



**DASEKE, INC.**  
**CODE OF CONDUCT**  
**(Adopted as of February 26, 2020)**

This Code of Conduct (this “Code”) applies to all directors, executives, officers and employees of Daseke, Inc (“Daseke” or the “Company”), those of its partnerships, subsidiaries, operating companies and other business entities in which Daseke has a controlling interest, and contracted owner-operators in connection with their work for Daseke (collectively, “Daseke personnel”).

Daseke’s Board of Directors (the “Board”) adopted this Code to establish the basic standards of business practices, as well as professional and personal conduct, that are expected of all Daseke personnel. This Code does not cover every issue that may arise, and Daseke personnel are always responsible for exercising good judgment and acting in a manner that will comply with the spirit as well as the letter of this Code. The Board reserves the right to add to, modify or rescind this Code or any portion of it at any time. Any amendment to this Code may be made only by the Board.

This Code governs in the event of any conflict or inconsistency between this Code and any other materials distributed by the Company. This Code is not intended to conflict with any state or federal law. If a law conflicts with any provision in this Code, then you must comply with the law.

You should read this Code carefully. If you have any questions on how to proceed or interpret this Code, you should consult your immediate supervisor or Daseke’s Compliance Officer, as appointed by the Board from time to time. In absence of a Compliance Officer, the Chief Legal Officer shall be the acting Compliance Officer.

Currently, Soumit Roy, General Counsel and Chief Legal Officer, who can be contacted at [soumit@daseke.com](mailto:soumit@daseke.com), is the acting Compliance Officer.

**I. Statement of Principles**

The Company’s fundamental policy is to conduct the Company’s business ethically and with honesty and integrity, and Daseke personnel shall do so at all times. This Code is a guide to Daseke’s standards of integrity and ethical behavior. Daseke personnel must not try to achieve indirectly, including through the use of agents, intermediaries or otherwise, what is prohibited directly in this Code. All managers are responsible for promoting compliance with this Code and encouraging Daseke personnel under their supervision to be familiar with this Code.

Daseke personnel will not be penalized for good faith reporting of violations or suspected violations of this Code or for cooperating with any Company investigation. Retaliation and threats of retaliation against Daseke personnel who report, participate, or assist in an investigation of a suspected violation is 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.

Nothing in this Code is to be interpreted or applied in any way that prohibits, restricts or interferes with any Daseke personnel's: (a) exercise of rights provided under, or participation in, "whistleblower" programs of the U.S. Securities and Exchange Commission (the "SEC") or any other applicable regulatory agency or governmental entity (each, a "Government Body"); or (b) good faith reporting of possible violations of applicable law to any Government Body, including cooperating with a Government Body in any governmental investigation regarding possible violations of applicable law.

## **II. Implementation – Compliance Certificate and Periodic Acknowledgement**

All of Daseke's personnel shall be provided with a copy of this Code at the time his or her service begins with the Company and periodically thereafter and shall promptly become and remain familiar with this Code.

Promptly after receiving this Code, Daseke personnel shall acknowledge that he or she understands and agrees to comply with this Code by executing and returning to Daseke's Compliance Officer the certification attached as Annex A ("Compliance Certificate") by: (A) acknowledgment through Docusign or other on-line signature tool (in the case of Daseke's directors, executives and officers); or (B) submitting an electronic acknowledgment through Shareworks (in the case of the Daseke personnel who are not directors, executives or officers).

Periodically and at any time this Code is substantially amended, Daseke's Compliance Officer shall distribute this Code (in hard copy, in electronic form, by posting to an internal company website or otherwise) to Daseke personnel. Promptly after such distribution Daseke personnel shall electronically acknowledge that he or she understands and agrees to comply with this Code.

Daseke's Compliance Officer is responsible for ensuring that Daseke personnel execute and return a Compliance Certificate to him or her or submit an electronic acknowledgement as required by this Code. Daseke's Compliance Officer will ensure that all such Compliance Certificates are maintained and safeguarded either in the Company's compliance files or within each person's personnel file at Human Resources.

Periodic trainings will be provided to Daseke personnel to ensure understanding and compliance with this Code. Daseke personnel must complete all required training on a timely basis.

## **III. Associations with Third Parties**

This Code applies to the Company's relationships with third parties, including vendors, suppliers, contractors, consultants, agents, and intermediaries. Daseke personnel shall be guided in their conduct by this Code's provisions. Daseke personnel should encourage such third parties to comply with all applicable state and federal laws and the spirit of this Code when performing work in connection with the Company. Daseke personnel must report any known or suspected violation of this Code in accordance with the procedures in Section IX (Reporting Violations).

All business relationships between Daseke and its counterparties or third-parties, should be recorded in a written contract, order or other document that describes the goods or services that are to be provided. Daseke personnel will ensure that all costs and fees provided to counterparties or third-parties are reasonable and at market rates and that the payments are used to purchase or provide goods and services under the contract.

#### **IV. Conflicts of Interest**

##### **A. General**

Daseke personnel owe a primary duty to the Company to advance its legitimate interests when the opportunity to do so arises, and they must not allow a personal conflict of interest to interfere with that duty. A conflict of interest occurs when an individual's interests (or an immediate family member's interests) interferes, or even appears to interfere, with the interests of the Company. There is no materiality threshold related to determine whether an individual's interests (or an immediate family member's interests) interferes with the Company's interests, therefore, any non-employment based transaction between the Company and an individual interests (or an immediate family) shall be reviewed and approved by Board or its designee. Such a situation can arise when Daseke personnel compete directly or indirectly with the Company or Daseke personnel take actions or have interests that make it difficult to perform his/her work objectively and effectively, or when Daseke personnel or their immediate family members, receive improper personal benefits as a result of the person's position with the Company.

As used throughout this Code, the term "*immediate family member(s)*" means those related by blood, marriage or those with whom you share a special affinity, including a spouse, parents and stepparents, grandparents, children and stepchildren, siblings, mothers and fathers-in-law, sons and daughters-in-law, brothers and sisters-in-law, and anyone (other than domestic employees) who shares a home with Daseke personnel.

Daseke personnel should avoid being placed in a position that might give rise to even the appearance of a conflict of interest. If any Daseke personnel finds himself or herself in a situation where a conflict of interest exists or may exist, he/she shall immediately report the matter and obtain any requisite approval as provided below in Section IV.F (Reporting Conflicts of Interest; Waivers).

##### **B. Employment or Interest in Competitors, Customers and Suppliers**

Having an interest in, or being employed by, any supplier, customer or competitor of the Company is a potential conflict of interest. However, ownership of publicly traded securities of a supplier, customer or competitor of the Company that do not provide the owner with an ability to influence or direct the policies or management of the supplier, customer or competitor will not be considered a conflict of interest, so long as the ownership interests comply with Daseke's Insider Trading Policy.

**C. *Conflicting Business Opportunities***

Daseke personnel must not take or use for their benefit any business opportunity that is: (1) a potential transaction or matter that may be an investment, business opportunity or economic or competitive advantage in which the Company could reasonably have an interest; or (2) that was discovered through the use of corporate property, information or position. For example, Daseke personnel must not acquire by purchase or lease any real estate interests when the person knows or reasonably should know that Daseke may be interested in acquiring the same property. In addition, Daseke personnel are prohibited from using corporate property, information or their position for personal gain and competing with the Company directly or indirectly.

**D. *Receiving Payments, Gifts, Entertainment and Confidential Information from Outside Sources***

Daseke's personnel and their immediate family members are strictly prohibited from accepting or soliciting cash payments, cash equivalents (such as checks, money orders, or gift cards), or loans (other than bank loans that are made in the normal course of the bank's business) from any person or organization doing business, seeking to do business, or competing with the Company without prior written approval in accordance with the procedures in Section XI (Waivers of this Code).

Daseke personnel may not request or accept specific gifts, trips, entertainment or favors, from any person or organization doing business, seeking to do business or competing with the Company. Daseke personnel may accept unsolicited reasonable business entertainment that serves legitimate relationship building between business people (such as a meal or sponsored events involving normal sales promotion, advertising or publicity). However, Daseke personnel should not accept gifts or entertainment that is of a size, nature or frequency that is likely to: (i) influence the individual's business decisions; (ii) compromise his or her independent judgment; or (iii) create or imply a business obligation.

**Daseke personnel must provide advance notice to, and seek approval from, Daseke's Compliance Officer before accepting any gifts, trips or entertainment exceeding \$250 in value, or which totals more than \$500 in value from one source for any calendar year. Examples of such types of gifts or entertainment could include overnight golfing, hunting or fishing trips, or other high-priced outings or entertainment.** Approval will be granted only with a showing that accepting such a gift or entertainment would not influence that individual's business decisions, compromise his or her judgment or otherwise imply a business obligation.

Daseke personnel are precluded from receiving and disseminating confidential, non-public information from competitor companies at any time, especially during competitive bidding processes. If Daseke personnel receive or learn that such information has been obtained by anyone within Daseke, the matter should be immediately reported in accordance with the procedures contained in Section IX (Reporting Violations).

**E. *Extension of Credit by the Company***

Loans by the Company to, or guarantees by the Company of obligations of, any director, officer or executive of Daseke or its subsidiaries are prohibited. Loans by the Company to, or guarantee by the Company of obligations of, a Company employee (who is not also a director, officer or

executive) may be made only if such loan or guarantee: (1) is in connection with financing for revenue equipment; (2) is an advance for travel-related expenses and other ordinary business expenses; or (3) is pre-approved by Daseke's Chief Financial Officer or Chief Accounting Officer. Any loan or guarantee existing at the time of adoption of this Code, other than those obtained in connection with financing for revenue equipment or advances for travel-related expenses and other ordinary business expenses, shall not be extended or renewed without pre-approval from Daseke's Compliance Officer.

***F. Reporting Conflicts of Interest; Waivers***

Daseke personnel should contact their supervisor or their operating company's chief accounting officer (*i.e.*, CFO or if no CFO, controller) with questions about conflicts of interest, or upon becoming aware of potential or actual conflicts. If the supervisor or your operating company's chief accounting officer is himself/herself involved in the potential or actual conflict, the matter should instead be reported directly to Daseke's Compliance Officer or via the Company's compliance hotline in accordance with the procedures in Section IX (Reporting Violations).

Waivers or exceptions for conflicts of interest may be granted only in accordance with the procedures in Section XI (Waivers of this Code). Proposed transactions or arrangements presenting a potential or actual conflict of interest may not proceed until such a waiver of exception has been granted.

***G. Periodic Reporting of Approved and Unapproved Related Party Transactions***

Promptly after receiving this Code, either upon beginning service with the Company or when distributed periodically thereafter, or when requested to do so by Daseke's Compliance Officer, directors, officers and executives of the Company and its subsidiaries shall disclose to Daseke's Compliance Officer all related party transactions of which they are aware (including those involving themselves, their immediate family members, or businesses/entities owned or controlled by the forgoing), regardless of whether previously disclosed or approved, in fair and accurate detail, using the disclosure attached as Annex B ("Disclosure of Related Party Transactions"). Daseke's Compliance Officer will ensure that all such disclosures are maintained and safeguarded either in the Company's compliance files or within each person's personnel file at Human Resources.

**V. Accuracy of Financial Disclosures and Books and Records**

The Company requires honest and accurate recording and reporting of information in order to make responsible business decisions. 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. For example, only the true number of hours worked should be reported on time cards and time sheets and only the true number of service hours should be recorded in driver logs. In addition, all information relating to shipments, such as delivery times, should be accurately reported.

It is the Company's policy to promote full, fair, accurate, timely and understandable disclosure in reports and documents that it files with, or 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. Daseke personnel that contribute in any way to the preparation or verification of the Company’s financial statements and other financial information are each responsible for ensuring that the Company’s books, records and accounts are accurately maintained.

Anyone believing that the Company’s books and records are not accurately maintained must promptly report the matter in accordance with the procedures contained in Section IX (Reporting Violations).

Daseke personnel must fully cooperate with the Company’s internal accountants, as well as the Company’s independent registered public accounting firm, and must not intentionally make any false or misleading statements, or omit to state any material fact necessary to make statements made not misleading, to any internal accountant or the Company’s independent registered public accounting firm with respect to the Company’s financial statements or documents to be filed with, or submitted or provided to, the SEC, any other governmental authority or other third party.

## **VI. Use of Company Property and Resources**

### ***A. Protection and Proper Use of Company Assets***

It is the responsibility of all Daseke personnel to protect Daseke’s assets from loss, theft and misuse, including information, records, funds, equipment, supplies, facilities, property and other materials. Daseke personnel shall use Daseke assets entrusted to them or to which they have access in a safe and efficient manner and in compliance with applicable laws and regulations. Daseke personnel shall not use Daseke assets or records for personal gain or for the benefit of others outside the normal course of company business.

All assets of Daseke, including communications and computer systems such as telephones, voice mail, electronic mail and computers, shall be used primarily for the legitimate business purposes of Daseke. To the extent that business processes are not detrimentally affected, Daseke personnel may reasonably use company telephones, electronic mail, Internet, Intranet, faxes and computers for limited and occasional personal reasons as long as the use is appropriate and does not violate Daseke policies or applicable laws. Daseke personnel must never use Daseke assets to support a personal business or political activities.

### ***B. Gifts, Travel and Entertainment***

No payments or gifts from the Company’s funds or assets shall be made to, or for the benefit of, an official or employee of a domestic or foreign government (or subdivision thereof), labor union or any current or prospective customer or supplier for the purpose of improperly obtaining a desired action or any sale, purchase, contract or other commercial benefit. This prohibition applies to payments made directly, or payments made indirectly through third parties, and is intended to prevent bribes, kickbacks or any other form of payoff.

It is a violation of this Code, and could be a violation of the law, to pay, offer to pay, promise to pay, or authorize the payment of anything of value, directly or indirectly, to an official or employee of a domestic or foreign government in order to influence an act or decision of such official, to

secure an improper advantage or to obtain or retain business. Things of value could include gifts, favors and entertainment, among other things. There are a number of laws and regulations regarding business gratuities that may be accepted by domestic and foreign government personnel. The provision of gifts, trips, entertainment or favors must be in compliance with applicable laws or regulations and must also comply with any policy that applies to the person either giving or receiving the gift.

At no time may gifts, travel or entertainment be provided to an official, employee, or representative of a domestic or foreign government:

1. from whose agency or organization Daseke or its subsidiaries is seeking some official action;
2. with whose agency or organization Daseke or its subsidiaries is doing business;
3. whose agency or organization regulates Daseke or its subsidiaries, including representatives from the U.S. Department of Transportation or the departments of transportation from any state;
4. whose performance or non-performance of their official duties could substantially affect Daseke's interests, or those of its subsidiaries;
5. in exchange for, as remittance for, or in recognition of prior official actions taken, or not taken, as part of his/her duties; or
6. whose receipt of a gift, travel or entertainment from Daseke or its subsidiaries would be embarrassing, controversial, newsworthy, or which would arguably create a conflict of interest.

The restrictions in this section do not apply to modest refreshments (such as coffee, donuts, and meals) made available to all participants in business meetings, so long as accepting such refreshments is permissible under the rules and regulations applicable to the recipient.

To ensure compliance with these laws and regulations, Daseke has implemented the following guidelines with respect to providing gifts, travel, or entertainment to non-employees:

1. Daseke's Compliance Officer must approve *in advance* and *in writing* all gifts to be provided to non-employees, and expenses incurred or reimbursed relating to travel of non-employees that exceed a value of \$500 per recipient, per quarter, from a subsidiary source;
2. Officers, executives and management-level Daseke personnel, whether of Daseke or its subsidiaries, may approve or incur expenses for appropriate infrequent business entertainment (such as for coffee, lunch or dinner) provided to non-employees unaffiliated with any domestic or foreign government, up to a value of \$500 per recipient per quarter, from a subsidiary source;

3. Daseke's Compliance Officer must approve *in advance* and *in writing* all expenses for business entertainment provided to: (a) any employee of any level of domestic or foreign government, agency, or subdivision thereof, including state-owned, -controlled or -operated entities; (b) political parties or candidates for political office; or (c) employees of any international public organization, such as the World Bank.

Gifts shall be: (a) of nominal value; (b) something other than cash or cash equivalents (such as checks, money orders, or gift cards); (c) provided as a courtesy, token of regard or esteem, expression of gratitude, or in return for hospitality in accordance with customs of the country where given; (d) permitted under local law, regulations, and guidelines of the government official's governmental entity; (e) of the type and value that are unequivocally customary and appropriate for the occasion; and (f) accurately recorded in the Company's books and records.

### ***C. Political Contributions***

Federal law prohibits the Company from making any contribution or expenditure (in cash or otherwise) to a federal election campaign. In foreign, state and local election campaigns, political contributions by the Company may also be prohibited. Therefore, Daseke personnel are prohibited from using any Company resources to make political contributions to a foreign, state, or local election campaign.

## **VII. Business and Trade Practices**

### ***A. Compliance with Laws, Rules and Regulations***

Daseke personnel must respect and obey the laws of the countries, states, and cities in which the Company operates.

### ***B. Insider Trading***

Purchasing or selling, whether directly or indirectly, Daseke's securities while in possession of material non-public information is both unethical and illegal. Disclosing material non-public information to others who might use the information to trade in Daseke's securities is also prohibited. Daseke personnel must review and comply with Daseke's Insider Trading Policy.

### ***C. Fair Dealing***

Daseke personnel should deal fairly with the Company's customers, suppliers and competitors and should not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information or misrepresentation of material facts or any other practice involving unfair dealing.

### ***D. Confidential or Sensitive Information***

It is the responsibility of all Daseke personnel to protect all confidential or sensitive information entrusted to her/him, or to which they have access, including information transmitted electronically, orally or in a hard copy document, unless disclosure is authorized by the Board or legally mandated. Employees must contact Daseke's Legal Department for approval if they



believe they have a legal obligation to disclose confidential or sensitive information. Daseke personnel must avoid using confidential or sensitive information for personal benefit or to benefit any other business or entity with which they are associated. The obligation to preserve confidential or sensitive information continues even after association with the Company ends.

Confidential or sensitive information includes, but is not limited to, the following:

- Plans, strategies, tactics or organizational structure,
- Financial data or results of operations,
- Personal information regarding an employee or director or former employee or director of Daseke,
- Information in company possession protected by the terms of a confidentiality agreement or other contract, and
- Customer or shareholder records or information.

***E. Retention of Documents and Records***

Daseke personnel shall retain any record, document or tangible object of the Company that is known by him/her to be the subject of an internal, civil, criminal or administrative investigation, or a proceeding or lawsuit of any kind. It is a violation of this Code to knowingly alter, destroy, mutilate, conceal or falsify an entry in any record, document or tangible object with the intent to obstruct or influence any investigation, proceeding or lawsuit.

**VIII. Employment Practices and Work Environment**

***A. Discrimination and Harassment***

Daseke is an equal opportunity employer. We are committed to providing an atmosphere that is free from discrimination and presents equal opportunities to all employees without regard to age, sex, race, religion, creed, color, national origin, ancestry, height, weight, marital status, sexual orientation, disability, or past, present or future military service. Daseke personnel shall act in a manner that demonstrates equal treatment of all employees or other persons in accordance with these principles at all times. For example, decisions regarding hiring, salary, benefits, training opportunities, work assignments, advancement, discipline, termination and retirement shall be made based upon merit and the person's ability to perform the tasks required.

Daseke personnel, regardless of position, shall do their best to work together to meet the following objectives:

- Respect each employee, worker and representative of customers, suppliers and contractors as an individual, showing courtesy and consideration and fostering personal dignity;

- Make a commitment to and demonstrate equal treatment of all employees, workers, customers, suppliers and contractors of the Company, and provide a workplace free of harassment of any kind, including on the basis of age, sex, race, religion, creed, color, national origin, ancestry, height, weight, marital status, sexual orientation, disability, or military or reserve or veteran status; and
- Provide and maintain a safe, healthy and orderly workplace.

In addition to the objectives set forth above, members of Daseke management are expected to:

- Use good judgment and exercise appropriate use of their influence and authority in their interactions with employees, customers, suppliers, contractors and partners of the Company; and
- Keep other employees generally informed of the Company's policies plans and progress through regular communications.

The Company recognizes and respects the right of employees to exercise their lawful rights of free association, including joining or electing not to join any association.

### ***B. Health and Safety***

The Company is committed to conducting its business in compliance with all applicable health and safety laws, rules and regulations and providing each employee with a safe and healthy work environment. Daseke personnel are responsible for following safety and health rules and practices and reporting accidents, injuries and unsafe equipment, practices or conditions immediately to their immediate supervisor or their operating company's safety personnel.

The Company's commitment to safety includes complying with all applicable federal or state laws or regulations regarding driver's hours of service, driving time, off duty hours, driver logs, truck maintenance and securing cargo. Anyone aware of, or suspecting, violations of these provisions should contact their immediate supervisor or their operating company's safety personnel.

Daseke personnel must report to work in a condition that allows them to perform their duties safely and in compliance with all applicable laws and regulations, including being free from the influence of drugs, alcohol or other controlled substances. The use of illegal drugs in the workplace will not be tolerated.

### **IX. Reporting Violations**

Daseke personnel must report to their immediate supervisor, the executives of their operating company or Daseke's Compliance Officer any knowledge, awareness or reasonable suspicion of a potential violation of this Code. Additionally, Daseke personnel must report awareness of any "red flags" involving contractors, agents or third parties, so that the Company can respond appropriately.

Alternatively, such reports may be made via the Company's compliance-reporting hotline, including anonymously, via the Ethics Point Anonymous Ethics and Compliance Reporting website at [daseke.ethicspoint.com](http://daseke.ethicspoint.com), or by telephone at (855) 761-8454.

No retaliatory action will be taken against any employee for reporting, in good faith, any known or suspected violation of this Code. If requested, the Company will exercise reasonable care to keep the identity of a person submitting such a report confidential unless: (1) such confidentiality is incompatible with a fair investigation of the complaint; (2) there is an overriding reason for identifying or otherwise disclosing the identity of such person; or (3) such disclosure is required by applicable law, rules or regulations.

Any Daseke personnel receiving such a report shall: (a) take any necessary, immediate actions required to stop further violations of this Code endangering health or safety, or which may constitute a violation of criminal law; and (b) notify Daseke's Compliance Officer as soon as such a report can be reasonably made. Daseke personnel shall not themselves attempt to confirm potential violations of this Code or attempt to investigate or remediate potential violations of this Code, unless instructed to do so by Daseke's Compliance Officer.

Suspected or actual violations of this Code involving any director, executive or officer of Daseke shall be reported to the Board by Daseke's Compliance Officer.

## **X. Enforcement and Violations**

Daseke's Compliance Officer shall be responsible for investigating or coordinating the investigation of alleged violations of this Code. It is also the Company's policy to cooperate with governmental investigations into potential violations. Daseke personnel are expected to provide full, complete and honest cooperation with governmental investigative authorities and with all internal investigations conducted by Daseke and/or Daseke's outside counsel. A failure to cooperate with investigations by the government or Daseke is grounds for disciplinary action, up to and including termination.

Upon determination that there has been an actual violation of this Code, Daseke's Compliance Officer or the Board (in the case of a violation by a director or executive officer of Daseke) will take such disciplinary action as they deem appropriate, which may include dismissal of employees or terminations of contracts between Daseke and other parties.

## **XI. Waivers of this Code**

Waivers to provisions of this Code, including exceptions to this Code's conflicts of interest provisions, may be made only by: (a) the Board with respect to a director, officer or executive officer of Daseke; and (b) Daseke's Compliance Officer with respect to other employees or contractors. All Waivers to provisions of this Code, including exceptions to this Code's conflicts of interest provisions, must be reported to the Board.

Waivers or exceptions relating to directors, officers and executives shall be recorded in the Board's records or minutes, and the Board shall formally determine whether to grant such a waiver or exception. Directors, officers, or executives seeking a waiver or exception to this Code: (1) must recuse themselves from the matter and be excused from related Board discussions, except when

invited to state his or her position or to answer the Board's questions; (2) may not vote on such matter (in the case of a member of the Board); and (3) may not attempt to use his or her personal influence to affect any Board member's vote on such matter. Whether to grant a waiver or exception shall be decided by the affirmative vote of a majority of the disinterested members of the Board (even if the disinterested members are less than a quorum).

Waivers of this Code shall be disclosed in accordance with applicable laws, regulations, and NASDAQ rules.

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*This document states a policy of Daseke and is not intended to be regarded as the rendering of legal advice.*

**ANNEX A**  
**CODE OF CONDUCT CERTIFICATION**

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

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

I agree and affirm that I will 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 now have or may obtain concerning:

- A violation or suspected violation of the Code by any person has or may have occurred;
- Whether I have or may have, or any of my immediate family members has or may have, any interest or engaged in any activity that violates the letter or the spirit of the Code; or
- Whether I am or may be, or any of my immediate family members is or may be, contemplating an activity or acquisition that could be in violation of the Code.

In the attached Exhibit to Annex A (Disclosure of Related Party Transactions), I have listed any and all business transactions that I, or a company or business organization I own or have an interest in, that currently has or potentially will have business with Daseke or one of its subsidiaries.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Type or Print Name

\_\_\_\_\_  
Date

**EXHIBIT TO ANNEX A  
DISCLOSURE OF RELATED PARTY TRANSACTIONS**

I certify that:

\_\_\_ I have no related party transactions to report, or

\_\_\_ The following constitute all related party transactions of which I am aware, including those belonging to me, my immediate family members (as defined in Daseke's Code of Conduct), and business/entities owned or controlled by any of the foregoing, regardless of whether such transactions have been previously approved, waived or excepted:

No.	Start Date	End Date	Description (including parties, terms, value and whether previously approved/waived)
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Type or Print Name

\_\_\_\_\_  
Date