

# CODE OF CONDUCT

Rhenus The Netherlands

**RULES** REGULATIONS AND BEHAVIOR  
HONESTY **ETHICS** **RESPONSIBILITY**  
**TRANSPARANCY** REQUIREMENTS  
**LAWS** STANDARDS **LAWS** **CONTRACT**  
AND REQUIREMENTS **ETHICS** **POLICIES** **RESPONSIBLE**





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The term “employees” is usually used only in the masculine form in this Compliance brochure. This is done to ensure the readability of the text and does not constitute discrimination.



# Preface

Dear Colleague,

This is the 'Code of Conduct for Rhenus Netherlands' (hereinafter the "Code of Conduct"). This Code of Conduct supplements our 'Corporate Compliance' brochure.

Rhenus has incorporated regulations and rules of conduct in this brochure that you and your colleagues may encounter while at work. The main purpose of this brochure is to set out those guidelines that we believe to be important at Rhenus. We also describe how to handle and respond to certain situations, and how we can create a pleasant working environment together. We call this 'doing the right thing'. This Code of Conduct focuses on a number of topics, such as: acting with care, respect and interaction with others, separation of professional and private interests, Rhenus/employee property, privacy-sensitive data, social media, health, safety, corporate social responsibility and disciplinary actions.

We want you to be able to make the right decision if a situation arises during working hours. However, this is easier said than done. This is why we have set out some examples. Furthermore, you can get in touch with the relevant contact person at Rhenus directly if you have any questions. This also applies if you observe a situation where you are unsure whether any rules of conduct have been violated.

Who should you contact if you wish to make a complaint, submit a report or have any questions about compliance? Your Department Head is your first point of call.

If you would prefer to speak to somebody else, you can submit all complaints and/or reports to the Compliance Officer. It is also possible to report your complaint (anonymously) outside Rhenus The Netherlands. Please contact the Rhenus Integrity Line (Rhenus HQ, Germany) in that case.

You can also contact the Compliance Officer if you have any questions about compliance.

As an employee, you may be experiencing forms of undesirable behaviour. In such a situation, it is always nice to be able to talk to someone about this in confidence, to let off steam or if you are considering taking further steps to stop the unwanted behaviour. You can contact your company and/or division's Internal Counsellor(s) in this regard.

The task of all compliance contact persons is to provide you with the best possible guidance and/or to answer your questions.

You can find more information about the procedures, documents and contact details of the compliance contacts on the Rhenus Assets & Services Wiki page under the "Compliance" section.

We expect you to familiarise yourself with the Corporate Compliance brochure and this Code of Conduct. This is important because we want you to be able to respond appropriately to any unwanted situations.

The primary purpose of these rules of conduct is to 'do the right thing' as a company and to maintain Rhenus' good reputation. Rhenus' success is built on its reputation, and we would like to keep it that way!

Tanja Beenen

Compliance Officer (Netherlands)

# 1. GENERAL PROVISIONS

## 1.1. SCOPE

This Code of Conduct applies to all persons working within the Rhenus B.V. Group in the Netherlands, including Rhenus Contract Logistics Tilburg Kraaiven B.V., Rhenus Midi Data B.V. and the Jos Dusseldorp companies, including directors, temporary staff, seconded staff and trainees.

## 1.2. DEFINITIONS

The following definitions apply in this Code of Conduct:

**Accused:** the person(s) to whom the complaint relates.

**Whistleblower:** the person with a complaint and/or report of (suspected) misconduct.

**Compliance Officer:** the person responsible for answering compliance questions within the Rhenus B.V. Group in the Netherlands, investigating the compliance policy and dealing with complaints and/or reports.

**Management Board:** the management board of Rhenus B.V., represented by Mr R.A.A. Vader.

**Internal Counsellor(s):** the internal counsellor who is responsible for speaking to an employee in confidence.

**Rhenus Integrity Line:** the point of contact responsible for (anonymously) handling both internal and external complaints and/or reports of non-compliance with rules of conduct as well as data leaks.

**Complaint:** notification from a Whistleblower about a situation or event where the Whistleblower encounters something in their workplace that they believe to be a case of misconduct.

**Department Head:** the person who manages the department in which the Whistleblower works.

**Report:** action taken by the Whistleblower to report suspected misconduct within the Rhenus B.V. group in the Netherlands.

**Misconduct:** criminal act, violation of the law and/or the applicable rules of conduct within the Rhenus B.V. Group in the Netherlands.

**Rhenus:** all entities within the Rhenus B.V. group including Rhenus Contract Logistics Tilburg Kraaiven B.V., Rhenus Midi Data B.V. and the Jos Dusseldorp entities.

# 2. ACTING WITH CARE

Rhenus is obliged to behave as a good employer.

The employee is obliged to promote Rhenus' interests as a good employee, even if no explicit assignment is given for this purpose.

# 3. RESPECT AND BEHAVIOUR TOWARDS OTHERS

Rhenus believes that it is important to have a pleasant working environment. Good collaboration with other company departments and/or divisions, colleagues, customers and third parties will always have a positive effect. A good working environment starts with showing respect to others and conducting oneself appropriately towards colleagues, customers and third parties. When at work, we expect you to conduct yourself in the manner required of and agreed with all employees at Rhenus. The company's interests must always be paramount.

## /// BE RESPECTFUL TO OTHERS

Mutual respect forms the basis for all good relationships.

This is why Rhenus has drawn up the following rules of conduct:

- Department heads at Rhenus must set a good example for other employees to follow.
- All employees at Rhenus have equal opportunities regarding their professional development within the company.
- Rhenus treats employees equally in the same cases. Discrimination is not allowed.  
Discrimination is understood to mean distinguishing between the approach to or treatment of employees on the grounds of religion, beliefs, political views, sexual orientation, race, origin, gender, nationality, age or any other grounds.
- Rhenus protects employees from aggression and violence, exploitation, (sexual) harassment, bullying and fraud. Aggression and violence are understood to mean deliberately expressing or using physical strength or power, or threatening to do so.

Group defamation and incitement to hatred, violence or discrimination are also not permitted.

(Sexual) harassment is understood to mean behaviour that intends to or results in affecting a person's dignity and that creates a threatening, hostile, insulting, degrading or hurtful environment.

Any sexual harassment in the form of requests for sexual favours or other verbal, non-verbal or physical behaviour is not permitted.

Harassment is understood to mean systematic, repeated psychological abuse.

Fraud is understood to mean the deliberate generation of misrepresentations.

- Rhenus makes sure that all employee relationships are characterised by respect and honesty.
- Employees are friendly, objective, honest and respectful towards colleagues, customers and third parties. As such, they contribute to maintaining Rhenus' good reputation.
- Employees are courteous, diligent and efficient when they come into contact with colleagues, customers and third parties.

# 4. SEPARATION OF PROFESSIONAL AND PRIVATE INTERESTS

Working in an honest, professional manner is the top priority for all employees. This means that professional and private interests must remain separate. A few rules of conduct are provided below to help you. If you follow these rules, this will guarantee integrity and reliability in the workplace at all times.

## // ENSURE THAT DECISIONS ARE MADE IN GOOD CONSCIENCE

### • Do not accept business gifts or invitations

Think carefully before you accept a business gift. Business gifts may have an influence on various decisions. We wish to avoid situations like this at Rhenus. Only accept gifts presented as a polite gesture and which are appropriate within the context of the relationship. Be sure to keep this in mind, in particular during selection and tender processes in conjunction with customers and suppliers. Rhenus would like to be able to select its business partners in a trustworthy, honest and commercial manner at all times.

Please do not just accept invitations to lunches, dinners and other forms of entertainment, such as sporting events, amusement parks or the theatre. Visits to trade fairs and suppliers on-site should only be made if there is a valid business reason to do so and if this is in line with our (potential) commercial aims. We therefore ask that you respectfully decline all entertainment-related invitations while procurement negotiations are ongoing. If you receive an invitation to lunch or dinner, make clear that Rhenus will cover the cost of your meal.

### • Do not accept any business gifts at home

You are not permitted to accept business gifts in your home. This applies to other people's homes as well, such as a colleague's partner. We are implementing this rule to avoid any case of doubt regarding the relationship between Rhenus and its corporate suppliers. As such, you must not provide suppliers with private information. If, for whatever reason, a gift is sent to your home address, return it from your work address and make it clear that our rules of conduct forbid employees from accepting such gifts at their home address.

### • Do not give discounts to customers in exchange for private benefits

Employees are not permitted to give customers a discount in exchange for private benefits. If this were to happen, Rhenus could lose income as a result. It could also put the customer in a difficult situation, as they would then feel compelled to offer private benefits to other Rhenus employees as well. Prevent troublesome situations such as these by only serving customers for commercial reasons.

### • Do not attempt to arrange private discounts with any of relationship of Rhenus

It is not allowed to arrange discounts with business partners for products or services that you intend to use privately. If you do so, this would cast doubt on your personal integrity and the integrity of Rhenus as a whole. It is always difficult to justify that private discounts have no impact when it comes to assessing suppliers.

### • Report gifts and invitations to your department head

Always indicate if you have received a gift or invitation. Doing so will prevent the integrity of your decisions from being questioned at a later stage. Inform your department head of any business gifts that you have received. You should always decline cash gifts and gift vouchers.

### • Never ask (potential) suppliers for gifts

Rhenus employees are not permitted to ask suppliers for gifts. All attempts to do so are unacceptable. Therefore, never ask (potential) suppliers for money, loans or a line of credit for your personal use. Employees are also not permitted to raise money for charities that they support themselves or to collect products. Do not ask for favours from Rhenus' business partners in this regard. There is no longer any difference between business contacts and private interests in any of the above cases.

### • Use caution when offering business gifts and invitations

Do not tempt Rhenus' business partners to accept gifts or invitations. And if you are unsure whether giving a gift is possible or not, ask the recipient whether this is in line with their company's code of conduct. Only offer gifts or invitations, which are proportional to the nature and type of business relationship that you have with this business partner.

# 5. DEALING WITH RHENUS/EMPLOYEE PROPERTY AND PRIVACY-SENSITIVE DATA

## /// HANDLE RHENUS PROPERTY WITH CARE

Rhenus property, including goods entrusted to Rhenus (including leased cars, vehicles, machinery, tools, electronic means of communication, printers and accessories, keys, access passes, office materials, etc.) must always be used by employees with care and in accordance with their intended use. Should it appear that such property has been damaged and/or stolen due to gross negligence and/or on purpose, the employee(s) responsible must compensate Rhenus accordingly.

Acting with care is understood to mean:

- ensuring, to the best of the employee's ability, that the goods are in good condition upon receipt;
- acknowledging receipt thereof in a manner to be indicated by Rhenus, if required by or on behalf of Rhenus;
- keeping the goods safe;
- reporting any loss or damage as soon as possible;
- returning them if they are no longer necessary for the performance of the work or if such return is requested by or on behalf of Rhenus.

All goods provided by Rhenus are and shall remain the property of Rhenus and/or its suppliers at all times.

Rhenus is not liable for theft, loss and/or damage to employees' personal property.

## /// COPYRIGHT

All rights to the inventions of an employee arising from an assignment given by Rhenus or with which he is able to provide by resources available to him on the basis of the employment contract, shall accrue to Rhenus. In addition, the copyright of works within the meaning of the Copyright Act created by an employee during the performance of his/her duties accrues to Rhenus.

## /// HANDLE PRIVACY-SENSITIVE DATA WITH CARE

Rhenus must always handle privacy-sensitive data with care. This can be company or personal data. You must avoid unnecessarily passing on company data to third parties. Furthermore, according to the General Data Protection Regulation (GDPR), no personal data may be processed without a legitimate purpose. The Privacy Policy drawn up by Rhenus states what Rhenus does with personal data and the purpose on which this is based. Please contact the Privacy Officer or your HR department if you wish to view this policy.

### **Rhenus tries to prevent the following**

- Loss and/or theft of privacy-sensitive data relating to employees, customers and other third parties
- Unauthorised access to and use of privacy-sensitive data relating to and by employees, customers and other third parties.

### **Communicate with care**

In an age of digital communication, it is easy to disseminate privacy-sensitive data that you and Rhenus would prefer not to be shared. It is also important that we handle our equipment and systems with care. Otherwise, this can have the following consequences:

- it can endanger our (logistical) processes;
- it can endanger our business operations;
- it can result in damage to our reputation; and
- it can result in financial loss.

In this context, instant messaging services, such as WhatsApp, may not be used for business purposes. The following rules of conduct apply in this regard.

Do not send:

- photos, videos, text messages, voicemails, etc. which contain personal or other information about employees, customers, etc.;
- confidential data such as sales figures, customer information, prices, margins and/or contract content;
- files via WhatsApp.

If you receive business files via WhatsApp, taking a screenshot or photo of these files and/or storing or leaving them on your mobile phone is not permitted.

Use should be made of solutions that are developed specifically for this purpose and protect confidential information, such as SharePoint, email or other means of communication provided by Rhenus. You can contact your local ICT department at any time should you have specific questions on this subject.

## ELECTRONIC MEANS OF COMMUNICATION

Rhenus provides access to the Rhenus network and/or the electronic means of communication made available by Rhenus, such as a mobile phone, laptop and internet connection, which are necessary for the performance of the work.

### Use

The use of electronic means of communication is primarily and mainly related to tasks arising from the employee's job. However, employees may use electronic means of communication for private purposes, both internally and externally, provided this is not disruptive to their daily work.

In particular, the use of electronic means of communication to do or facilitate any of the following is prohibited:

- visiting websites that contain pornographic, racist, discriminatory, offensive and/or objectionable material and distributing or downloading it and/or gambling or participating in games of chance;
- sending or forwarding threatening, insulting, unwanted sexually explicit, racist or discriminatory messages;
- gaining unauthorised access to non-public sources on the internet and altering or destroying this information;
- actively indicating to third parties through business email that there is an interest in receiving product information through business email (so called opt-in tick) for any subsequent orders in the private sphere;
- sending messages anonymously, under a different name and/or under a fictitious name;
- sending or forwarding chain mail messages or so-called virus warnings (HOAX);
- harrasing people.

If you receive non-business messages via your business email address, you should ask the sender to stop sending them.

The infrastructure for electronic means of communication has its own form of vulnerability and security. This requires special attention from employees on at least the following points:

- user identification (login name) and authentication (e.g. password) are personal and may not be passed on to third parties. Users are responsible for the actions taken using their accounts at all times;
- the downloading of software, applications and programmes that require a licence is not permitted. A request to this effect must be sent to your ICT department by email;
- the use of data carriers such as USB sticks is not allowed on the Rhenus network and/or equipment. Rhenus reserves the right to exclude other data carriers from use in the future;
- connecting equipment other than that provided by Rhenus to the corporate network and/or corporate equipment is not permitted;
- the electronic means of communication made available by Rhenus shall be carefully managed and always kept under supervision by the user. Employees will be held liable in the event of damage, loss and/or theft caused by negligence on their part;
- individuals able to log in to the Rhenus network both internally and externally shall only use it for business purposes and shall not make it available to third parties in any way;
- inadvertent breaches of security, whether internal or external, should be reported to your ICT department by email.



The following are also deemed undesirable use of a business mobile phone:

- the use of the mobile phone for private purposes abroad which are not necessary and involve additional charges for Rhenus, such as streaming;
- taking out a subscription to paid services without your employer's permission, which entails additional costs for Rhenus;
- using the mobile phone to connect a laptop to the internet for private use (hotspot);
- making it available to third parties for use;
- responding to spam.

When you leave your workplace, you must lock your computer screen or log out of your computer.

#### **Recording information and monitoring**

The use of electronic means of communication shall be set out in user agreements. This recording is carried out to guarantee the management, continuity, safety, integrity and availability of the infrastructure and services, to prevent disruption of business processes and other (financial) damage and to monitor the further compliance with the Compliance rules of conduct within Rhenus. In this context, incoming electronic communications traffic shall be checked as closely as possible for viruses, spam and similar nuisances.

Email messages found to contain a virus shall be automatically stopped. If material that may contain a virus is received despite this, you should contact your ICT department immediately. Spam filters can be installed by your ICT department to prevent unsolicited and unwanted emails.

Rhenus may, without permission and/or your knowledge, analyse recorded data if there is a reasonable suspicion or suspicion of an unauthorised action by one or more employees.

This is based on the assumption that other means have been exhausted, that a compelling interest of Rhenus is at stake and that the implementation takes into account the seriousness of the consequences for the employee(s) involved and the way in which provision is made for the protection of employees' privacy. The relevant data will be kept in accordance with Rhenus' Privacy Policy as long as this is necessary in the context of further investigation and possible measures to be taken.

# 6. SOCIAL MEDIA

Social media can be important for you and Rhenus in both a private and professional sense. However, be aware that once information is available on the Internet it can be difficult or even impossible to remove it and the information spreads quickly. Rhenus wants to avoid being brought into disrepute through statements on social media channels. Please read through the rules of conduct below carefully.

Always remain respectful and professional in your statements. Do not make negative statements about Rhenus, colleagues and/or competitors of Rhenus. Please contact the Corporate Communications Manager if you encounter criticism or inaccurate information about Rhenus.

- Sharing confidential information and trade and business secrets is not permitted. If you are unsure whether you may post something on social media channels, please contact the Corporate Communications Manager.
- If you place something on social media channels, pay attention to any copyright. Make sure you have the correct rights to publish the material.
- If you comment on social media, make it clear that this is your personal opinion and that you are not communicating on behalf of Rhenus. You can do this, for example, by using 'I' instead of 'we'.
- Be aware of the use of hashtags (#) in your messages. It may happen that your personal messages appear in an official Rhenus channel and may have a very different meaning than you intended.

# 7. HEALTH, SAFETY AND CORPORATE SOCIAL

A healthy and safe working environment is important. At Rhenus, we constantly strive to improve our working environment. This reduces the risk of you as an employee being at risk and enables us to ensure safe working conditions. In addition, we strive to minimise the impact of our work on the environment. To ensure a healthy and safe working environment, you also have a responsibility to contribute to this and we have drawn up a number of rules of conduct.

- You must comply with the applicable laws and regulations and the Rhenus health and safety procedures.
- Rhenus prohibits its employees from being under the influence of alcohol and drugs during the performance of their duties and from consuming them.
- However, you should also inform your manager if you or a colleague use authorised substances (such as prescribed medicines) and this may have a negative effect on work and/or create an unsafe working environment.

## **Corporate Social Responsibility**

Rhenus is constantly looking at all aspects of its activities to promote sustainability. Rhenus is also responsible for people, society and the environment in all business sectors and acts accordingly. We want to prevent employees from taking risks that could have a negative impact on this.

# 8. DISCIPLINARY POLICY

In this section, we have set out the consequences arising from non-compliance with the rules of conduct applicable at Rhenus The Netherlands and with the applicable national laws and regulations. Our internal rules of conduct can be found in the earlier sections of this brochure and the 'Corporate Compliance' brochure. In the interests of convenience, we reiterate the main rules below.

- 1: We are committed to fair competition – no illegal cartel agreements.
- 2: We are committed to integrity in our business dealings – no corruption.
- 3: We are committed to separating our business and private activities – no conflicts of interest.
- 4: We are committed to full cooperation with the authorities – no false or misleading information.
- 5: We are committed to respecting human rights and creating proper working conditions – without making any compromise.
- 6: We are committed to treating our colleagues, customers and others with respect.
- 7: We are committed to handling and communicating privacy-sensitive data with care.
- 8: We are committed to ensuring a healthy and safe working environment.

At Rhenus, we take it for granted that our employees will approach their work and relationships in a positive spirit, meaning that we expect them to exhibit good intentions, and to support and comply with the rules of conduct.

It should be possible to hold the individual employee accountable where this is not the case.

## Possible disciplinary actions

The following disciplinary actions and actions applicable under labour law may be imposed in the event of non-compliance with a rule of conduct:


1. a verbal warning;
2. a written warning;
3. transfer;
4. withdrawal of specific benefits and/or extras;
5. reduction of holiday entitlement;
6. suspension with or without pay;
7. suspension or freeze of pay;
8. a fine (this option is available only if agreed with the employee in advance);
9. a request for the employee to resign;
10. instant dismissal.

If non-compliance with a rule of conduct may be deemed to constitute a criminal offence, the Compliance Officer will also report it to law enforcement agencies.

## Implementation of the Disciplinary Policy

The choice of the sanction to be imposed, i.e. that is connected to non-compliance by an employee with one or more rules of conduct, rests with the relevant division or operating company, which will impose the sanction in consultation with HR. An exception to this are criminal offences and complaints and reporting cases, which shall be resolved in accordance with the applicable Complaints and Reporting Policy.

In so doing, the relevant division or operating company will take into account the facts and circumstances of the situation, such as the severity of the breach, the context in which the breach took place, whether the employee has previous breaches on record, and the implications of the breach for Rhenus, if any. Eventually, the relevant division or operating company will carry out a proportionate assessment to arrive at an appropriate sanction.



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