

CODE OF ETHICS

CARGOUNIT SP. Z O.O.

I. PURPOSE OF THE CODE

CARGOUNIT sp. z o.o., with its registered office in Wrocław ("CARGOUNIT"), conducts business consisting in the rental of railway rolling stock for freight and passenger operators. Our Mission is to improve the quality of transport by increasing the availability of low-emission railway rolling stock for freight and passenger operators. We base our activity on professionalism, trust, respect, reliability, and development. We believe that responsibility and sustainable development are the foundations of long-term success. This Code of Ethics (the "Code") is a guide for all our actions – regardless of position, the nature of the relationship, or place in the structure.

This Code is intended to present, in an accessible form, the key lines of conduct aimed at implementing the values we have adopted.

II. MISSION AND OUR VALUES

MISSION

Improving the quality of transport by increasing the availability of low-emission railway rolling stock for freight and passenger operators.

OUR VALUES:

PROFESSIONALISM

On the basis of our knowledge, skills, and experience, we ensure the highest quality of services and standards.

TRUST

The trust of our customers and colleagues is a priority. We build long-term relationships through honesty, integrity, and open communication.

RESPECT

We believe respect is the basis of partnership and success. We care about the needs of colleagues, customers, and the environment around us.

RELIABILITY

We approach our commitments reliably and responsibly; we keep our word.

DEVELOPMENT

Our goal is development based on the principles of corporate social responsibility. We focus on enhancing our team's competences and developing resources.

1. STANDARDS OF CONDUCT – GENERAL PRINCIPLES

We recognize that one of our fundamental duties as a market participant is to observe and implement, in the course of our activity:

- national law, EU law, and regulations arising from international agreements;
- the UN Guiding Principles on Business and Human Rights (UNGPs) and the OECD Due Diligence Guidance for Responsible Business Conduct;
- industry standards (e.g., technical safety of rolling stock);
- generally accepted ethical norms and principles of social coexistence.

Additionally, the Company monitors the currency of this Code on an ongoing basis and reviews potential adverse impacts in six-month cycles (review and update of the risk register).

2. HUMAN RIGHTS

Recognizing the inherent dignity and the equal and inalienable rights of all people, CARGOUNIT ensures that respect for human rights is of primary importance not only within the organization, but also in relation to all those with whom we cooperate and interact (directly and indirectly) in the course of our business.

Our core objective is to realize, protect, and promote human rights in our relations with business partners and with all entities upon whom CARGOUNIT's activity may have an impact – both direct and indirect.

Compliance with human rights within internal relations is ensured by respecting rights arising from labour law, including: freedom of association; participation of employee representatives in decisions materially affecting employee matters; the right not to be subjected to forced labour, child labour, or discrimination in employment (including equal pay for the same work or work of equal value). CARGOUNIT provides a work environment free from physical and psychological violence, including gender-based violence or harassment.

To fulfil human rights within the organization and in relations with external stakeholders, CARGOUNIT ensures compliance with its internal regulations, national legislation, and international standards and guidelines, with particular regard to the Universal Declaration of Human Rights, the International Bill of Human Rights, the UN Guiding Principles on Business and Human Rights, the OECD Guidelines, and the International Labour Organization Declaration.

Where necessary, CARGOUNIT will implement adequate remediation for stakeholders where we may cause or contribute to adverse human-rights impacts, including cooperation with judicial or non-judicial mechanisms to ensure access to remedy.

These principles bind all persons employed by or providing services for CARGOUNIT, regardless of position, function, form of employment or cooperation, and extend to members of the Company's governing bodies.

We expect fulfilment of the above requirements from our business partners (including suppliers and contractors) and other entities directly connected to our operations.



3. EMPLOYMENT RIGHTS

CARGOUNIT employs its staff and performs its duties as an employer in accordance with applicable law, in particular the Labour Code, the Act on the Promotion of Employment and Labour Market Institutions, and the Act on Foreigners.

We observe requirements placed on employers under EU regulations, international agreements, the UNGPs, the OECD Guidelines, and the ILO Declaration.

Minors may be employed only within the limits permitted by law.

We provide an environment free from discrimination, mobbing (workplace bullying), abuse, or harassment. We respect diversity and promote equal opportunities.

Workers (broadly understood) have equal rights for equal performance of the same duties, particularly equal treatment of women and men in employment. Any discrimination in employment – direct or indirect – especially on grounds of sex, age, disability, race, religion, nationality, political beliefs, trade-union membership, ethnic origin, creed, sexual orientation, fixed-term or indefinite employment, full-time or part-time work – is inadmissible.

We protect the health and life of our employees, guided by the “zero accidents” principle. We train, invest in OHS, and require compliance with rules (including reporting and maintaining legally required registers).

We require sobriety and readiness to work in accordance with safety procedures – especially in technical and operational contexts.

4. FAIR COMPETITION AND ANTI-CORRUPTION

We apply a zero-tolerance principle for bribery, abuse, and conflicts of interest. Offering or accepting undue benefits is prohibited.

We protect data of our customers, partners, and employees. We safeguard the confidentiality of strategic and technical information.

We follow the principles of fair competition; accordingly, we treat as inadmissible any agreements with competitors that infringe competition law, including arrangements aimed at price-fixing, submitting rigged tender bids (bid-rigging), or allocating/dividing the market by splitting customers, suppliers, territories, or lines of business.

We support an open market. We do not engage in practices that restrict competition. We obtain information about competitors solely by lawful means.

To prevent money laundering and the financing of criminal activity (including terrorism), we cooperate only with vetted business partners who provide assurance of proper and honest conduct.

Detailed rules aimed at eliminating conduct indicative of corruption and ensuring fair competition are additionally laid down in CARGOUNIT’s internal regulations.



5. TAXES

CARGOUNIT takes the measures necessary to properly perform obligations arising under tax law.

We make every effort to ensure that our organization and internal rules allow for timely and correct fulfilment of tax obligations, both in the role of taxpayer and as remitter.

Detailed information on our tax strategy is published on CARGOUNIT's website.

6. ENVIRONMENTAL PROTECTION

At CARGOUNIT, we recognize that limiting negative impact on the natural environment, as well as responsible management of natural resources – aimed at minimizing resource consumption and waste generation – is our duty.

- We support zero-emission solutions, recycling, and the decarbonization of rail.
- We strive to reduce exhaust emissions and noise.
- We optimize the use of energy, water, and fuels.
- We seek innovative solutions that reduce negative environmental impact.

Detailed information on our environmental strategy is included in the "CARGOUNIT sp. z o.o. ESG Strategy."

7. INNOVATION AND CYBERSECURITY

We support technological innovation. Our activity is based on continuous improvement of solutions in rail transport. We promote a culture of innovation – encouraging ideas, deploying modern technologies, and seeking better, safer, and more efficient ways of operating. We cooperate with vetted software providers that streamline our processes.

We support automation, digitization, and integration of operational data to improve service quality and reduce costs and environmental emissions.

We protect against digital threats by using appropriate market-available tools.

Managing locomotives and rail infrastructure requires advanced technology and information security.

Accordingly, we continuously ensure:

- protection of data against unauthorized access;
- prevention of cyberattacks and IT incidents;
- regular employee training in cybersecurity;
- use of monitoring and protective tools for operational and IT systems.

CARGOUNIT observes applicable legal regulations – national, EU, and international – aimed at the protection of intellectual and industrial property rights.

Detailed information on information security is set out in the "Personal Data Processing Security Policy of CARGOUNIT sp. z o.o." and its integral "Instruction for Managing the IT System."



8. OUR BUSINESS PARTNERS

Transparency in business relations is our priority. In contacts with both clients and financial institutions, we are transparent, timely, and responsible. Integrity is our foundation.

To ensure transparency, we emphasize the reliability of documentation. Reports we prepare must be complete, consistent, clear, and factually accurate. Any manipulation of data – especially falsification, concealment, alteration, or destruction – is prohibited.

We select partners who observe ethical standards, human rights, labour rights, environmental protection, and other key areas – in line with the principle of due diligence in the supply chain.

The requirements we set for ourselves under this Code are also expected of our business partners (suppliers, contractors, service providers, etc.), in particular with respect to:

- compliance with national law, EU law, and regulations arising from international agreements; industry standards (in particular regarding technical safety of rolling stock); and generally accepted ethical norms and principles of social coexistence;
- respect for human rights toward their own employees and toward external entities;
- compliance with labour law (in the areas of occupational health and safety, prohibition of discriminatory acts, mobbing, forced and slave labour, and child labour);
- respect for the natural environment (compliance with environmental laws and standards and minimization of environmental risks);
- meeting the requirements placed on enterprises regarding fair competition; counteracting conduct bearing the hallmarks of corruption; compliance with international sanctions imposed on countries, enterprises, or natural persons; and refraining from any business activity that violates international restrictions.

If we obtain information that our business partner does not comply with the above requirements, we reserve the right to carry out appropriate controls of compliance with the foregoing provisions and to demand the implementation of appropriate changes aimed at restoring the expected state of compliance, or we reserve the right to terminate cooperation with such a business partner.

9. REPORTING IRREGULARITIES

To prevent violations of law, internal regulations, and ethical standards; to build a sense of co-responsibility at CARGOUNIT for the workplace; and to protect the interests of employees, the organization, its environment, and stakeholders, we provide the possibility to report suspected violations of ethical norms, adopted standards of conduct, internal regulations, and legal provisions.

Secure reporting channels have been established, along with transparent and reliable rules for follow-up actions, including verification of the validity of a report, as well as conditions ensuring the protection of persons who may be victims of retaliatory actions in connection with a report.

Detailed information on reporting irregularities, reporting processes, and the introduction of corrective and remedial actions is set out in the “Procedure for Reporting Violations and Irregularities and Their Review.”



10. FINAL PROVISIONS

The Management Board of CARGOUNIT oversees compliance with and updates to this Code.

The Code is available on CARGOUNIT's website, where any updates will also be published.

The annex to this Code contains related internal documents in force in the Company. An amendment to the annex does not require an amendment to this Code and is effective upon publication of the updated list.

A handwritten signature in blue ink, located in the bottom right corner of the page. It appears to be a stylized 'R' followed by a vertical line.

ANNEX TO THE CODE OF ETHICS

List of related documents:

- 1) Procedure on Receiving and Giving Gifts and Other Benefits
- 2) Conflict of Interest Management Procedure
- 3) Procedure for Reporting Violations and Irregularities
- 4) Instruction on Giving Gifts
- 5) Policy on Protection Against Phenomena Indicative of Abuse or Corruption
- 6) Policy on the Security of Personal Data Processing
- 7) Instruction for Managing IT Systems
- 8) Taxonomy Procedure
- 9) ESG Strategy
- 10) MMS Management System
- 11) Project Management Rules



