

# ADDENDUM I

## Purpose and Scope

KÜHNE + NAGEL, S.A. is part of the KUEHNE + NAGEL corporate group, following the same corporate culture of the Group and adopting the same standards of conduct.

In order to comply with the requirements of Portuguese Decree-Law n.º 109-E/2021, of 9 of December, it is hereby established the guiding principles of conduct in addition to those already provided in the Kuehne+Nagel Code of Conduct (hereafter referred to as “Code of Conduct”), which should also be adopted by the members of KÜHNE + NAGEL, S.A., in the performance of their duties.

The Code of Conduct applies to all managers and employees of KÜHNE + NAGEL, S.A. (hereafter referred to as “Members”). All Members are obliged to comply with the principles established in this Addendum when carrying out their duties. In case of doubt, they are expected to act according to the rules of common sense and in accordance with the spirit of the Code of Conduct and the Addendum.

### 1. Reporting infringements

KÜHNE + NAGEL, S.A. has implemented an internal whistleblowing channel, which enables the reporting of facts related to corruption and related offences, as well as any other non-compliance conducts that may involve the commitment of an infringement (e.g., harassment or discrimination issues, breach of rules of the Code of Conduct), completely anonymously and confidentially.

To this end, KÜHNE + NAGEL, S.A.’s internal whistleblowing channel policy contains a set of internal rules and procedures for receiving, registering and processing reports of infringements, in accordance with Portuguese Law n.º 93/2021, of 20<sup>th</sup> of December.

### 2. Corruption and Related Offences

KÜHNE + NAGEL, S.A. repudiates any practice of corruption or related offences, imposing on its members strict compliance with the law, the Code of Conduct and internal policies, both in internal and external relations, and regardless of whether the relationship is established with private or public entities.

All members must comply with the applicable national and international legal rules regarding the prevention of corruption and related offences. KÜHNE + NAGEL, S.A. repudiates the practice of any behaviour that might constitute the commission of a crime of corruption or any related offences, adopting the appropriate internal acts to prevent its occurrence, to cease any infringing conduct, as well as to reduce the impact of the risks and situations identified.

Under the terms of the General Regime for the Prevention of Corruption, approved by Portuguese Decree-Law n.º 109-E/2021, of 9<sup>th</sup> of December, should be considered as corruption and related offences the acts that may constitute the practice of a crimes of corruption, undue receipt and offering of an advantage, embezzlement, economic participation in business, fraudulent receipt of economic benefit, abuse of power, prevarication, influence peddling, money laundering or fraud in obtaining or diverting a subsidy, grant or credit, as provided for in the Penal Code.

For the purposes of the Code of Conduct and this Addendum, the concepts of corruption and related offences and the respective framework are as follows:

<b>LEGAL TYPE</b>	<b>CONDUCT</b>	<b>LEGAL FRAMEWORK</b>
Corruption	The performance of any act or its omission, whether lawful or unlawful, in exchange for the receipt of an undue pecuniary or non-	Articles n.ºs 372.º a 374.º-A of the Penal Code

	pecuniary advantage, for oneself or for a third party.	
Undue receipt or offering of an advantage	When the officer, in the performance of his duties or on account of them, by him or through an intermediary, with his consent or ratification, requests or accepts, for him or for a third party, a pecuniary or non-pecuniary advantage which is not due to him.	Article n.º 372.º, n.º 1 of the Penal Code
Embezzlement	When the officer unlawfully appropriates, for his own benefit or that of another person, money or any other movable item, whether public or private, that has been handed to him, is in his possession or is accessible to him as a result of his duties.	Article n.º 375.º, n.º 1 of the Penal Code
Economic participation in business	When an officer who, with the intention of obtaining, for himself or for a third party, unlawful economic participation, damages in a legal transaction the financial interests which, in whole or in part, he is	Article n.º 377.º, n.º 1 of the Penal Code

	responsible for administering, supervising, defending or realizing by reason of his function.	
Fraudulent receipt of economic benefit	When the officer, in the exercise of their functions or de facto powers deriving from them, by themselves or through an intermediary with their consent or ratification, receives, for themselves, for the State or for a third party, by means of inducing error or taking advantage of the victim's error, a patrimonial advantage that is not due to them, or is greater than that due, namely a levy, fee, emolument, fine or penalty.	Article n.º 379.º of the Penal Code
Abuse of power	When the officer abuses his powers or violates the duties inherent to his functions, with the intention of obtaining, for himself or for a third party, an illegitimate benefit or	Article n.º 382.º of the Penal Code

	causing harm to another person.	
Prevarication	When the officer, in the context of investigative, judicial, misdemeanour or disciplinary proceedings, knowingly performs acts or fails to perform acts that were required by virtue of the office he holds, with the intention of harming or benefiting someone.	Article n.º 369.º of the Penal Code
Influence Peddling	When someone, by themselves or through an intermediary, with their consent or ratification, requests or accepts, for themselves or for a third party, a financial or non-financial advantage, or the promise thereof, for the purpose of abusing their influence, real or supposed, in relation to any public entity.	Article n.º 335.º of the Penal Code
Money Laundering	When the officer converts, transfers, assists or facilitates any operation of conversion or transfer of advantages, obtained by him or by a third party,	Article n.º 368.º-A of the Penal Code

	<p>directly or indirectly, in order to conceal their illicit origin, or to prevent the perpetrator or participant of such offenses from being criminally prosecuted or subjected to a criminal reaction.</p>	
<p>Fraud in obtaining a subsidy or grant</p>	<p>When the officer provides the competent authorities or bodies inaccurate or incomplete information about him/herself or third parties and concerning facts that are important for the granting of a subsidy or grant; omits information on important facts; uses a supporting document obtained through inaccurate or incomplete information; in order to obtain a subsidy or grant.</p>	<p>Article 36.º of the Decree-Law, of 20th of January</p>

### 3. Non-compliance

Failure to comply with the rules of conduct set out in Code of Conduct and its Addendum may give rise to disciplinary and/or criminal liability.

Failure to comply with the duties of conduct may result in the following disciplinary sanctions being applied to members, in the exercise of disciplinary power and under the provision of article 328.<sup>o</sup> of the Portuguese Labour Code, depending on the seriousness of the violation, the degree of guilt and the consequences of the misconduct:

- Reprimand;
- Registered reprimand;
- Financial penalty;
- Loss of holiday days;
- Suspension from work with loss of salary and seniority;
- Dismissal without indemnification or compensation.

It should also be noted that the practice by any member of act that could constitute a crime of corruption or any related offences is punishable under the Portuguese Penal Code (hereafter referred to as “Penal Code”) by imprisonment or a fine. Without prejudice to any penalty increase applicable to the specific case, the maximum penalties laid down in general terms are listed below:

- The crime of active corruption is punishable by up to 5 years of imprisonment, under the terms of article 374 of the Penal Code;
- The crime of passive corruption for lawful act is punishable by up to 8 years of imprisonment, under the terms of article 373 of the Penal Code;
- The crime of undue receipt of an advantage is punishable by up to 5 years of imprisonment, under the terms of article 372 of the Penal Code;
- The crime of embezzlement is punishable by up to 8 years of imprisonment, under the terms of article 375 of the Penal Code;
- The crime of economic participation in business is punishable by up to 5 years of imprisonment or with a fine penalty, under the terms of article 377 of the Penal Code;
- The crime of fraudulent receipt of economic benefit by officer is punishable by up to 8 years of imprisonment, under the terms of article 379 of the Penal Code;
- The crime of abuse of power is punishable by up to 3 years of imprisonment or with a fine penalty, under the terms of article 382 of the Penal Code;

- The crime of prevarication is punishable by up to 8 years of imprisonment, under the terms of article 369 of the Penal Code;
- The crime of influence peddling is punishable by up to 5 years of imprisonment, under the terms of article 335 of the Penal Code;
- The crime of money laundering is punishable by up to 12 years of imprisonment, under the terms of article 368-A of the Penal Code; and
- The crime of fraud in obtaining a subsidy, grant or credit is punishable by up to 8 years of imprisonment, under the terms of article 36 of Decree-Law No. 28/84 of 20 January, which foresees anti-economic offences and offences against public health.

For each infringement of the rules set out in the Code of Conduct and this Addendum, KÜHNE + NAGEL, S.A. will draw up a report identifying the rules infringed, the penalty applied, as well as the measures adopted or to be adopted, namely within the scope of the internal control system implemented, as set out in Article 7, n.º 3 of Decree-Law n.º 109-E/2021 of 9<sup>th</sup> of December.

#### 4. Implementation, Monitoring and Evaluation of the Code of Conduct

All members of KÜHNE + NAGEL, S.A. are obliged to comply with the rules set out in the Code of Conduct and its Addendum, as well as the policies and regulations established for the companies in the KUEHNE + NAGEL group.

The Code of Conduct is monitored by the Regulatory Compliance Officer appointed by KÜHNE + NAGEL, S.A., who is responsible for assessing compliance with the principles, values and rules of conduct set out in the Code of Conduct.

#### 5. Training

KÜHNE + NAGEL, S.A. ensures that an internal training programme is carried out for all its members so that they are aware of the rules and procedures implemented for the prevention of corruption and related offences, as well as the other rules of conduct

established in the Code of Conduct and internal policies, which should guide their behaviour.

The training provided will be adapted to the functions performed by the members, considering the different tasks carried out and consequently the different degrees of exposure to the risks identified.

## 6. Publicity

The Code of Conduct is made available internally via the intranet to all members.

KÜHNE + NAGEL, S.A. takes the necessary measures to ensure that its Code of Conduct and Addendum are known to all its members.

## 7. Review

The Code of Conduct is reviewed every three years.

The Code of Conduct will be revised extraordinarily whenever there is any change in the duties set out on the Code of Conduct, any change on the organisation or corporate structure of the company, and any change in the applicable legislation or due to the implementation of improvement actions that justify the revision of the elements set out in the Code of Conduct or in this Addendum to the Code of Conduct.