

Gruber Logistics participates in the management of companies in which it holds shares or equity interests, exercising its rights as a shareholder in the interest of such companies. When it has control of a company, it exercises its coordination functions without interfering with the directors' entrepreneurial autonomy. It promotes, through a unitary organization, common initiatives to ensure benefits for each controlled company, according to the principle of compensatory advantage.

In conducting business relationships with the various Group companies, Gruber Logistics regulates such relationships with suitable contractual supports.

Business transactions between related parties and subsidiaries that provide for consideration and, more in general, the contractual conditions that are not in line with market values, are not permitted.



SECTION VI - RELATIONSHIPS 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.

In relating to the market, Gruber Logistics refuses to 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. It also refuses to operate with external parties involved in criminal organizations (especially mafia-like) or who were responsible for serious cases of public officials bribery. Lastly, it 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 any case where European standards for the protection of people's 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.



SECTION VII - ENVIRONMENTAL PROTECTION AND SUSTAINABILITY

Environmental sustainability is an imperative the transportation sector for responsible interaction with the environment and safeguarding the planet for future generations.

Such environmental sustainability commitment extends across the entire Gruber Logistics Group.

By increasing awareness of climate change and the urgent need to reduce all forms of pollutant emissions, the company aims to adopt adequate measures for providing services with maximum environmental sustainability and minimal environmental impact.

Better energy efficiency and less emission

One of the primary challenges for Gruber Logistics is to improve its vehicles' energy efficiency by adopting advance and clean strategies and technologies and thus:

- - by using electric or hybrid vehicles and alternative fuels in specific transportation corridors;
- - by optimizing vehicle maintenance and efficiency;
- - by optimizing transport routes.

Investing in sustainable infrastructure

Gruber Logistics promotes environmental sustainability and invests in sustainable infrastructure by creating electric vehicle charging stations at its registered office in Italy.

Internal procedures for lower consumption and resource-saving

Gruber Logistics implements several resource-saving strategies, such as:

- alternative heating sources,
- reusable drinking bottles for each new entry;
- water dispensers for both internal and external staff;



- paper recycling for internal agenda supplies;
- minimizing printing;
- promoting online meetings to reduce travel.

Engaging stakeholders and collaboration

Environmental sustainability in the transportation sector also requires the active involvement of stakeholders, including employees, clients and the local community.

Gruber Logistics encourages sustainable behaviours among its employees, clients and invites stakeholders to provide more and more sustainable services and collaborate with environmental protection organisations and authorities to develop transportation solutions with reduced emissions and environmental impact.



SECTION VII - OBLIGATIONS OF EXTERNAL PARTIES IN BUSINESS RELATIONSHIPS WITH GRUBER LOGISTICS

External parties who entertain business relationships with Gruber Logistics share and commit to respect the values set forth in SECTION I – GENERAL RULES of this Code of Ethics.

In their dealings with Gruber Logistics and with the market, the external parties share, adopt and commit to respect the behaviour rules set forth in SECTION II – RELATIONSHIPS WITH CLIENTS AND SUPPLIERS, MARKET RELATIONSHIPS, sections II.3 Pre-contractual phase, II.5 Management of agreements or business relationships, II.6 Special rules for intellectual professionals and professional consultants and II.7 Market responsibility.

In conducting their business activities, external parties comply with the prohibitions set forth in the previous SECTION VI – RELATIONSHIPS WITH CIVIL SOCIETY concerning the safeguard of human dignity and the respect for the environment, the compliance and the market.

If an external party, while fulfilling the obligations set out in this SECTION, should rely even indirectly on business partners who do not comply with these obligations, such party may, according to the case seriousness, be invited to opt out of that partnership as a condition to continue its business relationship with Gruber Logistics

The following are considered serious violations of the obligations referred to in this SECTION (the list is illustrative):

- exercise of illicit business activities, unlawful competition and fraud in the conduct of business;
- unfair competitive behaviour towards Gruber Logistics ;
- exercise of corruptive activities vis-à-vis the public administration;
- slavery, use of child labour, illicit brokering of labour and labour exploitation;
- breach of tax and customs legislation;
- breach of accident prevention and environmental protection rules;
- membership of criminal associations for the purpose of committing any kind of crime, whether simple or mafia-like;
- participation, even direct, in terrorism-like activities.



SECTION VIII - BINDING EFFECT OF THE CODE OF ETHICS AND SANCTIONS

Violation of the rules of the Code of Ethics or the execution or omission of actions and conduct that do not comply with the rules set forth herein, may constitute a breach of the employment relationship obligations, with all the consequences provided for by the applicable regulations and collective bargaining agreements, including job retention.

The types of sanctions are detailed in the Company's Organisational Model and comply with applicable legislation and collective bargaining agreements.

These sanctions will be proportionate to the severity of the violation, respecting human dignity, and will in any case be imposed by the relevant corporate function.

For non-compliance with this Code of Ethics by consultants, partners, collaborators in general, suppliers of goods and services, sanctions will be specified in their respective contractual agreements, potentially leading to the termination of the relationship.

If a violation of this Code of Ethics also breaches the Organizational Model and results or has resulted in the company's liability, Gruber Logistics declares that it does not intend to benefit from such unlawful acts and, hence, expresses its willingness to return any advantage gained.

If it is proved that the offence was committed by any recipient of the Organizational Model and/or of this Code of Ethics, including employees, directors, auditors, consultants or partners, Gruber Logistics, in addition to the sanctions provided for, reserves the right to claim compensation for any resulting damage.

