



## **GXO LOGISTICS, INC.**

### **SECURITIES TRADE MONITORING POLICY**

Effective as of August 2, 2021

In order to facilitate our compliance procedures, GXO Logistics, Inc. (the “Company” or “GXO”) has adopted the following broad-based securities trade monitoring policy (the “Policy”) applicable to all GXO employees who acquire, or have acquired, GXO equity securities pursuant to a GXO compensatory award. Securities so acquired are referred to below as covered GXO securities.

Each employee of the Company must hold, acquire or dispose of covered GXO securities, whether directly or indirectly, only through an account with the Company’s preferred broker, for the duration of the employee’s employment at the Company. The Company’s preferred broker is currently Morgan Stanley. An employee will be considered to acquire or dispose of covered GXO securities indirectly when the employee acquires or disposes of voting power, including the power to vote, or to direct the voting, of the securities and/or investment power, which includes the power to dispose, or direct the disposition, of the securities.

All covered GXO securities will upon transfer from GXO be automatically deposited in each applicable employee’s Morgan Stanley account.

Notwithstanding the foregoing, if an employee holds a covered GXO security that is subject to a lock-up or transfer restriction pursuant to the terms of a GXO equity award agreement (a “lock-up security”), such employee will be deemed to be in compliance with the Policy if each lock-up security held by such employee is (i) held through an account specified by GXO in connection with the lock-up arrangement and (ii) transferred to such employee’s Morgan Stanley account following the date that the lock-up security is released from the lock-up.

In order to ensure compliance with the Policy, GXO reserves the right to request information from Morgan Stanley regarding the holdings of covered GXO securities and trading activity related to covered GXO securities held directly or indirectly by each employee and each employee agrees to provide such information to GXO upon request. An employee’s failure to comply with the Policy may result in adverse consequences to the employee, up to and including the employee’s forfeiture of unvested GXO equity awards and/or the application of a clawback with respect to the employee’s previously vested GXO equity awards, as determined by GXO.

Employees may direct any questions related to the Policy to GXO’s Equity Administration Group at [gxoequityadmin@gxo.com](mailto:gxoequityadmin@gxo.com).