

Corporate Principles

Ethics

Code of Conduct

Purpose of the Code of Conduct

The Code of Conduct contains the binding standards and the expectations we place on our day-to-day behavior to achieve ethical business conduct. These principles are binding upon all board members, managing directors, executives and employees worldwide. Executives in particular are expected to set a good example.

01 General Principles

In our dealings with our customers, business partners, employees and owners, we undertake to act fairly and with integrity at all times.

We offer our customers travel and logistics services which are safe, environmentally and socially responsible and cost-effective.

Our purpose of pursuing our business activities in accordance with ethical and legally irreproachable principles is inextricably linked with the way in which we behave at our work. In all our business activities we abide by the applicable laws and, on this basis, respect the individual cultures of the countries in which we operate.

We expect and encourage our business partners to introduce similar ethical principles themselves on the basis of applicable laws and accepted values. We expect them to comply with the principles laid down in the DB Code of Conduct for Business Partners, which is derived from the Corporate Principles on Ethics, in our business dealings and to make compliance with them mandatory for suppliers in their supply chain.

02 Corporate Social and Environmental Responsibility

We are convinced that economic, social and environmental dimensions must be brought into lasting harmony in order to ensure sustainable corporate success and social acceptance. Creating this harmony is consequently an indispensable element of our value-driven corporate management. All corporate activities are therefore bound by our obligation to be a good corporate citizen.

Customer satisfaction and product quality as well as profitable growth are consequently factors of equal importance to the success of the DB Group as cultural change, employee satisfaction and resource conservation as well as the reduction of emissions and noise.

Human Rights

Within the scope of its business activity, the DB Group complies with the internationally recognized human rights and fundamental freedoms in accordance with its Policy Statement and the principles set out in the International Human Rights Charter¹ as well as the ILO Declaration on Fundamental Principles and Rights at Work² as set out below. The DB Group has committed to the Ten Principles of the UN Global Compact. We are also guided by the UN Guiding Principles on Business and Human Rights (UNGPR) and the OECD Guidelines for Multinational Enterprises.

We help to protect and promote the principles of internationally recognized human rights through our actions, as far as doing so does not violate local laws.

Child Labor, Forced Labor and Modern Slavery

We reject prohibited forms of child labor and any form of forced labor or modern slavery.

Equal Opportunities/ Diversity

The employees of the DB Group reflect the diversity of society, languages, cultures and lifestyles. We respect and promote this diversity, as it is the guarantee of our closeness to society, to our customers, and our openness to new ideas.

We do not tolerate sexual harassment or discrimination against individuals, in particular due to their national, ethnic or social origin, color, health status, disability, sexual orientation, gender, age, political opinion, religion, or belief or membership in a trade union. This principle of non-discrimination also extends to remuneration.

Remuneration

We pay our employees and those who work on our behalf a compensation that is appropriate and in accordance with applicable laws and collectively bargained agreements.

Cooperation

Our cooperation and dealings with one another are defined by mutual respect. We behave cooperatively and ensure a positive working environment.

Our employees play a vital role in determining the success of the DB Group. The DB Group acknowledges its responsibility to all employees, to support them and encourage their ongoing development.

¹ Consisting of the United Nations Universal Declaration of Human Rights (UDHR) as well as the Civil Pact (International Covenant on Civil and Political Rights, ICCPR) and the Social Pact (International Covenant on Economic, Social and Cultural Rights, ICESCR).

² ILO Conventions 29, 87, 98, 100, 105, 111, 138, 155, 182.

Freedom of Association

The DB Group respects the rights of employees and people who work on our behalf to freedom of association and the right to form legally protected organizations.

Safety

Putting the safety of our employees, of people who work on our behalf and of our customers first is at the core of the Group's values. Together, we ensure a safe working environment and the safety of our products.

Occupational Health and Safety

By means of systematic preventative occupational safety measures we seek to avert dangers to individuals, and through good working conditions we promote and preserve the health and safety of our employees and of people who work on our behalf.

Occupational safety, however, is also part of the personal responsibility of each individual employee. Risks are to be avoided by means of foresighted, careful and safety-conscious behavior. Any shortcomings in our occupational safety measures are to be reported to the responsible executive immediately.

Unlawful Eviction or Seizure of Property, Use of Security Forces

We respect legitimate tenure rights as well as participation rights of local communities, in particular in our interactions with indigenous people as part of our global business. In addition, we are committed to using security forces responsibly.

Environmental Protection

We have expressly committed ourselves to our particular responsibility for environmentally friendly transport and to environmental protection as a corporate value.

We comply with all applicable environmental laws, regulations and standards. In this respect, we particularly avoid harmful soil contamination, water pollution, air pollution, harmful noise emissions and excessive water consumption.

We comply with the Minamata Convention on Mercury, the Stockholm Convention on Persistent Organic Pollutants (POPs) and the Basel Convention on the Control of Transboundary Movements of Hazardous Wastes and their Disposal.

We are taking measures to combat climate change, adapt to climate change, build a full circular economy³ and protect biodiversity and ecosystems. Especially, we are increasing energy efficiency as well as the use of renewable energies and are reducing emissions, noise as well as our consumption of materials and resources.

03 **Conduct of all Employees**

All employees are required to comply with the relevant regulations in force at the DB Group.

Behavior in Public

The employees influence the public image of the DB Group. We will all behave in a polite, courteous and service-minded manner to our customers and business partners at all times.

Confidentiality

All information about the business activities of the DB Group which has not been published and which is not public is treated as confidential. This includes information about third parties, e.g. business partners, that is made available

³ In the Integrated Rail System („Systemverbund Bahn“).

to us as a result of our working for the DB Group. We will not use any knowledge obtained from internal corporate processes for private gain.

Generally, all corporate and commercial communication with the media and the general public is the responsibility of the Spokesperson of the Group (Head of Communications and Marketing, GN).

Avoiding Conflicts of Interest

We must avoid situations in which personal or individual financial interests collide with the interests of the DB Group or of our business partners. In conflict situations, the interests of the DB Group must not be impaired. This does not affect the compatibility of family and career.

Secondary occupations and investment in our competitors and/or business partners must not introduce the risk of a conflict of interest. Any actual or suspected conflict of interest must be reported to the employee's manager.

The DB Group encourages its employees to participate actively in society in the form of public offices, clubs and associations or citizen's groups, provided that such commitment is not in conflict with the legitimate interests of the DB Group.

Invitations and Gifts

It is permitted to accept and issue invitations associated with employment by the DB Group in accordance with these guidelines, provided these are appropriate and not in anticipation of any improper benefits in return or any other preferential treatment.

The above also applies to the acceptance or granting of any gifts or other considerations or advantages of any kind.

04 Conduct toward our Competitors, Public Officials and Business Partners

The DB Group responds to the requirements of its customers, suppliers and business partners and treats them honestly, responsibly and fairly.

Corruption

The DB Group will not condone corruption and unfair business practices by employees or third parties commissioned by us. We do not offer, request or accept, either directly or through third parties, any inducements, privileges benefits or other advantages which could influence a person's ability to make objective and fair business decisions.

Behavior towards Public Officials

In general, all material and/or immaterial gifts of any kind whatsoever to public officials, employees or agents of public authorities or institutes or to the relatives of such persons are prohibited. Facilitation payments are prohibited.

Politics and Political Parties

In general, gifts, entertainment and other advantages of any kind whatsoever to political parties, their representatives, politicians or to holders of public offices or candidates for political offices are also prohibited.

Donations / Sponsoring

The DB Group primarily funds measures in the fields of education, culture, integration and public welfare, climate and nature protection as well as humanitarian aid. The granting of any donations must always be transparent and documented. Donations may be made only on a voluntary basis and not in anticipation of any consideration in return. In principle, we do not make political or religious donations.

Sponsoring measures must not serve any concealed promotion of interests.

Consultants / Agents / Brokers

Any remuneration paid to consultants, agents and/or brokers must be appropriate to the services rendered and must not serve to provide business partners or third parties with unfair advantage. Consultants, agents and/or brokers are carefully selected and managed according to suitability criteria such as qualifications and integrity.

Competition and Cartel Laws

We abide by the applicable competition regulations and do not reach any arrangements or agreements which affect prices and/or terms and conditions or which in any other way illegitimately restrict fair competition.

Embargoes, Sanctions, Export and Import Controls

In our business activities, we ensure compliance with all applicable laws and regulations on the import and export of goods, services and information as well as with the applicable embargoes and sanctions.

Supply chain, Shared Responsibility with Business Partners

The DB Code of Conduct for Business Partners has been derived from the principles laid down in these Corporate Principles Ethics and we expect our business partners to comply with the principles specified in the DB Code of Conduct for Business Partners in their business dealings, and to make compliance with these principles mandatory for their own business partners.

Adherence to these principles is part of our shared responsibility. We will continue to develop our purchasing practices based on risk to incentivize sustainability and minimize our own contribution toward the root cause of identified risks.

05 Responsibility to the Owners

The activities of the DB Group are defined by responsibility and transparency vis-à-vis our owners. The objectives of our corporate work include the protection of the corporate assets and achieving a sustainable increase in the value of the company.

Protection of Company Assets

In principle, company assets may only be used for company purposes and must be treated with all due care.

Company property may neither be sold nor loaned to third parties nor used for non-company purposes, regardless of the condition or value of the property, without the explicit consent of the company.

All employees are required to act honestly, correctly and with integrity at all times and to safeguard the Group's assets in the course of their work for the DB Group.

Fraud, corruption or any other criminal action will not be tolerated; suspected wrongdoing will be investigated to the extent legally permitted in compliance with data protection requirements and appropriate action taken if evidence of such is discovered.

Reporting

All company reports and documents must be true and accurate in all material respects and must conform with the applicable standards and contain full documentation of all relevant information.

Insider Trading

Employees are not permitted to use any information which they receive in the course of their work for the DB Group and which is not in the public domain in order to achieve financial or commercial benefits for themselves or for third parties.

Data Protection We collect, process, and use personal data only insofar as permitted by the relevant laws and corporate directives.

Documents containing personal data about employees are treated as confidential, stored carefully and disclosed only to authorized persons.

Money Laundering The DB Group takes all necessary steps to prevent money laundering within its sphere of influence.

06 **Compliance with the Code of Conduct**

The DB Group shall implement the principles specified in this Code of Conduct in all business units worldwide.

Obligation of Compliance All board members, managing directors, executives and employees of the DB Group are obliged to comply with this Code of Conduct. The executives have particular responsibility for the communication and implementation of these guidelines.

Whistleblowing (internal and external) All employees of the DB Group are required to report severe violations of the law that are likely to result in substantial damage to the DB Group or a Group company through the DB Group's [whistleblowing system](#) or to their supervisor.

Irrespective of this, risks relating to human rights and the environment and violations of human rights- or environment-related duties at DB Group, its Group companies or in the supply chain can also be reported through this whistleblowing system.

The personal data of the employees of whom a report concerns are processed in accordance with the relevant laws and guidelines. More information is available at the above link.

Protection of the Whistleblower We do not tolerate any retaliations against persons who report such infringements or against other persons covered by whistleblower protection.

Consequences Any violation of the law and/or internal guidelines will lead to appropriate consequences for the employee responsible including prosecution under employment law or disciplinary consequences. Such infringements can also lead to prosecution under criminal and/or liability laws.

Further Information Further information is available at www.db.de/compliance. In case of any doubts or if you have any questions, please contact your manager. Alternatively, please do not hesitate to contact the Compliance department directly.

07 **Effective Date**

Resolved at the Management Board meeting of DB AG on November 7, 2023. Effective as of January 1, 2024.