

## CODE OF CONDUCT

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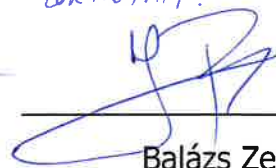
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## 1. Introduction

Knowledge of and compliance with the expectations set out in the Code of Ethics enables our employees to perform their work based on a uniform set of ethical requirements. The document ensures ethical, transparent and lawful operation. The enforcement of uniformly professed values in everyday life greatly contributes to the development of ADRL's corporate culture and the creation of a better working environment.

It is in our fundamental interest to communicate our quality requirements to our business partners, as our relationships must be based on integrity, transparency and mutual trust.

## 2. Working conditions

As an employer, ADRL Logistics Kft. considers it extremely important that the employment of its employees and the benefits provided to them comply with the principles of labour law, in accordance with the provisions of Act I of 2012 on the Labour Code (hereinafter: Mt.).

The working conditions are detailed in the *Employer's Information Sheet* of the Employment Contract.

## 3. Equal treatment

The requirements for equal treatment are set out in Section 12 of the Mt.

ADRL strives to create working conditions that meet the requirements of fair employment and does everything in its power to promote ethical behaviour in the workplace and equal treatment.

We condemn child labour, forced labour and the employment of persons serving prison sentences at our company and our subcontractors.

ADRL does not employ young people under the age of 18. The recruitment process includes the presentation of a certificate of good conduct and the verification of personal documents.

Our employees and customers shall not be discriminated against on the basis of gender, race, skin colour, national or ethnic origin, mother tongue, disability, health status, religious or philosophical beliefs, political or other opinions, marital status, motherhood, pregnancy, fatherhood, sexual orientation, gender identity, age, social origin, financial situation, or membership of an interest group.

When determining the equal value of work, the nature, quality and quantity of the work performed, the working conditions, the necessary professional qualifications, physical or mental effort, experience and responsibility shall be taken into account.

When classifying jobs, wages are determined in such a way as to comply with the requirement of equal treatment.

We consider direct and indirect discrimination, harassment and sexual harassment, unlawful segregation, retaliation, and instructions to engage in such practices to be unacceptable. (Harassment: behaviour that violates human dignity, the purpose or effect of which is to intimidate, antagonise, humiliate, embarrass or attack a person. Sexual harassment: physical contact and advances, sexually suggestive comments, sexual demands, whether verbal or physical).

## 4. General rules of conduct

The general rules of conduct are set out in Sections 6-8 of the Labour Code.

In exercising their rights and obligations, the employer and the employee shall act in good faith and fairness, cooperating with each other.

The exercise of a right is not appropriate in particular if it is aimed at or leads to the infringement of the legitimate interests of others, the restriction of their ability to assert their interests, harassment or the suppression of their freedom of expression.

The employer shall inform the employee, and the employee shall inform the employer, of any data, facts, circumstances or changes thereof that are relevant to the exercise of rights and the fulfilment of obligations.

During the employment relationship, the employee may not engage in any conduct, either at the workplace or outside working hours, that would jeopardise the legitimate economic interests of the employer.

The employee's conduct may be restricted in accordance with Section 9(2) of the Labour Code. The employee must be informed of the restriction in writing in advance.

Our employees are required to comply with the following standards at their workplace during the performance of their duties

#### **4.1 Key characteristics of employee conduct**

- identification with the professional and business objectives of ADRL,
- professional competence,
- development of the skills and knowledge required for the job; desire for continuous development,
- openness and flexibility,
- dedication, motivation, responsibility and initiative,
- performance, quality and success orientation,
- cooperation, mutual trust, community building, cohesion,
- being well-informed, sharing information.

#### **4.2 Basic standards related to the work environment and work performance**

- our clothing and appearance should always be appropriate for the workplace, neat, cultured and clean;
- wearing work clothes is mandatory for those working in designated positions;
- we are responsible for not using working hours for private purposes;
- by learning and applying the principles and practices of occupational safety, health protection and environmental protection, we continuously strive to reduce and eliminate health, accident and environmental risks;
- In the event of accidents or extraordinary events, we shall act in a manner that promotes the saving of lives and property, the objective investigation of circumstances, and the prevention and avoidance of similar events.
- it is everyone's personal responsibility to protect their ability to work, their health and their physical integrity;
- we show up for work in a fit state to work; it is strictly forbidden to work under the influence of alcohol or drugs;
- We protect our working environment: we keep floors and walls clean and free of damage.

### 4.3 Customer and partner-focused approach

- For the purposes of this Code of Ethics, a customer is defined as any contractual customer, partner, client or subcontractor of ADRL, as well as any third party appointed by them who comes into contact with ADRL employees (e.g. customer representatives, drivers, inspectors, etc.). **Our employees must strive to ensure that their conduct satisfies our clients and business partners.**
- Our employees' customer relations should be characterised by attentiveness, respect, professionalism, objectivity, accuracy, speed and adherence to deadlines.
- Our employees shall be polite and patient towards our customers, while at the same time demonstrating consistent and objective behaviour.
- if a conflict situation or customer complaint exceeds our decision-making authority or professional competence, we shall ensure that a manager with the appropriate decision-making authority is involved;
- our employees are expected not to resolve any conflicts or disagreements between themselves in front of our clients. We should not make negative comments about ADRL, any of its organisational units, managers or employees in front of clients.

### 4.4 Basic expectations regarding communication

- polite tone, objective style;
- clear, accurate, understandable wording and explanations;
- striving for open, clear, two-way, straightforward, trust-building external and internal communication;
- mutual respect and recognition of values.

### 4.5 Expectations regarding the behaviour of employees in managerial positions

#### Managers

- shall strive to set a personal example in fostering a good community spirit, cooperation and an atmosphere conducive to efficient work, and to resolve any conflicts through the personal involvement of the parties concerned.
- In the organisational units they manage, they shall strive to get to know their subordinates, assess their suitability and continuously develop their professional knowledge.
- They may only make decisions regarding the evaluation of their subordinates' activities on the basis of merit, performance and work-related factors.
- In addition to pursuing strategic goals and interests, strive to establish an appropriate level of cooperation with other organisational units of the company and their managers, to exchange the necessary information accurately and quickly, and, in general, to work together effectively.

## 5. Cases of unethical conduct

### 5.1 Violation of equal treatment

We condemn and sanction any behaviour that deviates from the expected conduct defined in the Equal Treatment section.

## 5.2 Conflict of interest

A conflict of interest is any situation in which an employee's personal interests, relationships or external activities may influence, or appear to influence, the company's business decisions, performance of its duties or use of its resources.

ADR Logistics aims to ensure that employees act impartially in all circumstances in the best interests of the company and that their decisions are not influenced by any real or perceived personal interests.

An employee may not participate in any decision or process in which:

- they, a family member or close acquaintance have a direct or indirect business interest;
- they may gain financial advantage through external work, secondary employment, consulting activities or other assignments;
- any personal relationship may influence their business judgement.

### 5.2.1 External conflicts of interest

The integrity of business life largely depends on the extent to which personal connections, networks of relationships that influence decisions, and interests can be eliminated. Employees are required to avoid and report any situation or activity that may give rise to a conflict of interest between their corporate and personal or family and economic activities.

Our employees are therefore obliged to notify the manager exercising the employer's rights in writing if they or their close relatives (Civil Code Section 685(b)) are or wish to become members, owners, senior officers, employees, agents, subcontractors or consultants (collectively: contributors) of a business association that has regular economic relations with the employer or carries out activities that are wholly or partly identical to those of the employer.

Our employees who have a conflict of interest with a given client may be excluded from participating in the service of that client, may not hold a senior position at ADRL, and may not participate in the evaluation of bids submitted by business associations or other organisations in which they or their relatives have an ownership or other interest or hold a senior position.

Our employees are also required to notify the manager exercising employer's rights in writing if they or their close relatives (Civil Code, Section 685(b)) have previously been in an employment relationship with a business partner of the employer who has or plans to have regular business dealings with the employer, or if their personal acquaintance is independent of ADRL and their position at ADRL.

### 5.2.2 Internal conflict of interest

ADRL does not restrict its employees from having kinship, family or romantic relationships with each other. In such cases, the employees concerned are required to inform their manager with employer authority, who will assess the situation and decide whether the existing relationship causes a conflict of interest in the performance of the job(s) concerned. If a conflict of interest exists, it is the employer's responsibility to remedy the situation by restructuring the job or transferring the persons concerned within the company.



### 5.3 Other financial matters

ADRL employees may not give or accept financial loans or assistance from each other, from subcontractors contracted by ADRL, or from their employees or staff in an illegal manner. Such activities may only be carried out within the contractual framework described in the legislation, with the free will of both parties and with full knowledge of the risks involved. ADRL accepts no responsibility for any problems arising from such transactions.

### 5.4 Corruption

Our employees are prohibited from engaging in bribery or corruption in order to gain a business advantage.

Corruption is defined as any act in which an employee requests, gives, offers or accepts an unlawful advantage in order to influence decision-making, business results or official measures. This could include, for example, an employee accepting a monetary or non-monetary benefit (gift, invitation, service) from a business partner in order to give them preferential treatment in a procurement or contracting process.

### 5.5 Acceptance of gifts

ADRL employees may not directly or indirectly accept or request any benefit, money, gift, loan, discount or advantage from anyone associated with them or ADRL that could influence their impartiality or judgement.

Permissible gifts:

- Expressions of business courtesy, such as small gifts or hospitality, provided that their value does not exceed HUF 20,000 per customer per calendar year and they are only accepted from customers who have a contractual relationship with ADRL.
- Managers, financial managers and logistics managers may accept gifts or hospitality exceeding the above value limit, within an annual limit of HUF 20,000-100,000, but they are required to report this to the Ethics Committee. Business gifts exceeding HUF 100,000 may only be accepted with prior individual authorisation.

Prohibited gifts:

- Our employees must refuse any benefit exceeding HUF 20,000 and immediately inform their superior of any benefit that may influence the employee's objective decision-making or give the appearance of doing so
- cash or cash equivalent gifts
- invitations or events that are not related to business purposes

Gifts bearing the customer's logo may only be used outside the workplace.

### 5.6 Free market competition

ADRL is committed to supporting free market competition and therefore strictly complies with the provisions of the Competition Act relating to economic competition.

Any activity that distorts the market, involves prohibited cooperation with competitors or misleads consumers is considered anti-competitive behaviour.

**Prohibited conduct includes:**

- coordinating prices, costs, profits or pricing strategies with competitors;

- dividing markets, customers or territories with other companies;
- concluding exclusivity agreements with the aim of unjustifiably restricting competition;
- using business practices that restrict free competition (e.g. exerting undue pressure on suppliers or customers).

**Expectations:**

- all business communications with competitors must remain within the legal framework;
- sharing commercially sensitive information at conferences and professional events is prohibited;
- employees are required to comply with all relevant competition law rules.

**5.7 Misrepresentation**

The company is committed to transparent and honest communication in all its business activities. Deception is defined as any conduct or omission that leads to the communication of false, misleading or incomplete information and is likely to unduly influence the decisions of our partners, customers, authorities or employees.

**Prohibited conduct:**

- providing false or inaccurate information in a business proposal, contract or report
- deliberately concealing material facts that could lead to misunderstanding
- making false statements about the company's performance, quality or environmental/social performance
- communication or marketing that contains misleading or untrue information.

**Expectation:**

- All employees are required to provide accurate, truthful and verifiable information.

**5.8 Money laundering**

The company is committed to combating money laundering and terrorist financing. Money laundering is any activity that has the purpose or effect of concealing, disguising or laundering the origin of money or property derived from criminal activity.

**Prohibited conduct:**

- carrying out transactions with the aim or effect of making funds of illegal origin appear to come from a legitimate source
- accepting or initiating payments with false or misleading business justifications
- participating in unusual, unjustifiably complex or non-transparent financial transactions
- doing business with a partner whose background, sources or operations are not clearly understood.

**Expectations:**

- All employees are required to exercise due diligence when selecting business partners and approving transactions.
- in the case of suspicious or unusual payment methods, consultation with the compliance officer is mandatory
- it is prohibited to accept payments whose source cannot be verified or traced.



## 5.9 Pursuing personal gain at the expense of ADRL's interests

The following constitute ethical violations

- seeking to obtain personal benefits through the use of ADRL's tangible assets, intangible assets or services;
- seeking to obtain personal benefits by representing the ADRL and exploiting its reputation;
- using business relationships for personal gain.

## 6. Political and trade union involvement

We do not restrict our employees' political or trade union involvement. We expect our employees to comply with the following rules when engaging in such activities:

- not use the name of ADRL,
- do not give the impression that ADRL is committed to any political movement or party,
- not join groups whose goals or activities are contrary to the interests of ADRL,
- do not use ADRL resources (fax, telephone, photocopier, etc.) in the course of their activities,
- do not carry out related activities at the workplace.

Employees may engage in political activities during their statutory or contractual leave/free time.

In such cases, reasonable leave may be granted in accordance with the law and relevant agreements, but the impact of the absence on the continuity of business operations must also be taken into account.

## 7. Environment

In our socially responsible operations, we pay particular attention to environmental awareness. ADRL expects its employees to protect the environment in the course of their work, to ensure the selective collection of waste, the proper handling of hazardous waste, to be mindful of water and energy conservation, and to strive for the economical and efficient use of raw and auxiliary materials (e.g. fuel, paper).. Where possible, they should give preference to recyclable materials and products.

## 8. Social media

We expect our employees to refrain from any statements on social media that could adversely affect the reputation and legitimate economic interests of ADRL or any business entity that has regular economic relations with ADRL.

## 9. Reporting and resolving ethical violations

If an employee observes behaviour in their work environment that may constitute a violation of the ADRL Code of Ethics, they may report it to the ADRL Ethics Officer, who will investigate the report and take action to stop the unethical behaviour.

**At the time of publication of this policy, the ADRL ethics officer is the Logistics Manager.**

The Ethics Officer shall investigate the case within 15 days and is required to respond to the reporting person in writing. If the person making the report does not receive a response within 15 days, or is not satisfied with the response and the resolution of the situation, they may contact the Ethics Committee at [etikaibizottsag@adr-logistics.hu](mailto:etikaibizottsag@adr-logistics.hu) , whose members are the ADRL's managing directors and the company's financial director.

When making reports, the reporting person must also respect the personal rights of the person being complained about, so it is prohibited to pass on personal data to persons or organisations not involved in the ethical matter.

ADRL declares that any employee who, in good faith, seeks advice, voices concerns or reports misconduct is acting in accordance with the Code of Ethics. The employee shall not suffer any direct or indirect disadvantage as a result of the report.

If the person reporting the ethical violation knew that the reported act was not committed or was not committed by the person they identified, then ethical proceedings may be brought against them.

If the employee's violation of the rules is proven during the ethical proceedings, disciplinary proceedings will be initiated against them, the process of which is described in the section on disciplinary proceedings in the *Human Resources Management Process*.

### **10. Reporting and handling of misconduct**

ADRL maintains a system for reporting misconduct in accordance with the criteria set out in Act XXV of 2023. If the person concerned by the report is ADRL's ethics officer, the report may be made directly to the ethics committee.

The person reporting the misconduct is entitled to the protection guaranteed by law, and ADRL, as in the case of ethical misconduct, sets a deadline of 15 days for investigation and response, which is stricter than the law.

If the whistleblower is not satisfied with the response or the outcome of the investigation, or if they believe that they have been discriminated against as a result of the report, they may seek legal redress as provided for by law.

### **11. Application of adverse legal consequences**

In the event of a breach of the ADRL Code of Ethics, we shall proceed in accordance with the provisions of the employment contract and Section 56 of the Labour Code.