



OVO LOGISTICS

Vendor Code of Conduct

POLICY DOCUMENT

Revision Date : Jan 2026

Version : 1.0

OVOLOGISTICS.COM



OVO LOGISTICS

Vendor Code of Conduct

The standards we expect from every partner who does business with us.

Smarter. From beginning to end.

Policy Owner	Compliance Dept
Approved By	Jeff Smith, Chief Executive Officer
Version	1.0
Effective Date	Jan 01, 2026
Review Cycle	Annual, or upon material change
Applies To	All vendors, suppliers, carriers, and their employees and sub-contractors

Contents

Introduction 3

Purpose 3

Scope..... 3

1. Requirements from Vendors 3

2. Procurement and Fair Tendering 4

3. Health, Safety, and Environment..... 4

4. Human Rights and Fair Labor..... 4

5. Anti-Corruption, Bribery, and Fraud 5

6. Gifts and Hospitality 5

7. Sanctions, Export Controls, and Anti-Money-Laundering 5

8. Confidential Information and Data 6

9. External Communications..... 6

10. Reporting Breaches of this Code 6

11. Response to Breaches of the Code 6

12. Acknowledgment..... 7

Definitions 7

Document Control..... 7

Introduction

OVO Logistics Inc. (“OVO” or the “Company”) delivers smarter, streamlined logistics built for today’s speed and tomorrow’s scale. How we and our partners conduct business is central to that promise. This Vendor Code of Conduct (the “Code”) sets out the standards and behavior OVO requires from its vendors.

We expect our vendors to share our commitment to conduct business in an ethical, legal, and responsible manner. The principles in this Code reflect our priorities: integrity in every dealing, the health and safety of workers, respect for human rights and fair labor, and zero tolerance for corruption.

Purpose

This Code promotes ethical and professional conduct and compliance with applicable laws and regulations. Adopting it is a condition of doing business with OVO. We believe these standards create value for all parties and are the foundation of a durable vendor relationship.

Scope

This Code applies to all vendors, suppliers, carriers, consultants, and service providers (collectively, “Vendors”) that conduct business with OVO, and extends to their employees and sub-contractors. Where a Vendor’s own standards or a customer’s code is stricter, the stricter standard applies.

1. Requirements from Vendors

OVO selects and awards business to Vendors committed to acting fairly and with integrity. OVO deals only with Vendors who agree to adopt and adhere to this Code, monitors Vendor performance, and will take action where there is non-compliance.

We expect our Vendors to:

- comply with all applicable laws and regulations;
- comply with this Code and ensure their own supply chains do the same;
- maintain accurate and appropriately detailed records relating to goods or services provided to OVO;
- permit authorized OVO representatives to conduct scheduled or unscheduled site visits and audits to verify adherence to this Code;
- respond promptly to OVO inquiries regarding implementation of this Code and any required corrective actions;

- ensure their employees and sub-contractors are aware of and comply with this Code;
- disclose any relationship with an OVO employee, officer, or director that may represent an actual, potential, or perceived conflict of interest; and
- operate in a responsible and sustainable manner.

2. Procurement and Fair Tendering

OVO maintains a list of approved vendors and expects vendors to keep their registration and qualification information current, updating OVO promptly when changes occur that affect their qualification status (for example, lapse of a required license or insurance).

OVO expects all communication during sourcing and tendering to take place through authorized OVO personnel and channels to ensure transparency and auditability. Vendors must compete fairly and must not engage in bid-rigging, collusion, or the exchange of competitively sensitive information with other bidders.

3. Health, Safety, and Environment

OVO is committed to preventing harm to people and the environment. Vendors are required to adhere to health, safety, and environmental (HSE) standards based on applicable laws and regulations. Adherence is non-negotiable, and Vendors, their employees, and their sub-contractors are accountable for compliance.

We expect our Vendors to:

- provide a safe and healthy working environment, including appropriate personal protective equipment (PPE), clean facilities, and access to clean water;
- strive for zero harm and treat worker safety as a priority;
- comply with applicable regulations for the handling and transportation of hazardous or dangerous goods;
- operate in an environmentally responsible manner, managing waste, emissions, and discharges in accordance with applicable law; and
- when operating at OVO facilities, comply with OVO's Environmental, Health & Safety Policy and site safety rules.

4. Human Rights and Fair Labor

OVO respects and supports the human rights of workers across its supply chain and expects Vendors to share that commitment. We expect our Vendors to:

- comply with all applicable laws governing human rights, labor standards, and non-discrimination;
- ensure no form of forced, bonded, or involuntary labor is used, and that workers are free to leave employment voluntarily;
- comply with all applicable laws regarding child labor;
- ensure workers are not subjected to sexual, psychological, physical, or verbal abuse or coercion;
- comply with applicable laws on working hours, fair wages, minimum wage, and lawful employment terms;
- treat all workers fairly, providing a workplace free from discrimination and harassment; and
- respect workers' rights to freedom of association and collective bargaining in accordance with applicable law.

5. Anti-Corruption, Bribery, and Fraud

OVO maintains a zero-tolerance position toward bribery, corruption, and fraud, consistent with its Anti-Corruption & Sanctions Policy. We expect our Vendors to:

- never offer, give, solicit, or accept bribes, kickbacks, or anything of value to improperly influence a decision, whether involving a private party or a government official;
- comply with the U.S. Foreign Corrupt Practices Act and all applicable anti-corruption laws;
- maintain adequate procedures to prevent bribery within their business and their sub-contractors;
- refrain from fraudulent practices including bid-rigging, overbilling, under-delivery, and false records; and
- notify OVO if any OVO employee, officer, or director holds a direct or indirect interest in the Vendor.

6. Gifts and Hospitality

OVO permits only modest, customary business courtesies. We expect Vendors not to offer any gift or hospitality that is a quid pro quo, is cash or cash equivalent, is lavish or immodest, would cause embarrassment if disclosed, or is offered to a government official in connection with OVO business. Vendors must accurately record any gift or hospitality provided.

7. Sanctions, Export Controls, and Anti-Money-Laundering

OVO complies with U.S. economic sanctions, export-control laws, and anti-money-laundering requirements, and expects the same of its Vendors. We expect our Vendors to:

- comply with all applicable sanctions administered by the U.S. Office of Foreign Assets Control (OFAC) and applicable export-control laws;
- cooperate with OVO restricted-party screening and provide ownership and counterparty information when requested;
- not facilitate transactions involving sanctioned parties or jurisdictions; and
- maintain procedures to prevent money laundering and the financing of illicit activity.

8. Confidential Information and Data

OVO may provide Vendors with confidential information. Vendors must protect it, use it only for the purpose for which it was provided, and not disclose it without authorization. Vendors must respect the intellectual property rights of OVO and third parties, safeguard any personal data in compliance with applicable privacy laws, and notify OVO promptly if they receive OVO confidential information in error.

9. External Communications

Without OVO's prior written consent, Vendors must not make public announcements about their work for OVO, use OVO branding for marketing, or disclose details of their OVO engagement through social media or other channels. Vendors must notify OVO if they receive any regulatory request, media inquiry, or third-party request regarding OVO.

10. Reporting Breaches of this Code

Any Vendor that suspects or becomes aware of a breach of this Code by any person must report it promptly to OVO through OVO's confidential reporting channel: **compliance@ovologistics.com** OVO prohibits retaliation against anyone who reports a concern in good faith. Vendors are expected to provide their own workers with a confidential mechanism to raise workplace grievances without fear of retaliation.

11. Response to Breaches of the Code

In the event of an actual or apparent breach of this Code, OVO reserves the right to take action including, but not limited to:

- a) conducting an investigation using internal or external resources;
- b) requiring corrective action within a defined timeframe;
- c) suspending or removing the Vendor from OVO's approved vendor list;
- d) terminating any contract between OVO and the Vendor;
- e) declining to source from the Vendor, permanently or for a defined period;
- f) referring the matter to law enforcement or regulators; and
- g) pursuing civil or other legal remedies available to OVO.

12. Acknowledgment

By accepting purchase orders from, entering into a contract with, or continuing to provide goods or services to OVO, a Vendor acknowledges and agrees to comply with this Vendor Code of Conduct.

Definitions

Term	Meaning
Code	This Vendor Code of Conduct.
OVO	OVO Logistics Inc. and its subsidiaries.
Vendor	Any supplier, carrier, consultant, or service provider doing business with OVO, including its employees and sub-contractors.

Document Control

Version	Date	Summary
1.0	February 2026	First issued under OVO Logistics Inc. Clean rewrite establishing OVO's vendor standards, aligned with OVO's Code of Conduct and Anti-Corruption & Sanctions Policy.

Approved by: Jeff Smith, Chief Executive Officer. Queries relating to this Code should be directed to the OVO Compliance function at **compliance@ovologistics.com**

Jeff Smith, CEO | jeff.smith@ovologistics.com | www.ovologistics.com