



AGNATE WORLDWIDE®
CODE OF CONDUCT



Magnate Worldwide's vision is to grow both organically and through acquisition, welcoming employees with the same passion, bringing together cultures and best-practices to become one of the fastest growing premium service providers, and most innovative logistics companies in the industry.

Our mission is to add value to our clients' businesses and supply chains, by offering a complementary portfolio of premier logistics solutions for customers with complex, customized, premium freight requirements.

Our values and principles are outlined in our Code of Conduct. They are not unique to Magnate Worldwide. They are universal and remind us that how we conduct ourselves in business is as important as how we conduct ourselves as individuals.



Dante Fornari
Chief Executive Officer

How we conduct ourselves in business is as important as how we conduct ourselves as individuals.



Introduction

This Code outlines our commitment to Ourselves, our Suppliers, and Customers.

To Our Employees:

Regardless of your role, level of responsibility, or immediate task: read the Code and refer to it often.

To Our Partners:

It is expected that you will also hold to the tenets outlined in our Code of Conduct.

To Our Customers:

This is our commitment as we strive to be an asset to your supply chain.

The principles outlined in our Code of Conduct can be summarized as follows:

- Be honest and fair in your dealings with others.
- Be considerate of your colleagues, our customers, suppliers, and the communities in which we work.
- Be respectful of the environment and its resources.

Table of Contents

ABOUT THE CODE	—————	<u>05</u>
INTEGRITY & SECURITY	—————	<u>07</u>
ENVIRONMENTAL SUSTAINABILITY	—————	<u>10</u>
EMPLOYMENT PRACTICES	—————	<u>11</u>

About the Code

WHO DOES THE CODE APPLY TO

The Code applies to every employee, manager, and director. It also applies to all third parties, specifically carriers and service providers, contracted by and acting on behalf of Magnate Worldwide and its branded subsidiaries.

Every employee is expected to familiarize themselves with the Code as well as the related policies within each area covered.

WHAT ARE MY RESPONSIBILITIES

The principles described in the Code are not unique, but they are simple and powerful. The Code is an introduction to our policies, and a key reference for employees and suppliers to understand their obligations. The Code is not a comprehensive guide to our legal and regulatory responsibilities. Specific policies listed in the Code can be found on the SharePoint site for each Magnate Worldwide brand.

What is expected? First, it is to do what is right. Use the Code as a reference and guide where needed. Honor the values highlighted, with honest effort and spirit.

Employees have a responsibility to report any violations of the Code.

HOW DO I REPORT CONCERNS

Magnate Worldwide takes violations of the Code seriously and will investigate all reports. Magnate will protect the confidentiality of those who report a violation to the extent legally possible. Report violations to ethics@magnateworldwide.com.

Magnate Worldwide will not accept retaliation against anyone who files a good-faith report of a violation. Anyone involved in retaliation will be subject to disciplinary action, up to and including termination of employment.

The Code is meant to supplement our legal obligations in jurisdictions within which we operate, and where it conflicts with any local, national, or international law, the law takes precedence. Magnate Worldwide may update policies outlined in the Code. Any violation of the law, regulations, our policies, or the Code are serious matters and may lead to disciplinary action up to and including termination of employment.

Integrity & Security

Magnate Worldwide prioritizes integrity. As a United States based company, we adhere to all U.S. laws and regulations. As a globally engaged company, we are committed to respect all relevant laws where we and our partners operate. We are responsible for protecting our own assets and information, in addition to the assets and information of our customers, suppliers, and business partners.

BRIBERY & CORRUPTION

Our company does not participate in corrupt practices. We abide by the U.S. Foreign Corrupt Practices Act (“FCPA”), and all other anti-corruption laws. Legal and ethical, legitimate, receipted payments made to a government agency are not prohibited

Facilitation payments, which are payments made to expedite or secure the performance of a routine, non-discretionary government action to which Magnate Worldwide is entitled, are strictly prohibited.

Employees may not offer, promise, pay, or arrange for a third party to offer, promise, or pay kickbacks, bribes, undisclosed commissions, lavish gifts, unlawful services, excessive entertainment, or anything of value for the purpose of exerting improper influence over the recipient, with the express purpose of inducing the recipient to violate his or her duties; securing an improper advantage. Offers, promises, and payments are prohibited if the employee makes the payments without seeking reimbursement. Employees may not receive any improper payments, gifts, or services, and entertainment should never create the appearance of impropriety.

SANCTIONS, CONTROLS & ANTI-BOYCOTT LAWS

Magnate Worldwide business segments are responsible for complying with sanctions, export, and anti-boycott regulations applicable in the countries in which we operate. In addition to local rules, we comply with U.S. sanction and anti-boycott regulations specific to our United States registration. We respect U.S. law and do not comply with economic boycotts in which the United States does not participate.

ANTI-TRUST & FAIR COMPETITION

Magnate is committed to free enterprise and fair competition. All employees must comply with antitrust and fair competition laws. It is our intent to avoid conduct that is, or could be viewed as, an attempt to inhibit free choice based on merit and quality. We hire suppliers & agents through careful and fair assessment. We make business decisions independent of any understanding or agreement with a competitor. Examples of prohibited conduct include:

- Price fixing agreements with a competitor.
- Agreeing with a competitor to boycott another business.
- Discussing commercially sensitive information with a competitor.
- Participation in any association that promotes anti-competitive conduct.

BUSINESS ENTERTAINMENT, ACTIVITIES & SOCIAL EVENTS

It is the employee's responsibility to substantiate that the business purpose and objective are best served by entertainment or a social event. Use of sound judgement when choosing an appropriate location for entertainment venues and social events is required. Entertainment & social events must be appropriate, inclusive, and considerate of all in attendance and should never create the appearance of impropriety. Entertainment should never reflect negatively on your reputation or the reputation of Magnate Worldwide. Entertainment & activities that are unlawful, lewd, sexually oriented, or that would violate our commitment to treat others with respect and dignity is never acceptable. Participation in activities should not cause an employee to feel uncomfortable disclosing it to his or her supervisor, or with public disclosure. When you are not sure if entertainment is acceptable, discuss it with your supervisor, Human Resources, or contact ethics@magnateworldwide.com

INFORMATION, DATA SECURITY & DOCUMENTATION RETENTION

Magnate Worldwide business segments are committed to respecting the privacy of any personal or business data we collect, use, or process. Employees shall not disclose non-public or personally identifiable information used for entry or regulatory purposes for personal gain. This information can include names, titles, physical locations, phone numbers, email addresses, and government issued identification. This information can be collected only with the knowledge and consent of the party and used only for business purposes. Other legal restrictions may apply based on the country or state jurisdiction.

INFORMATION, DATA SECURITY & DOCUMENTATION RETENTION (cont.)

Information material to our customers or suppliers' business operations that is non-public should be considered confidential. Disclosure could harm their businesses or break fair competition laws. Examples include purchase order or financial information related to a commercial invoice or Customs entry filing, supplier or customer names, supply chain or security plans. Never discuss confidential information with unauthorized persons, including family and friends. Be conscious of information shared over unsecured or public networks, or when discussing business in public.

We maintain document retention standards in accordance with U.S. Customs, other regulatory bodies, and customer requirements. Employees must follow procedures and the law. Never destroy or alter any document relevant to a filing, proceeding, dispute or regulatory inquiry.

FINANCIAL RECORDS

Financial records are the basis for managing our business and obligations to ourselves, suppliers and regulatory authorities. All financial records must be accurate, complete, timely and in accordance with established accounting standards and the law.

HOW DOES THE CODE APPLY TO OUR SUPPLIERS

As a service provider for Magnate Worldwide, through one or more of our business segments, you may be privy to information that is the property of our customers, or specific to our business and security. We expect our suppliers to follow the CTPAT minimum security standards related to the management of information and systems. Magnate expects its partners to follow our anti-corruption & fair competition guidance, and support Magnate in complying with export controls.

RELATED POLICIES INCLUDE:

- Anti-Corruption Policy
- Individual Rights & Privacy Policy
- Information Technology & Cyber Security
- Export Compliance Policy & Manual
- Employee Handbook

Environmental Sustainability

Magnate Worldwide and its business segments are committed to be a part of the solution to climate change.

In addition to compliance with all environmental laws, we are committed to measuring and reducing our own impacts, including greenhouse gas emissions, solid waste and water quality. Through our actions, we aim to help our customers measure, analyze, and reduce their emissions based on international standard methodologies. We support promoting circularity in our customer's supply chain operations, believing that pollution or scrap represents waste.

HOW DOES THE CODE APPLY TO OUR SUPPLIERS

It is expected that our suppliers will conform to local and international laws regulating pollution of the air, ground and water and be willing to change processes or assets to eliminate environmental impacts. Wherever possible, we expect suppliers to provide relevant emissions information to government and industry groups to help improve the quality of data available for reporting on pollution. Air and ocean freight carrier partners are expected to adhere to all regulations regarding emissions, noise and water pollution. Ocean carriers should have a ship recycling policy. Road freight carriers are expected to operate using assets & procedures that reduce fuel use and participate in national sustainability programs. All suppliers must have an environmental policy.

RELATED POLICY:

- Environmental Measurement Policy

Employment Practices

EQUAL EMPLOYMENT & FAIRNESS

Magnate Worldwide is committed to providing an equal employment opportunity and has clear policies to protect all employees. We promote fairness and equitable treatment in hiring, promotion, and daily conduct.

DIVERSITY

Magnate Worldwide Business Segments are committed to providing reasonable accommodation, as appropriate, to otherwise-qualified individuals with disabilities or employees whose religious beliefs conflict with a workplace rule or policy.

MUTUAL RESPECT & OPENESS

All employees are entitled to work in a positive environment free of harassment and intimidation. Sexual harassment of an employee by any manager, co-worker, or business contact will not be tolerated. Other unacceptable behaviors include harassment, intimidation, or discrimination of any kind based on race, sex, sexual orientation, gender identity, gender expression, marital status, age, color, religion, creed, national origin, disability, military status, pregnancy, or any other characteristic protected under applicable law. Employees will treat their colleagues with respect. Managers and Directors are charged with the responsibility of setting a positive example and enforcing compliance. If you believe that you or another employee has been subjected to discrimination, report it to ethics@magnateworldwide.com.

FAIR LABOR STANDARDS

Magnate Worldwide respects human rights within our sphere of influence and is committed to the elimination of all forms of forced, bonded, or compulsory labor or the employment of workers below the minimum legal age of employment.

HEALTH, PHYSICAL & DATA SECURITY

Magnate Worldwide is focused on providing a safe workplace for all employees including compliance with all applicable health and safety regulations. We strive to maintain office environments that promote collaboration with standards of sanitation that protect our employees. If you see unsafe practices, report it to a Manager or Director.

Our role as a service provider to the supply chains of our customers contributes to the well-being of the communities in which we operate. Any action that endangers the safety and security of our employees, service providers, customers, and communities is not tolerated, including their information and data.

In-line with C-TPAT minimum security standards, we conduct regular reviews of our facilities and vendors to ensure compliance, and annual risk assessments on our facilities, partner assets and routings in line with the U.S. CBP's Five Step Risk Assessment guide.

COMMUNITY & POLITICAL ACTIVITY

Magnate is proud to support the communities we work in. We encourage all employees, managers, and directors to participate in activities that benefit our communities, as individuals or as a part of a program sponsored by our Magnate CARES program.

Any employee is free to associate and participate in political activities as an individual citizen and not as a representative of Magnate Worldwide.

HOW DOES THE CODE APPLY TO OUR SUPPLIERS?

We expect that no supplier will employ forced, child, or unpaid labor. A standard of working conditions that supports human health, safety, and includes the free right of association and advancement is required. Suppliers will not discriminate against their employees or sub-contractors for any reason.

All suppliers must demonstrate their full and secure control of physical assets, data, systems and facilities in compliance with CTPAT minimum security requirements.

Magnate and its business segments reserves the right to conduct audits and discontinue business with any supplier who does not meet these standards.

RELATED POLICIES INCLUDE:

- Dangerous Goods & Hazardous Materials Handling
- Hazardous & Prohibited Commodities
- Drug & Alcohol
- Equal Opportunity & Discrimination
- Workplace Harassment
- Information Technology & Cyber Security
- Known Shippers & Known Service Providers
- Employee Handbooks

We thank you
for supporting our
efforts to make the
world a better place



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 **MASTERPIECE
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MASTERPIECE
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 **TURTLE**
NORTH AMERICA