

Business Ethics Policy

Global Trade Compliance



This Global Trade Compliance Policy (“Policy”) applies to GXO Logistics, Inc., including all of its subsidiaries, divisions, and other operating entities (collectively, “GXO” or the “Company”). All directors, officers and employees of GXO, and third parties acting on our behalf, are subject to and responsible for complying with the requirements of this Policy. As used in this Policy, the term “Company” should be read to include all persons and entities subject to this Policy.

1 Overview

GXO is committed to complying with all applicable trade laws and regulations where we conduct business, including Embargoes and Sanctions, and trade restrictions implemented by the U.S., the EU, and other regulators and countries. Because U.S. law may apply to GXO operating entities, employees, assets, goods, technologies or services located in other countries, in addition to applicable local country law, the Company must also ensure compliance with all applicable U.S. laws wherever it does business. To the extent that a law or regulation conflicts with U.S. law, or with another nation’s law, any transaction related to the conflicting laws must be placed on hold until written advice is obtained from the Global Trade Compliance Team.

2 Definitions

- 2.1 *Boycott*: A ban, restriction or refusal to conduct business with a certain person, organization or country. As used in this Policy, the term “Boycott” does not include any Sanction or Embargo imposed by the United States government.
- 2.2 *The Company*: The term used in this document to mean GXO Logistics in all its business forms, employees of GXO, and all other parties as defined under “Applicability.”
- 2.3 *Embargoes and Sanctions*: Prohibitions against trade in or with certain countries, or with persons or entities listed as prohibited by governments or international associations.

- 2.4 *Exports*: The transfer of Items across an international border or, in the case of data, to a person, wherever located, who is not a citizen or lawful permanent resident of the country of origin of the data.
- 2.5 *Imports*: The receipt of Items into a country, and typically requires compliance with customs laws.
- 2.6 *Items*: Broadly defined as goods, technology (including printed or electronically stored information or intellectual property) and services.
- 2.7 *Re-exports*: The transfer of Items from one country to another after the Items have been exported from their originating country.

3 Standards of Conduct

- 3.1 *We Do Not Do Unauthorized Business with Sanctioned Countries or Parties*: The Company shall not do unauthorized business: (i) in, with, or for any Embargoed or Sanctioned country; or (ii) with or for any individual or entity appearing on the European Union, United Nations, United States or other applicable lists of Embargoed or Sanctioned parties. This prohibition includes, but is not limited to, the business of making shipments, warehousing goods, or otherwise providing or receiving services. If there is a lawful basis for conducting such business, including the inapplicability of the restriction, or the existence of government authorization, written advice must be obtained from the Global Trade Compliance Team before any such business can be initiated.
- 3.2 *We Do Not Participate in Trade Boycotts*: The Company shall not participate in trade Boycotts that are not sanctioned by the U.S. government, including agreements to discriminate against, or refuse to do business with, certain countries, such as Israel. Any request to participate in a Boycott must be reported to the Global Trade Compliance Team and must be refused. All Boycott requests shall be reported to the U.S. government by the Chief Compliance Officer or her/his designee, as required by U.S. law.

3.3 *We Properly Handle Shipments and other Transactions:* Before performing an international or domestic shipment, or other transaction involving supply chain or other logistics services (each, a “Transaction”), the Company shall validate that the Transaction is consistent with applicable trade controls, including that: (i) the Transaction complies with applicable Embargoes and Sanctions; (ii) all parties in the Transaction have been screened against sanctioned party lists; (iii) where applicable, the export classification has been determined; (iv) the appropriate government authorization(s) has been identified; and (v) all required export/ import documents are complete. Please consult GXO’s Trade Compliance procedures which can be found on the SharePoint site entitled, [“Trade Compliance and Third Party Diligence Resources”](#) for further guidance or contact the Global Trade Compliance Team at Tradecompliance@gxo.com.

3.4 *We Conduct Export Activity Lawfully:* The Company will comply with the terms and provisions of all applicable licenses and authorizations, including routing shipments to and through only those parties and locations specified on the licenses and authorizations. The Company will not route or divert goods in any manner inconsistent with such licenses or authorizations. Unless authorized by the U.S. government, the Company will not route controlled military goods via arms embargoed countries.

3.5 *We Conduct Import Activity Lawfully:* The Company will obey all import and customs requirements when bringing an item into a country and will provide complete and accurate information to the applicable government authorities (such as a description of the item, its value and its origin, and all other information as required by applicable laws and regulations).

4 Audits

The Company will conduct periodic audits and/ or self- assessments of its Global Trade Compliance program, investigate potential violations of international trade controls, and identify and implement corrective actions as necessary to mitigate harm and reduce the risk of violation.

5 Reporting

All persons subject to this Policy must immediately report any misconduct or potential violations of this Policy and/or applicable international trade laws. GXO does not permit retaliation against any person who, in good faith, reports any concerns, misconduct, and/or potential violations of Company policy or applicable laws. Reports can be submitted directly to the Global Trade Compliance Team at Tradecompliance@gxo.com or the Ethics and Compliance Office at ethics@gxo.com. Additionally, you can visit our Ethics website at <https://ethics.gxo.com> where you can find alternative reporting options. Your concerns can be reported anonymously, unless otherwise prohibited by applicable local law. Additional information and guidance regarding this Policy and U.S., EU, and other regulators and countries’ export controls can be obtained from the Global Trade Compliance Team at Tradecompliance@gxo.com. If you believe there is any instance in which this policy conflicts with local legal requirements, contact the Global Trade Compliance Team at Tradecompliance@gxo.com.

6 Policy Exceptions

Any exception to or deviation from this Policy must be approved in writing by the Company’s Chief Compliance Officer.

7 Failure to Comply

Failure to comply with this Policy could have serious consequences for the Company and the individuals involved, including civil or criminal prosecution, fines and possible imprisonment. Violations of this Policy could also result in disciplinary action, including termination.

VERSION CONTROL

Ver. No.	Release Date	Approved By	Reason for New Release
1	08/02/2021	Chief Compliance	Documentation of existing policy