



Code of Ethics and Conduct

AIT maintains certain policies to guide its teammates with respect to standards of conduct expected in areas where improper activities could damage AIT's reputation and otherwise result in serious adverse consequences to AIT and to the teammates involved. The purpose of our Code of Conduct is to affirm, in a comprehensive statement, required standards of conduct and practices with respect to certain type of payments and political contributions.

One of our most valuable assets is our reputation for integrity and our commitment to maintaining high standards of business ethics. It is our responsibility to prevent the occurrence of any unethical conduct and to stop any unethical or questionable practices when they are discovered. It is the responsibility of every teammate and officer to act in a personally ethical manner and to read, understand and adhere to our Code of Conduct and company policies.

Every teammate is encouraged to raise questions and act promptly if you suspect non-compliance with our Code of Conduct. Teammates can bring issues forward to our Ethical Advisor, which is our Executive Vice President of Human Resources, their immediate manager, country management or country Human Resources team or through our ethics hotline.

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A CULTURE FOCUSED ON CORE VALUES

We all deserve to work in an environment where we are treated with dignity and respect. AIT Worldwide Logistics is committed to creating an environment that brings out the full potential in each of us, which contributes to our business success. To make our Code of Conduct work, it's the responsibility of each of us, to demonstrate, through our actions, our core value behaviors. More importantly, it's our responsibility to promptly address ethical questions or concerns and take the necessary steps to deal with issues that may arise.

At AIT Worldwide Logistics, all teammates should feel comfortable to speak his or her mind, particularly with respect to ethical concerns. Managers have a responsibility to create an open and supportive work environment where teammates feel comfortable raising their concerns. AIT will investigate all reported instances of questionable or unethical behavior. In every instance, where improper behavior is found to have occurred, we will take the appropriate action. We will not tolerate retaliation against our teammates who raise genuine ethical concerns in good faith.

Teammates are encouraged, in the first instance, to address issues with their manager or Human Resources, as most problems can be resolved swiftly. If for any reason that is not possible or a teammate is not comfortable, utilizing our ethics hotline is a secondary alternative.

The success of our business is dependent on the trust and confidence we earn from our teammates, customers, and partners. We gain credibility by adhering to our core values and our commitments to display honesty and integrity in everything we do.

DATA PROTECTION AND PROCESSING OF INFORMATION

PROTECTION OF CONFIDENTIAL OR PROPRIETARY INFORMATION

AIT's confidential and proprietary information is vital to the current operations and future success of the Company. Each teammate shall use all reasonable care to protect or otherwise prevent the unauthorized disclosure of such information. In no event shall confidential information be disclosed or revealed within or outside AIT without proper authorization or purpose. If a teammate is uncertain whether certain information should be treated as confidential, the teammate should presume that such information is confidential and not disclose it without proper authorization.

By way of example, confidential or proprietary information will include information regarding AIT's business methods, business plans, databases, systems, technology, intellectual property, know-how, management, business development, operations, products, services, research, development, inventions, financial statements, financial projections, financing methods, pricing strategies, customer sources, teammate records, system designs, terms and conditions of arrangements of any business or customer, customer lists, methods of competing, and other proprietary information.

FALSIFICATION OF DOCUMENTS

We rely on the accuracy of information provided on or in employment records, company and client-related documents, and documents required to be completed or submitted under

applicable law. Accordingly, the falsification or omission of requested information on any document may result in disqualification from further consideration for employment or, if hired, termination from employment. Falsification of records is prohibited and will not be tolerated.

DATA PRIVACY

AIT is committed to protecting and respecting teammates privacy. It is our approach that any personal information is used fairly and lawfully, for limited business purposes and kept safe and secure. AIT ensures that personal data collected is not corrupted, copied, stolen, misused or accessible to persons without authorization and approval from our DPO and Human Resources team.

Effective security is a team effort involving the participation and support of every teammate and affiliate who deals with information and/or computer systems. It is the responsibility of every teammate to understand our Acceptable Use policy guidelines and to conduct their activities accordingly.

CONFLICTS OF INTEREST

You are expected to avoid any situation which involves or may involve a conflict between your personal interest and the company's interest. In all dealings with customers, competitors, vendors, or any other business contact, you are expected to act in the best interests of AIT.

You are expected to disclose to the Ethics Advisor any potential situation which may involve a conflict of interest. Such conflicts may include, but are not limited to, the following:

- You or a family member owns or has a significant interest in an organization which does or seeks to do business with or is a competitor of AIT.
- Any arrangements or circumstances, including personal relationships, which might dissuade you from acting in the best interest of the company.

You have the responsibility to ask questions if you are uncertain about a particular situation, and to report suspected violations of this policy to the Ethics Advisor. Retaliation against teammates who report suspected violations will not be tolerated.

Violations of this policy may result in disciplinary action, up to and including termination. It is the policy of the company to require teammates to adhere to ethical standards in the conduct of business. All teammates are expected to conduct business with integrity, to refrain from dishonest or unethical conduct, and to comply with the letter and spirit of all applicable laws.

You should not engage in conduct or activity that may raise questions about the company's honesty or impartiality, or otherwise create a negative impression of the company. You are expected to avoid any activity which might result in, or might reasonably be expected to create, an appearance of influence or favoritism.

GIFTS, FAVORS, OR SIMILAR ITEMS

You may not accept gifts, favors, entertainment, or payments for yourself or others if the offer intends to garner favoritism or influence or may create an appearance of favoritism or influence. You may accept gifts with a value of less than \$50 if there is no reasonable appearance of influence or favoritism.

REASONABLE GIFTS

Examples of generally acceptable gifts may include:

- Gifts of small value such as calendars, pens, etc.
- Meals provided by customers within the dollar value allowed under this policy.
- Holiday gifts items such as fruit, cookies, or other items.

Other gift items, favors, or entertainment may be permissible with prior approval from the Ethics Advisor. However, gifts of cash or other items of direct monetary value (such as stocks or other securities) may not be accepted.

In the same spirit, you may not attempt to influence others with whom you have business dealings.

POLITICAL CONTRIBUTIONS

It is the policy of AIT that all teammates comply with all applicable campaign finance and ethics laws. Company policies prohibit the use of company funds, assets, services or facilities, on behalf of a federal political party, candidate, or committee.

AIT is prohibited from compensating or reimbursing any teammates or individuals associated with the company, in any form, for a political contribution that these persons intend to make or have made.

The company's policy is not intended to discourage or prohibit any teammate or individual associated with the company from voluntarily making personal political contributions; from participating in the political process on their own time and their own expense; from expressing their own personal views on legislative or political matters; or from otherwise engaging in political activities.

ANTI-BRIBERY AND CORRUPTION

ANTIBRIBERY & ANTICORRUPTION

AIT expects all team members to conduct business in an honest and ethical manner. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships.

We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. All AIT locations remain bound by the US Foreign Corrupt Practices Act in respect to our conduct regardless of location.

AIT strictly prohibits bribery and other improper payments of any kind. This prohibition applies to all business activities globally, regardless if they involve government officials or are strictly commercial in nature. A bribe or other improper payment to secure a business advantage is never acceptable and can expose individuals and AIT to severe penalties, criminal prosecution, and/or reputational harm.

AIT teammates and AIT representatives acting on behalf of AIT shall not offer, pay, promise to pay, or authorize the payment of any money or offer, gift, promise to give, or authorization of the giving of anything of value, whether it be directly or indirectly, to influence any act or decision of another or gain an improper advantage.

Specifically, you must not:

- A) give or offer any payment, gift, reimbursement, hospitality or other benefit in the expectation that a business advantage will be received in return, or to reward any business received;
- B) accept any offer from a third party that you know or suspect is made with the expectation that we will provide a business advantage for them or anyone else;
- C) 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.

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by imprisonment and/or a fine. As an employer if we fail to prevent bribery we can face significant fines, exclusion from tendering for public contracts, and damage to our reputation. We therefore take our legal responsibilities very seriously. Any teammate who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct.

The provisions of this section are not intended to apply to ordinary and reasonable business entertainment or gifts not of substantial value and not in violation of the law. Managers are expected to exercise sound discretion and control in authorizing such business entertainment and gifts.

When customer organizations, governmental agencies, or others have published policies intended to provide guidance with respect to acceptance of entertainment, gifts, or other business courtesies by their teammates, such policies shall be respected.

For additional details, please reference AIT's Antibribery & Anticorruption policy located on the Resource Center.

PROHIBITION OF IMPROPER PAYMENTS

AIT expects all teammates to use only legitimate practices in commercial operations and in promoting AIT's position on issues before governmental authorities. As stated below, "kickbacks" or "bribes" intended to induce or reward favorable buying decisions and governmental actions are unacceptable and prohibited.

No owner, director, officer, teammate or agent of AIT and its subsidiaries or any independent contractor, branch, division, or consultant of AIT (Affiliates) acting on AIT's behalf shall, in violation of any applicable law, offer or make directly or indirectly through any other person or firm any payment of anything of value (in the form of compensation, gift, contribution or otherwise) to:

- Any person or firm employed by or acting for or on behalf of any customer, whether private or governmental, for the purpose of inducing or rewarding any favorable action by the customer in any commercial transaction; or any governmental entity, for the purpose of inducing or rewarding action (or withholding of action) by a governmental entity in any governmental matter;
- Any governmental official, political party or official of such party, or any candidate for political office, for the purpose of inducing or rewarding favorable action (or withholding of action) or the exercise of influence by such official, party or candidate in any commercial transaction or in any governmental matter.

In utilizing consultants, agents, sales representatives or others, AIT will employ only reputable, qualified individuals or firms under compensation arrangements, which are reasonable in relation to the services performed. The International department will issue from time to time criteria and procedures to be utilized in international transactions with respect to the selection and compensation of sales representatives and/or agents. Consultants, agents or representatives retained in relation to the provision of goods or services to the federal government must agree to comply with all laws, regulations and AIT policies governing teammate conduct.

The provisions of this section are not intended to apply to ordinary and reasonable business entertainment or gifts not of substantial value, customary in local business relationships and not in violation of the law as applied in that environment. Managers are expected to exercise sound discretion and control in authorizing such business entertainment and gifts.

When customer organizations, governmental agencies, or others have published policies intended to provide guidance with respect to acceptance of entertainment, gifts, or other business courtesies by their teammates, such policies shall be respected.

COMPLIANCE WITH U.S. ANTIBOYCOTT LAWS

AIT and its teammates are prohibited from performing operations knowing that participation in or cooperation with an international boycott is required as a condition of doing business. AIT and its teammates are prohibited from drafting shipping documents or executing Agreements containing international boycott language. Boycott language will commonly be found in Letters of Credit, customer Agreements, shipping instructions, customer generated shipping documents, etc. If a suspected boycott is received, AIT teammates must report it to GlobalCompliance@aitworldwide.com.

What is Prohibited?

1. Refusal of (or agreements to refuse to do) business with or in Israel or with “blacklisted” companies
2. Discrimination (or agreements to discriminate) against other persons based on race, religion, sex, national origin, or nationality
3. Furnishing of (or agreements to furnish) information about business relationships with or in Israel or with “blacklisted” companies
4. Furnishing of (or agreements to furnish) information about the race, religion, sex, or national origin of another person
5. Implementing letters of credit containing prohibited boycott terms or conditions

COMPETITION

INSIDER INFORMATION

Communication with a competitor on subjects as to which an understanding with the competitor would be illegal is, in antitrust litigation, likely to serve as important evidence of the existence of an understanding, particularly if the communication is accompanied or followed by similarity of action. The prohibitions set forth below are thus intended to avoid antitrust prosecutions which, though based on merely circumstantial evidence, may nevertheless be difficult to defend successfully.

Accordingly, no AIT teammate or Affiliate shall discuss with a competitor or any third party acting for a competitor, or otherwise furnish to or accept from a competitor or any third party acting for a competitor, information on any subject as to which an understanding with the competitor is prohibited by paragraph A. above on compliance with Section I of the Sherman Act unless, in the opinion of AIT legal counsel, such discussions or transmittal of information would neither violate the antitrust laws nor furnish a reasonable basis for inferring such a violation. This paragraph does not preclude obtaining competitive information from independent third-party sources who are not acting for a competitor in transmitting the information. However, certain other legal and policy restrictions applicable to transactions with the federal government limit the competitive information that may be obtained from a third-party source.

PARTICIPATION IN TRADE ASSOCIATIONS AND OTHER MEETINGS WITH COMPETITORS

Teammates will likely meet with and/or socialize with competitors throughout their normal course of business, including at customer bid meetings, conferences, social events, etc. These events could provide opportunities to reach unlawful agreements between competitors. An antitrust violation

does not require proof of a formal agreement. A discussion among competitors of a sensitive topic, such as the desirability of a price increase followed by common action by those involved or present could be enough to convince a judge or jury that there was an unlawful agreement.

Because of their sensitive nature, certain topics shall not be discussed with competitors. Prohibited topics include:

- A) current or future prices, surcharges, price levels, costs or profit margins;
- B) what is a fair or rational price, surcharge, or profit level;
- C) pricing or bidding methodologies or procedures;
- D) pricing practices or strategies, including methods, timing or implementation of price changes;
- E) cash or other discounts, rebates, service charges or other terms and conditions of sale;
- F) credit terms;
- G) whether or how prices, warranties or other terms of sale are advertised;
- H) actual, planned or projected service volumes or capacity, and/or capacity utilization;
- I) projected demand;
- J) dividing or allocating geographic or product markets or customers;
- K) company market share information;
- L) whether or on what terms to do business with a supplier, customer or competitor;
- M) whether or on what terms to solicit others' teammates for employment;
- N) complaints about the business practices of individual firms;
- O) the validity of any patent or the terms of a patent license;
- P) confidential company plans regarding future product or service offerings; and
- Q) ongoing litigation

ANTITRUST

AIT expects all team members uphold all laws relevant to countering antitrust and predatory business practices in all the jurisdictions in which we operate. All teammates remain bound by U.S. antitrust laws in respect to their conduct regardless of location. AIT strictly prohibits predatory business practices and other improper actions that violate antitrust laws. This prohibition applies to all business activities globally.

It is a criminal offence to perform predatory business practices. Individuals found guilty can be punished by imprisonment and/or a financial penalty. As an employer, if AIT fails to prevent predatory business practices, AIT can face a significant fines, exclusion from tendering for public contracts, and damage to our reputation. Any teammate who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct

Certain antitrust violations are referred to as “per se” offenses. Conduct that falls in this category is automatically presumed to be illegal by the courts, and the absence of any actual harm to competition will not be a defense. Even an agreement that is obviously for the good of society may be a violation of the antitrust laws if it adversely affects competition. Conspiracies falling in the “per se” category are likely to be prosecuted as criminal offenses, and include the following:

- A) *Price-fixing agreements:* Agreements or understandings among competitors (or potential competitors) directly or indirectly to fix, alter, peg, stabilize, standardize or otherwise regulate the prices paid by customers are automatically illegal under the Sherman Act. An agreement among buyers fixing the price they will pay for a product or service is likewise unlawful. “Price” is defined broadly to include all price-related terms, including discounts, rebates, commissions, credit terms and warranty terms. Agreements among competitors to fix, restrict, or limit the amount of product that is produced, sold or purchased, or the amount or type of services provided, may be treated the same as price-fixing agreements.
- B) *Bid-rigging agreements:* Agreements or understandings among competitors (or potential competitors) on any method by which prices or bids will be determined, submitted or awarded are per se illegal. This includes rotating bids, agreements regarding who will bid or not bid, agreements establishing who will bid to particular customers, agreements establishing who will bid on specific contracts, agreements regarding who will bid high and who will bid low, agreements that establish the prices firms will bid, and exchanging or advance signaling of the prices or other terms of bids.
- C) *Market or customer allocation agreements:* Agreements or understandings among competitors (or potential competitors) to allocate or divide markets, territories or customers are always illegal.

Certain other activities that, though typically not subject to criminal prosecution, are nevertheless sensitive, and may lead to investigations or litigation and liability when they constitute unreasonable restraints upon competition.

- A) *Group boycotts:* An agreement with competitors, suppliers or customers not to do business with another party may be found illegal as a boycott or “concerted refusal to deal.”
- B) *Vertical price-fixing agreements:* Agreements between suppliers and resellers that establish resale prices, particularly minimum resale prices, may be unlawful and are still considered per se offenses under many state antitrust statutes.
- C) *Tie-in sales:* A supplier conditioning the sale of one product on the customer purchasing a second product may be unlawful.

HUMAN RIGHTS

Our teammates are critical to our success as a business. AIT is committed to complying with all applicable human rights, labour laws and regulations.

ANTI-HARASSMENT

AIT is committed to providing a respectful work environment free of harassment. As a result, we maintain a strict policy prohibiting sexual harassment and harassment because of race, color, sex and gender, national origin, religion, mental and physical disability, age, sexual orientation, gender identity and expression, medical condition and genetic information, or any other basis protected by federal, state, country, or local law. All such harassment is prohibited. AIT's unlawful harassment policy applies to all persons involved in our operations and prohibits harassment by any teammate of the Company, including shareholders, managers, and co-workers.

For additional details, please see each AIT's country anti-harassment policy.

COMBATTING TRAFFICKING IN PERSONS AND FORCED LABOR

AIT strictly prohibits modern slavery, human trafficking, and forced labour business practices and other improper actions that violate U.S. laws. This prohibition applies to all business activities globally. We are committed to implementing and enforcing effective systems and controls to ensure modern slavery, human trafficking, or forced labor are not taking place anywhere within the organization or its supply chains. We take a zero-tolerance approach to human trafficking, slavery and forced labor. Human trafficking and forced labor business practices can occur anywhere that we do business. Our activities, and those of our partners, in a number of jurisdictions may present particular risks to our business. We have taken steps to address those risks in accordance with our legal obligations. Any teammate who breaches this policy will face disciplinary action, which could result in (immediate) dismissal for gross misconduct.

Human trafficking involves the exploitation of individuals for the purposes of compelled labour or a commercial sex act through the use of force, fraud, or coercion. AIT has adopted a policy of prohibiting trafficking in persons including trafficking-related activities.

All teammates are prohibited from:

- A) Engaging in severe forms of trafficking in persons
- B) Procuring commercial sex acts
- C) Using forced labor during the period of performance of the contract
- D) Destroying, concealing, or confiscating an teammate's identity documents
- E) Using misleading or fraudulent recruitment practice
- F) Charging teammates recruitment fees
- G) Failing to provide return transportation or pay for the cost of return transportation at the end of employment
- H) If required by law or contract, failing to provide an employment contract, recruitment agreement, or other work document in writing

For additional details, please see AIT's Combatting Trafficking in Persons and Forced Labour Policy.

HEALTH AND SAFETY AT WORK

AIT is committed to providing a safe and secure workplace for our teammates, visitors, and vendors. The company has a comprehensive safety program to reduce or eliminate hazards that may lead to job-related illnesses and injuries. Our workplace safety program is established for the safety and well-being of our most important asset, AIT teammates, and to ensure we remain compliant with all country regulations.

All teammates are accountable for creating a healthy and safe workplace. If you see something, say something.

SPEAK UP

ETHICS AND COMPLIANCE HOTLINE

AIT has established an Ethics and Compliance Hotline that teammates can call anonymously to address their concerns. Teammates can call **1-844-539-2170** toll free to report any ethical concerns.

AIT teammates are encouraged to use the Anonymous Hotline to report unethical behavior by teammates, customers, and vendors.