



Code of Ethics & Conduct



Mainfreight Europe

Contents

Code of Ethics & Conduct	3
Who does the code apply to?	3
Respect & Honesty	3
Our Commitment	3
Guidance Documents	3
Care for our People & Environment	4
Health & Safety	4
Appropriate Behaviour	4
Equal Opportunity and Inclusion	4
Drugs & Alcohol	5
Human rights	5
Environment	5
Integrity	5
Bribery	7
Conflict of Interest	7
Corruption	7
Anti-competitive behaviour	7
Gifts, Hospitality and High-Risk Benefits	8
Online Behaviour	8
Suppliers & Partners	8
Use of Assets	9
Privacy	9
Compliance with this code	9
Speak up	10
Whistleblowing	10

This code of ethics & conduct is effective from August 2023 and supersedes any previous code of conduct. Amendments can be made from time to time and will be communicated. This document is for internal use only.

Code of Ethics & Conduct

Mainfreight's success is built on our unique culture. Our core values and Three Pillars continue to guide us in our one-hundred-year vision, while shaping our approach to people, the environment, and the way we do business.

The intention of this code is to support and foster a safe and collaborative environment for our team members. We encourage you, our team members, to engage and support your fellow brothers and sisters and have each other's back, while openly discussing and solving problems should they arise.

Who does the code apply to?

This code communicates the basic principles that all Mainfreight team members must observe when acting for or on behalf of Mainfreight, what is expected of you, and what is and isn't considered good practice.

This code applies to all Mainfreight team members, regardless of the type of contract or their location, and any individual working for or on behalf of Mainfreight. This code does not grant any specific rights or benefits.



Respect & Honesty

As outlined in our Three Pillars, you are expected to deal with honesty and integrity. Listen to your fellow team members, care for our customers, the environment, and communities around us, and have respect for others – showing it by your actions.

We expect you to always act as a responsible Mainfreight team member and to be conscious of the image and reputation of yourself and Mainfreight.

Our Commitment

We begin by complying with all applicable laws, rules, and regulations wherever we do business. We expect you to take responsibility, comply with the law, and to speak up if necessary. Where applicable, there may be other documents and guidelines to give further practical guidance; we expect you to familiarise yourself with those relevant to your responsibilities.

This code serves as a guideline and does not cover all situations that may occur, nor does it remove the need for using common sense and professional judgment.

To ensure ethical business conduct, we comply with the “Ten Principles” of the United Nations Global Compact, regarding bribery and corrupt practices.

Guidance Documents

[Global Code of Conduct](#)

[Branch Managers Manual](#)

[The Whistle-Blower Policy](#)

On [Maintrain](#) you can find the following training:

- Your Guide to Mainfreight
- Integrity Training
- Appropriate behaviour training

Care for our People & Environment

Health & Safety

Our people are our most important asset at Mainfreight, and we put the health and safety of our team members first. Taking care of your and your team members' safety is everyone's responsibility.

We expect you to always act in a safe and responsible way, look after each other's wellbeing, participate in training, be active in P.A.T. meetings, while maintaining the high standards of our buildings, equipment, and culture.

Make sure you know what to do in case of emergency, in your branch or when travelling, and always work according to the Mainfreight safety standards, reporting any incident, accident or near miss. If you are unsure at any stage, we encourage you to speak up.



- For more guidance see the [European Health & Safety Pack](#).

Appropriate Behaviour

We don't accept or tolerate inappropriate behaviour, discrimination, or harassment. All team members have a responsibility to create a respectful and inclusive work environment where all team members feel valued, respected, and free of any form of inappropriate behaviour.

We expect you to treat your brothers and sisters with respect and fairness and avoid situations that may be perceived as inappropriate. If you experience or see any form of discrimination or harassment in the workplace, we expect you to speak up.

- For more guidance see the [Speak Up section](#) of this code, our [Whistle-Blower Policy](#) published on our global website, or the Appropriate Behaviour training available on [Maintrain](#).

Equal Opportunity and Inclusion

We are committed to fostering a workplace culture that upholds the principles of equality, dignity, and mutual respect. We recognise and value the diverse perspectives, backgrounds, and life experiences that our team members bring. Diversity strengthens our organisation and reflects the communities in which we operate.

We are committed to maintaining an environment in which all individuals are treated fairly and inclusively. Discrimination, harassment, victimisation, or any conduct that undermines these principles will not be tolerated. All team members are required to conduct themselves in a manner consistent with applicable equality, anti-discrimination, and human rights legislation across the United Kingdom and Europe.

In all of our business activities and interactions, individuals should not be treated less favourably or subjected to bias on the grounds of religion or belief, disability or health status, sexual orientation, gender, age, marital or civil partnership status, race, ethnic or national origin, or any other characteristic protected under relevant legislation. All decisions, behaviours, and interactions must reflect our commitment to equal opportunity and inclusion, which in hands aligns with our Mainfreight Culture.

Drugs & Alcohol

At Mainfreight we have a strict zero tolerance for drugs, alcohol or other substances that could have the potential to impair. We expect that you adhere to our zero-tolerance policy, and if you have concerns regarding yourself or any of your fellow team members please speak up.

- For more guidance see the [Speak Up section](#) of this code and our Mainfreight Drug & Alcohol Policy.

Human rights

We do business with respect for people's fundamental dignity and human rights. This includes the right to work, education, opinion, and expression; with freedom from modern slavery, trafficking, child labour, forced labour and more.

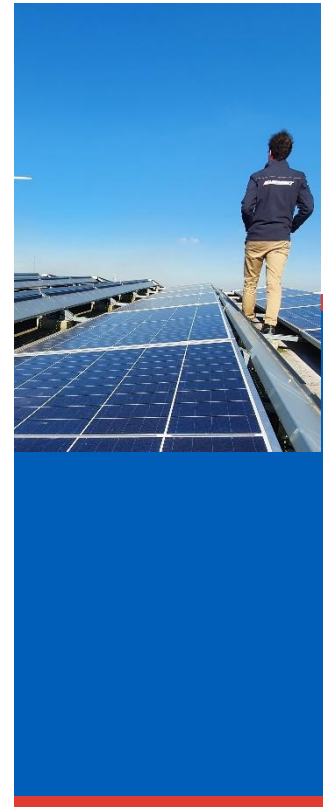
We expect you to ensure that you comply with our commitment to human rights. We encourage you, as well as our customers, suppliers, partners, and the communities we work in, to speak up if you observe or suspect potential breaches in human rights.

Environment

Our commitment to sustainability and the environment has always been an important part of who we are; shown clearly in our Three Pillars as a one-hundred-year company and by our actions since our early years. We are committed to actively developing our way of doing business to minimise environmental impact for our team members, surrounding communities and for future generations.

To honour our commitment, we expect you to take responsibility for making your branch, our business, and our planet, better than it was yesterday. Our culture means sustainability is driven from the ground up, by team members that are empowered to make their own decisions; use your P.A.T. meetings to share your ideas.

- For more guidance see our [European Quality, Environment, Safety and Health \(QESH\) manual](#) and our [QESH yearly review](#)



Integrity

We are committed to upholding the highest standards of ethics, integrity, and accountability in all aspects of our operations. This includes maintaining a steadfast stance against any form of bribery, corruption, or unethical practices.

The integrity of our people, our brand, and the way we are perceived by our customers is important to us; our commitment to integrity is clearly written in our Three Pillars: *Integrity - how it affects other people*. Our customer and supplier relationships are built on trust, which relies on the ability of our team members to make decisions with integrity.

We expect our team members to maintain the highest standards of integrity and to be aware of the effect their actions have on our image, their team, and the wider community.

We expect you to speak up to your fellow team members, leaders, or confidants if you have any doubts.

- For more guidance on integrity and how to speak up, see the [Speak Up section](#) of this code, the Integrity training available on [Maintrain](#) or [the investors/corporate governance section](#) on our global website.

Bribery

Bribery is giving, promising, offering, or authorising the exchange of “anything of value” including money to influence someone’s actions or decision. For example, with the intention of obtaining or retaining business, or gaining an improper business advantage. If you have concerns, we expect you to speak up.

Sharing culturally appropriate gifts is a positive practice as part of our own Mainfreight culture. It is done genuinely, without any underlying intentions or expectations. We expect that when giving or receiving gifts on behalf of Mainfreight, you do not offer or accept any payments, gifts, or entertainment that could influence decision making.

Conflict of Interest

A conflict of interest is when someone has conflicting personal or professional interests that could affect their judgment, decisions, or actions in a way that is not best for Mainfreight. Some examples:

- Financial conflict of interest: for example, owning stock in a company being considered for an agreement/contract.
- Family or personal relationships: it is difficult to remain unbiased if personal relationships are involved.
- Dual roles or responsibilities: holding a position in Mainfreight and a different organisation with competing interests.
- Insider information: having access to confidential or non-public information could lead to conflicts of interest if it is used for personal gain or influences decisions that harm others.

We expect you to avoid conflicts of interest between personal interests and those of Mainfreight. If a conflict of interest occurs or you have doubts, be open, speak up and discuss it with your branch manager.

For guidance on handling gifts, hospitality, or other benefits, see the Gifts, Hospitality and High-Risk Benefits section

Corruption

Corruption and bribery could come hand in hand. Corruption is an intent or desire to wrongfully influence an individual or company for personal gain. Some examples:

- Influencing a purchasing process
- Bypassing the laws in a country. For example: during the importation of products
- Gaining access to confidential information

We do not accept any fraudulent behaviour, any practice which could jeopardise the integrity of our business, any form of money laundering, disguising the proceeds of illegal activities to make them appear legitimate. We expect you to speak up if you have any suspicion or doubt.

Anti-competitive behaviour

Anti-competitive behaviour is any behaviour that leads to restriction of the free market. At Mainfreight we support fair competition and the opportunities provided in line with laws and regulations. Some examples:

- Price fixing (competitors working together to set prices that eliminate the element of competition)
- Market sharing (competitors dividing a market between them, reducing competition)
- Exclusive dealing (supplier limits the buyer from working with any other competitors)
- Manipulation of bids and/or tenders
- Restricting the volume or type of a particular product or service available to the market

We do not accept any forms of anti-competitive behaviour within Mainfreight and expect you to speak up if you have any suspicion or doubt.

Gifts, Hospitality and High-risk Benefits

Mainfreight conducts business with integrity, fairness, and transparency. To protect our team members and our reputation, we apply clear rules for accepting or offering gifts, hospitality, or other benefits. Team members must not accept or offer any gift, favour, or benefit that could influence — or appear to influence — their professional judgment or decision-making.

What is considered a “high-risk benefit”?

These include (but are not limited to):

- Gifts
- Hospitality (meals, events, tickets)
- Discounts
- Travel or accommodation
- Services or favours
- Any item of value offered by customers, suppliers, agents, subcontractors, or other external parties

To avoid misunderstandings: Gifts or benefits over €50 (or local currency equivalent) must not be accepted or offered without prior approval from your Branch Manager.

If in doubt:

- When the value is below €50 → you may accept it if it is infrequent and appropriate
- When the value is above €50 → you must request approval before accepting or offering it
- When something feels uncomfortable, unusual, or could be seen as a personal favour → speak up and seek approval

Team members must refuse or, where already received, promptly return any offer or benefit that has not been approved in accordance with the above procedure, and that compromises, or reasonably appear to compromise, their independence, impartiality, or Mainfreight’s reputation.

Your branch manager will set-up and maintain a central register of approved gifts and benefits to ensure transparency, consistency, and auditability.

Online Behaviour

We expect you to communicate in a responsible way online and offline, follow our guidelines, and remember that you’re representing Mainfreight. Any online communication, including social media, referring to Mainfreight could affect the reputation of Mainfreight so be careful what you post. When you use social media, inside or outside work, do so in a responsible manner, use common sense and professional judgment. Do not use your Mainfreight email address for social media unless specifically for business purposes.

- For more guidance see the [MF Guideline for use of Social Media.pdf](#).

Suppliers & Partners

We believe it is important to work with customers, suppliers and other business partners who share our values and commitment to responsible business conduct. After all, our suppliers and partners can have a direct impact on our reputation through their behaviour.

If you are involved in the selection of suppliers or partners during your time at Mainfreight we expect you to choose a partner that fits our culture and has the same commitment to adhering to all local laws and regulations as well as our values outlined in this code.

We encourage you to speak up if you have any suspicion or doubt about potential misconduct by our suppliers/partners.

Use of Assets

We expect that you look after our assets and equipment and take pride in maintaining them to an immaculate standard. For example, laptops, mobile phones, uniforms, equipment, buildings, and vehicles. If you ever decide to leave us, you must return all equipment before you leave to the same high standard, including your uniform. Additional standards may apply locally.

Privacy

We value the privacy of our team members and customers, and every team member has a responsibility and role to play to keep personal data protected of other team members, suppliers, partners, and customers in compliance with the General Data Protection Regulation (GDPR). GDPR describes how we should collect, handle and store personal data in our branches.

We expect that when handling or processing personal data, or any data that can relate to an individual, you do so with care, for legitimate business purposes only, for the purpose of which you received it, in adherence to applicable laws and our own privacy guidelines.

- For more guidance, please contact your local privacy champion, or see the [Branch Managers manual](#) published on the intranet.

Compliance with this code

All team members are expected to act in accordance with this Code of Ethics & Conduct at all times and to comply fully with its principles and requirements in the conduct of their duties.

Failure to comply with this Code may lead to disciplinary action and may expose both the individual and Mainfreight to legal or regulatory consequences.

Speak up

We believe in open and honest discussions. If you have any concerns about misconduct, we urge you to speak directly to the person or people involved. If that feels uncomfortable or unsafe, you can share your concerns with your leader, your branch manager, or your branch confidant(s). If you feel they may be involved in the misconduct, you can report your concerns directly to Mainfreight Europe's Training & Development Team.

Whistleblowing

If you have information, including reasonable suspicions, about actual or potential breaches of European Union Law or designated legal violations (if any), we urge you to report this through our designated reporting channels in your country, made available to you on our website.



THREE PILLARS OF MAINFREIGHT

CULTURE

- ✧ Under-promise, over deliver
- ✧ Keep reinventing with time and growth
- ✧ Education is optional, learning is compulsory
- ✧ Let the individuals decide
- ✧ Keep it simple
- ✧ Tear down the walls of bureaucracy, hierarchy and superiority
- ✧ Avoid mediocrity - maintain standards and beat them
- ✧ Look after our assets
- ✧ Immaculate image and presentation
- ✧ Promote from within
- ✧ Integrity - how it affects other people
- ✧ No job descriptions

FAMILY

- ✧ Eat together - use mealtimes as a discussion time
- ✧ Listen to each other
- ✧ Share the profits and the successes
- ✧ Openly discuss problems and openly solve them
- ✧ Don't beat up your brothers and sisters
- ✧ Have respect - seek it from others and show it by actions

PHILOSOPHY

- ✧ One hundred year company
- ✧ Profit comes from hard work, not talk
- ✧ We are driven by margin, not revenue
- ✧ Train successors, so that you may advance
- ✧ An enduring company is built by many good people, not a few
- ✧ We are here to make a positive difference, as well as a dollar
- ✧ We "care" for our customers, environment and community
- ✧ Total quality management base
- ✧ Ready, Fire, Aim

CULTURE, FAMILY, PHILOSOPHY, THE MAINFREIGHT WAY