

Sustainability Report ODC



Table Of Contents

This sustainability report contains four main chapters.

01	About This Report	3
	A brief summary of this sustainability report and guidelines on how to read it.	
02	Our Company What we do, why we do it and how we create added value.	11
03	Sustainability At ODC How do we approach sustainability and what are our initiatives?	24
04	The Future How will we address sustainability in the coming years?	50



A brief summary of this sustainability report and guidelines on how to read it.



A conversation with the CEO's

In the past 50 years, Overseas Distribution Company has grown into a global player in duty-free travel retail. But the desire for more and better has not yet been satisfied. A conversation with CEO Eric Demaerel and Co–CEO Manuel Demaerel about the company's DNA, its focus on safety and compliance, and the opportunities offered by sustainability frameworks. Always with the next 50 years in mind.

What role do you think Overseas plays in society?

Eric Demaerel: We have never viewed ODC's purpose in terms of our role in society as a whole, but rather within the sector. Although our perspective has definitely broadened in recent years, our role is to unburden suppliers

and duty-free retailers in their route to market. We assist the suppliers and duty-free retailers in their process of working together. We want to be their preferred partner in Europe and Africa, with the ambition of becoming a global player. Our scale and operational excellence empower us to guarantee distribution that is efficient as well as safe, in every possible way –



Thanks to our commitment to innovation, we offer our partners a cost-effective model that combines trust and efficiency.

- Fric Demaerel

including physical security, environmental responsibility – and in consideration of all governmental and suppliers compliance requirements. The fact that we have been around for almost 50 years and are still a family business obviously plays a big part in this.

How do you achieve this unburdening?

Manuel Demaerel: The first important element is the perfect order rate or, in short, POR. What makes an order perfect, is perceived differently by each partner, the suppliers or the retailers and tailored to their needs. For example, the POR ensures that suppliers can deliver their products into our central warehouse in the most efficient size for them. In addition, retailers can order their required number of each article, just in time. This ensures maximum cost efficiency for suppliers and retailers. Secondly, there is the safety aspect. Using various systems and procedures, such as TAPA we can guarantee that the correct quantities are delivered at the right place in a transparent and secure way. It is obviously important to change in order to prevent theft or discripancies, but this is even more important in our sector to respect governmental & supplier rules and instructions due to the specific nature of the products and customs duties. A third element of unburdening lies in what is what we call the

'IRA', the integrated distribution relationship model. We are not only involved in transport, but also provide other services: storage, logistics, customs relations, packaging and commercial and financial solutions, with a transparent data transmission from supplier to retailer in both directions.

Eric Demaerel: Important in all this is our focus on the highest quality. We have developed a number of standards for ourselves around operational excellence, both externally and internally within the company.

As a leader in distribution we have defined a new standard based on innovation and transparency. With a focus on safety and quality, we ensure that every step is reliable and accurate, so that we can deliver solutions. Thanks to our commitment to innovation, we offer our partners a cost-effective model that combines trust and efficiency. We do this by adhering to a number of basic principles, such as investing in people, quality and safety, reliability and service, and flexibility and tailormade solutions.

We help achieve these ambitions thanks to our internal working standards, which focus on speed and responsiveness, communication, a results-oriented approach, responsibility and accuracy.

To what extent is an eye for sustainability part of ODC's DNA?

Eric Demaerel: In general, the travel sector, it does not have the image of being a sustainable sector. At least not when it comes to the environment, although steps are being taken in this area. However, our entire sector, especially the travel retail embodies compliance and governance and ODC it has always been an early adopter in the areas of responsibility and governance.

In this context, we want to continue to grow, but we must not lose sight of our "licence to operate". ODC has already taken major steps in the environmental field, mainly triggered by the economic payback benefits, such as the use of solar energy, the electrification of the passenger car fleet and our own truck transport with HVO diesel. These actions were laid down and followed up through our participation in SBTi.

In addition to our intuitive sustainability efforts, we actively focus on the governance and social aspect, The governance being represented with our certifications and procedures in place, but also the social aspect with an emphasis on the development and well-being of our employees. We want to give all stakeholders, internally and externally the assurance that duty-free products end up in a safe way at the right place.

We have bundled all these ambitions in a letter of intent, which can be found on our website.

You have been in business for almost 50 years. How impactful do you think the sustainability transition has been in your history?

Manuel Demaerel: ESG has forced us to step back from the madness of day-to-day operations and think together – shareholders, directors and the management team – about the future of ODC. We have reflected on our strengths, but also on the areas we need to focus on even more in order to further strengthen our position.

How does sustainability fit into the developments and transitions you are experiencing in the sector?

Manuel Demaerel: There is an increasingly loud demand for transparency, despite the fact that we are already a heavily regulated sector. Banks, governments, controlling bodies, suppliers and retailers are asking us not only to do what we say, but also to say what we do. Where do products come from? Where are the products sold to? How are they transported? How are employees treated throughout the value chain? That is precisely why we are member of organisations such as ETRC, the Duty Free World Council and the Tax-Free World Association, and why we have signed the Anti-Illicit Trade Declaration.

How do you look back on 2024 in terms of sustainability?

Eric Demaerel: In terms of sustainability, 2024 was a year of focus and streamlining our efforts. We defined what sustainability means to us and what it implies for our business, with the help of Encon.

Various workshops with management led to answers to questions such as "how do we create value?", "who are our stakeholders?", "where do we have an impact?". After determining our material topics, we started an integration plan, distinguishing between short-term and long-term priorities. This means we are ready to communicate transparently on this subject, despite the scaling back of obligations via the EU Omnibus.

In addition, we have also taken a lot of concrete action in the areas of E, S and G. We are most proud of the formalisation of our environmental initiatives through SBTi, the science-based targets initiative of United Nations Global Impact. In the area of Social, we have made great strides in training, transparency in job descriptions and required competencies and assessments. Our HR tool plays an important role in this.

In terms of Governance, 2024 was marked by the launch of our Legal & Compliance department. This has enabled us to update our Code of Conduct and fine-tune our ODC standards.

What is your ultimate ambition, both for the company and in terms of sustainability?

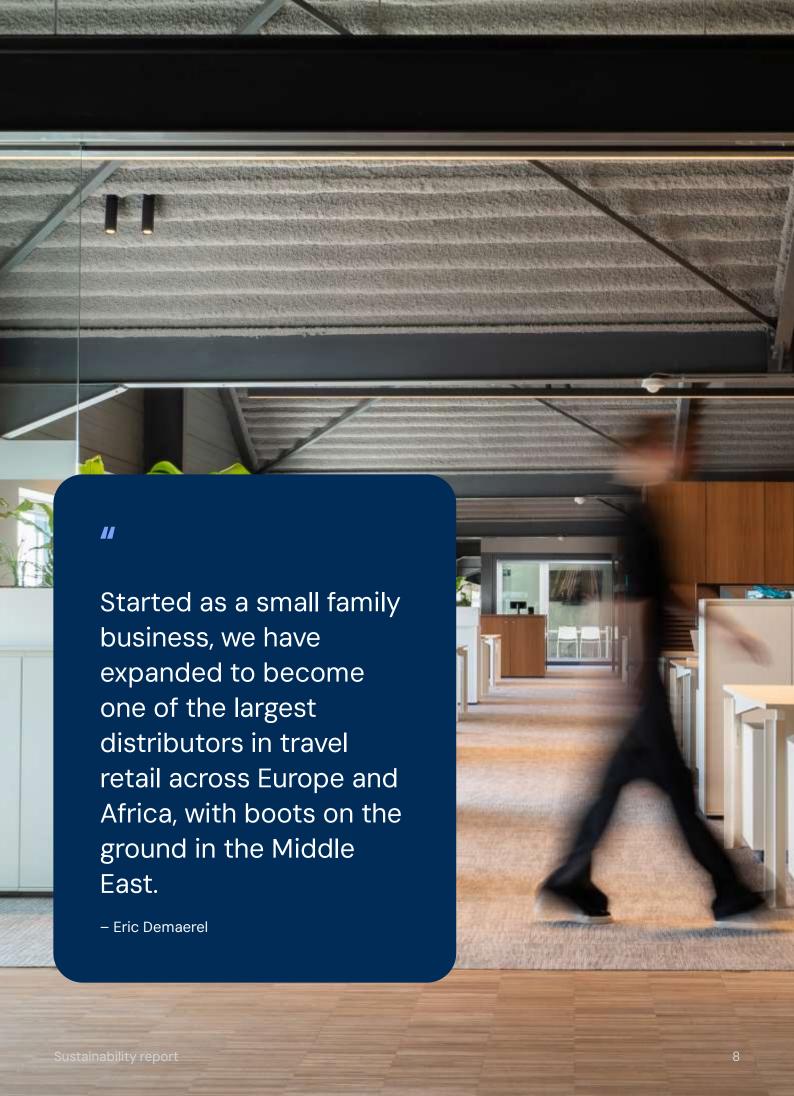
Manuel Demaerel: We see our further growth on two fronts. On the one side further diversification of our assortment and on the other hand geographical expansion. In terms of diversification, we still have significant growth potential in the category of perfume and cosmetics, a very important category in travel retail. By strengthening our offering in this area, we want to become the travel retail service partner of choice for all duty-free goods. In our geographical expansion plan, we recently opened a legal entity in Dubai. We want to grow this and bring it up to the same level and

scale as our Antwerp operations. We can only achieve these ambitions if we aim for continuous improvement and further professionalisation.

Eric Demaerel: To achieve all this, we dream of a greenfield state-of-the-art warehouse with the next standard of efficiency and safety tools, a bottom-up organisation that improves organically and independently to approach perfection. The role of the next generation in the family business? To uphold the ODC standards and, in turn, prepare the company for the next generation.

This ensures sustainable business operations, something we have been striving for and applying for 50 years. We always put the long-term interests of ODC first in everything we do, taking all stakeholders into account. Thanks to CSRD, we now have a framework to do this in a more structured way.







About the sustainability report

Statement by the board of directors

Pride. That is the prevailing feeling as we present you with the first edition of our sustainability report. The information contained herein covers the **reporting period from 1 January 2024 to 31 December 2024**, combines financial data with sustainability data and relates to **Overseas Distribution Company**, part of O.T.C. Holding nv.

In conjunction with the Executive Committee, we developed a **sustainability strategy** in 2024, under the guidance of independent sustainability expert Encon. Since 2025, a process has been underway to implement this strategy within the organisation, together with the Executive Committee and our employees. This process had not yet been completed at the time of publication of this sustainability report.

We have not omitted any specific information relating to intellectual property, know-how or the results of innovations.

Towards CSRD reporting

This report reflects not only the efforts we are making, but also how the company views sustainability. We are convinced that creating and maintaining value can only be achieved by striving for the right balance between financial, ecological and social aspects. That is why we have decided to report on the 2024 financial year, even though we are not required to do so by the government. According to the package of measures published in 2025 under the heading "Omnibus", a report in accordance with CSRD guidelines for Overseas is no longer mandatory. Nevertheless, we have made a conscious decision to report. Not because we have to, but because we are convinced of the added value for our stakeholders, partners and customers. To this end, we voluntarily apply the basic principles of VSME guidelines, as developed by EFRAG.

Colophon

Publisher

Overseas Distribution Company, with its registered office at Mexicostraat 3, 2030 Antwerp, Belgium.

Scope

This report relates to Overseas Distribution Company (CBE company number BE 0423.161.708), part of O.T.C. Holding NV (CBE company number BE 0457.932.446), both public limited companies under Belgian law. The shares are not listed on the stock exchange.

In this report, we refer to this entity as "Overseas Distribution Company", "Overseas" or "ODC".



do we create added value?

ODC in a nutshell

Intro

- The leading distributor of travel retail in Europe and Africa
- Connects worldwide suppliers with retailers to bring products to consumers in Travel Retail
- Family owned business, led by a team with members of the second and third generation
- · HQ based in Antwerp, Belgium
- · Since 2024 a legal entity in Dubai

Offering

ODC's offering includes a wide range of products for travel retail. In total, the company is in charge of distributing more than 4,000 products from more than 150 suppliers. The offering includes tobacco products, wines and spirits, electronics and confectionery. ODC acts as the go-to-market for brand owners and retailers in the travel retail industry.

DID YOU KNOW?

Travel Retail is a niche market

Duty-free is only a part of the travel retail industry. Duty-free shops are situated in security controlled areas, where the products purchased can be exempt from taxes and, or duties, and excises subject to the requirement that the consumer is travelling. Travel retail covers much more than that, it's the umbrella under which travel is required to purchase or consume the products.

Aside from the typical channels within travel retail such as at the airports, on an aircraft, on a cruise ship or ferry, there are also ship chandlers, diplomatic stores and military operations outside their home country, eligible to purchase duty-free products.

Our customers

Even though Overseas Distribution Company is active in the travel retail sector, it is not as active in the retail as such. We are the connection and the missing link between the suppliers and the retailers. This is why ODC has two different type of "customers", the suppliers and the retailers:

Brand owners

Mainly global brands and branded consumer goods

- Spirits and liqueurs
- · Wine and champagne
- · Beer and soft drinks
- Tobacco products
- Confectionery
- Electronics
- Perfume & cosmetics

Retailers

All duty-free operators shops or operators eligible to sell duty-free products

- Airlines
- Airports
- · Cruise ships & ferries
- · Border & portshops
- Military shops
- Diplomates
- · Ship chandlers

Activities and markets

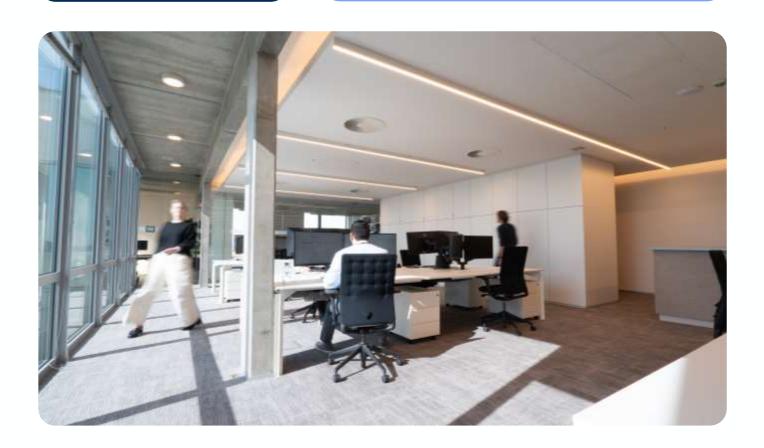
ODC operates in 84 countries, and in 2024 it generated most of its turnover in Europe. Middle East and Africa remain growing markets for ODC . Operations are managed from the head office in Antwerp, but since 2024 the company also has a legal entity in Dubai.

+16%

The increase in turnover in 2024 compared to the previous year. In 2024, turnover amounted to 256 million euros.

54.54%

The market share of airports in sales in 2024. 15.45% came from inflight, 16.53% from cruise ships and ship suppliers. The remainder of sales took place in border shops and ports, ship chandlers, and via the military and diplomats.



18,000 m²

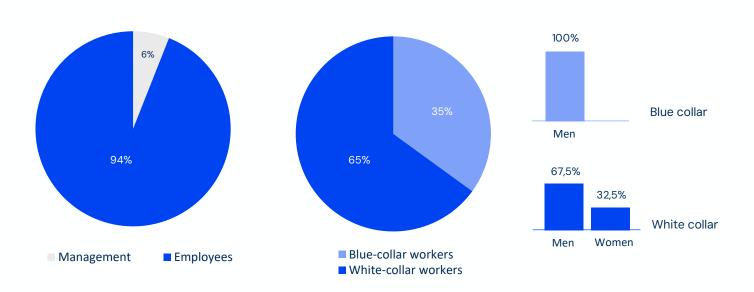
The size of the fully equipped warehouse. It processes more than 4,500 SKUs. The warehouse focuses on automation and procedures for securing the product flow.

Timeline



Staff

At the end of 2024, ODC had 62 employees. The number of employees has grown rapidly in recent years, creating a need for more support services. In addition, the decision was made to invest more in current and new talent, which giving our HR department a more central role in shaping the company's future. Despite the rapid growth in staff numbers in recent years, there is a lot of variation in seniority within ODC. This is because there are also many employees with many years of service.

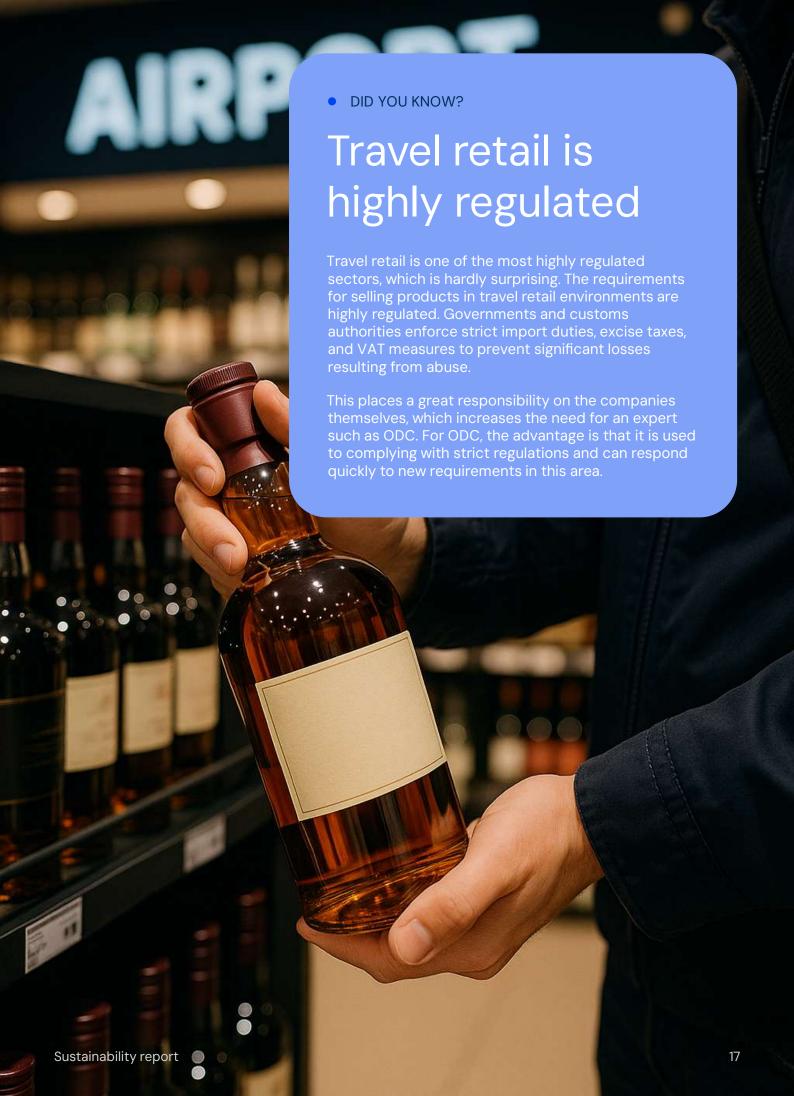


2024, the year in which, more than ever, investments were made in employees

From the very beginning, employees have been one of ODC's most important assets, as evidenced by the seniority of a number of them. In 2024, however, the company went even further in this regard, both in the warehouse and at the head office. In 2024, ODC invested in a completely renovated working environment for warehouse employees, with a focus on both well-being and safety. The creation of a new canteen, sanitary facilities and office infrastructure contributes to a comfortable and respectful workplace, in line with an inclusive corporate culture in which all employees feel

valued. Quiet workspaces, also known as Mute Labs, were created at the head office. They are spread across various locations within the office and are ergonomically designed, with height-adjustable desks and adjustable lighting. In addition, a central quiet room was set up for work that requires deep concentration.

At the head office, many members of management took part in Leadership Labs, a programme designed to improve their leadership skills. Separately, the company introduced an intranet and the HR tool.



Focus on safety and unburdening

Given the unique nature of its activities, a safe working environment is of paramount importance. Not only does ODC want to ensure the safety of its employees, but theft and safe transport are also important factors. After all, exact quantities are crucial in a context of VAT and excise duties.

In order to guarantee maximum safety, ODC has also obtained a number of safety certificates. Here are the most important ones:

Known Consignor

- This status indicates that ODC complies with strict safety standards, particularly in terms of personnel screening.
- Audited and awarded in 2025 by Federal Public Service Mobility

TAPA FSR Level A

- A certificate for Facility Security Requirements.
- Level A is the highest security standard for storage locations of theft-sensitive goods within the logistics chain.
- Since 2025

Authorised Economic Operator

- Customs certificate that recognises companies as reliable trading partners within the international supply chain.
- · Certified since 2012.
- Successful re-audits in 2018 and 2025 (AEOF).

In addition, ODC is committed to sectoral efforts to increase security. For example, it is a member of ETRC and has signed the Duty Free World Council & Tax-Free World Association Anti-Illicit Trade Declaration.

ODC's DNA

The Overseas brand

ODC's added value lies in unburdening players in the travel retail sector. This includes suppliers or brand owners as well as retailers. By positioning itself between both parties, it takes over a large part of the complexity: ODC receives the goods in the quantities that best suit the supplier, takes care of transporting the goods to the various points of sale and handles customs administration, among many other tasks.

To reinforce this added value, ODC has developed a number of **systems & procedures** over the years. For example, the Integrated Distribution Relationship Model responds to the supplier requirement to keep accurate records of which and how many duty-free products are delivered and redistributed to retailers. This ensures that all sales data is transparently passed on to suppliers, in many cases in real time.

In addition, **flexible procurement and supply** (via the POR) and **security certificates** (such as TAPA and Known Consignor) are essential to make ODC's added value tangible.





Vision

ODC aims to offer added value in the travel retail sector. We do this by offering a wide range of commercial, supply chain and financial services that are useful to either brand owners or retailers. ODC drives value in the chain between retailer and supplier through economies of scale and operational excellence.

Values

ODC is driven by human centred values. This starts with mutual respect, regardless of where people are in the value chain. ODC also aims for sustainable relationships, both with partners and with employees. It wants to offer its employees a pleasant working environment in which people can flourish. Open communication based on accountability is important with all stakeholders. Finally, we are driven by challenging the status quo and constantly seeking innovation that leads to growth and improvement.

03

Our business model

Business strategy and services

ODC's business strategy stems from our vision and can be summarised as follows:

- offering a wide range of products and commercial services to make it easier for brand owners and retailers to do business with each other. In this regard, consolidation of supply chain is essential;
- as a result of this consolidation, there are advantages in terms of scale, which are combined with operational excellence;
- in general, ODC focuses strongly on quality.
 In this way, we want to offer our customers complete peace of mind in the most efficient way possible;
- safety and compliance are key priorities in our activities. Given the link with excise duties and and the requirements of the suppliers, it is extremely important to deliver the right product to the right place in the right quanity, and make theft impossible and secure the whole supplychain;
- in addition to its focus on safety and quality, ODC aims for maximum transparency. We use various tools to communicate real-time data on stocks, sales, purchases and forecast among other things that support flexibility for suppliers and the just in time principle for the retailers.

Focus on POR

A concept created by ODC itself. It stands for Perfect Order Rate, or giving both suppliers and retailers the flexibility to have products delivered in the quantities that are most efficient for suppliers, on the one hand, and, on the other, to allow retailers to order the quantity per product they need just in time. At our central warehouse, we ensure that supply and demand are perfectly matched. This results in maximum cost efficiency for both suppliers and retailers and for customers. A real-time tracking tool takes the pressure off brand owners and retailers.



Our business model

Organisational development

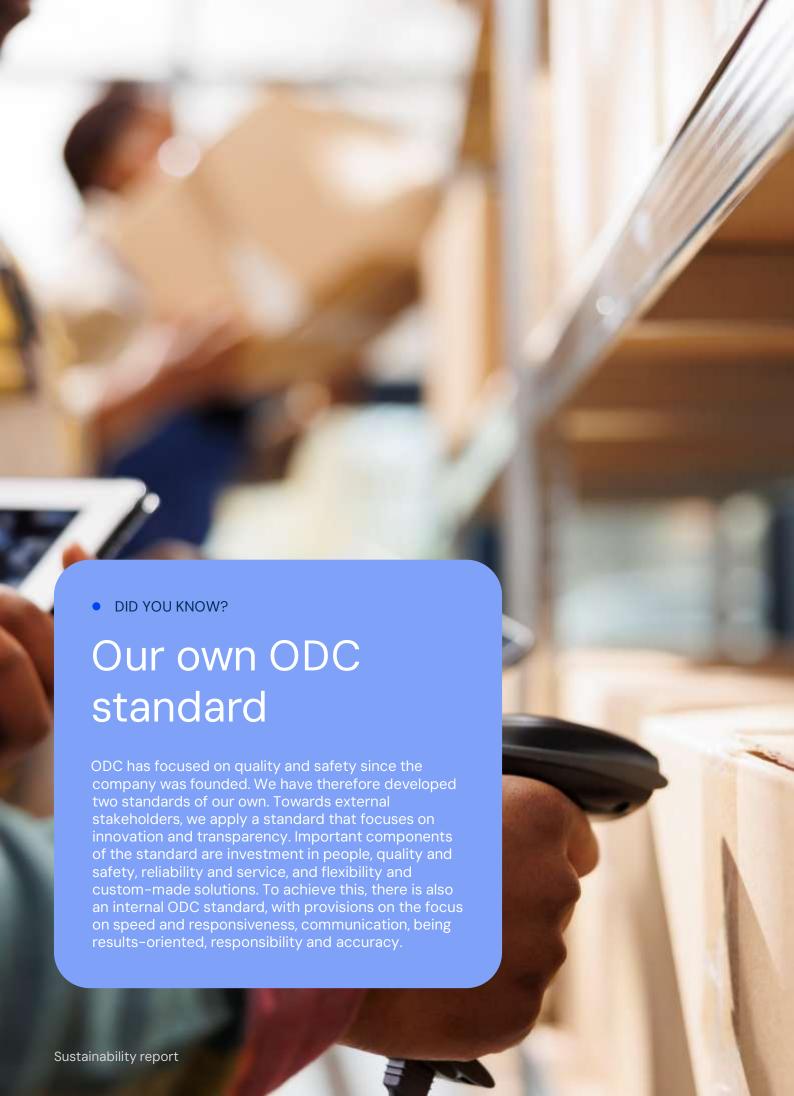
Overseas Distribution Company is a family business since the 1980's. Now it's grown into a worldwide player, and we are still in full expansion. In 2024 and 2025, we built a stronger management team. From now on, it has a more clearly defined role: following up on strategic themes, promoting core values and reporting on its own operational responsibilities. Structured consultation moments, KPI allocation and external guidance support this, as does the use of various tools.

Products

ODC does not have its own products, but **provides the route to market** for branded consumer goods, mainly from global brands:

- · spirits and liqueurs;
- · wine and champagne;
- · beer and soft drinks;
- · tobacco;
- confectionery;
- · electronics;
- · perfume and cosmetics.





Our context

Developments and changes

Travel retail has always been highly regulated due to its exemption from excise, import duties and VAT. This requires **rigorous governance and a great deal of transparency**. These are key codes in ODC's DNA, and they are becoming more important every year.

Besides governments and banks, suppliers are also demanding greater transparency. It is important to at all times be able to indicate the ultimate location where products are sold to. In order, among other things, to respond to this, but also to meet the highest possible quality standards ourselves, we are a member of the ETRC and have signed the Duty Free World Council and Tax-Free World Association Anti-Illicit Trade Declaration. Systematic customer and supplier surveys ensure that, in this area, we also gain insights into our operations from our partners. As a result of regulation and self-regulation, safety is also a

key focus. Not only does travel retail involve products that are highly susceptible to theft, but because of the link with excise, import duties and VAT, it is extremely important to deliver the exact number of products in the intended location. In addition to anti-theft measures, preventing damage to products is built into our processes.

However, other developments in the sector in recent years emerged. For example, climate change has led to a **strong focus on COI** in travel and travel retail. There is growing demand to reduce **COI** emissions from transport, but also to limit energy consumption in the production of products.

Finally, there is a growing focus in the business world on **employee well-being**. As a family business in full expansion, we are actively capitalising on this. We are strongly committed to safety in the workplace, a pleasant working environment and career opportunities to retain employees for as long as possible and build an ODC family.





How do we deal with sustainability and what plans/projects have we implemented?

01

Our approach to sustainability



The sustainability exercise was sometimes uncomfortable. We are so often preoccupied with operational excellence and the day-to-day reality of a business; now we were forced to take a step back and look further into the future. The advantage is that we now have a framework on which to base our long-term thinking. This will make us even stronger.

- Barbara Devuyst (HR Director)

Bring focus

2024 was a pivotal year for ODC in terms of sustainability. We adopted a more structured approach to sustainability and joined forces with independent partner Encon to achieve this. They guided us towards a **streamlined sustainability approach** and ensured that we formalised our efforts. Initially, this involved preparing for CSRD reporting, but following the EU Omnibus, this is no longer mandatory for a company of our size. Nevertheless, we are continuing along this path in order to distinguish ourselves in the market.

Parallel to ongoing sustainability projects

The sustainability approach did not kick off the sustainability projects at ODC. We had already started on these years earlier. These projects primarily revolve around efficiency, transparency and the well-being of our staff.

However, the projects described further in this report are not a direct result of the sustainability programme launched in 2024. In 2025 and beyond, the link between the programme and ongoing projects will still need to be made.

Next steps

Whereas the strategy was finalised in 2024, it will be integrated into ODC's business strategy in 2025 and beyond.

Sustainability programme



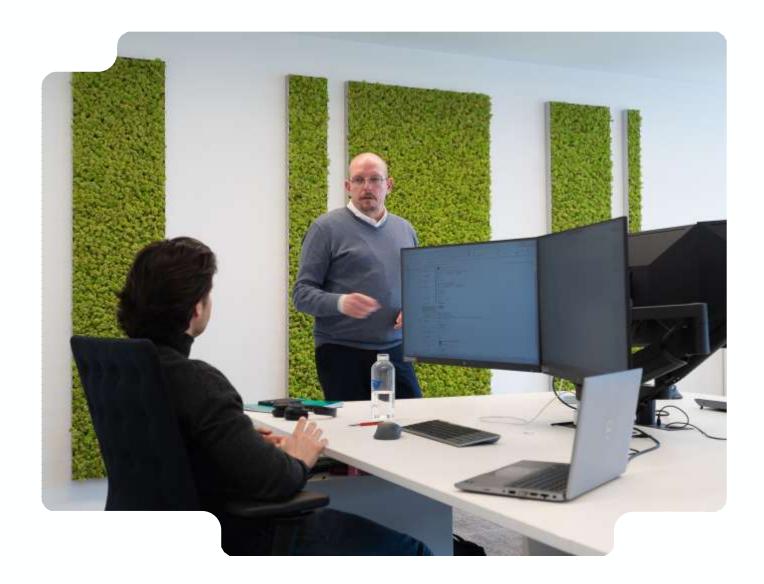
Responsible bodies

- Responsibility for sustainability within ODC does not lie with one person, but with the entire management team.
- The intention is to maintain this shared responsibility in the future.
- In addition, individual initiatives are managed on a project basis by a wide range of employees.

Stakeholders

In 2024, ODC conducted an important exercise to identify the various stakeholders and determine the insights by stakeholder category, how they interact and with what frequency, and how they can be involved in the future. The exercise took the form of a workshop with the management team.

A total of seven categories of stakeholders were identified, ranging from financial institutions and employees to brand owners and retailers, as well as government agencies and customs authorities. The overview below shows exactly which stakeholders are involved.



Stakeholder Identification



Foundation of our approach

Material topics

After identifying the stakeholders, ODC carried out a double materiality exercise, as required by the CSRD. This exercise helps to determine which sustainability aspects are relevant to both ODC and its stakeholders.

This analysis assesses in detail the **extent to which the various sustainability themes are relevant to a company**. Sustainability themes are issues that have an impact on the company and/or represent a risk or opportunity (abbreviated to IRO).

This is done from a **dual perspective**: on the one hand, the impact of ODC on the environment (inside-out or "impact materiality"), and on the other hand, the external factors that have an impact on ODC (outside-in or "financial materiality").

The exercise led to the following material topics:



After this exercise, priorities will be assigned to these topics.

Investing in data & tools

Once the priorities have been established, ODC wants to proceed to accurately measure progress on these topics. In doing so, it is crucial to determine a baseline in order to assess the extent of progress made over the years. To this end, it is important to use the most appropriate tool, such as Carbon Alt Delete, a well–known example of carbon accounting software.

Sustainability projects

Ecological projects

Within the environmental section of our sustainability policy, the focus is on structurally reducing COII emissions, increasing energy independence and making transport and mobility more sustainable. We combine targeted investments (solar panels, HVO fuel and electrification of the vehicle fleet) with structural process improvements, such as measuring and monitoring our ecological footprint. At the same time, we encourage behavioural change, for example through bicycle leasing for employees. Where possible, we switch to intramodal forms of transport and look for efficient, less emission-intensive logistics solutions. Our choices are driven by both strategic long-term thinking and practical feasibility, with attention to the local context, sector realities and changing regulations.

Solar energy

With this project, we are making a strategic investment in long-term cost savings and in increasing our energy independence. Solar panels have been installed at our offices and warehouse on Mexicostraat, making us less dependent on fluctuating energy prices. As a result, the buildings can fully meet their own electricity needs.

- · Strategic pillar: sustainability energy independence
- Status: completed
- Results
 - 2011 320 panels Mexicostraat 5
 - 2017 180 panels Mexicostraat 3
 - 2020 320 panels Mexicostraat 3
 - payback period of 4 years
 - yield: 156,889 kwh with 55% own consumption and 45% injection

COI reduction

In 2023 and 2024, two projects were launched with the aim of further reducing COII emissions.

Project 1: CO footprint

- Goal: reduce emissions in line with the SBTi standard
- What: Measure the entire COII footprint, determine reduction measures and communicate these clearly
- How: We carried out a baseline measurement in 2022, mapped COII emissions for 2022–2023 and drew up a reduction plan based on this

Results

- Purchased products appear to have a significant impact on total emissions.
- Reduction of 42% by 2030 of scope 1 & 2 emissions. Focus points are passenger cars, trucks and a green electricity contract.
- We have therefore opted to use HVO100 fuel as an alternative.

Project 2: training

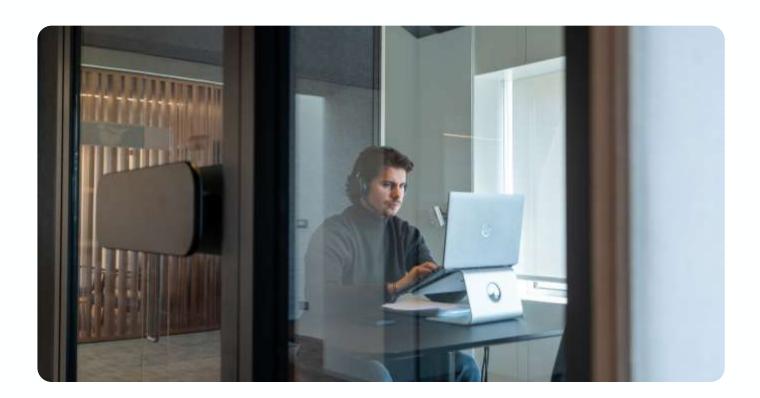
- Objective: To enable the organisation to measure and monitor emissions independently. This fits in with the broader strategy of working in a more transparent and data-driven way
- How: Encon acts as a reviewer, including through the use of the Carbon Alt Delete tool. Together with Encon, all relevant data is uploaded to the system, which provides quick insight into the current score and possible areas for improvement

This process started in early 2025. It requires some extra effort initially, but is primarily intended to be rolled out structurally throughout the organisation.

Points for attention:

 With the purchase of new combustion engine trucks, meeting the SBTi target remains a challenge. This target is voluntary, but requires a 42% reduction in scope 1 and 2 emissions.

- The organisation is therefore strongly committed to reducing emissions through the use of HVO100 (see chapter 4).
- As an SME, the organisation can join the SBTi programme.
- Scope 3 only needs to be measured and is currently exempt from reduction obligations.
- The calculation of emissions was completed in July 2025 for the year 2024.



HVO100

The company's own trucks run on HVO fuel, an initiative that quickly yielded measurable results. In 2024, a pilot project was launched to identify suitable filling stations, followed by the first journeys using HVO. Almost all transport with own trucks now runs on HVO100, which indicates that it is fully renewable diesel (and not a blend).

A fleet of other trucks?

ODC plays a motivating role for trucks from external suppliers. We encourage suppliers to take their own initiatives regarding HVO use. ODC is willing to contribute financially to a share of HVO, as is currently the case with transport partner Essers.

Electric trucks?

Electric trucks are not yet part of the fleet. Although they are theoretically suitable for deliveries within a radius of 300 km, the number of short trips is currently too limited to make such an investment profitable. Their implementation therefore remains complex and forward-looking.

Learnings

in Belgium, the number of HVO filling stations for trucks is limited. The available stations are often mainly suitable for passenger cars and less practical for trucks with fuel tanks on both sides. In the Netherlands, the infrastructure is better developed, which is why most refuelling takes place there.

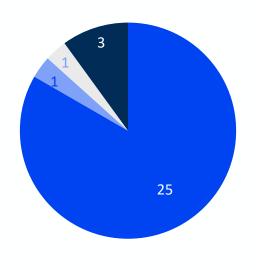
Abroad, the use of HVO often remains a matter of trial and error, with large differences in availability and price. The situation is similar to the diesel market. Hence, there is room for optimisation in terms of fuel costs, for example by refuelling in countries such as Spain, where prices are generally more favourable.

• Strategic pillar: sustainability

· Status: ongoing

 Results: q1 2025: 54% (13,049 litres) HVO100 refuelled for own transport

• Target: 100% HVO by 2030, 60% by 2025



■ Electric ■ Hybrid ■ Petrol ■ Diesel

Electrification of the fleet

ODC has been actively committed to the electrification of its vehicle fleet for several years. We introduced the first hybrid vehicle in 2017 and the first fully electric vehicles entered service in 2021. Today, 25 vehicles out of 30 company vehicles are electric. By 2027, the entire fleet must be emission–free.

- Strategic pillar: sustainability
- Status: ongoing and completed in 2027
- Results (2025)
 - 90% of the vehicle fleet is electric
 (25 electric vehicles, 1 hybrid, 1 petrol, 3 diesel)



Bike leasing programme

Since 2022, employees without a company car have been able to lease a bike through a company programme. The scheme is now also open to colleagues with a company car, and an extension to blue-collar workers in Q3 2024. To be eligible for bike leasing, employees must have been with the company for at least one year. The programme not only helps to reduce COII emissions – because employees travel less by car – but also contributes to a healthier lifestyle and less stress. Consequently, the project has both an ecological and a social

impact. In the long term, this measure will become even more important. Due to the Oosterweel works and increasing traffic, it is becoming increasingly difficult to reach the company by car.

- Strategic pillar: sustainability & wellbeing
- Status: ongoing
- Results: 7 of the 62 employees (both office and warehouse staff) currently use bicycle leasing

Intramodal transport

This project does not start directly from a sustainability objective, but from efficiency gains. Due to stricter regulations in the transport sector, a shortage of drivers and rising transport costs, rail transport offers an attractive alternative.

Strategic pillar: sustainability

Status: ongoing

Results:

- Transport from Turkey and Bulgaria is by rail to Romania, where it continues by truck, headed for its final destination
- · Deliveries to the UK: by truck on the ferry or via the Eurotunnel
- Sea freight:
 - 199 containers shipped to the following regions: the Mediterranean, Africa, Europe, Southeast Asia, Latin America and the Caribbean, the Middle East, North America, and Australia and New Zealand;
 - 77 containers received from the Mediterranean, Africa, Europe, Southeast Asia, Latin America and the Caribbean, and North America.



Social projects

We are building a work culture in which **safety, well-being, transparency and connectedness** are central. Every social project is based on the conviction that employees can only truly grow when their working environment offers both physical and mental support.

- We therefore invest specifically in a safe workplace, modern infrastructure, quiet work zones, accessible HR processes and low-threshold communication.
- At the same time, we focus on connectedness through small, meaningful
 initiatives that increase daily job satisfaction. By making well-being
 measurable, discussable and concrete, we not only want to meet expectations,
 but also actively contribute to sustainable satisfaction and engagement.

Safety in the workplace

At ODC, the safety of our employees is paramount. A safe working environment is the basis for both physical and mental well-being. We consider this a daily priority and not just a legal requirement.

A dedicated internal working group leads our prevention efforts. The Warehouse Manager, who is also a certified prevention advisor, works closely with HR to implement structural improvement measures. The HR Manager has likewise completed recognized training as a prevention advisor. This collaboration reflects our commitment to making safety a strategic priority, driven by individuals with the necessary expertise. The working group reports to the Executive Board on a quarterly basis, during which key action points are reviewed and discussed.

We have made targeted investments in the warehouse, including plastic collision protection on racks, updated risk analyses and a revised traffic plan with clear signage. Our motto, "we do more than is legally required", reflects our belief that safety and well-being are inextricably linked.

- · Strategic pillar: well-being and safety
- Status: ongoing process, with structural follow-up

Results

- Full implementation of protective measures, including plastic collision protection on racks;
- Regular workplace inspections and risk assessments by the prevention project group;
- Periodic toolbox sessions, tailored to realistic situations and workplace feedback;
- · Training courses increase the safety culture and alertness;
- External support from IDEWE guarantees the legal and substantive quality of the prevention policy.

Learnings

- Physical safety is essential for employee confidence and satisfaction;
- A project-based, multidisciplinary approach makes it possible to respond quickly and effectively to changing safety needs;
- Quarterly engagement with the Executive Board reinforces accountability and strategic alignment
- Clear communication and visible action increase employee support;
- Direct observation in the workplace often provides more relevant insights than paper analyses alone.



New office and new canteen for warehouse employees

In 2024, ODC invested in a completely renovated working environment for warehouse employees, with a focus on both well-being and safety. The creation of a new canteen, sanitary facilities and office infrastructure contributes to a comfortable and respectful workplace, in line with an inclusive corporate culture in which all employees feel valued.

In addition to comfort, we have focused on improving safety within the warehouse environment. This was achieved through, among other things, the renewal of personal protective equipment (PPE) and the implementation of adapted safety procedures. These are systematically discussed during toolbox meetings. The combination of welfare and safety measures creates an environment in which employees not only feel safe, but also enjoy working.

· Strategic pillar: well-being and safety in the workplace

· Status: completed

· Year of realisation: 2024

Results

- 100% of warehouse employees actively use the new canteen facilities;
- Renovated sanitary facilities and office space ensure increased comfort and hygiene;
- New safety procedures have been implemented and integrated into regular toolbox sessions;
- PPE equipment (including shoes, clothing and gloves) has been completely renewed for all warehouse employees.

Learnings

- Investing in well-being translates directly into higher motivation, commitment and retention;
- Safety and comfort reinforce each other: when you address both at the same time, the impact increases on both happiness at work and performance;
- Clear instructions and training are essential for the correct and safe use of new infrastructure and working methods;
- The working environment is a powerful signal of respect and appreciation for operational employees.

Mute Labs

In 2024, ODC invested in the physical working environment to enhance the mental well-being, focus and comfort of its employees. We have created several quiet work zones within the existing office landscape. These zones allow employees to work in a focused manner or to retreat for a while.

These quiet workspaces, also known as mute labs, are spread across various locations within the office. They are equipped with ergonomic furnishings, including

height-adjustable desks and adjustable lighting. In addition, we have one central quiet room for work that requires deep concentration.

Strategic pillar: well-being

· Status: completed

• Year of realisation: 2024

Results

- Three Mute Labs with fully equipped ergonomic workstations;
- One shared quiet room designed for undisturbed and focused work;
- Spreading quiet work zones across multiple departments increases accessibility;
- Positive feedback from employees about comfort and usability.

Learnings

- Clear communication and guidelines on the use of the spaces promote mutual respect and efficient use;
- Acoustics in open-plan offices remain a point of attention outside the designated quiet areas;
- Flexibility in design (such as adjustable desks and lighting) contributes significantly to ease of use and employee satisfaction;
- A well-designed, quiet working environment not only supports concentration, but also mental peace and happiness at work.

HRIS platform

In 2024, ODC rolled out the HRIS platform to centralise and digitalise all HR processes. Today, this platform forms the core of a modern, transparent and people-oriented HR approach.

HRIS not only supports administrative processing, but also offers **concrete levers** for well-being, engagement, career development and equal treatment within the organisation.

- Transparency and equal opportunities: by making job descriptions, competency profiles and policy documents centrally available, HRIS creates clear expectations and encourages fair and consistent treatment of employees. Transparency about roles and criteria promotes equal access to development opportunities and reduces the risk of arbitrariness.
- 2. Employee development: HRIS supports a structured performance cycle consisting of objectives, regular check-ins and formal evaluation moments.

Based on this cycle, we draw up personal development plans linked to competencies and training actions. The platform makes follow-up easy and visible for both employees and managers, contributing to sustainable growth, engagement and equal development opportunities.

- 3. **Internal communication and engagement:** through tools such as shout-outs and surveys, we strengthen internal communication and promote participation.
- 4. **Employee well-being:** HRIS provides HR and managers with concrete data insights into well-being in the workplace. By centralising HR data such as absenteeism, churn and feedback results we can identify trends at an early stage and address them proactively.

Specifically, HRIS makes it possible to:

- · detect trends in absenteeism and churn via analytics;
- · organise regular engagement surveys and pulse measurements;
- collect anonymous feedback on topics such as work pressure, work-life balance and overall satisfaction via the Your Voice module; and
- make policy documents and procedures centrally available, which lowers barriers and increases trust.
- Strategic pillar: well-being, equal opportunities, transparency
- · Status: completed
- Year of realisation: 2024
- Results
 - · Transparent access to job descriptions, competencies and policies for all employees;
 - Full implementation of the performance cycle and follow-up of goals;
 - Increased engagement through shout-outs and surveys;
 - Insights into well-being and retention through dashboards and feedback modules.

Learnings

- A digital platform such as HRIS facilitates the implementation of structural and fair HR processes;
- Transparency reinforces the sense of clarity;
- Measurability of well-being makes it possible to anticipate needs and risks in a more targeted manner;
- HR technology reinforces people-oriented policies when complemented by follow-up and dialogue.

Intranet

In 2024, ODC launched an intranet within the existing SharePoint environment, in response to the growth of the organisation and the need for transparent and accessible communication. Where SharePoint is responsible for technical document management, the intranet offers a user-friendly interface employees can turn to for both formal and informal communication.

Employees can quickly find the right documents, procedures and contact persons, while birthdays, new colleagues and social updates via the Involve app also strengthen team spirit. The initiative contributes to the mental well-being of employees by providing clarity, structure and findability. Employees can quickly consult the right documents, procedures and contact points. In addition, space has been deliberately set aside for informal content to strengthen social cohesion within the organisation.

Managers and employees contribute content together, ensuring that the platform is alive and supported by all levels of the organisation. The intranet promotes mental well-being through clarity, structure and findability.

• Strategic pillar: well-being and internal communication

· Status: completed

Year of realisation: 2024

Results

- Centralised and reliable access to documents;
- Active use of intranet pages for HR, IT and internal news items;
- Employees experience the intranet as a permanent and accessible source of information;
- Active content contribution by both management and employees strengthens the diversity and relevance of communication.

Learnings

- A user-friendly structure and intuitive navigation are essential for daily use;
- Informal, human communication bolsters the sense of connection and a positive working atmosphere;
- Sustainable communication requires continuous maintenance and shared ownership;
- Participation by employees and managers is key to a lively, supported and inclusive intranet.

Other initiatieves for employees

As part of our sustainability strategy, ODC undertakes several initiatives aimed at the well-being, engagement and team spirit of our employees. These actions not only strengthen commitment, but also contribute to a healthy working environment and reinforce the internal corporate culture.

In addition, we consciously commit to circular principles in several of these initiatives, such as avoiding food waste or warehouse surpluses. This ensures that well-being and sustainability are approached in an integrated manner.

<u>Examples</u>: voluntary participation in the 10 Miles, Family Day, fresh fruit every day, lunch once a month, an Easter gift with "surplus" from the warehouse.

- Strategic pillar: sustainability people (employee engagement and well-being)
- Status: ongoing

Results

- Participation in sporting events such as the 10 Miles of Antwerp, where participation is voluntary and ODC takes care of registration and support. In 2025, 18 colleagues took part;
- Organisation of an annual Family Day, aimed at involving families in the company and strengthening the ODC community;
- Daily availability of fresh fruit in the workplace, as a contribution to a healthy lifestyle;
- Monthly lunch moments in the warehouse, provided by ODC, to encourage informal interaction between colleagues;
- 75 Easter gifts that we put together using overstock, giving leftover stock a new purpose and avoiding unnecessary waste (circular initiative with emotional value).

Learnings

- Small, recurring initiatives have a strikingly positive impact on employee engagement and well-being;
- Utilising existing resources (such as surpluses) for staff initiatives not only supports our sustainability ambitions, but also strengthens internal support for and credibility of the policy;
- Employees appreciate informal moments that bring colleagues from different departments together and encourage mutual connection.

Governance

ODC is building a transparent, responsible and future-oriented governance model. We invest in structures, processes and standards of conduct that not only comply with regulations, but also create trust among customers, partners and employees. Through clear codes of conduct, updated terms and conditions and strengthened legal operations, we ensure compliance in an international context. In 2024, we started our Compliance and Legal Department which is supported by an inhouse lawyer.

At the same time, we are committed to digitalisation and stakeholder dialogue in order to underpin decision–making and strengthen cooperation. By translating policy into tangible systems, roles and habits, we lay the foundation for agile and ethical entrepreneurship that is supported by the entire organisation.

Sectoral efforts on transparency

ODC is actively involved in interest groups and sector organisations that support the continued existence of the travel retail industry. As the market leader in Europe in the tobacco sector and a major player in other categories, we take our role in representing the sector's interests at international level seriously.

We are a member of various relevant organisations, including:

- the ETRC (European Travel Retail Confederation);
- · the MEADFA (Middle East and Africa Duty Free Association); and
- the BTRA (BeNeLux Travel Retail Association).

Through these networks, our interests are also represented in the **Duty Free World Council**, an umbrella organisation of which the ETRC is a member. In addition, we are always present at the conferences of the **TFWA** (Tax Free World Association), where all industry players gather and meet. We also regularly participate in regional meetings to keep abreast of local developments within the sector.

In line with our mission and strategy, we have signed the **Anti-Illicit Trade Declaration**, committing ourselves to combating illegal trade and strengthening cooperation with authorities and industry partners. This commitment is also reflected in concrete actions:

- Amended clauses in the general terms and conditions of sale to protect brand rights
- Full transparency on product flows via track-and-trace, from production to end consumer, shared with brand owners and European authorities.
- Sharing live data dashboards with brand owners so that they can monitor legitimate market demand by region, country or channel at any time.

These efforts increase stakeholder confidence and strengthen ODC's reputation as a reliable and ethical partner. Transparency, compliance and ethics are therefore a structural part of our trading practices.

· Strategic pillar: compliance

Status: completed

By creating a Compliance and Legal department, supported by an inhouse lawyer, we confirmed these commitments in 2024 and monitor them annually through sector reporting.

Results

- ODC is officially listed as a signatory to the Anti-Illicit Trade Declaration.
- Membership of relevant sector organisations has been renewed or confirmed;
- Transparency commitment has been communicated internally to relevant departments (Legal, Compliance, Sustainability);



- ODC's positioning as a responsible player has been strengthened towards external partners and stakeholders;
- · Updated general terms and conditions of sale to enforce and guarantee compliance;
- Formalized compliance incorporated in ODC's structure with the creation of a Compliance and Legal Department.

Figures

- Three official memberships of international sector organisations;
- One international declaration signed (Anti-Illicit Trade Declaration);
- Communication campaigns on transparency and ethics via LinkedIn, company presentations, etc.;
- 100% compliance with scanning of all track-and-trace tobacco products.

Learnings

- Membership of industry organisations and the signing of official commitments not only strengthen our external reputation, but also increase internal awareness of compliance and ethical business practices. They also create more support for the industry and increase confidence in the safety guarantees we offer;
- Transparency only has real value when it is accompanied by concrete actions and clear communication. This makes efforts credible and sustainable;
- Structural participation in sector consultations provides valuable insights into future risks and regulations, including those relating to illegal trade and sustainability.

Updated code of conduct

ODC already has an existing Code of Conduct in which we have concisely set out the most important principles of professional conduct. This basis remains unchanged, but we are providing further details. During strategy and sustainability workshops, it became clear that our expectations – both internally and externally – encompass more than what is currently laid down in formal terms. That is why we have developed the **ODC standard**.

The ODC working standard and culture are laid down in a reference document that describes the professional behaviour we expect from employees, customers and suppliers. This working standard was drawn up with input from various members of management and reflects our corporate culture. It demonstrates what it means to uphold the ODC standard: striving for continuous improvement, setting a new standard in distribution and acting on the basis of innovation, transparency, safety and quality. Only by adhering to the highest standards of safety and quality can we deliver this cost-efficient model.

Our central promise is therefore:

11

As a leader in distribution, we are setting a new standard defined by innovation and transparency. With a focus on safety and quality, we ensure that every step is reliable and precise, and delivers solutions. Our commitment to innovation ensures that we offer a cost-effective model to our partners, where trust and efficiency meet. This is the future of distribution—redefined.

In addition to the working standard, we have also thoroughly updated **our general terms and conditions of sale**. They are now better aligned with operational and legal requirements within the sector, such as customs legislation, track-and-trace regulations and provisions on combating illegal trade.

The **general purchasing terms and conditions** currently contain a limited number of basic principles, but we will develop them further in the future. In practice, the supplier's terms and conditions are often followed, but our own terms and conditions remain an important legal frame of reference, for example with regard to product liability.

Stakeholder surveys

Since 2024, ODC has been collecting feedback from internal and external stakeholders in a structured manner in order to continuously improve the functioning of the organisation. Employees, customers and suppliers are surveyed in a manner tailored to their specific context. For **internal surveys**, ODC has been using the HRIS platform since 2025. This allows us to quickly, anonymously and efficiently organise surveys on HR KPIs such as engagement, leadership perception and reasons for leaving. For **external stakeholders** (customers and suppliers), ODC uses **the Net Promoter Score (NPS)**, which measures the extent to which they would recommend ODC as a partner. The survey not only provides quantitative insights, but also valuable suggestions for improvement.

- Strategic pillar: transparency, stakeholder focus and employee engagement
- Status: ongoing. First surveys started in 2024 (external) and 2025 (internal via HR Tool)

Results

- In 2025, ODC organised the first external survey of customers and suppliers based on the NPS methodology;
- In 2025, we organised our first employee engagement survey via our HR tool, focusing on work-life balance, collaboration and development opportunities;
- Since 2024, HR has been systematically conducting offboarding surveys among departing employees to capture their experiences and identify areas for improvement;
- The results are discussed in HR and management and form the basis for improvement actions in processes, communication and policy.

Figures

- internal survey 2025: 76% response rate
 - · strengths: collegiality and teamwork;
 - areas for improvement: internal communication and career opportunities;
- offboarding surveys: three employees were surveyed in 2025;
- external survey (2024–2025): results are currently being evaluated.

Learnings

- our HR tool offers a user-friendly and scalable platform for internal HR surveys, without additional tools;
- internal surveys help to make themes such as engagement, work culture and leadership tangible and easy to follow up on;
- external NPS measurements provide a quantitative basis for objectively monitoring customer satisfaction and supplier perception;
- in 2025, we will further expand the survey module in our HR tool to organise onboarding, well-being and performance surveys, with the aim of better monitoring and continuously improving HR KPIs.

Expansion of the legal and compliance department

In June 2025, ODC structurally strengthened its legal operations with the appointment of a **Legal Counsellor**. This step fits in our strategic ambition to increase transparency and legal maturity, in line with our role as a leading distribution company in a complex and highly regulated international market.

- Strategic pillar: risk management and transparency
- Status: completed in 2025

Results

Together with the Sales Director, a clear legal roadmap was drawn up, focusing on priority projects that are in line with the core responsibilities of the Legal Counsellor. This roadmap forms the basis for structured, efficient legal support and includes, among other things:

- The drafting, assessment and negotiation of commercial contracts and international agreements;
- Legal advice on international trade rules, including the Vienna Sales Convention (CISG);
- Monitoring compliance with contract law and implementation of risk mitigation strategies;
- Assistance with contractual disputes and legal negotiations;
- Intensive collaboration with commercial and procurement teams to align contract terms with business needs;
- Proactive legal support in the development of, among other things, general purchasing conditions, cookie policy, privacy policy and code of conduct.

Learnings

- A legal function with commercial acumen not only strengthens compliance, but also speeds up decision-making and negotiations;
- Close cooperation with the Sales Director as a bridge figure was crucial for a smooth transition and the correct assessment of priorities;
- The combination of external expertise (freelance) and internal cooperation ensures agility and quality;
- Legal work must evolve with the needs of the business: pragmatic, solution-oriented and with knowledge of international regulations such as the CISG.

- Strategic pillar: responsible industry leadership
- · Status: ongoing

Results

- Three core policy documents Code of Conduct, ODC working standard and general terms and conditions – have been updated in terms of content;
- The documents are more in line with current working methods, corporate culture and compliance requirements;
- The text and layout have been standardised for consistent internal and external use;
- The ODC working standard will be part of the general competencies in the evaluation process from the 2025-2026 performance cycle onwards:
- The working standard has been included in the onboarding presentation for new employees;
- The general terms and conditions have recently become mandatory to sign at the start of a collaboration, as part of the Know Your Customer procedure, using an automated Docusign template.
- Formalized compliance incorporated in ODC's structure with the creation of a Compliance and Legal Department.

Learnings

- Revising policy documents takes time and coordination with key figures, but increases content support and improves quality;
- By explicitly embedding cultural and behavioural expectations in formal documents, a solid basis is created for translating them into HR processes such as onboarding and evaluation;
- Early involvement of management speeds up approval and promotes organisation-wide acceptance;
- Clarity about rights and obligations increases legal certainty and limits risks;
- Integrating our Code of Conduct and general terms and conditions into the customer onboarding process, during the Know Your Customer procedure, strengthens internal awareness of responsibilities and compliance.

CRM

After years of exclusively using the ERP system for operational processes, we implemented a dedicated **CRM platform** in 2024. We took this step to **strengthen relationship management processes**, both for customers and suppliers, and to **ensure business continuity** in the event of staff changes or job changes.

The new CRM centralises all contact and communication data – from commercial agreements and price agreements to contract information and notes. Information is no longer linked to individual employees, which significantly reduces the risk of knowledge loss when employees leave the company.

- Strategic pillar: digitisation & business continuity
- Status: completed in 2024

Results

Full implementation of a central CRM platform.

- Entry of data from more than 90% of customer and supplier contacts from existing data sources and manual migration;
- 100% of sales and purchasing employees received training in the use of the CRM system;
- Daily use by all commercial teams for following up contacts, appointments and contractual information;
- Improved internal knowledge sharing: information remains accessible and up to date in the event of absences or staff changes;
- Clear increase in traceability and follow-up of commercial interactions, with less dependence on personal mailboxes or Excel lists.

Learnings

- Combining customer and supplier information in a single system not only increases efficiency, but also improves collaboration between departments;
- Change management was crucial to success: timely communication, training and involvement of key users made all the difference;
- CRM is not an end point but a growth platform: further automation through follow-up flows, reminders and reporting still offers a lot of potential;
- Indirectly it ensures that documents received regarding the Know Your Customer procedure and compliance checks are centralized and structured in the CRM.
- Users see clear added value in the ease of use and central accessibility of information, which ensures faster response times and better internal coordination.



on Ambitions

11

Ultimately, we want to be the worldwide preferred travel retail service partner for duty free goods. Still operating from Antwerp, with all of our departments obtaining the same level of operational excellence.

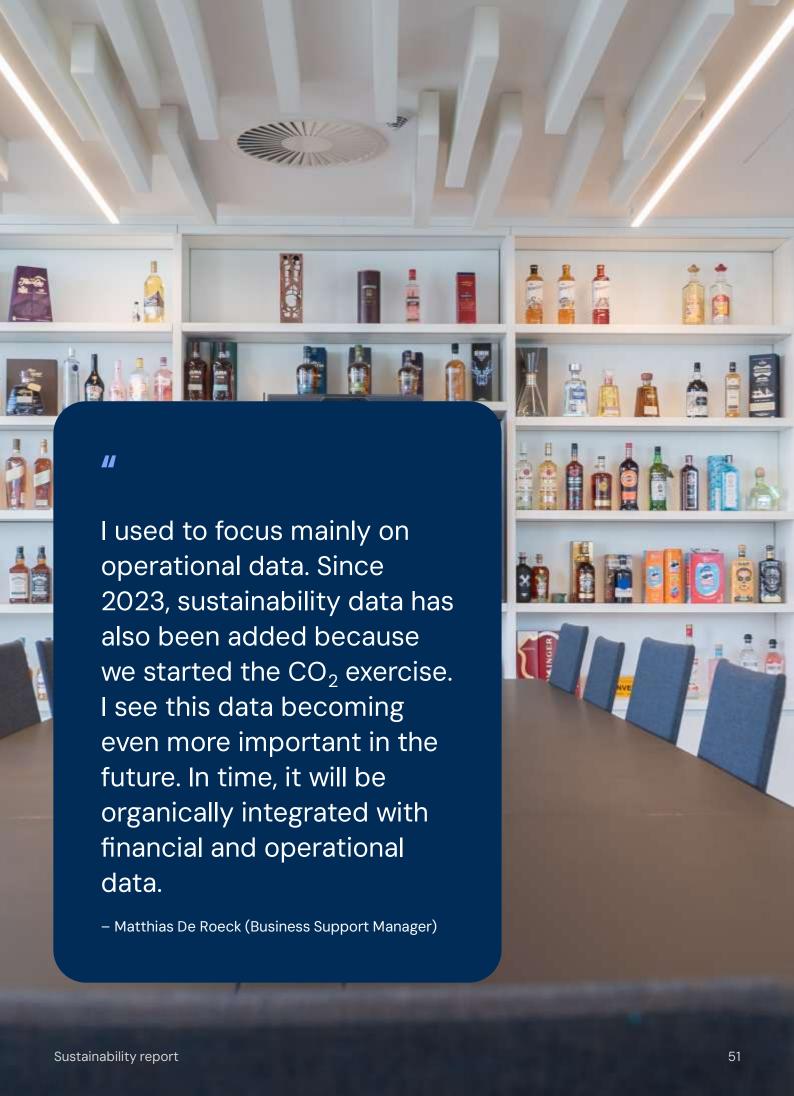
- Eric Demaerel

2024 was clearly a pivotal year for ODC. The concept of sustainability, which already existed through a focus on compliance and efficiency gains, was embedded for the first time. However, this is only a first step for us.

In the coming years, we want to anchor sustainability in our business strategy and further professionalise it. This means that ODC must decouple its processes even more from individuals, so that there is shared responsibility for sustainability. This will enable us to further integrate sustainability into our entire operations. This will also allow us to really integrate our ODC standard into all of our operations.

The selection of data points and the right tool(s) is an important focus in this regard.

Additionally, we want to **further invest** in being a **sustainable employer**. That means further professionalising our HR policy and further cultivating our company culture. We want our employees to grow and to be proud of being a part of Overseas.



Follow us



