

# Code of Conduct.

Everything you need to know  
about our values.





# Contents

<b>Why this matters: from our Founder CEO Martin Vohánka</b>	4
<b>A message from our Chairman</b>	6
<b>About the Code of Conduct</b>	8
<b>Our values matter</b>	10
<b>We act with integrity</b>	12
Responsible business behaviour	14
Bribery & corruption	15
Money laundering	16
Fair competition	18
Insider trading	21
Speak up and protection of reporters	22
<b>We are trusted business partners</b>	24
Customer and supplier relations	25
Conflicts of interest	26
Political activity	27
<b>We treat people with care and respect</b>	28
Being a good person and a true colleague	29
Human and labour rights	30
Discrimination and harassment	32
Personal data	34
<b>We protect our information and assets</b>	36
Intellectual property and information security	37
Protection of property	38
Communicating externally	39
<b>We make a positive impact on society</b>	40
Sustainable development	41
Personal responsibility	43

# Why this matters: from our Founder CEO Martin Vohánka.

We are an organization where performance is driven by passion and purpose. Our values are our superpowers and guiding principles for everything we do.

## Dear colleagues and friends,

Building a unique business that is looking to transform the commercial road transport industry and growing in a sustainable manner is at the heart of our strategy. As our world continues to change, companies like Eurowag face increasing demands and expectations from many different stakeholders. The culture we develop sets us apart and the most important constraints that help us underpin that are our values and our Code. As our business grows, in employees, geographies as well as products, services and business partners, we face greater scrutiny on how we behave, including from the wider international community and society.

This puts greater emphasis on our ethical performance and the importance of committing to, and evidencing, high standards of business conduct. We have seen many cases where companies have suffered financial and reputational damage when these standards fall down.

Eurowag is an organization where performance is driven by passion and purpose. Our values are our superpowers and guiding principles for everything we do. They are to help you deliver your best, be a true colleague, embrace change and to be a good person. They inspire us to achieve success, balance and happiness in our work and private lives and guide our work decisions in unclear situations.

To live up to our values, we all need to commit to acting with integrity and respect the values of shareholders, customers, and the wider community.

This Code of Conduct aims to be a central reference for everyone in the Eurowag to understand our ethical policies and procedures. It sets out how we must all behave and what we should be doing to protect our name and deliver on our ambition to change our industry.

A personal commitment to ethics and compliance is something where we each have complete control. Thank you all for your personal commitment.



**Martin Vohánka**  
Founder & CEO of Eurowag.  
W.A.G. payment solutions PLC

# A message from our Chairman.



**Dear colleagues and friends,**

At Eurowag we understand the importance of doing business in the right way.

This Code of Conduct applies to everyone working with or on behalf of Eurowag, including the Board of Directors. It sets out our minimum expectations for all those we work with or alongside and represents our commitment to doing the right things and acting with integrity.

Our reputation depends directly on the trust and perception of us as a company, as we uphold the highest degree of integrity, professional conduct, and competence.

We firmly believe that a company with a responsible internal culture has great potential to succeed in a highly competitive business environment.

Please add your personal commitment to living the values that support this Code of Conduct and help us deliver on our ambition.

**Paul Manduca**  
Chairman of the Board of Directors  
W.A.G. payment solutions PLC

# About the Code of Conduct.

This Code of Conduct sits over and unifies the expectations and requirements contained in the policies and guidance of the Eurowag.

This Code is more than just a set of rules. It is in place to help and guide you through difficult decisions and choices. We always strive to act honestly, professionally and with the utmost care.

Living up to the Code supports our drive for improvement and the pursuit of an excellent reputation with all our stakeholders as well as ensuring Eurowag remains an attractive employer, a reliable business partner and an attractive investment destination.

People will be held accountable for their behaviour at work and if anyone fails to observe or uphold our Code and associated policies and standards, they could face disciplinary action up to and including dismissal, as per our Group Dismissal and redundancy policy. If a business partner or third party fails to uphold our Code, we may terminate the relationship. Eurowag may report a violation to the relevant authorities, which could also lead to legal action, fines, or imprisonment.

Leaders and managers must help team members to understand and apply this code in their decisions and actions.



## You are expected to:

- Be an example and role model our Code and our values every day
- Work collaboratively and provide an environment where our Code and our values are promoted
- Take direct action when the expectations of our Code are not being met
- Ensure our teams know they will be supported for doing the right things, are listened to when concerns are raised and protected from retaliation if they report a violation or help with an investigation
- Act consistently and fairly and demonstrate courage when holding people to account or enforcing our Code

# Our values matter.

Our values are at the heart of our business and help guide how we make decisions.



## These values are:



### Embrace change

Eurowag is an organization where performance is driven by passion and purpose encouraging innovation and creativity.



### Delivering the best

We are building a unique business that is looking to transform the commercial road transport industry and success will come from combining independence and excellence.



### To be a true colleague

We want Eurowag to be a great place to work. To achieve success, balance, and happiness in our work and private lives we believe this is through developing trust, Teamwork and Joy in the workplace.



### Being a good person

We do not compromise our values for the sake of financial profit and acknowledge the broader impact of what we do. We maintain Integrity in our decision making and emphasizing social responsibility.

We seek to do the right things for our people, our business partners, our customers, and society.

We are working to align and embed our values in all parts of our business as part of our cultural integration journey.

If you have any questions on how these value impact you and what you need to do, contact Group Compliance department ([compliance@eurowag.com](mailto:compliance@eurowag.com)).



# We act with integrity.

## Responsible business behaviour

Through delivering our best, we do not tolerate unlawful conduct even when it could be described as "normal business practice".

Our entire business publicly rejects any illegal or unethical conduct by employees, associates, suppliers, customers, or others. It is all our responsibility to seek, detect and combat any illegal activity that may occur in connection with our business.

### **We are aware of the consequences of breaking the law, which include:**

- > Harm to the reputation and viability of the business
- > Damage payments to victims
- > Heavy fines to individuals
- > Imprisonment of individual employees and associates

We do not tolerate any hint of behaviour suggesting corruption, bribery, breach of competition rules or any other illegal activity.

You must also not follow an instruction that would be unlawful or otherwise inconsistent with the Code of Conduct. No one shall be subject to any penalty or disadvantage for doing so.

## Bribery & corruption

We stand up against corruption and we will not build our business through buying market access, business, or policy outcomes with money, gifts, or other perks.

We will neither give nor accept bribes nor permit others to do so in our name, either in our dealings with public officials, the communities in which we operate or with suppliers and customers.

We do not provide, offer, or promise, directly or indirectly, any gifts or benefits to anyone if the purpose or effect of such gifts or benefits would be to promote illegal or unethical conduct. Dealing with public officials poses a greater bribery risk so you must follow the mandatory requirements set out in our anti-bribery policy.

We are committed to taking appropriate steps to ensure that our business partners also understand and comply with our policies when doing business with us or on our behalf.

### You should always:

- ✓ Know who you are doing business with by conducting the appropriate due diligence and checks as set out in our policies
- ✓ Abide by our anti-bribery policy and related procedures
- ✓ Contact the compliance function if you have any bribery or corruption related questions or concerns, e.g. if a third party attempts to improperly influence you, or if that could be the perception
- ✓ Attend relevant training if nominated to do so – it is designed to help you manage bribery and corruption risk

### You should never:

- ✗ Offer or accept bribes, kickbacks, any improper payments, or other advantage to or from third parties, including facilitation payments



**For more information see:**  
Group anti-bribery policy



## Money laundering

Money laundering occurs when the proceeds of crime are hidden in legitimate business dealings, or when legitimate funds are used to support criminal activities, including terrorism.

All companies are at risk of being exploited in this way, and we must be on our guard to help protect our reputation and ensure we comply with the law.

To protect our reputation and avoid criminal liability, it is important not to become associated, however innocently, with the criminal activities of others.

Eurowag and its employees must ensure Eurowag does not receive the proceeds of criminal activities, as this can amount to the criminal offence of money laundering.

We comply with anti-money laundering rules and in no way do we engage in activities related (even perceived) to money laundering. We comply with all obligations under national and international anti-money laundering legislation.

If you have knowledge or suspicion that a counterparty is involved in money laundering in connection with its transaction with Eurowag, you must promptly report it to our Compliance.



**For further information, please read:**

- Group anti money laundering policy
- Group speak up policy



## Fair competition

We stand for fair and free competition in the market, we do not abuse our participation in it, and we do not engage in any conduct that could distort or restrict it.

We only use business and marketing practices that are a truthful and honest representation of our products and services and are not deceptive or otherwise deceitful.

Our customers are predominantly small and medium-sized transport businesses, many of whom struggle to compete due to their size and low access to financing. By offering benefits and services at attractive terms, we are helping them compete, succeed, and transition, with our support, to a low-carbon, digital future.

### Competition laws prohibit:

- ✓ Anticompetitive agreements
- ✓ Sharing of commercially sensitive information between competitors, unless approved by group legal
- ✓ Certain restrictions imposed on or agreed with distributors and other customers
- ✓ Abuses of dominant market positions

### We do not:

- ✓ Take advantage of our potential dominant position
- ✓ Enforce unreasonable terms in contracts
- ✓ Offer our goods or services at unreasonably low prices in the long term
- ✓ Engage in any formal or informal negotiations or agreements with business partners that could distort the existence of competition (this is called cartel formation)
- ✓ Agree with others to boycott any customer or supplier except in connection with internationally imposed government sanctions
- ✓ Exchange commercially sensitive information with competitors, even in informal meetings, social or educational events
- ✓ Dictate to our customers the prices at which they should resell our products and services to end users



#### For further information, please see:

- Group anti-trust policy
- Market abuse regulation guidance



## Insider trading

It is illegal to deal in Eurowag shares on the basis of inside information, or to encourage others to do so. Insider trading is both illegal and unfair.

Inside information is knowledge held within the Eurowag that is precise, not generally available and which, if it did become available, would be likely to have a significant effect on the market price of our shares.

We protect our organisation and our shareholders through responsibly managing confidential information.

Confidential information includes technical information about products or processes, vendor lists, pricing, marketing, or service strategies, as well as non-public financial reports and information about mergers, asset sales or acquisitions.



**For further information, please see:**  
Market abuse regulation guidance

# Speak up and protection of reporters

Everyone should feel comfortable speaking up, particularly with concerns about how we conduct our business. You have a responsibility to bring this to the attention of Eurowag.

We can all play a part in combating illegal or unethical behaviour by current and former employees, as well as by co-workers and third parties. We encourage early and proactive reporting of illegal and unethical behaviour, demands to engage in such behaviour, and even suspicions of such behaviour.

We encourage open and prompt communication at all levels to detect and resolve potential problems as soon as they arise. This can be done in the first instance through your line manager.

If you feel you cannot talk to your line manager, you can try to speak to another supporting function such as Group Compliance or HR. Any reporter who reports a suspected violation in good faith will not be subject to any penalty or disadvantage. Such a report should be made via following URL link:

The confidentiality of the reporter and the information received is protected. Each notification will be properly investigated, and an anonymised record will be created, free of information that could identify the reporter.

If you have any questions on what to do or to make suggestions, contact our Eurowag Group Compliance who is ready to help.



**E-mail:**  
compliance@eurowag.com

If you are uncomfortable with contacting our Compliance team or have a reasonable suspicion that Group Compliance may have a conflict of interest, you can contact the Chairman of the Audit and Risk Committee through URL link mentioned above: <https://eurowag.integrityline.com>.

We are committed to protecting those who raise concerns in good faith and do not tolerate any form of retaliation against colleagues who report possible or actual breaches of our Code of Conduct. We consider retaliation as gross misconduct. If any retaliation is identified this should be raised with Group Compliance or HR.



**For further information see:**  
Group speak up policy



# We are trusted business partners.

A reliable business partner honours the values of trust, integrity, and excellence.

## Customer and supplier relations

**We strive** to uphold the highest ethical and responsible business and industry standards in our daily operations, including promoting transparency and financial regulatory compliance.

**We expect** our employees and associates to always act with the highest standard of personal and professional integrity, so as not to damage our reputation and the good name of the Eurowag.

**We want** to know our business partners (customers and suppliers) thoroughly. Before entering into any business relationship, we check the available information about our business partners and verify their credibility. Verification also takes place during the course of cooperation as necessary.

When dealing with customers, employees should **always keep in mind** that a satisfied customer is more important than short-term profit. Customers and potential customers have the right to be treated fairly and without discrimination at all times.

**We cooperate** only with suppliers who can be expected not only to guarantee proper and timely performance of their obligations, but also to comply with the elementary principles of ethical business.

### For further information, please see:



- Vendor management policy
- Guidelines on proper business partner screening
- Modern slavery and anti-trafficking policy

## Conflicts of interest

Conflicts of Interest may arise when your personal relationships, participation in external activities or an interest in another venture, could influence or be perceived by others to influence your business decisions.

If you are uncertain whether there is a situation with a conflict of interest, you should speak with your line manager or Compliance.

**There are many ways that conflicts of interest could arise. For example, if you:**

- ✔ are a board member of another organisation outside work
- ✔ have a material interest in a private company which is related to your work
- ✔ have another job outside of Eurowag
- ✔ have an intimate relationship with another employee at work who can influence your salary, rating or promotion
- ✔ have an intimate relationship with a representative of a business partner or competitor of Eurowag

You must register all actual, potential, or perceived conflicts of interest with our Compliance in the Code of Conduct Register, whether or not you think it will actually influence your decision.

If there is a risk of a conflict of interest, or if the results of the tasks entrusted to them are at risk, the employee or associate shall cease work on such tasks and inform their line manager and Compliance of the situation.



**For further information see:**  
Conflicts of interest Policy

## Political activity

We all have our own interests outside work, and you have the right to engage in lawful social and political activity in your own time.

We must engage with governments to help shape the public policy that affects not only our activities and those of the commercial transport industry more widely, but also the broader public policy issues that are relevant to our business and our stakeholders. We build constructive, lasting relationships with governments, contribute useful information and expertise, and engage with international organisations and civil society, directly and through our memberships of industry associations, to help develop robust, informed policy and regulation.

However, we also need to protect Eurowag's interests and reputation. Our business remains apolitical and does not associate itself with any particular political party or association.

It is therefore important that individuals keep their personal political activities separate from their role at Eurowag.

You must not use Eurowag funds or resources, either directly or indirectly, to help fund political campaigns, political parties, political candidates, or anyone associated with them.

You must always make it clear that the political views you express or actions you take are your own, and not those of Eurowag, unless you are explicitly required to represent Eurowag's views as part of your role.



**For further information, please see:**  
Company Secretary guidance on political activity



# We treat people with care and respect.

We will achieve our goals through embracing our diversity and maintaining an environment that encourages trust, teamwork, productivity, innovation, and joy.

## Being a good person and a true colleague

We promote an inclusive culture of sensitivity and respect for differences in which everyone has the opportunity to flourish, make a difference and realise their full potential.

We make decisions regarding hiring, recruitment, development, and promotion on the basis of individual capabilities in relation to the needs of our business.

Our future success depends upon us accessing a diversity of talent, where our people bring the best of themselves to their roles and our processes help people to learn, grow and progress their career.

As part of our activities, we value parenthood and support employees caring for their children.

This caring role is also recognised as being much wider with employees taking responsibility for other family members.

All colleagues are expected to treat each other with care and respect, and we are committed to ensuring that every individual can bring their whole self to work each day regardless of their gender, sexual orientation, age, race, ethnicity, religion, national origin, or disability.

We support each other because we want to be a well-functioning, high performing team. We trust each other, and leaders only give their team members clear and achievable goals and reinforce their sense of responsibility. We place great emphasis on freedom balanced by a requirement to cooperate whenever needed.

We endorse and promote respect for human rights, with particular emphasis on areas related to the prohibition of child and forced labour.

#### You should always:

- ✔ Apply the golden rule and treat others as you expect to be treated yourself
- ✔ Have the courage to speak up about any discrimination you might see
- ✔ Appoint on merit in line with resourcing policies and taking account of legal and affirmative action requirements in specific geographies

#### You should never:

- ✔ Discriminate against anyone because of their gender, sexual orientation, age, race, ethnicity, religion, national origin, or disability, except where required by law
- ✔ Disseminate or display materials that can reasonably be expected to cause offence because of their treatment of the above issues; for example, sexually explicit images



#### For further information see:

- Group equal opportunities, anti-bullying and anti-harassment policy
- Group speak up policy
- Group health & safety policy
- Modern slavery and anti-trafficking policy



# Human and labour rights

We are committed to acting ethically and with integrity in all our business dealings and relationships and to implementing and enforcing effective systems and controls to ensure modern slavery is not taking place anywhere in our own business or in any of our supply or customer chains.

We respect human rights in our operations and have created a work environment where we treat everyone with dignity and respect, and ensure they are free from harassment, bullying, and discriminatory or intimidating behaviour of any kind.

Our policy aligns to the UN Guiding Principles on Business and Human Rights, and the International Bill of Human Rights, which consists of the Universal Declaration of Human Rights, the International Covenant on Civil and Political Rights, and the International Covenant on Economic, Social and Cultural Rights.

We state this commitment in our group modern slavery and human trafficking policy as well as our equal opportunities, anti-bullying and anti-harassment policies.

Through our speak up policy, and a related speak-up channel, employees are able to and expected to raise any concerns about human and labour rights. We also established an alternative route directly to the Chair of the Audit and Risk Committee. The Audit and Risk Committee Chair acts as an external escalation point for any items, which employees may not feel comfortable raising directly with management or Compliance.



**For further information see:**

- Modern slavery and anti-trafficking policy
- Equal opportunities policy
- Anti-bullying and anti-harassment policy
- Group speak up policy
- Group health & safety policy

# Discrimination and harassment

We ensure fair treatment of all employees and co-workers and equal opportunity for all without distinction as to race, ethnicity, national origin, gender, sex, sexual orientation, age, disability, union membership, religion, creed, fitness, or world view. We respect the presumption of innocence.

We do not tolerate harassment of any kind (sexual or otherwise), intimidation, abuse, or otherwise inappropriate behaviour in the workplace. We require respectful behaviour among our employees and co-workers, and we take special consideration of the special needs of the disabled, seriously ill, elderly and families with children.

We deal transparently and fairly with all employees and associates in their hiring, evaluation, compensation, training, promotion and other aspects of employment and contractual relationships.



**For further information see:**

Group equal opportunities, anti-bullying and anti-harassment policy

## Personal data

We respect everyone's privacy. We take care to protect personal data, properly fulfil all data protection obligations and require our employees and co-workers to comply with data protection requirements. Therefore, we do not abuse personal data, we process it only for predefined legitimate purposes, openly and for the time necessary for the purpose. We duly inform those concerned about the processing of their data.

We handle personal data that may lead to discrimination with the utmost caution and only when processing cannot be avoided. This includes information relating to race, ethnic origin, nationality, gender, sex, sexual life, sexual orientation, age, disability, trade union membership, religion, beliefs, fixed beliefs, world views or criminal convictions.

We take technical and organisational measures to preserve the right to privacy.



**For further information see:**  
Privacy Policy





**We protect  
our information  
and assets.**

## Intellectual property and information security

We support everything that leads to innovation in all areas of Eurowag's activities and work to protect their results. Our intellectual property gives us a competitive advantage and unauthorised use may damage our reputation, brands, and products.

Data is at the core of many of our products and services and we need to ensure that we collect and use data for specific, approved, and lawful purposes and only the amount we need. We ensure we give users choices about their data, and we safeguard personal data.

Employees who have received or have access to confidential information must take care to keep this information confidential. You should take the approach that anything not known outside of the business is valuable confidential information that cannot be shared outside Eurowag in any forum without explicit authorization.

Together we respect and honour the property rights in general and the intellectual property of others in particular. We undertake not to infringe these rights in any way.

Because the use of external files or programs can pose serious security risks or intellectual property infringement, we are committed to not using unapproved software or downloading unknown files that could compromise the security of our information or infringe on the intellectual property rights of third parties.

Employees and associates must treat our logos, trademarks and other symbols that represent the Eurowag with respect and not use them in an inappropriate or damaging manner.



**For further information, please see:**

- Privacy Policy
- IT Code of Conduct
- IT Resilience Policy
- Security Incident Management Policy
- Information Technology Risk Policy

## Protection of property

Eurowag assets come in many different forms, physical, electronic, financial, and intangible. Whether it is a Eurowag laptop, our brand or even a truck park or building, we expect everyone to take good care of our assets.

Our assets, including computers, phones, email, and information, are meant to be used for the benefit of the company. These assets are not to be used for personal gain or for the benefit of others outside of Eurowag. It is your responsibility to keep our assets safe from loss, theft, damage, or fraud (which includes inappropriate use).

In the event that Eurowag or its property is threatened with danger, each employee or co-worker shall, to the best of his or her ability (but without endangering life or limb), attempt to avert such danger in a reasonable manner. In any event, however, he or she shall inform the supervisor or other persons capable of preventing, or at least mitigating, the danger of the situation as soon as possible.



**For further information, please see:**

- IT Code of Conduct
- Eurowag physical security standard

## Communicating externally

We recognise that there are often requests for comment or to provide insight on our business and there are specific places you can go for help to enable you to make the right choices and protect your name and our reputation.

We respect the privacy of our employees and co-workers and their personal and family life. We support freedom of expression and association in the usual forms, in traditions, and on social media.

Social media provides unique opportunities to share stories about our business and to listen, learn and engage with users and communities. However, use of social media also presents certain risks and carries with it certain responsibilities.

It must be remembered that any expression or contribution made by a private individual on a social network is a personal communication and not an official expression of the company.

To help keep things simple, for any media requests the Communications team should be involved for requests and inquiries. They have been put in place to help us with consistent and official statements on behalf of the business.



**For further information, please see:**  
Privacy policy



# We make a positive impact on society.

## Sustainable development

We are committed to making a positive impact in local communities wherever we operate.

We are also committed to making commercial road transport clean, fair, and efficient.

We work together with our stakeholders to define new and better ways to work, which helps our business, and our customers transition to a low carbon economy, and build a world that is better, safer, and more equitable.

We help SME transport companies thrive by offering benefits and services at attractive terms so that they can compete, succeed, and transition, with our support, to a low-carbon, digital future.

We strive to create a balance of positive values; from making a profit and paying taxes, to inspiring others, to the personal development of employees and co-workers, to creating an environment of positive emotions, to creating new jobs.

**We honour the legacy of previous generations and behave responsibly towards future generations. That's why we act in a way that promotes the:**

- ✔ Efficient use of resources
- ✔ Reduction of the negative environmental and social impacts of our activity
- ✔ Prevention of environmental pollution
- ✔ Protects natural, historical, cultural, and archaeological heritage

Beyond our corporate activity we actively support charities and have an established employee-led charity fund and annual programme, called Philanthropy & You, where a proportion of our earnings are transparently distributed to those in need based on our employees' choices.



**For further information, please see:**

- ESG policy
- Group sustainability reporting
- Philanthropy & You programme

## Personal responsibility

Please add your personal commitment to living the values that support this Code of Conduct and help us deliver on our ambition.

**You are expected to:**

- ✔ Understand the risks in your role and how to manage them
- ✔ Seek advice when things are not clear
- ✔ Promptly complete the ethics and compliance trainings assigned to you
- ✔ Make sure that any third-party contractors, agents, or consultants you work with are aware that they are bound by our Code and that they should act accordingly
- ✔ Speak up. It is your duty to report any suspected violations of the Code

Our Code of Conduct cannot give you specific advice for every situation, dilemma, or decision, so whenever you are unsure of what to do, you must seek advice. You can always ask for help by speaking to your line manager, Compliance Department or Human Resources.

A personal commitment to ethics and compliance is something where we each have complete control. Thank you all for your personal commitment.

 **Together we go far.**

**Company contact details**

W.A.G. payment solutions, a.s.  
Na Vítězné pláni 1719/4,  
140 00 Praha 4, Czechia

**Definition of Eurowag companies**

You can find all companies belonging to the family of Eurowag under the link below: