

Code of Conduct for Suppliers





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Introduction

W.A.G. payment solutions PLC ("Eurowag") is a leading pan-European integrated payments & mobility platform focused on the Commercial Road Transportation industry ("CRT"). Our purpose is to create sustainable financial and technological solutions for the benefit of our industry, society and the environment.

Our vision and mission is to make commercial road transport clean, air and efficient and connect everyone in the road transport industry to opportunity. For us, reaching our mission and vision would not be possible without a commitment to ethical, responsible, and sustainable business practices in our operations and across our supply chain.

Eurowag expects that its suppliers and partners share and uphold our commitment to ethical, responsible, and sustainable business practices generally as well as comply with this code of conduct.

The purpose of this document is to outline our expectations and requirements for suppliers and their employees, personnel, agents, and subcontractors when conducting business with any entity in the Eurowag. We expect our suppliers and partners to comply with the spirit and letter of applicable laws and regulations. In addition, we expect our suppliers to uphold their own values and ethical business practices.

Where the provision of the law and this Code address the same topic, suppliers are encouraged to follow the requirements that promote higher standards. If a supplier has any concerns regarding the application of this Code we request to inform the Group Compliance Department (compliance@eurowag.com). We are committed to working with all our suppliers to implement the highest standards wherever possible.



Integrity & Business Ethics

Anti-corruption

Eurowag is categorically opposed to corruption and has a zero tolerance to those involved in unethical or corrupt practices. Suppliers shall not practice or tolerate any form of corruption. Suppliers shall not offer or accept bribes or other unlawful incentives (e.g., 'facilitation payments') to or from their business partners or government officials. Suppliers shall not offer to Eurowag employees any kind of gifts or personal benefit which could be perceived as a bribe. In all cases, gifts or entertainment shall not be offered to improperly influence a business relationship and must not violate applicable laws or ethical standards. Suppliers should be aware that Eurowag has a strict gifts and hospitality policy. Please note that the value of gifts and hospitality above 100 EUR or equivalent should not be offered and will not be accepted by Eurowag employees and thus, should not be offered.

Anti-Money Laundering and International Sanctions

Money laundering denotes conduct intended to conceal the illegal origin of money in a bid to give the impression that it has been obtained legally. More broadly, it also includes the financing of illegal activities with legal resources. Eurowag expects from its suppliers to strive to comply with rules combating money laundering in the broadest sense.

Under no circumstances shall the supplier participates in activities associated – even if only putatively – with money laundering. Suppliers shall comply with all obligations deriving from national and international money laundering legislation.

The supplier, as well as any natural person and / or legal entity who is in the supplier's ownership structure must not be subject to any UN or EU sanctions. On top of that the supplier may not be engaged in prohibited activities or business in sanctioned countries, nor with sanctioned natural or legal persons, that would lead to any international nor national sanction violation, or that would expose any of Eurowag companies into a risk of sanctions violation.

Fair Competition

Our suppliers shall compete fairly and in accordance with all applicable competition laws and shall not abuse their participation in open competition. They shall not engage in any conduct that could distort or restrict competition and they shall act in accordance with principles of public decency in this field. Suppliers shall abide by the rules of fair competition and shall use only those business and marketing practices that are not misleading or otherwise unfair. Suppliers must not enter formal or informal anti-competitive arrangements that fix prices, collude, rig bids, limit supply or allocate / control markets. They must not exchange current, recent, or future pricing information with competitors. Suppliers must not participate in a cartel or any activity that would unlawfully restrain or impact competition.



Conflict of Interests

Suppliers must avoid situations where a conflict of interest may occur. They must immediately disclose to Eurowag any conflict of interest that does arise or in exceptional circumstances, disclose the previously agreed procedure for dealing with any conflict of interest. Such conflicts of interest could include cases where a supplier's employee or professional under contract may have an interest or business relationship of any kind with Eurowag business or where that supplier may be acting on behalf of Eurowag and / or a competitor of Eurowag.

Insider Trading

Suppliers and their personnel must not use any material or non-publicly disclosed information obtained during their business relationship with Eurowag as the basis for trading or for enabling others to trade in the stock or securities of any company.

Speaking Up – Raising and Reporting Concerns

Eurowag has established a confidential and easily accessible mechanism for raising concerns about unlawful or unethical conduct. This channel is designed to help us identify and tackle ethical concerns quickly. We have set up a channel for stakeholders to raise concerns confidentially to the compliance department. If a supplier observes illegal or unethical practices and/or suspects a violation of applicable laws, policies, or standards, we ask that they report their concerns through the secure reporting channel at <https://eurowag.integrityline.com>. We shall ensure the confidentiality of the notifier and the information received. Any notification shall be properly investigated, and an anonymized report shall be drawn up thereon that does not contain details that could identify the notifier.



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Human and Labour Rights – including Modern Slavery

Eurowag is committed to upholding human and labour rights and ensuring that modern slavery is not taking place anywhere in our own business or in any of our supply or customer chains.

Eurowag supports the Universal Declaration of Human Rights and its implementation through the United Nations (UN) Guiding Principles on Business and Human Rights. As such, and in accordance with our Human Rights Policy, we expect suppliers to respect all human rights, including labor rights, throughout their business activities.

Health, Safety and Wellbeing

Eurowag expects its suppliers to provide a safe and healthy work environment for its employees, contractors, and subcontractors. Further, suppliers should have governance and processes in place to comply with applicable occupational health and safety regulation and law. We expect suppliers to have systems in place to identify and mitigate health and safety risks as well as investigate, track and remedy incidents.

Suppliers are expected to conduct their business and operations in a way that complies with employment law, upholds a commitment to equal opportunity and non-discrimination as well as respects human rights of those in the workforce and their supply chains. This includes providing fair and competitive wages, respecting workers' right to freedom of association and the right to collective bargaining, prohibiting harassment, bullying and discrimination, prohibiting use of child, forced, bonded, or indentured labor or prison labor and not engaging in trafficking of persons for any purpose.



Modern Slavery

Suppliers must prevent any involvement in all forms of modern slavery, including human trafficking, forced, bonded, or indentured labor.

- 1 All work should be voluntary on the part of the employee.
- 2 Suppliers are expected to provide all employees with a written contract in a language they understand clearly indicating their rights and responsibilities regarding wages, working hours, benefits and other working and employment conditions.
- 3 Suppliers should not retain any form of employee identification (passports or work permits), nor destroy or deny access to such documentation, as a condition of employment unless required by applicable law.
- 4 Suppliers must not charge employees fees, recruitment costs or deposits, directly or indirectly, as a precondition of work.
- 5 Suppliers must respect the right of workers to terminate their employment after reasonable notice and to receive all owed salary.
- 6 Suppliers must respect the right of workers to leave the workplace after their shift.

Child labour

We do not tolerate child labour in our supply chain. Suppliers must ensure their operations are free from the exploitation of child labour. The term “child” refers to any person under the minimum legal age for employment where the work is performed, and / or the minimum working age defined by the International Labor Organization (ILO), whichever is higher. All workers under the age of 18 must be protected from performing work that is likely to be hazardous or that may be harmful to their health, physical, mental, social, spiritual, or moral development. If local minimum age law stipulates a higher age for work or mandatory schooling, the higher age applies.

Suppliers must ensure that they provide and promote grievance procedures should employees need to raise concerns and ensure that, where relevant, suppliers raise concerns to Eurowag to remedy any violations or allegations of violations of human and / or labour rights.



There is a secure reporting channel for this purpose at the link <https://eurowag.integrityline.com>

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Environmental Protection and Climate Change

Eurowag is committed to playing an active role in protecting the environment and tackling climate change. We recognise that climate change is one of the most pressing issues and have set out targets and commitments to reduce our operational and supply chain emissions.

Suppliers must comply with all applicable environmental laws and regulations as well as maintain all required environmental permits, regulatory approvals, and registrations. In addition, we expect our suppliers to ensure they take action to eliminate, reduce or control of the generation or release of any type of pollution (with a direct impact on air, water, etc.) or waste to reduce negative environmental impacts. We also expect suppliers to implement systems to manage the efficient and responsible use of energy and water and prioritise the use of renewable energy, where possible.

As part of our due diligence and an onboarding for suppliers that provide products and / or services with a significant environment and climate impacts, we may request that suppliers must also share with Eurowag their policies and action plans to tackle climate change and reduce their GHG emissions.



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Data Protection and Privacy – including Intellectual Property

Data Privacy and Personal Data Protection

Suppliers are expected to ensure that all sensitive, confidential, and proprietary information is appropriately protected.

In its relationship with Eurowag, **Suppliers must comply** with all applicable data privacy laws and regulations.

Suppliers must protect the sensitive, confidential, and proprietary information of others, including personal data / information, from unauthorized access, destruction, use, modification and disclosure, through appropriate physical and electronic security procedures, including mitigating emerging risk to information systems by implementing appropriate IT cyber security programs.

Suppliers must report to Eurowag any suspected or actual data breach or security incident as soon they are aware.

Privacy and Intellectual Property

- 1 Suppliers must comply** with all the applicable laws governing intellectual property rights assertions, including protection against disclosure.
- 2 Suppliers shall safeguard** and make only appropriate use of confidential information and ensure that all employees' and business partners' privacy and valid intellectual property rights are protected.
- 3 Suppliers shall not use** Eurowag name or marks or that of our affiliates or products in publicity or advertising without Eurowag written consent.
- 4** In conducting all activities, **suppliers are expected** to make appropriate use of personal data and confidential information and ensure that all intellectual property rights are respected.

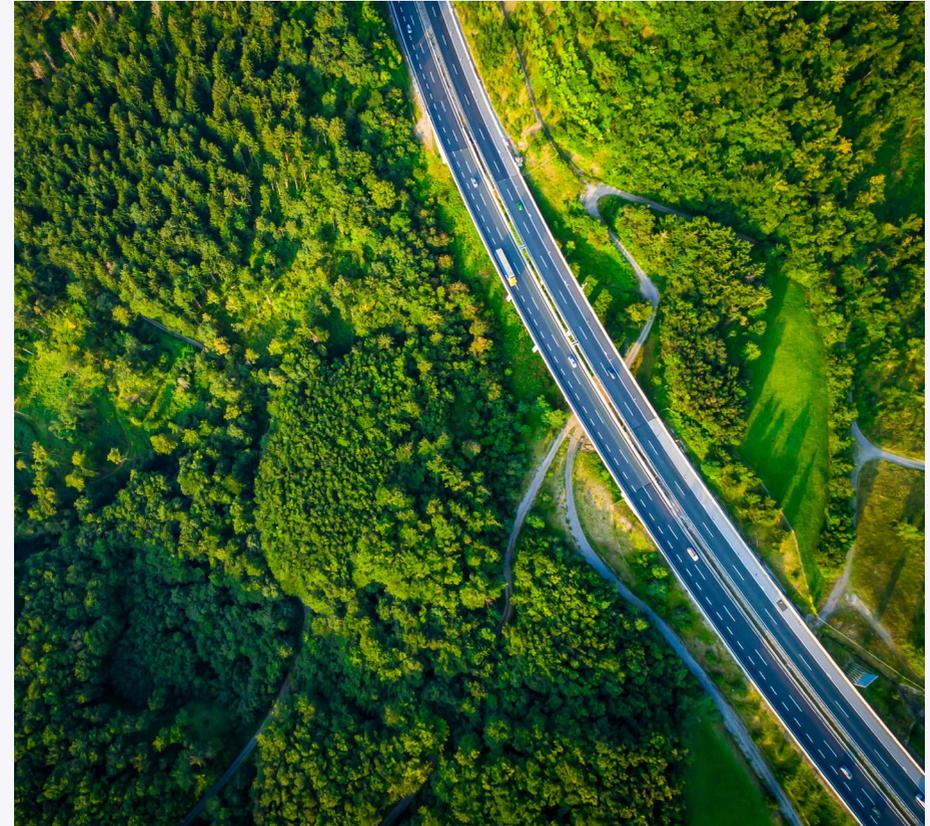
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Conclusion

Irrespective of nature of the product supplied, services provided or the cooperation we can have with a specific supplier, requirements contained herein shall be reflected in the contractual provisions between us, any company of Eurowag, and the supplier. In case of any conflict between provisions of this Code of Conduct and respective agreement, contract, order, terms and conditions or other contractually relevant arrangement (the "Agreement"), provision of this Code of Conduct shall prevail over any other conflicting provisions.

By entering into any Agreement, the supplier who provides its products and / or perform its services to, or in the benefit of, Eurowag agrees to perform its obligations in accordance with this Code of Conduct and it warrants that it will not, directly, or indirectly, and that it has no knowledge that other persons will, directly or indirectly breach provisions of this Code of Conduct.

The supplier (vendor) shall make available to the respective Eurowag company on request all information necessary to demonstrate compliance with the obligations laid down in this Code of Conduct and allow for and contribute to audits, including inspections. Any violation of an obligation contained in this Code of Conduct is a material breach of the Agreement and entitles the respective Eurowag company to terminate the Agreement with immediate effect and without prejudice to any further rights or remedies available thereunder or at law. Notwithstanding anything to the contrary in the Agreement, the supplier shall, without any limitations, indemnify and hold harmless the affected Eurowag company for all liabilities, damages, cost or expenses incurred as a result of any such violation and termination of this Code of Conduct.



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