

Code of Conduct

The Board of Directors of Schneider National, Inc. ("Schneider") have adopted the following Code of Conduct ("Code") to assist Schneider's officers, directors and associates with understanding the standards of personal and professional integrity and ethical principles to which they must, at all times, adhere and conduct themselves while representing Schneider and to foster a culture of honest and ethical behavior, accountability, compliance with the both letter and spirit of applicable laws and regulations, and ensure fair and accurate disclosure and financial reporting. This Code applies to associates and directors of Schneider National, Inc. ("Covered Persons") and its direct and indirect wholly owned subsidiaries worldwide (collectively referred to as "Schneider").

PRINCIPLES

Each Associate is expected to adhere to a high standard of ethical conduct. Schneider's success and reputation depends, in no small part, on the manner that its associates conduct business and how the public perceives that conduct. Unethical actions, or the appearance of unethical actions, are not acceptable. Associates are expected to be guided by the following principles in carrying out their responsibilities:

Conflicts of Interest. Associates should not allow family, social, political, financial, or other relationships to influence their conduct or judgement in the performance of their duties with Schneider or otherwise impede Schneider's interests or objectives. Directors, officers and associates should also avoid any appearance of any conflict of interest which can occur when a personal interest or activity interferes or appears to interfere with the duties that are performed at, or owed to Schneider.

Compliance with Applicable Laws. The Company is committed to full compliance with the laws, rules and regulations of the countries in which it operates. Associates must respect and comply with all applicable laws, rules and regulations in the performance of their duties for Schneider.

Observance of Ethical Standards. Associates must adhere to high ethical standards in the performance of their duties for Schneider.

Core Values. Schneider's Core Values create a strong culture of safety, integrity, respect and excellence. Associate behavior is expected to align with Schneider's Core Values.

POLICIES AND DEFINITIONS

Safety

Safety first and always is a core value of Schneider. Associates are expected to always conduct themselves in a safe manner and respect all applicable laws, regulations and ordinances, particularly those that are safety related.

Workplace Safety & Concerns

Schneider strives to maintain for its employees a positive, healthy, safe and productive work environment free from discrimination and harassment, whether based on race, color, religion, gender, gender identity or expression, sexual orientation, pregnancy, national origin, genetics, disability, age or any other factors that are unrelated to Schneider's legitimate business interests, and that is drug and alcohol free. Schneider will not tolerate sexual advances or comments, racial or religious slurs or jokes, or any other conduct, such as bullying, that creates or encourages an offensive or intimidating work environment.

If you believe you are the victim of prohibited workplace conduct, or that your workplace is not safe for any reason, Associates are encouraged, and managers are required, to promptly report the suspected harassment, discrimination, or retaliation to an HR Business Partner (HRBP), the Legal Department or our Ethics Hotline.

Schneider understands that at times Associates have concerns and suggestions for improvements and encourages every Associate to speak up if they have concerns.

Conflict of Interest

A conflict of interest is any activity that may damage Schneider's reputation, impede Schneider's financial interests or gives the appearance of impropriety or divided loyalty. Associates must avoid any situation that creates a real, perceived or potential conflict of interest. Specifically, no Associate may make any investment, accept any position or benefits, participate in any transaction or business arrangement, or otherwise act in a manner that creates or appears to create a conflict of interest with Schneider (as defined below) unless such person makes full disclosure of all facts and circumstances to, and obtains the prior written approval of, the appropriate executive of Schneider and/or Schneider's Board of Directors.

A conflict of interest exists when an individual's private interest interferes, or appears to interfere, in any way with the interests of Schneider as a whole. A conflict situation may arise when an Associate takes actions or has interests that may make it difficult to perform his or her work for Schneider objectively and effectively. Conflicts of interest also arise when an Associate, or a member of his or her family, receives improper personal benefits as a result of his or her position or affiliation with Schneider.

Potential conflicts of interest must be promptly disclosed to the Associate's leader or the vice president in charge of the Associate's department or business segment, who will inform the Human Resources Team or Legal Department.

The following are examples of situations that should generally be avoided because such situations could create the perception of a conflict of interest. These examples are illustrative and should not be considered to be all-inclusive:

- Acceptance of a gift from a customer or vendor of a dollar value that goes beyond common courtesies usually associated with acceptable business practice (gift cards and cash gifts are never acceptable, and associates must refuse/return such gifts to vendors; contact your leader if concerned about the appropriate way to return such gifts);
- Accepting an invitation to an entertainment or sporting event from a customer or vendor where the customer/vendor is not in attendance or no business was conducted;
- Seeking or accepting outside employment with Schneider's customers, suppliers or competitors; or
- Having a party or company with whom you have a preexisting, personal, business or controlling ownership interest in, which interest has not been disclosed to the Company, enter into a contract, deal or arrangement with Schneider.

Below are examples of situations that, because of their severity, would almost always be considered to be conflicts of interest. These situations, or situations of a similar nature, could result in disciplinary action, up to and including termination of employment. These examples below are illustrative and should not be considered to be all-inclusive:

- Directly investing in competing transportation or logistics companies or transportation or logistics companies who are either current or foreseeable competitors;
- Directly investing in companies in which Schneider holds any equity interest;
- Making certain investments in organizations that do business with Schneider (to the extent that the associate possesses material non-public information or has influence over relevant purchasing or vendor selection decisions);
- Disclosing or misusing material non-public information for personal financial gain;
- Seeking reimbursement or payment from a vendor, supplier and/or customer for activities that directly relate to your duties in the Company; or
- Giving or receiving inappropriate gifts or hospitality to or from customers, vendors, suppliers or government officials under circumstances which creates the appearance that there was an intention to influence a business decision. Please refer to our Gifts and Entertainment Policy.

Gifts

To minimize any appearance of impropriety for acceptable gifts, any gifts valued at more than \$50.00 that are accepted by an Associate in conjunction with their position with, or in conjunction with performing their duties for Schneider, should be disclosed, as appropriate, to the Board of Directors or an Associate's immediate leader, and the Board or leader should consider appropriate options to share the gift with others. For example, a gift could be shared among a local team or group or donated to a local charity. An Associate may not accept any gifts valued at \$50.00 or more from customers or vendors when the Associate will have a role in a pending purchasing decision involving the customer/vendor and the acceptance of the gift may have undue influence or the perception of such on the decision.

Corporate Opportunities

Associates may not take or exploit, for their personal benefit or the benefit of anyone outside the Company, any business or investment opportunity which they may identify or become aware of during the course of performing their duties for, or on behalf of, Schneider, unless Schneider has no current or potential future interest in the

opportunity or is otherwise ineligible or prohibited from participating in the opportunity. Associates may not use any Schneider asset or confidential information for either their personal gain or that of any person. Loans from the Company to an Associate are generally prohibited.

Anti-Bribery Compliance

The Company is committed to conducting business in accordance with the highest ethical standards and prohibits all forms of bribery and corruption including bribery of government officials (both U.S. and non-U.S.) as well as private sector (commercial) bribery. We are committed to truthful and transparent interactions with customers, and we prohibit any attempt to influence their decisions through improper payments. In general, the offering, promising, authorizing or providing anything of value to any customer, business partner, vendor or other third party in order to induce or reward the improper performance of an activity connected with our business is strictly prohibited.

Competition and Fair Dealing

Associates should endeavor to deal fairly with each other and with Schneider's customers, suppliers and competitors and should not take advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair-dealing practice. In dealings with Schneider's competitors, Associates must avoid even the appearance of restraining trade, reducing competition, misappropriating a competitor's trade secrets or other proprietary or confidential information.

Confidentiality

Schneider's data and information should be used only for company purposes and generally, should not be disclosed to anyone outside of the company without permission from an Executive Vice President of the Company. Associates must maintain the absolute confidentiality of confidential information entrusted to them by Schneider and any other confidential information about Schneider, its business, customers or suppliers that comes to them, from whatever source, except when disclosure is authorized or legally mandated. Confidential information includes all non-public information that could be of use to competitors of Schneider, or harmful to Schneider or its customers, if disclosed. Such information includes, but is not limited to, trade secrets, client lists, sales data, computer records, software, research or development projects or results, tests, passwords, material non-public information and/or any other non-public proprietary information of Schneider. Even within the company, only those individuals who truly need to know specific confidential information to conduct their business should have access to that confidential information. You must be careful not to discuss non-public company information in public places where others may overhear you, such as in ride-share vehicles, elevators or at conferences and trade shows. If you leave Schneider, you must return all company materials and property, and any copies. In addition, all non-driver associates are subject to the Schneider's Non-Disclosure and Development Agreement in which they acknowledge their confidentiality obligations to the Company.

Protection and Use of Company Assets

Schneider's assets are essential to running the Company efficiently, effectively and profitably. Associates should endeavor to safeguard Schneider's assets, whether physical, intangible, financial or information assets, ensuring that those assets are not damaged, abused, destroyed, wasted, lost or stolen and that such assets are being used for legitimate business purposes only. The use of Schneider's funds, assets or technology (including all hardware, software and SaaS owned by or licensed to Schneider), whether or not for personal gain, for any unlawful or improper purpose is prohibited.

Guarding Against Cyberthreats

Third parties, like our customers, trust Schneider with their data and other assets, and we rely on you to protect them – as well as Schneider's own data and assets. Violating Schneider's information security policies puts Schneider's assets, and assets belonging to others, like customer and personal Associate data, at risk. Even well-intentioned actions, such as creating workarounds and shortcuts to improve service delivery or downloading unapproved third-party software, can violate Schneider and customer security policies and result in network or data security breaches. If you are aware of or suspect an IT or data security issue or incident, or any loss of assets, including data, belonging to Schneider or others, report it immediately to the IT Security Team at Corporate headquarters.

Managing Personal Information

Schneider takes your privacy seriously. Schneider has Privacy and Data Protection policies intended to protect personal information, including personal identifiers, biometric information, internet or other electronic network activity and professional or employment-related information, collected from Associates wherever we use, process or store it. Associates must comply with applicable privacy laws and Schneider privacy policies.

If you are aware of or suspect that personal information has been misused, lost, stolen or accessed inappropriately, report it immediately – call the Human Resources Team.

Equal Opportunity

Schneider is an Equal Opportunity Employer. Schneider's objective is to recruit, hire, train, and promote into all job levels the most qualified applicants without regard to race (including traits historically associated with race, including but not limited to hair texture and protective hairstyles), color, creed, religion (including religious dress and grooming), medical condition, sex, (including pregnancy, childbirth, breastfeeding or related medical conditions, gender, gender identity or expression, sex stereotype, transgender), marital status, sexual orientation, genetic background, national origin, age, ancestry, physical or mental disability, handicap, protected medical leaves (requesting or approved for leave under the Family and Medical Leave Act or the California Family Rights Act), domestic violence victim status, political affiliation, military or veteran status or any other classification protected by applicable law (a "Protected Category"). All human resource actions regarding compensation, benefits, and all other terms and conditions of employment will be executed without regard to any Protected Category. All employment decisions shall be made based on an individual's qualifications as they relate to a particular job and in furtherance of Schneider's equal employment opportunity business interests. In addition, retaliation against any employee for raising concerns that an employment decision is or has been made in violation of this Code or any Schneider hiring or employment policy is prohibited.

Conducting International Business

Schneider maintains offices and conducts operations in certain countries outside the United States which may have laws and regulations that are significantly different from those of the United States. Associates are responsible for knowing and complying with these laws.

Associates that work or interact with persons or customers who are not citizens of or incorporated in the United States should be aware of the U.S. Foreign Corrupt Practices Act ("FCPA"). The FCPA prohibits giving anything of value to officials of foreign governments with the intent to wrongfully influence the official to use his or her position in order to assist in obtaining or retaining business or gaining an improper advantage. Associates, including Schneider's agents, consultants and other business partners are not permitted to engage in bribery, kickbacks, payoffs or other corrupt business practices.

It is Schneider's policy to act ethically in the conduct of its business at all times and to fully comply with all applicable U.S. export, customs and trade control and regulations, licensing requirements and other relevant U.S. and international laws, including but not limited to the FCPA and all applicable local laws and regulations where Schneider operates. It is Schneider's policy to accurately reflect all transactions on Schneider's books and records.

Accuracy of Financial Reports and Other Public Communications

As a public company, Schneider is subject to various securities laws, regulations and reporting obligations. Both federal law and our policies require the disclosure of accurate and complete information regarding Schneider's business, financial condition and results of operations. Inaccurate, incomplete or untimely reporting will not be tolerated and can severely damage Schneider and result in legal liability.

Schneider's chief executive officer, principal financial officers and other associates working in the accounting department have a special responsibility to ensure that all of our financial disclosures are full, fair, accurate, timely and understandable and are separately subject and expected to adhere to Schneider's Code of Ethics for the CEO and Senior Financial Officers. These associates must understand and strictly comply with generally accepted accounting principles and all standards, laws and regulations for accounting and financial reporting of transactions, estimates, forecasts, internal accounting controls and audit matters.

Insider Trading

Schneider supports fair and open markets for buying and selling securities. Insider Trading occurs when someone directly or indirectly buys or sells securities, including Schneider stock, when they are aware of information that has not been publicly announced and that could have a material effect on the value of securities. Insider Trading is a crime. Schneider strictly prohibits all insider trading by any of its directors, officers, managers or associates.

Protecting Personal Information

Schneider values and endeavors to preserve the trust that fellow associates, job applicants, customers, business partners and others place in us by safeguarding their personal information as if it were our own. To run its business effectively and to comply with legal obligations, Schneider and its associates will gather, store, use and, only when appropriate or permitted by law, share personal information. When it is necessary to share personal information, Schneider and its associates will always do so in a secure, confidential manner.

Promoting Fair Purchasing Practices

Schneider selects suppliers fairly and objectively to ensure the best value for the company while protecting our reputation and supporting the diverse communities we serve. Our suppliers are, oftentimes, an extension of

Schneider. We count on them to help us deliver the best service for our customers. We work with a diverse group of suppliers that share our commitment to the highest standards in quality, price, service, reliability, availability, technical excellence and delivery.

Human Rights

Respect for human rights is a fundamental value of Schneider. We strive to respect and promote human rights in accordance with the UN Guiding Principles on Business and Human Rights in our relationships with our associates, vendors and supply chain partners. Our aim is to support and foster the enjoyment of human rights within the communities in which we operate.

Diversity and Inclusion We value and advance the diversity and inclusion of the people with whom we work. We are committed to equal opportunity and are intolerant of discrimination and harassment. We work to maintain workplaces that are free from discrimination or harassment on the basis of race, sex, color, national or social origin, ethnicity, religion, age, disability, sexual orientation, gender identification or expression, political opinion or any other status protected by applicable law. The basis for recruitment, hiring, placement, development, training, compensation and advancement at the Company is qualifications, performance, skills and experience. We do not tolerate disrespectful or inappropriate behavior, unfair treatment or retaliation of any kind. Harassment is not tolerated in the workplace and in any work-related circumstance outside the workplace.

Work Hour, Wages and Benefits Schneider compensates Associates competitively relative to the industry and local labor market. We work to ensure full compliance with applicable wage, work hours, overtime and benefits laws.

Forced Labor and Human Trafficking Schneider is committed to ensuring that everyone in our company and those in our supply chains are treated with dignity and respect. We prohibit the use of all forms of forced labor, including prison labor, indentured labor, bonded labor, military labor, modern forms of slavery and any form of human trafficking in our operations and our value chain.

Child Labor Schneider prohibits the hiring of individuals that are under 18 years of age for positions in which hazardous work is required.

Government Relations

Schneider interacts with governments at all levels ethically and transparently and in full compliance with the law. Many aspects of Schneider's business are regulated by federal, local and state governments. How we interact with government officials can have a significant impact on our credibility, reputation and success. Associates who have been authorized to interact with government agencies and officials have the responsibility to provide timely, responsive and accurate information in connection with any regulatory reporting requirement or proceeding and to cooperate fully and honestly with any government or law enforcement inquiry or investigation.

Responding to Inquiries from Investors, Analysts and the Media

At Schneider, we speak with one voice when communicating publicly to all audiences, including investors, financial analysts and the media. Our customers, investors, industry analysts, industry and public interest groups and others deserve accurate, clear, complete and consistent communications from Schneider. Since these interactions require careful consideration and an expert understanding of legal, financial and media issues, only designated Schneider spokespersons are authorized to speak on the Company's behalf. All media related inquiries should be referred to Schneider's Media Relations Department. All investor related inquiries should be referred to Schneider's Investor Relations Department.

Social Media

As the online landscape continues to mature, the opportunities for Schneider Associates to communicate with customers, each other and the world are evolving. Social media has become an integral platform to champion the Schneider brand and for personal expression, but it also creates risks and responsibilities. Associates should assume that anything said or done on social media – whether on a business or personal account – could be viewed by a colleague, leader, partner, supplier, competitor, investor, customer or potential customer. Activity by Schneider Associates on social media reflects on Schneider and can impact Schneider's reputation and other associates and, subject to applicable law, will not be exempt from this Code just because it occurred off-hours, off-site or on a personal account.

Social media can be a powerful force for good, and Schneider encourages Associates to use social media in positive ways. If active on social media, Associates should regularly review Schneider's policies and guidelines pertaining to internet and social media use. When Associates are online and either discussing or representing Schneider, Schneider has four expectations of them:

1. Disclosure of their relationship to Schneider;
2. Distinguish if or when they are speaking on behalf of Schneider or expressing a personal opinion;
3. That they will not disclose any confidential information entrusted to them; and
4. That they represent the Company well by acting respectfully and ethically and using common sense when posting.

Because social media/social networking is a rapidly changing industry, Schneider's policies may change or evolve at an equally rapid rate. Associates are, therefore, encouraged to review our policies frequently for updates and revisions.

Speak Up

If you suspect a possible violation of our Code, it is your responsibility to speak up and report it. Reports of suspected Code of Conduct violations may be made to any of (i) the Schneider's General Counsel or member of the Legal Department; (ii) a local or assigned Human Resources representative; (iii) an appropriate executive; (iv) the Ethics Hotline; or (v) any member of the Board. No one will be subject to retaliation because of a good faith report of a suspected violation.

Violations of any section of this Code, to include behavior contrary to Schneider's Core Values, may result in disciplinary action, up to and including termination of employment. The Board shall establish procedures or may designate appropriate persons to investigate or recommend or determine appropriate action in response to violations of this Code.

Nothing in this Code of Conduct is intended to prevent an Covered Person from engaging in concerted activity protected by law or to interfere with, restrain, or prevent associate communications regarding wages, hours or other terms and conditions of employment. Associates have the right to engage in or refrain from engaging in such activities during non-working time without influence or interference from management.

Ethics Hotline

Reports of suspected violations of the Code of Conduct may be made online or by phone. The same protections of confidentiality and, where permitted, anonymity are provided through our telephone lines and webline. Schneider's Ethics Hotline is available 24 hours a day, 7 days a week and is administered by a third party. Any associate, director, contractor, customer, supplier or third party can report a matter through the Ethics Hotline by telephone, or via a website maintained by our third-party vendor. Telephone calls to the Ethics Hotline are received by our third-party call center. Caller ID is never used, and there will be no effort to trace any call made to the Ethics Hotline. A web-based report may be submitted at <https://sch.ethix360.com/#landing>. Alternatively, you may send a note with details of the matter, concern or complaint and relevant documents to: Schneider National, Inc., 3101 South Packerland Drive, Green Bay, WI, USA 54313 Attention: General Counsel. Reporters to the Ethics Hotline may submit their reports anonymously, where local law permits. However, reporters are reminded that the more information that is provided, the easier it will be for the Company to investigate and appropriately respond to reports which are received.

Anti-Retaliation Policy

Schneider does not tolerate retaliation against or the victimization of any Associate who raises good faith concerns or questions regarding a suspected violation of the Code of Conduct or any Company policy that he or she reasonably believes to have occurred.

Amendment Or Waivers of the Code

This Code of Conduct may be amended periodically, as appropriate, to address changing laws or procedures that impact our business. Any amendment of this Code may only be made by the Board of Directors. Waivers of this Code for non-executive officers, managers or associates may be made only by the Chief Executive Officer, Chief Financial Officer or General Counsel. Any waiver of this Code for directors or executive officers may be made only by our Board of Directors or an appropriate committee of our Board of Directors and will be disclosed to the public as required by applicable law or exchange listing requirements. The Board reserves the right to make unilateral changes to this Code or Schneider policies at any time.

Website Posting and Disclosure Requirements

Schneider will make this Code available on its website.

To Report A Violation or Suspected Violation Of This Code

Schneider Ethics Hotline

By phone: 24 hours a day, 7 days a week

- U.S. and Canada: 833-603-6006
- Mexico: 800-681-1808

Online:

- **Via third party web portal:** <https://sch.ethix360.com/#landing>
- **Via Schneider.com:** At the ribbon “Ethics Hotline” on the bottom of the Schneider home page: <https://schneider.com>.

Security Incident

Contact Schneider Security Services for 24-hour assistance at: **1-800-558-6701; or 920-357-9001.**