

Code
of conduct

Corporate Principles

Ethics — Code of Conduct

1 General Principles

This Code includes all the principles that must be followed by all board members, executives, collaborators and employees of the DB Cargo Iberia Group (hereinafter all referred as “employees”) in the execution of their functions and responsibilities on all the professional fields in which they represent any of the companies within the DB Cargo Iberia Group (DB Cargo Iberia Group as used herein, refers to the set of companies as a group as well as standalone entities) worldwide. The use and implementation of the principles mentioned will contribute to ethical and responsible management within our services or relationships. Executives are expected to set a good example.

Customer focus, profitability, progress, mutual fairness, trust, and responsibility are the central elements of this Code of conduct. The Code is based on the mission statement and forms part of the corporate principles of the DB Cargo Iberia Group. In dealings with our customers, business partners, employees and shareholders, we are compromised to act fairly, with integrity and transparency at all times.

We offer our customers transport and logistics services which are safe, environmentally and socially responsible and cost-effective.

Our purpose of pursuing our business activities in accordance with ethical and legally irreproachable principles is inextricably linked with the way in which we behave at our work. In all our business activities we abide by the applicable laws and, on this basis, respect the individual cultures of the countries in which we operate.

We expect and encourage our business partners to introduce similar ethical principles themselves on the basis applicable laws and accepted values and in all their business activities. We expect them to comply with the principles laid down in the DB Cargo Iberia Code of conduct for business partners, which is derived from the corporate principles on ethics, in our business dealings, and to make compliance with them mandatory for suppliers in their supply chain.

2 Corporate Social and Environmental Responsibility

We are convinced that economic, social and environmental responsibility is a key factor for the long-term success of our Group and consequently an indispensable element of our value-driven corporate management. All corporate activities are therefore bound by our obligation towards sustainability. Growth and job stability are important factors for the success of the DB Cargo Iberia Group.

Customer satisfaction and product quality as well as profitable growth are consequently factors of equal importance to the success of the DB Cargo Iberia Group as cultural change, employee satisfaction and resource conservation as well as the reduction of emissions and noise.

Compliance with
legislation

The DB Cargo Iberia Group complies with the different legislations in order to grant the Group’s reputation and image.

Human rights

Within the scope of its business activity, the DB Cargo Iberia Group complies with the internationally recognized human rights and fundamental freedoms in accordance with its Policy Statement and the principles set out in the International Human Rights Charter¹ as well as the ILO Declaration on Fundamental Principles and Rights at Work² as set out below. The DB Group has committed to the Ten Principles of the UN Global Compact. We are also guided by the UN Guiding Principles on Business and Human Rights (UNGP) and the OECD Guidelines for Multinational Enterprises.

¹Consisten en la Declaración Universal de los Derechos Humanos de las NNUU (DUDH), así como el Pacto Internacional de Derechos Civiles y Políticos (Pacto Civil; PIDCP) y el Pacto Internacional de Derechos Económicos, Sociales y Culturales (Pacto Social; PIDESC).

²Convenios OIT 29, 87, 98, 100, 105, 111, 138, 155, 182.

Furthermore, we help to protect and promote the principles of internationally recognized human rights through our actions, as far as doing so does not violate local laws.

Child labor, forced labor and modern slavery

The DB Cargo Iberia Group rejects prohibited forms of child labor and any form of forced labor or modern slavery.

Equal opportunities/
Diversity

The DB Cargo Iberia Group employees reflect the diversity of society, languages, cultures and lifestyles. We respect and promote this diversity as it is the guarantee of our closeness to society, to our customers, and our openness to new ideas.

We do not tolerate sexual harassment or any discrimination against individuals, in particular due to their national, ethnic or social origin, colour, health status, disability, sexual orientation, gender, age, political opinion, religion or belief or trade union activities. This principle of non-discrimination also extends to remuneration.

Remuneration

We pay our employees and those who work on our behalf compensation that is appropriate and in accordance with applicable laws and collectively bargained agreements.

Freedom of association

The DB Cargo Iberia Group respects the rights of employees and people who work on our behalf to freedom of association and the right to form legally protected organizations.

Cooperation

Our cooperation and dealings with one another are defined by mutual respect and appreciation. We behave cooperatively and ensure a positive working environment.

Our employees play a vital role in determining the success of the DB Cargo Iberia Group. The DB Cargo Iberia Group acknowledges its responsibility to all employees, to support them and encourage their ongoing development.

Safety

Putting the safety and right to physical integrity of our employees, of people who work on our behalf and of our customers first is at the core of the Group's values. Together, we ensure a safe working environment and the safety of our products.

Occupational health and safety

By means of systematic preventative occupational safety measures we seek to avert dangers to individuals and through good working conditions we promote and preserve the health and safety of our employees and of people who work on our behalf.

Occupational safety, however, is also part of the personal responsibility of each individual employee. Risks are to be avoided by means of foresighted, careful and safety-conscious behavior. Any faults or deficiency in our occupational safety measures are to be reported to the responsible executive immediately.

Unlawful eviction or seizure of property, use of security forces

We respect legitimate tenure rights as well as participation rights of local communities, in particular, in our interactions with indigenous people as part of our global business. In addition, we are committed to using security forces responsibly.

Environmental protection

We have expressly committed ourselves to our particular responsibility for environmentally friendly transport and to environmental protection as a corporate value.

We comply with all applicable environmental laws, regulations and standards. In this respect, we particularly avoid harmful soil contamination, water pollution, air pollution, harmful noise emissions and excessive water consumption.

We comply with the Minamata Convention on Mercury, the Stockholm Convention on Persistent Organic Pollutants (POPs) and the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal.

We are taking measures to combat climate change, adapt to climate change, build a full circular economy and protect biodiversity and ecosystems. Especially, we are increasing energy efficiency as well as the use

of renewable energies and are reducing emissions, noise as well as our consumption of materials and resources.

The DB Cargo Iberia has an environmental management system which follows ISO 14001 requirements.

All business units with relevant environmental impacts are to take care of their own appropriate environmental management system within the scope of the DB Cargo Iberia Group environmental management system. We encourage our business partners to support us in our work to protect the environment.

Safety forms a part of the product quality which we promise our customers and this implies that all our services are provided safely.

3 Conduct of all employees

All employees are required to comply with the regulations in force at the DB Cargo Iberia Group as specified in this Code of conduct.

Behaviour in public The employees influence the public image of the DB Cargo Iberia Group. We will all behave in a polite, courteous and service-minded manner to our customers and business partners at all times.

Confidentiality All information about the business activities of the DB Cargo Iberia Group which has not been published, and which is not public is treated as confidential. This includes information about third parties, e.g. business partners, that is made available to us as a result of our working for the DB Cargo Iberia Group. We do not use any knowledge obtained from internal corporate processes for private gain.

Generally, all corporate and commercial communication with the media and the general public appearances are the responsibility of corporate spokespeople.

Avoiding conflicts of interest We avoid situations in which personal or individual financial interests collide with the interests of the DB Cargo Iberia Group or of our business partners. In conflict situations, the interests of the DB Cargo Iberia Group must not be impaired. This does not affect the compatibility of family and career.

Secondary occupations and investment in our competitors and/or business partners must not introduce the risk of a conflict of interest. Any actual or suspected conflict of interest must be reported to the employee's manager.

The DB Cargo Iberia Group encourages its employees to participate actively in society in the form of public offices, clubs and associations or citizen's groups, provided that such commitment is not in conflict with the legitimate interests of the DB Cargo Iberia Group.

Invitations and gifts It is permitted to accept and issue invitations, for example to business lunches, associated with employment by the DB Cargo Iberia Group in accordance with these guidelines, provided these are appropriate, voluntary and not in anticipation of any improper benefits in return or any other preferential treatment. The above also applies to the acceptance or granting of any gifts or other considerations or advantages of any kind.

Corruption among individuals DB Cargo Iberia Group's employees must not grant, promise, offer or request, receive or accept any unjustified advantages or benefits in order to obtain preferential treatment in business relationships.

Intellectual or industrial property DB Cargo Iberia Group's employees will respect any intellectual or industrial property rights, making legal use of software, copyright works, etc., and they will not use with commercial or industrial purposes, any patent, trademark or utility model, without the owner's written consent.

DB Cargo Iberia Group's employees will use the software and hardware resources that the DB Cargo Iberia Group facilitates for work purposes in accordance with the applicable regulation and avoiding any inappropriate use.

Discovery or disclosure of company secrets

DB Cargo Iberia Group employees safeguard all company secrets, including third parties' company secrets, avoiding its spread, cession or transfer to third parties.

4 Conduct towards our Competitors, Government Employees and Business Partners

Corruption

The DB Cargo Iberia Group responds to the requirements of its customers, suppliers and business partners and treats them honestly, responsibly and fairly.

Behavior towards public officials

The DB Cargo Iberia Group expressly objects corruption and unfair business practices. Neither we nor any third parties commissioned by us offer, request or accept, either directly or through third parties, any inducements, privileges, benefits or other advantages which could influence a person's ability to make objective and fair business decisions, or which could merely serve to create that impression.

Politics and political parties

In general, all material and/or immaterial gifts of any kind whatsoever to public officials, employees or agents of government authorities or institutes or to the relatives of such people are prohibited. Facilitation payments are prohibited.

Donations / Sponsoring

In general, gifts, entertainment and other advantages of any kind whatsoever to political parties, their representatives, politicians or to holders of public offices or candidates for political positions are also prohibited.

Consultants, agents and intermediaries

The DB Cargo Iberia Group primarily funds measures in the fields of education, culture, integration and public welfare, climate and nature protection as well as humanitarian aid. Granting of any donations must always be transparent and documented. Donations may be made only on a voluntary basis and not in anticipation of any consideration in return. In principle, we do not make political or religious donations. Sponsoring measures must not serve any concealed promotion of interests.

Competition and cartel laws

Any remuneration paid to consultants, agents and/or brokers must be appropriate to the services rendered by them and must not serve to provide business partners or third parties with unfair advantages. Consultants, agents and/or brokers are carefully selected and managed according to suitability criteria such as qualifications and integrity.

Embargoes, sanctions, export and import controls

We abide by the provisions of fair competition and do not reach any agreements which affect prices and/or terms and conditions or which in any other way illegitimately restrict fair competition.

Supply chain, shared responsibility with business partners

In our business activities, we ensure compliance with all applicable laws and regulations on the import and export of goods, services and information as well as with the applicable embargoes and sanctions.

The DB Cargo Iberia Group Code of conduct for business partners has been derived from the principles laid down in these corporate principles ethics and we expect our business partners to comply with the principles specified in the DB Cargo Iberia Group Code of conduct for business partners in their business dealings, and to make compliance with these principles mandatory for their own business partners.

Adherence to these principles is part of our shared responsibility. We will continue to develop our purchasing practices based on risk to incentivize sustainability and minimize our own contribution toward the root cause of identified risks.

5 Responsibility to the shareholders

Protection of assets

The DB Cargo Iberia Group activities are defined by responsibility and transparency vis-à-vis to our employees and to our shareholders. Protection of the corporate assets and achieving a sustainable increase in the value of the company are the objectives of our corporate work.

In principle, company assets may only be used for company purposes and must be treated with all due care.

Fraud and
misappropriation

Company property may neither be sold, leased or loaned to third parties nor used for non-company purposes, regardless of the condition or value of the property, without the explicit consent of the company.

All employees are required to act honestly, correctly and with integrity at all times and to safeguard the Group's assets in the course of their work for the DB Cargo Iberia Group.

Fraud, corruption or any other criminal action will not be tolerated; suspected wrongdoing will be investigated to the extent legally permitted in compliance with data protection requirements and appropriate action taken if evidence of such is discovered.

Reporting

All company reports and documents must be drawn up accurately and truthfully in all material respects and must conform to the applicable standards and contain full documentation of all relevant information.

Insider trading

Employees are not permitted to use any information which they obtained in the course of their work for the DB Cargo Iberia Group and which is not in the public domain in order to achieve financial benefits for themselves or for third parties.

Data protection

We collect, process, and use personal data only insofar as permitted and established by the relevant laws and corporate guidelines.

Documents containing personal data are treated as confidential, stored carefully and disclosed only to authorized people.

Money laundering

The DB Cargo Iberia Group takes all necessary steps to avoid money laundering within its sphere of influence.

Offenses against Tax
or Social Security
authorities

The DB Cargo Iberia Group complies rigorously with its tax and social security obligations.

6 Compliance with the Code of conduct

The DB Cargo Iberia Group shall implement the principles specified in this Code of conduct in all business units worldwide. Likewise, the DB Cargo Iberia Group will implement adequate measures and controls in order to prevent and detect any infringement of the Code of Conduct.

Compliance
obligation

All DB Cargo Iberia Group employees are obliged to comply with this Code of conduct. The executives have particular responsibility for the communication and implementation of these guidelines.

Whistleblowing

All employees are obliged to report severe infringements of any laws, internal guidelines or related duties or risks at the DB Cargo Iberia Group, its Group companies or in the supply chain through the DB Cargo Iberia Group Internal Reporting System.

Complaints can be submitted through the reporting channel <https://www.bkms-system.net/grupodbcargoiberia>, managed by an external and independent law firm or directly to the Committee Responsible for the Internal Reporting System, by e-mail compliance@dbcargoiberia.com or orally, by means of a face-to-face or online meeting upon request.

The personal data of the employees of whom a report concerns are processed in accordance with the relevant laws and guidelines. More information is available at www.dbcargoiberia.com/compliance/.

Whistleblower
protection

We do not tolerate any retaliations against people who report such infringements or against other people covered by whistleblower protection.

Consequences

Any infringement of laws and/or internal guidelines will lead to appropriate consequences for the employee responsible including prosecution under employment law or disciplinary consequences. Such infringements can also lead to prosecution under criminal and/or liability laws.

Further
information

The Code of conduct and further information is available at the DB Cargo Iberia Group corporate website www.dbcargoiberia.com/compliance/. In case of any doubts or if you have any questions, please contact the DB Cargo Iberia Group Compliance Officer directly or via e-mail: compliance@dbcargoiberia.com.

EDITION	DATE	REVIEW
V0	07.06.2011	Creation
V1	17.04.2018	External complaints channel inclusion and environmental minor changes
V2	20.03.2024	New commitments on human rights, sustainability and supply chain
V3	20.03.2026	Changes strictly motivated by changes in the name of Transfesa Logistics S.A. and Grupo Transfesa to DB Cargo Iberia Rail Logistics S.A and DB Cargo Iberia to DB Cargo Iberia Group respectively