



**DASEKE, INC.**  
**FINANCIAL CODE OF ETHICS**  
**(Adopted as of November 14, 2019)**

This Financial Code of Ethics (this “Financial Code”) of Daseke, Inc. (“Daseke”) contains the ethical principles by which Daseke’s directors, executives, officers, and employees (collectively, “Daseke personnel”) are expected to conduct themselves when carrying out their duties and responsibilities. Daseke personnel must also comply with the other ethics policies of the Company, including Daseke’s Code of Conduct (collectively, the “Ethics Policies”).

As used in this policy, the terms “Daseke” and “Company” includes Daseke and all corporations, partnerships, subsidiaries, operating companies and other business entities in which Daseke has a controlling interest. The term “Senior Officers” means Daseke’s Chief Executive Officer, Chief Financial Officer (or other principal financial officer), Chief Accounting Officer, Corporate Controller and the Company’s other senior accounting and financial officers. The term “Financial Employees” means Daseke’s Senior Officers, together with its financial and accounting employees.

Daseke’s Board of Directors (the “Board”) reserves the right to add to, modify or rescind this Financial Code or any portion of it and to adopt different policies and procedures at any time. Any amendment to this Financial Code may be made only by the Board or an appropriate committee thereof. If an amendment to this Financial Code is made, appropriate disclosure will be made promptly in accordance with the rules and regulations of the Securities and Exchange Commission (the “SEC”) and the listing requirements of The NASDAQ Stock Market LLC.

This Financial Code is not intended to conflict with any state or federal law. If a law conflicts with any provision in the Financial Code, then you must comply with the law.

You should read this Financial Code carefully. If you have any questions on how to proceed or interpret this Code, you should consult the Compliance Officer. Currently, Soumit Roy, Chief Legal Officer, is the acting Compliance Officer, who can be contacted at [soumit@daseke.com](mailto:soumit@daseke.com).

**I. Ethical Principles**

It is the Company’s policy to promote full, fair, accurate, timely and understandable disclosure in reports and documents that it files with, submits or provides to the Securities and Exchange Commission (the “SEC”) or other governmental authorities or other third parties, such as lenders, suppliers and customers.

The Company’s books, records and accounts must accurately reflect the Company’s transactions in reasonable detail and in accordance with the Company’s accounting practices and policies. Daseke personnel who contribute in any way to the preparation or verification of the Company’s financial statements and other financial information must ensure that the Company’s books, records and accounts are accurately maintained. If any Daseke personnel believes that the

Company's books and records are not accurately maintained, he or she should report the matter to Daseke's Compliance Officer, currently Soumit Roy, Chief Legal Officer, is acting Compliance Officer or through the Ethics Point Anonymous Ethics and Compliance Reporting website or hotline at [daseke.ethicspoint.com](http://daseke.ethicspoint.com) or 855-761-8454.

In carrying out his or her duties to and responsibilities for the Company, each Financial Employee shall:

- Act ethically with honesty and integrity, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- Report any and all apparent conflicts of interest between a personal and professional relationship to Daseke's Compliance Officer;
- Provide full, fair, accurate, timely and understandable disclosure in (i) reports and documents that the Company files with, submits, or provides to, the SEC and in other public communications made by the Company and (ii) reports and documents submitted to Daseke's corporate accounting and finance department;
- Comply with applicable laws, rules and regulations of foreign, national, state, provincial and local governments and private and public regulatory agencies (including the NASDAQ Capital Market) having jurisdiction over the Company;
- Act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts or allowing his or her independent judgment on behalf of the Company to be subordinated to other interests;
- Promote honest and ethical behavior by others in the work environment;
- Promptly report violations of this Financial Code to Ethics Point Anonymous Ethics and Compliance Reporting website or hotline at [daseke.ethicspoint.com](http://daseke.ethicspoint.com) or 855-761-8454; and
- Accept accountability for adherence to this Financial Code.

## **II. Waivers**

Consents obtained pursuant to this Financial Code, or waivers of any provision of this Financial Code, may be made only by the Board or a committee thereof. Persons seeking a waiver should be prepared to disclose all pertinent facts and circumstances, respond to inquiries for additional information, explain why the waiver is necessary, appropriate or in the best interest of the Company, and be willing to comply with any procedures that may be required to protect the Company in connection with a waiver. If a waiver of this Financial Code is granted for any Senior Officer, appropriate disclosure shall be made promptly in accordance with applicable laws, regulators or NASDAQ rules.

### **III. Compliance Procedures**

Enforcement of sound ethical standards is the responsibility of all Daseke personnel. Violations and reasonable suspicions of violations of this Financial Code should be reported promptly to Daseke's Compliance Officer or the Ethics Point Anonymous Ethics and Compliance Reporting website or hotline at [daseke.ethicspoint.com](http://daseke.ethicspoint.com) or 855-761-8454.

The reporting person should make full disclosure of all pertinent facts and circumstances, taking care to distinguish between matters that are certain and matters that are suspicions or speculation, since the situation may involve circumstances unknown to the reporting person. Daseke personnel will not be penalized for good faith reporting of violations or suspected violations of this Financial Code or for cooperating with any Company investigation. Retaliation and threats of retaliation against any Daseke personnel who reports, participates, or assists in an investigation of a suspected violation are prohibited. Disciplinary action, including up to dismissal, of any Daseke personnel will be taken if the Board determines that any such retaliation or threat of retaliation has taken place.

Persons that knowingly make a report that is false or that willfully disregard its truth or accuracy, or engage in any other bad faith use of the reporting system, shall be deemed to be in violation of the Company's Ethics Policies.

Each director and Financial Employee shall be provided with a copy of this Financial Code (in hard copy, in electronic form, by posting to an internal company website or otherwise) and shall promptly become and remain familiar with the Financial Code. Directors and Financial Employees shall promptly execute the certification attached as **Annex A** (the "Compliance Certificate"), acknowledging that he or she understands and agrees to comply with this Financial Code. This Financial Code may also be provided to any other employee as any Senior Officer deems appropriate, and such other employee may be required, from time to time, to execute the Compliance Certificate, acknowledging receipt of this Financial Code.

At the beginning of each fiscal year and at any time this Financial Code is substantially amended, Daseke's Accounting Officer shall distribute this Code (including through hard copy distribution, distribution in electronic form, by posting to an internal company website or otherwise) to all directors and Financial Employees. Promptly after such distribution all directors and Financial Employees shall electronically acknowledge that he or she understands and agrees to comply with this Financial Code.

Daseke's Chief Accounting Officer, Angie Moss, is responsible for ensuring that the directors and Financial Employees promptly sign (and return, if provided other than through electronic signoff) the Compliance Certificate.

### **IV. Violations**

Each person is accountable for his or her compliance with this Financial Code. Violations of this Financial Code may result in disciplinary action against the violator, including dismissal from employment when deemed appropriate. Each case shall be judged by the Chairman of the Audit

Committee of the Board on its own merits considering the duties of the person and the significance of the circumstances involved.

## **V. Posting Requirement**

Daseke shall make this Financial Code available on or through its website as required by applicable rules and regulations. In addition, Daseke shall disclose in its proxy statement for its annual meeting of stockholders or, if Daseke does not file a proxy statement, in its Annual Report on Form 10-K, that a copy of this Financial Code is available in print to any stockholder who requests it and on Daseke's website.

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*It is the intent of the Company that this Financial Code be its written code of ethics under the Sarbanes-Oxley Act of 2002, complying with the standards set forth in Item 406 of Regulation S-K promulgated by the SEC.*

**ANNEX A**  
**FINANCIAL CODE OF ETHICS CERTIFICATION**

I have read and understand the Financial Code of Ethics (the “Financial Code”) of Daseke, Inc. (“Daseke”). I agree that I will comply with the policies and procedures set forth in the Financial Code and the spirit of the Financial Code.

I understand and agree that, if I am an employee of the Daseke or one of its corporations, partnerships, subsidiaries, operating companies, or any other business entity in which Daseke has a controlling interest (collectively referred to as the “Company”), my failure to comply in all respects with the Company’s policies, including the Financial Code and the Company’s other ethics policies, is a basis for termination for cause of my employment with the Company.

In addition, I agree and affirm to immediately report to the Company’s Compliance Officer, or alternatively, to the Ethics Point Anonymous Ethics and Compliance Reporting website or hotline at [daseke.ethicspoint.com](http://daseke.ethicspoint.com) or 855-761-8454, any information that I know have or may contain concerning:

1. A violation or suspected violation of the Financial Code by any person has or may have occurred;
2. Whether I have or may have engaged in any activity that violates the policies and procedures or the spirit of the Financial Code; or
3. Whether I am or may be contemplating an activity or acquisition that could be in violation of the policies and procedures or the spirit of the Financial Code.

I am unaware of any violations or suspected violations of the Financial Code, except as described below or on the attached sheet of paper. (If no exceptions are noted, please check the space provided below.)

\_\_\_\_\_ No exceptions

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I am aware that this signed Certification will be filed with my personal records in the Company's Human Resources Department.

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Signature

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Type or Print Name

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Date