



# Global Conflicts of Interest Policy

## Introduction

### Policy Overview

This Global Conflicts of Interest Policy reinforces our commitment to maintaining the highest standard of business conduct and ethics as set forth in the [FedEx Code of Conduct](#). The requirements of this Policy are designed to help FedEx team members avoid even the appearance of a Conflict of Interest and recognize when to get help or report a concern.

It is crucial that we operate our business with the highest level of integrity. That means we must all act openly, honestly and transparently.

### Scope

This Policy applies to every officer, director, manager and employee (collectively, “team member”) of FedEx Corporation and its subsidiary companies throughout the world (“FedEx”).

### Definitions

For purposes of this Policy:

- “Close Personal Relationship” means persons who are related by blood, marriage, or law (e.g., spouse, parent, in-law, sibling, child, grandparent, grandchild, stepparent, stepchild), persons who live together, persons who are dating or engaging in an intimate

relationship or any other situation with persons who have a similarly close relationship.

- “Conflicts of Interest” include situations in which a team member’s Personal Interest or Close Personal Relationship creates, could potentially create or may appear to create a conflict with the team member’s responsibilities at FedEx or compromise the interests of FedEx.
- “Personal Interest” means a team member’s situation or circumstances outside FedEx that could create, potentially create or appear to create a financial or other benefit to the team member or their Close Personal Relationship.
- “Third Party” means any non-FedEx entity, customer, prospective customer, supplier, prospective supplier, service provider and any person with whom FedEx does or may do business.

### Overview of Team Member Responsibilities

As a FedEx team member, you have a duty to:

- act and conduct business in a manner that promotes the best interest of FedEx;
- avoid activities, relationships and other situations that create an *actual, potential or apparent* Conflict of Interest between your

Personal Interest and the interest of FedEx;  
and

- disclose Conflicts of Interest to your manager, your company's human resources or legal department as soon as you become aware of the situation.

### **Identification and Disclosure**

A Conflict of Interest exists when a team member's Personal Interests are, may be, or appear to be, incompatible with the interests of FedEx. While employed at FedEx, your primary business loyalty must lie with FedEx. As a result, you must not engage in activities that create a situation in which your loyalties are, may be, or appear to be, divided.

Conflicts also occur in situations when a team member making a FedEx business decision is, could be, or appears to be, influenced by their own personal benefit or the benefit of a Close Personal Relationship.

Team members must avoid creating situations that result in a Conflict of Interest with FedEx. When a Conflict of Interest arises, is discovered, or is believed likely to occur, you must immediately disclose the situation to your manager, your company's human resources or legal department in writing.

A manager who receives notice of a Conflict of Interest must immediately contact your human resources or legal department for assessment of the situation and appropriate action. Each FedEx operating company or international region is responsible for implementing procedures for team members to follow for disclosing, evaluating and recording conflicts of interest.

### **How to Recognize Conflicts of Interest?**

To help recognize a Conflict of Interest situation, ask questions such as:

- Are you able to represent the interest of FedEx as your first business priority or could a Personal Interest compromise your judgment?
- Are you faced with making a decision that could benefit FedEx but also provides a related personal benefit for you?
- Could other people perceive your behavior as a Conflict of Interest?

Conflicts of Interest can occur under a number of circumstances. The guidance and situations described in this Policy may help you recognize Conflicts of Interest, so you can avoid and disclose them properly.

The examples included in this Policy are not exhaustive. If you have questions about a specific situation, you should discuss the situation with your

manager, human resources or legal department. Below are several types of circumstances where conflicts can arise.

### **1. Financial Interests**

A conflict can arise if a team member or a Close Personal Relationship is employed by, otherwise compensated by, or has an ownership or financial interest in a company doing business with, attempting to do business with or competing against FedEx.

When you become aware of an actual, potential or apparent conflict in this or a similar situation, you must disclose the concern to your manager, human resources or legal department. Routine FedEx shipping business conducted with someone with whom you have a Close Personal Relationship is generally not considered a Conflict of Interest. A Conflict of Interest could nevertheless occur with FedEx shipping customers if you have significant decision-making authority over FedEx business conducted with a Close Personal Relationship.

Remember, the key is to remain objective when making FedEx business decisions and disclose any Conflict of Interest to your manager, human resources or legal department.

In any case, team members must never use their influence or position to affect the selection, or

oversee the work, of a Third Party in which they or a Close Personal Relationship are employed, have an ownership or other financial interest.

### **2. Corporate Opportunities**

If because of your status as a FedEx team member, you learn of a business opportunity that could benefit FedEx, you may not take that opportunity for your personal benefit or the benefit of your Close Personal Relationship unless you first disclose the opportunity in writing to your manager, human resources or legal department and obtain legal department approval.

### **3. Employing or Supervising Relatives or other Close Personal Relationships**

All team members are responsible for maintaining a culture of trust and respect in our workplace. If you are in management, you must never hire, supervise, promote, discipline or influence the compensation or work assignment of a Close Personal Relationship unless you have received written permission from your legal department.

Any questions or concerns should be raised with your manager, human resources or legal department as needed.

#### **4. Improper Exercise of Influence**

Team members must not use the influence of their FedEx position to affect a Third Party's decision to make a charitable or political contribution to a particular entity or person. Refer to your operating company policy on solicitation for more information.

#### **5. Outside Engagements**

Team members should not take additional employment with an outside entity, operate your own business, serve in any capacity for any for-profit or non-profit organization, hold a public office or participate in similar situations, if the activity will interfere with your job duties for, or primary business loyalty to, FedEx.

You must also not use FedEx confidential information, property or systems for matters not related to FedEx (other than appropriate minimal personal use of systems as addressed in the Code of Conduct) even if no other conflict exists.

You must also comply with your operating company's policy on outside employment or "moonlighting."

#### **Key Points to Remember**

To remain objective, team members must retain their independence in making business decisions.

Making the best decision for FedEx means you must act free from the influence of your Personal Interests.

Remember to:

- Put FedEx interests first at work;
- Make objective decisions;
- Consider how a decision would look if made public and everyone knew all the facts; and
- Disclose Conflicts of Interest to your manager, human resources or legal department.

This Policy does not anticipate or attempt to identify all situations where an actual, apparent or potential Conflict of Interest may occur. Your manager, human resources, or legal department may address other related concerns consistent with the intent of this Policy.

#### **Questions and Answers**

Q1. I am considering hiring a former FedEx team member as a supplier or consultant for FedEx. Is this OK?

A1. There could be a number of Conflicts of Interest in this situation. Contact your manager, human resources or legal department to determine what additional review and approvals may be needed.

Q2. I want to date a team member that reports to me. As long as we keep it quiet, is this OK?

A2. Supervising someone that you date creates a conflict of interest. Contact your manager, human resources or legal department to address the conflict.

Q3. May I hire my brother to do some contract work for FedEx if his rates are the best available?

A3. No, you may not hire or supervise your brother for contract work. If your brother is presented as a viable potential supplier, you should alert your manager, human resources or legal department and remove yourself from any involvement. If FedEx chooses your brother as a supplier, you cannot be involved in the decision to hire him or oversee the work.

Q4. My daughter is seeking employment and has expressed an interest in working for FedEx. What is the FedEx policy on this?

A4. If the hiring policy at the relevant FedEx operating company allows it, your daughter can apply for employment with FedEx, as long as the position for which she applies does not report to you and you would not be reporting to her. Her application will be evaluated according to the same criteria as all other applications. You cannot use your influence or position to affect the hiring process.

Q5. I work with a number of FedEx vendors. One of the vendors has offered to hire my son as a summer intern. Is this a conflict of interest?

A5. The offer presents a Conflict of Interest. Conflicts occur when your decision making at FedEx could be influenced by your own personal benefit or the benefit of a Close Personal Relationship. Here, you or the vendor may feel like you owe the vendor something in return for the internship. You must disclose the situation to your manager, human resources or legal department for guidance.

Q6. My wife works for a FedEx competitor. Does this constitute a Conflict of Interest?

A6. No, not necessarily. However, you should discuss the situation with your manager, human resources or legal department for assessment and appropriate action. You also must not disclose confidential FedEx information to your spouse or solicit confidential information from your spouse about her employer.

Q7. A friend asked me to invest in a company that will produce a product that might eventually be sold to FedEx. If my only involvement in the new company is financial, is it a Conflict of Interest?

A7. This has the potential to be a Conflict of Interest, depending on your position with FedEx, your ability to influence FedEx purchasing decisions,

the amount of your investment and the importance of FedEx as a future customer to the new company. Before investing, you should advise your manager, human resources or legal department. You also cannot be involved with, or attempt to influence, FedEx's decision whether to purchase the product.

### **Related Policies**

- FedEx Code of Conduct
- Global Gifts & Entertainment Policy
- Global Anti-Corruption Policy and Compliance Procedures
- Policy on Political Contributions
- Policy on Review and Preapproval of Related Person Transactions
- Your operating company's HR, Finance and Procurement policies
- Your operating company's policy on solicitation

### **Policy Compliance**

Compliance with this Policy is required. Compliance also includes timely completing any mandatory training and following any procedures that may be issued under this Policy. All managers are responsible within their teams for enforcement and compliance with this Policy, including its communication to their team members. Anyone who does not comply with this Policy shall be

subject to disciplinary action, up to and including termination.

### **Reporting and Anti-Retaliation Policy**

If you know or suspect there is a violation of this Policy, speak up and report it to your manager, human resources, legal department or the FedEx Alert Line.

Go to [fedexalertline.com](http://fedexalertline.com) to report online or find the phone number that applies to your country or territory. In the U.S., the phone number is 1.866.42.FedEx (1.866.423.3339).

We prohibit retaliation against anyone who reports a known or suspected violation in good faith. We also prohibit retaliation against anyone who assists in an investigation.

Anyone who is found to have retaliated against a person who, in good faith, has reported a violation of this Policy, or assisted in an investigation, will be subject to discipline, up to and including termination.

### **Policy Custodian**

Chief Compliance Officer

### **Adoption Date**

This Policy was adopted effective October 16, 2019.