

Code of Conduct 2024

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Introduction

Dear colleague,

DFDS is the sum of the actions of all the people who work here. Whether you work on land or at sea, the actions and decisions we make as individuals are ultimately part of what defines DFDS. So, we all have a responsibility towards each other, towards society and towards all the people we interact with, to always act according to our values and our purpose that “We Move for All to Grow”.

Our customers, suppliers, colleagues, partners and other stakeholders trust DFDS based on our professional competence and integrity – qualities that underpin our reputation.

How we act collectively is the foundation on which we make our decisions, and our future

The DFDS Way

- We care
- We serve our customers with passion
- We listen before making decisions
- We do what we say we'll do
- If we see a problem, we fix it
- We learn, develop, and improve every day

business and development depends on all of us following this code of conduct and our values as defined in ‘The DFDS Way’.

For all DFDS employees, we rely on each of you to always uphold this behaviour and abide by the law in your daily work. However, sometimes issues may arise where laws and policies do not provide sufficient guidance to help you know what the right thing to do is. In those situations, our values and our Code of Conduct may help solve dilemmas that may arise.

As a signatory to the UN Global Compact, we have implemented its principles on human rights, labour standards, environment, and anti-corruption to guide our values and our conduct guidelines. This Code of Conduct describes what behaviours we

emphasise in different situations, and how we want you to respond to ethical issues.

Finally, should you encounter a situation where you find that the law, our values or this Code of Conduct is not being followed, we expect that you, as part of DFDS, will raise your concern immediately through one of the available reporting channels. There will never be consequences for any colleague who places a complaint in good faith.

Thank you for your continued support in keeping each other and DFDS safe.

Sincerely,
Torben Carlsen
President & CEO



How to report a breach

You are the key to an ethical environment at DFDS. If you witness or suspect a violation of the Code of Conduct, you are expected to raise your concern.



How to raise a concern

You can report the issue through different channels:

- + Your direct manager or supervisor (Land) or Head of Department/Master (Sea)
- + Your local HR Business Partner (Land) or Crewing Department (Sea)
- + Any member of the Executive Management Team
- + The DFDS Whistleblower line

You are advised to always speak with your supervisor or manager first unless the violation involves these individuals.

You can also use the whistleblower line if you do not feel comfortable reporting through any of the other channels. It can be found on the Bridge and on DFDS.com. You are strongly encouraged to identify yourself if making a report through the Whistleblower line, as filing anonymously may hinder our ability to thoroughly pursue your concern. However, the system also allows the filing of reports anonymously should you for specific reasons need to do so.

We will not retaliate nor tolerate retaliation against any employee who raises an issue, complaint, or concern in good faith. Our goal is to deal fairly and equitably with each employee.



What DFDS expects from you

- + Raise your concern about any violations of the Code of Conduct.
- + Use the designated channel for reporting.
- + Identify yourself when reporting – but know that anonymity is also an option.

These categories are important to us



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We promote equality and respect



Human rights

In our global operations, we engage with suppliers, customers, and local communities, influencing people both within and beyond our organisation. Recognising this impact, we bear the responsibility of respecting human rights. As a signatory of the United Nations Global Compact, our actions are guided by international norms and the values established in the Universal Declaration of Human Rights. Our pledge aligns with the declaration's core principles. Furthermore, our Human Rights approach is aligned with the UN Guiding Principles on Business and Human Rights.

As an employer we have the responsibility to secure our colleagues' rights to a safe and decent working environment. Furthermore we also want to promote a culture that protects other human rights and where everyone is treated with dignity and respect.

The consequences of being complicit in human rights violations extend beyond the direct negative implications for the people affected, to significant reputational, financial, and legal risks. To prevent severe human rights breaches, we must detect risks to people and human rights at an early stage. No violation of human rights is therefore too small to try to avoid, and respecting human rights is equally important on land and at sea.

What DFDS expects from you

- + Respecting human rights must be a priority to you in the workplace, and it must be a priority to you when you represent DFDS.
- + Treat colleagues, customers, suppliers, and others with respect, dignity, fairness, and courtesy.
- + Demand that our business partners similarly adhere to human rights principles that are consistent with ours.
- + Familiarise yourself with our Labour Code of Conduct if your role in DFDS enables you to have a direct impact on workers' rights.

Related policies

- Human Rights Policy
- Labour Code of Conduct
- Modern Slavery Act Statement



Diversity, equity & inclusion

DFDS is the sum of all our great colleagues. We embrace the principle that all people are equal and possess the capacity to bring valuable contributions to our company, irrespective of their background.

Diversity is more than just gender, age, and race, it also relates to intangible aspects such as socioeconomic background, education, and personal belief. When we focus on competence in a wide sense, we will be able to match the right person to the right task and hereby create a truly diverse workforce.

Creating a diverse culture will not only make us more creative, flexible, productive, and competitive but will also foster an important sense of belonging. We strive to create an environment where individuals feel valued for being themselves, as they contribute to our collective success with their unique perspectives and capabilities.

The concept of equity highlights our commitment to providing every colleague with fair and just opportunities to thrive. It means eliminating barriers that may hinder some individuals from realising their full potential and creating a level playing field for all.

Inclusion comes from fairness and transparency in promotions, treating each other with mutual respect, promoting mutual feedback, and creating a feeling of belonging. An inclusive workplace that supports everyone in making meaningful contributions will better realise the full potential of all employees.

What DFDS expects from you

- + Embrace and champion our commitment to a diverse, equitable, and inclusive workplace, recognising its significance in employee engagement and our overall success.
- + Always follow the principle of equal employment without regard to any specific characteristic.
- + Apply relevant and objective criteria with focus on competence when making decisions regarding hiring, promotions, and compensation.
- + Base actions strictly on individual ability, performance, experience, and the needs of the company.
- + Listen and learn from others' views and opinions.
- + Work to identify and recognize your own biases.

Related policies

→ Diversity, Equity, & Inclusion Policy



Non-discrimination & anti-harassment

At DFDS, we are committed to providing a safe and welcoming environment for all employees. As a diverse and inclusive workplace, our goal is to make every individual feel secure and comfortable when coming to work. A crucial part of this commitment is our zero-tolerance against bullying and harassment in any form.

We do not tolerate discrimination against any employee or job applicant based upon an individual's race, religion, ethnic origin, gender, sexual orientation, gender identity, age, disability, or other characteristics.

We affirm this principle of freedom from discrimination in all aspects of the employment relationship.

DFDS is dedicated to following up on all reported incidents and taking appropriate disciplinary actions when necessary. We treat all reports seriously and with care and all reported incidents are investigated thoroughly. Everyone can report incidents they experience personally or witness happening to others, and we encourage open and honest communication.

We believe that being an active and supportive colleague extends to not being a passive bystander. It is every employee's responsibility to act against any form of harassment or discrimination by reporting it. To stand up for what is right is not just an obligation but a reflection of good colleagueship.

We ensure trust and the possibility for anonymity in the reporting process. We will follow up on every incident, regardless of who is involved, to maintain a safe and inclusive workplace for all.

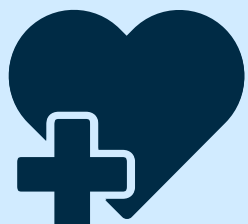
What DFDS expects from you

- + Never participate in any kind of harassment, whether physical, verbal, or non-verbal.
- + Never discriminate based on race, religion, ethnic origin, gender, sexual orientation, gender identity, age, disability, or other characteristics.
- + If you experience any kind of bullying, discrimination, or harassment, you should report it to your manager, local HR, any member of the EMT, or through the DFDS Whistleblower line.
- + If you witness or suspect that someone is being bullied or treated unfairly, you should report it to your manager, local HR, any member of the EMT, or through the DFDS Whistleblower line.
- + Follow official messaging guidelines when talking about any decarbonisation target or activity, to ensure that DFDS does not risk being charged with greenwashing.

Related policies

→ Diversity, Equity, & Inclusion Policy

We prioritize safety above all else



Health & safety

A key component of being a caring employer includes maintaining the health and safety of you and those contributing to or affected by our operations.

It is the responsibility of DFDS as an employer as well as yours as an employee to contribute to a safe and good work environment in line with the governing DFDS Health & Safety policy.

As DFDS employees, we strive towards continuously improving our safety performance by involving the local health and safety responsible person when experiencing procedures that could be safer. Together, we can improve our understanding of the risks and hazards related to our work and ensure that they are managed systematically.

A strong safety culture at sea and on land must always be rooted in measures that are consistent with all applicable local and global legislation.

What DFDS expects from you

- + Always act in conformance with or exceed all applicable regulatory requirements.
- + Never compromise your own or others' safety to get a job done faster or easier. Effectiveness should always be achieved by acting with caution and responsibility.
- + You have the right and obligation to stop any experienced or witnessed job that you deem unsafe in your daily work, regardless of whether it is a job you yourself are involved in or where you witness unsafe activity by others.
- + Promote and enhance a true just culture with focus on "no blame".
- + Always set a good example for contractors and business partners by promoting the awareness of health, safety, and security to them.
- + Report near-misses and other dangerous situations to your local health and safety manager/department.

Related policies

→ Health & Safety Policy



Well-being

At DFDS, we believe that a healthy, happy, and balanced workforce is essential for our shared success. We are dedicated to creating a workplace where every employee feels valued and supported in their pursuit of well-being.

We acknowledge that life can present stress and challenges caused by factors from both within and outside of the workplace. We encourage our colleagues to share their experiences, seek support when needed, and provide understanding to others who may be struggling.

Historically, there has existed an unjust stigma surrounding mental health. We believe it is crucial to challenge these stigmas, foster open conversations, and provide the support necessary for everyone to lead healthy and balanced lives. By acknowledging the presence of mental health challenges, we can create an inclusive and empathetic environment where well-being is a shared priority.

What DFDS expects from you

- + Communicate clearly with your manager if your workload or personal life is causing stress and/or an overload in your mental capacity.
- + Create an environment of support and understanding within your team. Be attentive to your colleagues' well-being and offer help when necessary.
- + Consult local HR, your manager, or your local Work Environment representative for guidance on preventive measures and/or immediate help if needed.
- + If you become aware of any well-being issues within the workplace, please report them to your manager, local HR, or your local Work Environment representative. Your input can help us create a healthier work environment for all.

Related policies

- Health & Safety Policy
- Labour Code of Conduct



Drug & alcohol-free workplace

DFDS is committed to ensuring a safe work environment free from alcohol, narcotics, and other illegal recreational drugs, all of which are considered potential hazards to your health and safety. Employees may in accordance with local policies be subject to testing for alcohol or drugs.

It is the responsibility of both managers and colleagues to intervene if there is a suspicion of colleagues being under the influence of any of the prohibited substances during working hours and to initiate the required measures, including an offer of treatment, if relevant.

The DFDS Executive Management Team may grant general or specific exemptions authorising local management to permit, on defined occasions, the consumption of alcohol at social events during working hours.

On land, the expectations apply during working hours when at your workplace or working remotely. On-board vessels, it applies to the entire service period both on and off duty.

What DFDS expects from you

- + Do not consume or possess alcohol while working and do not come to work while intoxicated.
- + Do not possess or take narcotics or other illegal substances while working.
- + Any use of such substances outside of work should not impair your performance or be detectable during working hours.
- + For crewmembers working on vessels, all prescribed medication must be reported to your Captain.

Related policies

- Health & Safety Policy

We protect the environment



Decarbonisation

With the world in a state of climate crisis, DFDS recognises that our only future is a net-zero future. We have short-term decarbonisation targets in place for 2030 and a commitment to be net zero by 2050. We are continually developing targets and techniques to speed up our transition and to help reduce our customers' emissions from transport.

Most of our greenhouse gas (GHG) emissions come from our sea and land transport. Decarbonisation covers both the reduction of our GHG footprint and the reduction of our energy intensity.

Our transition plan is dependent on four main capabilities, which are increasing efficiency, transitioning to green fuels, electrifying assets, and implementing circularity in our value chain.

Every employee can play a crucial role in decarbonising our company to reach our targets. Whether one can support through data collection, forming of partnerships, engaging in customer dialogue, or other areas, we must unite our efforts to drive meaningful change toward a sustainable DFDS for all.

What DFDS expects from you

- + Understand the basics of greenhouse gas emissions as they relate to our business – online training is available.
- + Familiarise yourself with DFDS's climate plan, targets and policy.
- + Actively work to decrease energy usage and increase efficiency in all activities, and in particular be prepared to collaborate across functions and divisions in order to find the most efficient overall solution.
- + Promote sustainable solutions to customers.
- + Actively support the work to account for our emissions by following processes and ensuring data is collected in the relevant systems.
- + Follow official messaging guidelines when talking about any decarbonisation target or activity, to ensure that DFDS does not risk being charged with greenwashing.

Related policies

→ Climate & Environment Policy



Biodiversity

With the growing awareness of biodiversity loss on land and at sea, we are firmly committed to not only complying with existing regulations but also actively expanding our knowledge to better protect and preserve biodiversity. We are committed to continuous learning and to proactively mitigate our impact on the ecosystems we encounter. We acknowledge that, given the size and magnitude of our operations, we inevitably pose a risk to biodiversity. This fact drives us to take responsibility for our impact on the environment and inspires our dedication to preserving the rich diversity of life on our planet.

We recognize the significance of biodiversity and understand that we still have much to learn. To navigate this complexity, we encourage colleagues to prioritize listening to biodiversity experts and leveraging their own networks to proactively increase their knowledge level. We understand the importance of listening before making decisions, which sometimes requires us to proactively seek information on topics where our knowledge is limited.

We are dedicated to making a positive difference in the world by reducing our negative impact on biodiversity, and we invite our employees and stakeholders to join us on this critical journey.

What DFDS expects from you

- + Consider the impact on the biodiversity when making business decisions.
- + Ensure that any environmental accidents are reported and handled immediately.
- + Take cautionary measures to avoid spills into the sea or on land.
- + Always carefully consider and listen when approached about biodiversity-sensitive areas. Consult with Group Sustainability if the subject seems relevant for further investigation.
- + Exercise caution in preventing the introduction of invasive species due to our cross-border transport activities.

Related policies

→ Climate & Environment Policy



Resource management

In this era of significant environmental challenges, the Earth's finite resources must be utilized with care and efficiency to protect our planet's future and the well-being of generations to come.

At DFDS, we aspire to minimize waste and optimize resource usage throughout our operations. By applying the concepts of the Waste Hierarchy, we aspire to 'Reduce, Reuse, and Recycle' whenever we see an opportunity to do so. We recognize the importance of circularity and responsible resource management in a world where overconsumption is taking a significant toll on the planet.

We understand that this goal of responsible resource usage requires involvement from every corner of the business. Whether it's optimizing energy usage, reducing material waste, or initiating recycling efforts, we approach resource management as a collective responsibility that requires constant dedication from all of us.

What DFDS expects from you

- + Speak up if you identify ways in your area to increase efficiency of resource usage.
- + Embrace the "Reduce, Reuse, Recycle" approach to limit waste and environmental impact where possible.
- + Exercise thoughtfulness in purchasing decisions; don't buy items unless necessary.

Related policies

→ Climate & Environment Policy

We foster integrity and ethical conduct



Competition & pricing

Competition rules prohibit conduct that restricts competition or harms consumers. This includes price fixing, market sharing, bid rigging and abuse of market power. DFDS is committed to complying with all applicable competition rules in markets where we operate.

Breaches may lead to severe penalties both for DFDS and individuals involved. You should always be careful not to use wording that could leave the impression that DFDS is trying to breach competition rules. We may interact with competitors where doing so leads to improvements for customers and only after careful consideration. Regardless, DFDS shall never share competitively sensitive information, which includes knowledge that you would typically not want known to competitors and which could give them an advantage in reducing uncertainty about the actions of DFDS in the market. Extra care also needs to be exercised where DFDS has significant market power.

If you find yourself in doubt, make sure to contact Group Legal.

What DFDS expects from you

- + You should not enter into illegal agreements with competitors such as agreements to share markets, fix prices, or coordinate tender bids.
- + Where DFDS has significant market power, you should not enter into exclusive customer agreements, and you must be careful when granting rebates.
- + You should not seek to fix the resale price for customers.
- + Avoid language that could be misunderstood as aimed at competitors or consumers such as “fixing” prices, “managing” competition, or “coordinating” capacity.
- + Employees in functions with significant influence on specific customer terms and conditions must familiarize themselves with DFDS competition policies and where relevant attend training offered.

Related policies

→ [Competition Compliance Manual](#)



Confidentiality & inside information

DFDS is a market leader, and our knowledge and processes will often represent a commercial value, including forming intellectual property such as company names and logos, designs and source codes. All employees should keep confidentiality about the DFDS way of doing business and any related intellectual property. The security of DFDS information and know-how should not be compromised in your dealings with the outside world. This includes avoiding the discussion of confidential issues in public places or discussing such issues with family or friends.

DFDS is a Danish listed company, and all our investors must have equal access to relevant information about DFDS. Information that potentially can impact the pricing of DFDS shares is referred to as inside information. Anyone, including employees of DFDS, having inside information that is not publicly known must refrain from buying, selling, or recommending buying/selling DFDS shares.

What DFDS expects from you

- + Assist DFDS in maintaining confidentiality of any inside information until it is disclosed to the market.
- + Never buy, sell, or recommend transactions in DFDS shares when you hold inside information.
- + Protect the commercial knowledge and intellectual property of DFDS from being disclosed to third parties and show care when bringing laptops etc outside the DFDS premises and when responding to e-mails and clicking links.
- + Inform Group Legal if you suspect that a third-party copies DFDS names, logos or other property or if you suspect that DFDS is breaching third-party property rights.



Conflicts of interest

Each decision made as an employee of DFDS should be made only based on the needs of DFDS.

A potential conflict of interest arises when an employee may be seen as seeking to influence a DFDS decision for personal gain, including the gain of related persons.

A conflict of interest does not necessarily mean that the activity at issue must be avoided or discontinued. Often, a conflict can be managed through disclosure and other steps to resolve or manage the conflict.

What DFDS expects from you

- + You should let your manager know if you are in a potential conflict of interest e.g., if you have a personal relationship with a current or potential future business partner.
- + Let your contact in People Division know if you are suggesting DFDS to hire a friend or relative and refrain from any involvement in such hiring process.
- + Do not use your position in DFDS to obtain personal benefits.

Related policies

→ Close Personal Relationships Policy



Anti-corruption

The acceptance or offering of bribes and facilitation payments, whether directly or through third parties, is unacceptable and illegal. Bribes are payments, gifts, or other transfers of value to obtain an improper advantage.

Bribery may take many forms including hospitality, donations, or sponsorships. Social gatherings may foster the relationship between DFDS and our customers as well as suppliers. Therefore, usual corporate hospitality may be provided and accepted as long as the cost/value is moderate and appropriate in the circumstances. Gifts of a modest value may also be provided or accepted in the normal course of business. No social event or gift should be of a value likely to influence or be seen as influencing your decision-making or that of any third party, in particular representatives of public authorities or state-owned enterprises but also any usual customer, or supplier. Donations or sponsorships linked to commercial parties need the prior approval of your immediate manager while donations or sponsorships linked to a government official need the prior approval from Group Legal.

Facilitation payments often refers to the giving of a smaller value to a public official in return for an expedited but otherwise legal service. In certain markets there is an ingrained culture of facilitation payments, but DFDS works towards the complete elimination of facilitation payments.

What DFDS expects from you

- + You should not offer, pay, or accept bribes or facilitation payments.
- + You should never ask a third party to give or accept bribes on behalf of DFDS.
- + Corporate hospitality and gifts must be related to a genuine business purpose, and it must in terms of cost be reasonable, proportionate, and not in excess of local standards.
- + If you find yourself in doubt – make sure to speak with your manager or Group Legal.

Related policies

→ Supplier Relationship Policy



Trade sanctions & export controls

Sanctions restrict business transactions in general with certain countries, entities and persons. Export controls are restrictions that governments impose on the export of specific goods to certain countries.

In an increasingly globalized and complex world, several countries and organizations are imposing sanctions on one another. DFDS complies with the sanctions imposed by the main regulators recognized in the Western world such as the United Nations, the EU, the US, the UK, and Norway. Consequently, DFDS does not do business with parties subject to any of those sanctions or carry goods in breach of export controls.

To ensure compliance all customers and suppliers must be screened before start of doing business and will be monitored on an on-going basis. If you suspect that a cargo for a given customer may be subject to export controls, you should involve Group Legal.

What DFDS expects from you

- + Never start business with a customer or supplier before that party has been properly registered in DFDS' systems.
- + If you are in doubt as to a whether a potential cargo to a given customer is subject to export control rules, you should contact Group Legal.



Anti-money laundering

Money laundering is the act of disguising money obtained from criminal activities to make them appear legitimate. This not only hampers the efforts of law enforcement agencies but also fosters an environment where criminal enterprises can thrive, perpetuating social harm.

Our commitment to fighting money laundering is rooted in our dedication to ethical business practices and our responsibility to contribute positively to the societies in which we operate.

In DFDS, we reject any involvement with proceeds originating from illegal activities.

As part of our stance against money laundering, we only do business with registered customers or suppliers. In addition, we do not accept payment to or from a third party that is not our customer or supplier, unless prior approval has been obtained from Group Legal.

What DFDS expects from you

- + Speak up immediately if you suspect that funds have a criminal origin.
- + Any transaction involving a third party outside our established customer or supplier network requires prior approval from our Group Legal department.
- + Check with Group Legal if you are in doubt of the legitimacy of a customer or supplier.
- + Do not accept exceptionally high cash payments.

We treat data with care



Data ethics

DFDS is committed to protecting the personal data of all customers, suppliers, business partners and employees. The way we operate and connect with our customers is increasingly being powered by data and technology. Our ambition is to improve customer value and increase efficiency, and the use of data is fundamental to achieve this. Therefore, it is crucial that we handle data with care and comply with all applicable laws related to data privacy and ethical use.

DFDS' Privacy Policy describes in detail DFDS' corporate policy regarding processing personal data. DFDS' GDPR Core Team assists employees with any questions or concerns related to handling of personal data.

What DFDS expects from you

- + All employees of DFDS must read, understand, and comply with DFDS' Privacy Policy and be familiar with applicable legislation to ensure that personal data is processed lawfully and safely.
- + You should only process personal data either where that person has given consent or where a legal exception applies.
- + Only process personal data where relevant, limited to what is necessary and where information is accurate and adequate.
- + Store personal data securely and delete it when no longer needed.
- + Personal data breaches are urgently reported to the GDPR Core Team.

Related policies

- Information Security Policy
- Data Protection Policy
- Data Ethics Statement
- DFDS Privacy Policy



Cyber security

The IT Security Team makes sure that we are protecting our IT infrastructure, devices, and data in the best possible way to avoid breaches, information leaks and shutdown of operation. To do so, it is important that we all help, by being aware of - and follow - the most recent policies, and by giving immediate notice if we suspect that our IT security has been compromised.

Phishing attacks are one of the most common types of online threats that everyone should be aware of and learn to recognize, as it can have serious consequences if you become victim of an attack.

DFDS recognizes the potential uses of generative AI in our daily work. However, it is crucial to exercise discretion by refraining from sharing business-sensitive information in AI prompts. To ensure confidentiality, DFDS has introduced a secure ChatGPT extension named AyeAI, accessible on the Bridge.

You are permitted and encouraged to use the Internet whenever relevant for business purposes and when it supports the core values and policies of DFDS and its subsidiary companies. The Internet is a very important resource for DFDS and its employees, but it exposes the company and everyone who works there in many ways.

What DFDS expects from you

- + Never open attachments or click on links from sources you do not know.
- + The IT User Policies outlines all relevant IT procedures. You are individually responsible for familiarizing yourself with the policies and acting in compliance with it.
- + Exercise due care when using the Internet in connection with all forms of business communication. As the Internet is a public area, DFDS can be held liable for an employee's improper use of the Internet from DFDS' facilities.
- + It is not permitted to use DFDS facilities to send personal opinions about political and non-business-related subjects to public authorities, government representatives or other companies and organizations on the Internet.
- + It is not allowed to download, install, or update applications from any social network.

Related policies

- Information security policy
- IT User Policy

The Code of Conduct applies to everyone

As an employee at DFDS you agree to act in accordance with the commitments in our Code of Conduct as it may change from time to time.



What DFDS expects from you

- + Consult appropriately with colleagues.
- + If possible, select the alternative action that does not pose an ethical conflict.
- + Treat others the way you expect others to treat you.
- + Do not compromise your integrity or the integrity of DFDS.
- + Do not act in ways that would reflect negatively on DFDS' reputation.



Consequences of violation

Failure to abide by this Code of Conduct puts yourself and your colleagues at risk and will be considered misconduct. Violations may result in disciplinary action up to termination of employment and, if appropriate, reporting the offence to the proper authorities.



