

Ethics Policy

1 About this Policy

- 1.1 It is our policy to conduct all of our business in an honest, ethical and socially responsible manner. We take a zero-tolerance approach to bribery, corruption and modern slavery and are committed to acting professionally, responsibly, fairly and with integrity in all our business dealings and relationships.
- 1.2 This policy applies to all persons working for or with us or on our behalf in any capacity including employees (at all levels), directors, officers, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners and all of our suppliers and customers. For the purposes of this policy “you” shall mean any of the above.
- 1.3 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. Any non-employee who breaches this policy may have their contract terminated with immediate effect.

2 Bribery and Corruption

- 2.1 **Bribe** means a financial or other inducement or reward for action which is illegal, unethical, a breach of trust or improper in any way. Bribes can take the form of money, gifts, loans, fees, hospitality, services, discounts, the award of a contract or any other advantage or benefit, and **Bribery** includes offering, promising, giving, accepting or seeking a Bribe.
- 2.2 All forms of Bribery are strictly prohibited. Specifically, you must not:
 - 2.2.1 give or offer any payment, gift, hospitality or other benefit in the expectation that a business advantage will be received in return, or to reward any business received;
 - 2.2.2 accept any offer from a third party that you know or suspect is made with the expectation that you will provide a business advantage for them or anyone else; and
 - 2.2.3 give or offer any payment (sometimes called a facilitation payment) to a government official in any country to facilitate or speed up a routine or necessary procedure.
- 2.3 You must not threaten or retaliate against another person who has refused to offer or accept a Bribe or who has raised concerns about possible Bribery or corruption.
- 2.4 This policy does not prohibit the giving or accepting of reasonable and appropriate hospitality for legitimate purposes such as building relationships, maintaining image or reputation, or marketing products and services.
- 2.5 A gift or hospitality will not be appropriate if it is unduly lavish or extravagant, or could be seen as an inducement or reward for any preferential treatment (for example, during contractual negotiations or a tender process). Any gifts must be of an appropriate type and value depending on the circumstances and taking account of the reason for the gift.
- 2.6 Gifts must not include cash or cash equivalent (such as vouchers), or be given in secret. Promotional gifts of low value such as branded stationery may be given to or accepted.

3 Anti-Money Laundering and Funding of Terrorism

- 3.1 **Money Laundering** means the process through which the proceeds of crime (so-called dirty money) are processed and converted into assets that appear to have a legitimate origin.
- 3.2 All forms of Money Laundering are strictly prohibited. Specifically, you must not:
- 3.2.1 process, acquire, use or possess the proceeds of crime where you know or suspect you are dealing with criminal proceeds;
 - 3.2.2 conceal, disguise, convert, transfer or remove from any jurisdiction criminal property;
 - 3.2.3 enter into or become concerned in any arrangement which a person knows or suspects facilitates the acquisition, retention, use or control of criminal property by or on behalf of another person; or
 - 3.2.4 acquire, use or possess criminal property.
- 3.3 You must not participate in or assist in (directly or indirectly by, for instance, 'turning a blind eye' to) the funding of terrorism.

4 Sanctions

- 4.1 Sanctions are restrictive measures imposed against individuals, entities, countries, territories, governmental organisations and sectors by sanctions authorities. The most frequently applied measures imposed by sanctions are arms embargoes, financial restrictions on designated individuals and entities, travel bans, export controls and trade restrictions.
- 4.2 You shall always act in accordance with all applicable UN, EU, US and UK sanctions laws and regulations, as well as any other sanctions regimes which apply locally. You will additionally consider the extent to which they may affect you or us (including our people, our insurers and banks).
- 4.3 You shall not enter into or provide assistance to any business, dealings, grants or other activities which violate the applicable sanctions or this policy.

5 Export controls

- 5.1 Export controls are laws and regulations governing the transfer of goods and/or software, which aim to manage the risk of such goods or software being used in conflict, as a threat to national security, to support terrorism or crime, in the violation of human rights or to proliferate weapons of mass destruction (including nuclear, chemical and biological weapons or systems capable of delivering such weapons).
- 5.2 You shall comply with all export controls applicable to you in any jurisdiction. You shall not do anything which violates any applicable export controls.

6 Environmental

- 6.1 The Company has adopted an environmental policy to:
- 6.1.1 respond to the challenges of climate change;
 - 6.1.2 reduce the Company's energy consumption;
 - 6.1.3 use natural resources or energy more efficiently;
 - 6.1.4 reduce the Company's emissions, releases and waste;

- 6.1.5 use responsible sourcing;
 - 6.1.6 make the Company's services more sustainable;
 - 6.1.7 protect the environment;
 - 6.1.8 monitor the Company's environmental performance.
- 6.2 It is the Company's policy to comply with the environmental policy at all times.
- 6.3 You shall
- 6.3.1 take all reasonable steps to assist the Company in complying with the environmental policy;
 - 6.3.2 take steps to promote environmental sustainability across your business;
 - 6.3.3 encourage individual commitment to environmental sustainability through work policies and practices;
 - 6.3.4 promote environmental sustainability throughout the supply chain; and
 - 6.3.5 comply with all applicable environmental laws and regulations.

7 ESG Policy

The Company recognises that Environmental, Social and Governance (ESG) factors are critical to the success of our business, as well as to the sustainability of the planet and the wellbeing of society. We also understand the importance of making transparent disclosures of detailed, relevant information that will help our stakeholders gain greater insight of our progress and performance throughout our ESG journey. The Company's ESG policy can be viewed at [Environmental, Social & Governance Policy | Blue Sky Intermodal](#)

8 Social Action and Modern Slavery

- 8.1 The Company is committed to tackling slavery and human trafficking and takes a zero-tolerance approach to these practices. This policy is applied throughout the organisation.
- 8.2 You shall not:
- 8.2.1 employ people against their will;
 - 8.2.2 knowingly use or tolerate child labour;
 - 8.2.3 intentionally breach employment laws in countries in which you operate;
 - 8.2.4 unfairly discriminate on the basis of personal characteristics such as race, colour, religion, creed, sex, age, social status, family origin, physical or mental disability or sexual orientation and you shall not tolerate any such discrimination; and
 - 8.2.5 tolerate harassment based on such personal characteristics or arising from the abuse of power or control that adversely affects individual dignity.
- 8.3 You shall not use forced, bonded or indentured labour or involuntary or prison labour.
- 8.4 You shall not use child labour. The minimum age for employment is 15 years of age (or 14 in accordance with developing country exceptions under International Labour Organization Convention no.138). If local minimum age law stipulates a higher age for work or mandatory schooling, the higher age shall apply. Young workers (under 18 years of age) shall not be employed at night or in hazardous conditions.

- 8.5 You shall:
- 8.5.1 pay your employees according to applicable wage laws, including minimum wages, overtime hours and mandated benefits;
 - 8.5.2 with respect to working hours, comply with national laws and benchmark industry standards whichever affords greater protection; and
 - 8.5.3 respect the rights of employees, as defined in local laws, to associate freely, join or not join labour unions, seek, representation and join employees' councils.

9 Health and Safety

- 9.1 We are a Health and Safety conscious company, which acknowledges the impact of its operations on its employees, customers and suppliers. The Company is committed to take all practical steps to ensure that we meet our statutory obligations to maintain high standards of safety for all our employees in every aspect of their work. We also acknowledge our obligations to contractors and visitors to our premises and will ensure that measures are taken to maintain their health, safety and well-being.
- 9.2 You shall;
- 9.2.1 create a culture that gives a high priority to the health and safety of any employees;
 - 9.2.2 encourage a positive attitude to identifying and reducing unsafe practices;
 - 9.2.3 ensure any employees know their health and safety responsibilities;
 - 9.2.4 operate an effective health and safety management system; and
 - 9.2.5 comply with all applicable health and safety laws.

10 Tax Evasion

- 10.1 **Tax evasion** means the offence of cheating the public revenue or fraudulently evading tax, which is a criminal offence in the UK. The offence requires an element of fraud, which means there must be deliberate action, or omission with dishonest intent.
- 10.2 **Foreign tax evasion** means evading tax in a foreign country, provided that conduct is an offence in that country and would be a criminal offence if committed in the UK. As with tax evasion, the element of fraud means there must be deliberate action, or omission with dishonest intent.
- 10.3 **Tax evasion facilitation** means being knowingly concerned in, or taking steps with a view to, the fraudulent evasion of tax (whether UK tax or tax in a foreign country) by another person, or aiding, abetting, counselling or procuring the commission of that offence. Tax evasion facilitation is a criminal offence, where it is done deliberately and dishonestly.
- 10.4 You shall not:
- 10.4.1 engage in any form of tax evasion, foreign tax evasion or tax evasion facilitation; or
 - 10.4.2 aid, abet, counsel or procure the commission of a tax evasion offence or foreign tax evasion offence by another person; or
 - 10.4.3 fail to promptly report any request or demand from any third party to facilitate the evasion of tax (whether UK tax or tax in a foreign country), or any suspected evasion of tax (whether UK tax or tax in a foreign country) by another person.

Document: Ethics Policy
Date: 01 Jan 2025
Author: Kai Smith
Version: 1



By entering into any contract or arrangement with the Company you agree to abide by this policy.

Nigel Stribley

A large, stylized handwritten signature in black ink, written over a dotted line.

Director