OVO LOGISTICS

Global Anti–Corruption Policy

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Anti-Corruption & Sanctions Policy

Smarter. From beginning to end.

Policy Owner	General Counsel
Approved By	Jeff Smith, Chief Executive Officer
Version	1.0
Effective Date	January 01, 2026
Review Cycle	Annual, or upon material change
Applies To	All employees, officers, directors, agents, and third parties acting for OVO

Contents

1. Policy Statement

OVO Logistics Inc. ("OVO" or the "Company") conducts business honestly and without corruption of any kind. OVO maintains a zero-tolerance position toward bribery and corruption and is committed to full compliance with all applicable anti-corruption laws, economic sanctions, export-control laws, and anti-money-laundering (AML) requirements in every jurisdiction where it operates.

Because OVO operates at U.S. ports and handles cargo that may involve government or government-adjacent parties, the Company holds itself to a heightened compliance standard. Violations carry severe consequences for OVO and for individuals, including criminal prosecution, imprisonment, and substantial fines. This Policy is designed to prevent violations before they occur.

2. Scope and Who Must Comply

This Policy applies to all OVO employees, officers, and directors, and to all third parties who act for or on behalf of OVO, including agents, brokers, customs brokers, freight forwarders, drayage carriers, consultants, and other intermediaries. OVO can be held legally responsible for the corrupt acts of third parties acting on its behalf; accordingly, the standards in this Policy flow down to them through contract and through the Vendor Code of Conduct.

3. Anti-Bribery and the FCPA

3.1 The Core Prohibition

No one acting for OVO may offer, promise, give, solicit, or accept a bribe. A bribe is anything of value given or received to improperly obtain or retain business, secure an improper advantage, or influence an official act or decision. This applies whether the other party is a private party (commercial bribery) or a government official, and whether the bribe is paid directly or through a third party.

OVO complies with the U.S. Foreign Corrupt Practices Act (FCPA), which prohibits corrupt payments to foreign government officials and requires accurate books and records and adequate internal accounting controls. OVO also complies with applicable U.S. domestic anti-bribery laws and California law.

3.2 "Anything of Value"

"Anything of value" is interpreted broadly. It includes cash and cash equivalents, gifts, excessive hospitality, travel, entertainment, charitable or political contributions made to influence a decision, employment or internships for an official's relatives, and discounts or benefits not available to the public.

3.3 Government Officials — Heightened Care

Special care applies to any interaction with government officials, including port authority personnel, customs and border officials, inspectors, regulators, and employees of state-owned entities. Even routine port and customs operations can create corruption risk. No payment, gift, or benefit may be provided to any such official to expedite, influence, or secure any action without prior Compliance approval.

3.4 Facilitation Payments

"Facilitation payments" — small payments to low-level officials to speed up routine actions — are **prohibited** under this Policy, even where local practice tolerates them. If you are ever pressured or solicited for such a payment, refuse and report it to Compliance immediately. The only exception is a payment made under genuine duress where personal safety is threatened, which must be reported to Compliance as soon as it is safe to do so.

4. Gifts, Hospitality, and Entertainment

Modest, customary, and transparent business courtesies are permitted. Gifts or hospitality are never acceptable if they are intended to improperly influence, are given as a quid pro quo, are cash or cash equivalents, are lavish or frequent, or would cause embarrassment if disclosed publicly.

Permitted (within limits)	Never Permitted
Occasional modest meals with business partners	Cash or cash equivalents (gift cards)
Promotional items of nominal value	Anything given as a quid pro quo
Reasonable hospitality at industry events	Lavish or frequent gifts or travel
Gifts within the approval threshold below	Any gift to a government official without approval

Approval threshold: any single gift or instance of hospitality with a value above USD $250.00 requires advance written approval from Manager and must be recorded in the gifts and hospitality register. Any gift or hospitality involving a government official requires advance approval regardless of value.

5. Economic Sanctions and Export Controls

OVO does not do business that violates U.S. economic sanctions or export-control laws. As a logistics provider moving cargo through U.S. ports, OVO must know who it deals with and what it moves.

5.1 Sanctions Compliance (OFAC)

OVO complies with sanctions programs administered by the U.S. Treasury Department's Office of Foreign Assets Control (OFAC). OVO will not knowingly provide services to, or handle cargo for the benefit of, any party on the Specially Designated Nationals (SDN) List or otherwise blocked, and will not facilitate transactions involving comprehensively sanctioned jurisdictions.

5.2 Denied-Party and Restricted-Party Screening

OVO screens its customers, vendors, drayage carriers, and counterparties against applicable U.S. government restricted-party lists before onboarding and on an ongoing basis. Screening covers, at minimum, the OFAC SDN List, the Consolidated Screening List, and applicable Commerce/State denied-party lists.

5.3 Export Controls and Cargo

OVO observes applicable export-control requirements, including the Export Administration Regulations (EAR) and, where relevant, the International Traffic in Arms Regulations (ITAR). Employees must not handle, ship, or facilitate the movement of controlled goods, technology, or government-adjacent cargo without confirming the proper licenses and documentation are in place.

> **Red flag:** *a customer reluctant to identify the end-user or end-use of cargo, requests to route shipments through unusual third countries, or counterparties that resist standard screening. Stop and escalate to Compliance before proceeding.*

6. Anti-Money-Laundering (AML)

OVO will not allow its operations to be used to launder money or finance illicit activity. Employees must be alert to and report suspicious financial conduct, including:

- Requests to accept or make payments in cash or to/from third parties unrelated to the transaction;
- Payments from or to jurisdictions unconnected to the customer or the shipment;
- Overpayment followed by a request for a refund to a different account;
- Structuring of payments to avoid reporting thresholds; or
- Counterparties that refuse to provide ordinary know-your-customer information.

Suspicious activity must be reported to Compliance promptly.

7. Books, Records, and Internal Controls

All transactions must be recorded accurately and in reasonable detail. No undisclosed or unrecorded fund or account may be established for any purpose. No false, misleading, or artificial entries may be made. Expenses related to gifts, hospitality, travel, and third-party payments must be supported by accurate documentation. These controls are both good practice and a legal requirement under the FCPA's books-and-records and internal-controls provisions.

8. Third-Party Due Diligence

Because OVO can be liable for third parties acting on its behalf, the Company conducts risk-based due diligence before engaging agents, brokers, carriers, and consultants, and includes anti-corruption and sanctions compliance obligations and audit rights in their contracts. Third parties presenting elevated risk receive enhanced scrutiny. Red flags include a refusal to agree to compliance terms, unusual payment requests, a reputation for improper conduct, or a close connection to a government official.

9. Reporting, Non-Retaliation, and Discipline

Anyone who suspects a violation of this Policy must report it through their manager, Compliance, or OVO's confidential reporting channel: **compliance@ovologistics.com**

OVO prohibits retaliation against anyone who reports a concern in good faith or cooperates with an investigation. **Violations of this Policy result in discipline up to and including termination, and may be referred to law enforcement. Individuals who violate anti-corruption or sanctions laws may face personal criminal liability.**

10. Responsibility and Review

The External Counsel Greenberg, Traurig LLP / Internal Counsel owns this Policy, maintains the gifts register and screening records, delivers training, and reports compliance matters to the CEO and, once constituted, the Board. This Policy is reviewed at least annually and upon any material change in operations or law.

11. Approval

This Anti-Corruption & Sanctions Policy is approved and adopted by OVO Logistics Inc.

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Jeff Smith

Chief Executive Officer, OVO Logistics Inc.

Date: Feb 06, 2026

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