MS Direct AG

Code of Conduct

& Partner Compliance Framework

Responsibility. Integrity. Trust.

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Our Responsibility

MS Direct AG shapes e-commerce logistics in an environment defined by speed, complexity and global interdependencies. Its customers entrust it with key parts of their value creation – and this trust obliges the company to deliver far more than operational performance.

MS Direct AG sees integrity not as an add-on to its business, but as its foundation. For MS Direct AG, economic success and responsible conduct towards its employees, customers, partners, society and the environment are inseparable.

MS Direct AG is convinced that a healthy corporate culture is built on integrity, respect and transparency. It continues to develop these values and deliberately sets a high bar for its own conduct. It expects the same standard of its partners.

Who Does This Code of Conduct Apply To?

This Code of Conduct applies to all employees of MS Direct AG, regardless of type of employment, level or location, hereinafter collectively referred to as "Employees". This includes, in particular, temporary staff and agency workers.

The Code of Conduct also applies to all direct and indirect suppliers, subcontractors, service providers, consultants and agents of MS Direct AG, hereinafter collectively referred to as "Partners".

Beyond the provisions of this Code of Conduct, MS Direct AG calls on its Partners to take additional measures to comply with the provisions of this Code of Conduct in their own value chains and to improve conditions. Compliance with this Code of Conduct is not a mere formal requirement, but the foundation of the cooperation between MS Direct AG and its Partners.

The obligations and principles set out in this Code of Conduct apply to Partners accordingly. Partners undertake to embed these standards in their own organisations in a binding manner and to ensure, through appropriate internal instructions and measures, that their employees and partners comply with them.

What MS Direct AG Expects

This Code of Conduct defines binding principles for joint action across the operations of MS Direct AG. The business is to be conducted fairly and sustainably. MS Direct AG expects its Employees and Partners not only to comply with the principles of this Code of Conduct, but also to show an ambitious commitment to continuous improvement beyond statutory minimum requirements.

Managers bear a special responsibility for setting an example in line with the content of this Code of Conduct and for actively promoting compliance with it.

The commitments in this Code of Conduct are based on international standards, including the ILO core labour standards and the Universal Declaration of Human Rights. Where the Code of Conduct and statutory requirements differ, the stricter standard always applies.

Leadership & Governance

At MS Direct AG, responsibility is specifically assigned. The Executive Board is responsible for compliance with this Code of Conduct and firmly embeds integrity in all processes, decisions and control systems.

Managers are responsible for making ethical conduct tangible in everyday work. They create a framework in which rules are understood and put into practice – both for Employees and in collaboration with Partners. For MS Direct AG, true integrity proves itself precisely under economic or time pressure. Compliance is therefore understood not as a downstream control, but as an integral part of operational and strategic leadership.

Integrity in Business Conduct

Anti-Corruption & Prohibition of Bribery

All business activities of MS Direct AG are based on lawfulness, transparency and fairness. Any form of corruption, bribery or undue influence – whether direct or indirect, including through third parties such as agents, consultants or intermediaries – is contrary to MS Direct AG's understanding of fair business conduct and will not be tolerated.

Corruption, bribery and undue influence include offering, granting or accepting improper advantages in dealings with public officials or private decision-makers, covert payments of any kind, and improper donations and sponsorship intended to influence decisions. Gifts of low value that are customary in normal business practice are permitted, provided they are transparent and not capable of influencing a decision. The threshold for gifts of low value is CHF 100 per person and occasion.

Conflicts of Interest

Conflicts of interest are to be avoided. However, they should not be ignored, but made visible and handled responsibly. A conflict of interest arises when the personal, financial or other private interests of a person who falls within the category of Employee or Partner conflict with the interests of MS Direct AG or may impair the objectivity of a professional decision – regardless of whether MS Direct AG actually suffers a disadvantage as a result. This applies in particular to secondary employment, financial interests in competing companies, suppliers or customers, personal or family relationships in a business context (e.g. hiring relatives, relationships with subordinate employees, transactions with closely related persons), external mandates, and the private use of company resources or information.

Employees are obliged to disclose potential conflicts of interest without delay to their manager or the responsible compliance contact. If their own manager is affected, disclosure must be made to Compliance or to the next higher level. Disclosure is not a sign of weakness, but a prerequisite for integrity; it has no negative consequences for the person making it.

Even where statutory requirements leave room for interpretation, MS Direct AG is guided by clear ethical principles. These include, in particular, integrity, fairness, respect, a sense of responsibility and transparency. Trust is built through consistent behaviour – not through case-by-case decisions.

Existing or potential conflicts of interest must not only be disclosed, but also avoided or mitigated through appropriate measures agreed with Compliance. Such measures may include, in

particular, recusal from decisions or the transfer of responsibilities. Business decisions must be made objectively and transparently, and in the interest of MS Direct AG, at all times.

Anti-Money Laundering & Fair Competition

MS Direct AG takes appropriate measures to protect itself against money laundering, terrorist financing and other forms of financial crime. MS Direct AG acts in full compliance with applicable competition law. Agreements with competitors on prices, market allocation or tenders, as well as any form of insider trading, are strictly prohibited.

Suspicious business activities, unusual payment structures or indications of breaches of sanctions, competition or anti-money laundering regulations must be examined without delay and reported to the responsible compliance officers. Confidential information of competitors must not be obtained unlawfully, nor used or disclosed.

Human Rights & Labour Standards

MS Direct AG takes a clear stance on human rights and labour standards. All people, regardless of their role in the value chain, are entitled to respectful treatment and fair, safe working conditions. MS Direct AG protects human rights and complies with all applicable local labour and safety laws.

Equal Treatment

MS Direct AG is firmly convinced that all people must be treated equally and observes the principle of equal treatment at all times. It expects its own Employees to observe it as well.

Any unjustified unequal treatment or discrimination is prohibited. Discrimination means the unjustified disadvantage of a person or group on the basis of characteristics such as ethnic origin, national origin, religion, gender, sexual orientation, age, pregnancy, physical or mental disability or trade union membership. No decision may be made on the basis of any of these characteristics.

MS Direct AG does not tolerate any form of harassment in the workplace or in the course of collaboration. Harassment includes insults and any conduct that creates an intimidating or hostile environment. Every single incident of physical, sexual, psychological or verbal harassment is unacceptable.

Employment Contracts, Remuneration & Working Hours

MS Direct AG provides every employee with a written employment contract containing the information required under Art. 330b of the Swiss Code of Obligations (CO). The agreed remuneration must in no case be below the statutory or industry-standard minimum wage.

Transparency and fairness are the foundation of MS Direct AG's employment contracts. All contractual terms must comply with statutory requirements, be clearly worded and give appropriate consideration to the interests of both parties. There is no place for unclear, disproportionately restrictive or immoral clauses.

The maximum weekly working time, including overtime and taking statutory rest periods into account, is 45 hours. Statutory requirements on rest, breaks and recovery periods must be observed at all times. Where local statutory requirements provide for stricter rules, the stricter standard applies. Wage deductions as a disciplinary measure are not permitted under any circumstances.

Health & Safety

Everyone has the right to work in a safe and hygienic environment. MS Direct AG must comply with all applicable occupational health and safety laws and take appropriate measures to prevent workplace injuries and to reduce adverse health effects, including health strain arising from digital working environments.

Employees must have free access at all times to clean drinking water, clean sanitary facilities, first-aid equipment, fire extinguishers and – where required – personal protective equipment. Emergency exits and escape routes must be kept clear and unobstructed at all times. Separate sanitary facilities must be provided for women; pregnant employees must receive special protection.

MS Direct AG promotes a working environment that protects the physical and mental health of its Employees. Suitable emergency and evacuation procedures must be in place, communicated and reviewed regularly. Employees must be trained regularly on safety and health protection topics by the heads of their areas and be given appropriate information about existing risks.

Workplace accidents, near misses and unsafe working conditions must be reported to direct supervisors and investigated appropriately to prevent recurrence. Employees must not suffer any disadvantage for reporting safety concerns or refusing work that poses an immediate danger to health or safety.

Child Labour & Young Workers

MS Direct AG takes a strict zero-tolerance approach to child labour. This applies to its own Employees as well as to suppliers, subcontractors and other business partners.

The employment of persons under the age of 15 or below the statutorily defined minimum age, whichever is higher, is absolutely prohibited. Children must have completed all compulsory schooling before they may be employed. Regular, lawful vocational apprenticeships, school internships and similar training arrangements are not covered by this prohibition.

If child labour is identified, appropriate measures must be initiated immediately to ensure the wellbeing and protection of the child concerned and their access to education.

Employees under the age of 18 receive special protection compared with adults, in particular with regard to overtime, night work and hazardous activities such as handling hazardous substances or dangerous machinery. Age must be verified and documented on the basis of official documents (e.g. identity card or birth certificate) before employment begins. Employees under the age of 18 must not perform any work that could endanger their health, safety or development.

Forced Labour & Migrant Workers

Any form of forced labour, debt bondage or work extracted through deception, intimidation, threats or coercion is prohibited. All Employees must have the right to terminate their employment at any time in accordance with statutory provisions. Documents such as identity cards or passports must neither be withheld nor used as a means of exerting pressure.

Cross-border commuters, foreign workers and fixed-term and temporary Employees are employed solely on the basis of valid work permits. Recruitment fees must not be passed on to Employees. Where accommodation is provided for Employees, it must meet all statutory requirements – in particular with regard to health and safety.

Working conditions, remuneration and rights must be communicated to migrant workers in a language they understand. Employees must neither be restricted in their freedom of movement nor required to deposit personal documents or financial security.

Freedom of Association & Collective Bargaining

MS Direct AG respects the right to freedom of association and collective bargaining as well as trade union membership, to the extent permitted under local law. Any attempt to obstruct or delay these processes is incompatible with the principles of MS Direct AG.

MS Direct AG ensures that Employees are also heard through other channels, such as representation of interests, mediation and constructive conflict resolution.

Employees must not be disadvantaged or intimidated because of their trade union membership, their representation of interests or their participation in collective bargaining.

Health, Safety & Operational Responsibility

In an operational environment such as logistics, occupational safety is inseparable from quality. Processes must be not only efficient, but also designed to be safe. Economic pressure must never lead to compromises on safety.

MS Direct AG creates structures in which risks are systematically identified, assessed and reduced. At the same time, MS Direct AG expects every individual employee, as well as Partners, to take responsibility for their own actions. Safety is not achieved through rules alone, but through consistent everyday behaviour.

MS Direct AG recognises mental health as equal in importance to physical health. MS Direct AG creates an environment that fosters open communication and psychological safety, and in which Employees can receive support when needed.

Environment & Sustainable Development

MS Direct AG takes its role in protecting the environment seriously and recognises that its industry contributes in many ways to the environmental challenges facing humanity. As part of MS Direct AG's vision of making a positive contribution to people and the environment, it consistently integrates environmental standards into its own operations and continuously reduces the ecological footprint of its business activities.

For this reason, MS Direct AG is part of the Science Based Targets initiative (SBTi) and is committed to reducing greenhouse gas emissions in line with science-based climate targets. The aim is to continuously reduce emissions in line with the 1.5-degree target of the Paris Agreement and thus make a measurable contribution to global climate protection. The SBTi provides a recognised framework for validating and implementing reduction targets.

MS Direct AG complies with all applicable laws and regulations on the protection and preservation of the environment, including obtaining and regularly updating all required environmental permits.

MS Direct AG encourages its Partners to set ambitious environmental targets – in particular with regard to reducing greenhouse gas emissions, waste volumes and energy and water consumption.

MS Direct AG also ensures that minerals and metals used in its production do not, directly or indirectly, finance armed conflict or human rights violations in mining regions.

Data, Technology & Confidentiality

The handling of data is a central part of MS Direct AG's business. MS Direct AG goes far beyond merely lawful data handling. MS Direct AG is committed to strict compliance with all applicable data protection and information security regulations, in particular the GDPR and the Swiss Federal Act on Data Protection (FADP). Personal data is processed in accordance with applicable data protection law and the principles of data minimisation, purpose limitation and transparency. Access to information is granted only to the extent necessary.

The intellectual property rights of MS Direct AG and of third parties are respected and protected. The unauthorised use, reproduction or disclosure of proprietary information is prohibited.

Technology – including artificial intelligence – is used responsibly, transparently and in line with ethical principles. Automated systems must not create or reinforce discrimination. Decisions with a significant impact on individuals must not be based solely on automated systems without appropriate human review. Innovation must not endanger trust.

Security incidents, data protection breaches or unauthorised access must be reported without delay, orally or in writing, to direct supervisors or the data protection officer and handled appropriately.

Responsibility in the Supply Chain

MS Direct AG's responsibility does not end at the boundaries of its own organisation. MS Direct AG works with Partners who are willing to comply with comparable standards and to actively assume responsibility along their own supply chains.

Transparency is crucial in this respect. Suppliers must be able to present their structures, processes and risks in a clear and traceable manner.

Whistleblowing & Handling of Violations

MS Direct AG cannot fix what it cannot see. A functioning corporate culture requires that problems can be raised openly without negative consequences.

Reports can be made through several channels: directly to the manager or the responsible compliance contacts (Group Head HR and COO), by email to compliance@ms-direct.ch, or via the mailboxes at the sites for anonymous reports.

Whistleblowers must be protected. No one who, in good faith, reports conduct perceived as problematic or who participates in an investigation may be disadvantaged, directly or indirectly. This principle applies without exception. MS Direct AG expects its Partners to communicate and enforce a clear non-retaliation principle.

Reports are examined confidentially and impartially. Depending on severity and context, measures range from corrective conversations to the termination of the employment or business relationship and the filing of a criminal complaint. In the case of particularly serious violations, especially those involving forced or child labour, the cooperation is terminated immediately. MS Direct AG does not tolerate any violations of human rights, applicable law or the principles of this Code of Conduct, whether in direct interaction or in the digital space. As soon as MS Direct AG becomes aware of violations, the business relationship with the Partner or Employee concerned is evaluated without delay.

MS Direct AG reserves the right to verify compliance with this Code of Conduct through announced or unannounced audits – including by independent third parties – and to define corrective measures together with Employees and/or Partners. Partners and Employees cooperate fully in this process and address findings jointly, with clear corrective measures and agreed deadlines.

Binding Nature & Ongoing Development

This Code of Conduct is binding on all Employees and all Partners of MS Direct AG. It is an integral part of MS Direct AG's contracts and forms a cornerstone of cooperation and of MS Direct AG's everyday decisions.

At the same time, it is not a static document. Requirements change and expectations evolve. This Code of Conduct is therefore reviewed regularly – at least every two years – and adapted where necessary to reflect changing statutory requirements, international standards and the expectations of MS Direct AG's stakeholders. Responsibility means continuing to develop.

Employees, suppliers, subcontractors and Partners are obliged to know and comply with the content of this Code of Conduct and, where necessary, to take part in relevant training or awareness-raising measures.

Knowledge is the prerequisite for responsible action. All employees of MS Direct AG are briefed on the content of this Code of Conduct when they join the company and whenever it is materially amended. In addition, they complete refresher training on the key compliance topics regularly – at least every two years.

Managers bear additional responsibility: they ensure that their team knows and understands the applicable rules and can apply them in everyday work. Participation in mandatory training must be documented.

MS Direct AG expects Partners to establish comparable briefing and training processes for their own employees – in particular on human rights, labour standards and integrity in business conduct.

Acknowledgement

By accepting this Code of Conduct, the signatory confirms that they have read and understood the principles it contains in full, will ensure compliance with them within their own organisation, will actively promote the implementation of the requirements it contains along their own supply chain, and will seek dialogue with MS Direct AG in case of any uncertainty before making decisions.

Company / Organisation

Name & Position of the Signatory

Date

Legally Binding Signature