



Covenant Logistics Group, Inc.
Whistleblower Policy
Effective: February 15, 2023

Purpose:

The purpose of this policy is to communicate the procedures in place for all team members who have witnessed or have a concern regarding accounting or auditing matters related to Covenant Logistics Group, Inc. and its subsidiaries (collectively, the "Company"), the management of the Company, or its Board of Directors.

In order to facilitate reporting in compliance with Section 301 of the Sarbanes-Oxley Act of 2002 and the rules promulgated thereunder, the Company has established the following procedures for (a) the receipt, retention, and treatment of complaints, reports, and concerns regarding financial statement disclosures, accounting, internal accounting controls, or auditing matters (collectively, "Accounting Matters"), and (b) the confidential, anonymous submission of complaints, reports, and concerns by employees and other persons regarding Accounting Matters.

Scope:

This policy is applicable to the Company and all team members. Any team member may make a report under this policy without fear of dismissal or retaliation of any kind.

Section 1: Guidelines

1.1 Overview

The Audit Committee shall receive, retain, investigate, and act on all Accounting Matters identified by employees and stockholders regarding:

- I. Questionable accounting, internal accounting controls, and auditing matters, including those regarding the circumvention or attempted circumvention of internal accounting controls or that would otherwise constitute a violation of the Company's accounting policies (an "Accounting Allegation"), which may include the following:
 - a. fraud or intentional error in the preparation, evaluation, review, or audit of any financial statement of the Company;
 - b. fraud or intentional error in the recording and maintaining of financial records of the Company;
 - c. deficiencies in or noncompliance with the Company's internal accounting controls;

- d. misrepresentations or false statements to or by an executive officer of the Company (or any other person who performs functions of the principal executive officer, principal financial officer, principal accounting officer or controllers) or its independent accountants, or representatives thereof, regarding a matter contained in the financial records, financial reports (including quarterly and annual reports filed with the Securities and Exchange Commission), or audit reports of the Company; and
 - e. deviations from full and fair reporting of the Company's financial condition or results.
- II. Violations of applicable securities laws, rules, and regulations relating to financial reporting (a "Legal Allegation").
- III. Violations of the Company's Code of Conduct and Ethics by any executive officer, director, or any other person who performs functions of the principal executive officer, principal financial officer, principal accounting officer or controllers (a "Code Allegation", and together with an Accounting Allegation and a Legal Allegation, an "Allegation").
- IV. Retaliation against employees who make any Allegation (a "Retaliatory Act").

Upon receipt of a complaint, report, or concern relating to any Allegation or Retaliatory Act, or notification by the Company, an officer, or member of the Board of Directors that it (or he or she) has received such a complaint, report, or concern, the Chairperson of the Audit Committee will notify the other members of the Audit Committee. The Audit Committee shall then investigate the complaint, report, or concern. In conducting such investigation, the Audit Committee may enlist officers or employees of the Company and/or outside legal, accounting, or other advisors, as it deems appropriate in its sole discretion. Promptly following the completion of such investigation, the Audit Committee will recommend that the Board of Directors take such corrective and disciplinary actions, if any, that are warranted in the judgment of the Audit Committee, which may include, without limitation, a warning or letter of reprimand, demotion, salary reduction, loss of eligibility for a salary increase, bonus, or equity compensation, suspension without pay, or termination of employment. Confidentiality with respect to all complaints, reports, and concerns will be maintained by the Company and members of the Audit Committee to the fullest extent possible, consistent with the need to conduct an adequate review.

The Company will not take any adverse action against anyone as a result of their submission of a good faith complaint, report, or concern pursuant to these procedures and will not discharge, demote, suspend, threaten, harass, or in any manner discriminate against any employee in the terms and conditions of employment based upon any lawful actions taken by the employee with respect to good faith reporting of complaints, concerns, or other matters regarding the Company or otherwise as specified in Section 806 of the Sarbanes-Oxley Act of 2002 or any other applicable laws, rules, and regulations. Additionally, no employee shall be adversely affected because the employee refuses to carry out a directive which, in fact, constitutes corporate fraud, or is a violation of state or federal law or the Company's Code of Conduct and Ethics.

1.2 Procedure for Reporting

Any person with complaints, reports, or concerns regarding any Allegation or Retaliatory Act may submit such complaints, reports, or concerns on a confidential or anonymous basis to the Audit Committee by:

1. Calling the toll-free whistleblower hotline at 1-888-260-5921;
2. Via the web: <https://secure.ethicspoint.com/domain/media/en/gui/22075/index.html> ;
3. Notifying the Senior Internal Auditor, your supervisor, or an officer of the Company; or
4. Writing to the Company's Chairperson of the Audit Committee*:

Chairperson of the Audit Committee
Covenant Logistics Group, Inc.
P.O. Box 22997
Chattanooga, Tennessee, 37422

*Indicate: "To be opened by the Audit Committee only" on your envelope.

The Whistleblower Hotline is available 24 hours a day and is operated by an entity not associated with the Company. Any written communication should indicate that it is being delivered pursuant to these procedures and contain a complete description of the facts or circumstances giving rise to the complaint, report, or concern. In addition, any communication (whether written or oral) may, but need not, include a telephone number, e-mail address, or mailing address at which the person submitting the complaint, report, or concern may be contacted in the event that the Audit Committee or its Chairperson desires clarification or further information.

The Company, any officer, and any member of the Board of Directors must promptly forward to the Chairperson of the Audit Committee any complaints, reports, or concerns concerning any Allegation or Retaliatory Act that has been communicated.

1.3 Retention

The Audit Committee shall retain as part of the records of the Audit Committee any complaints, reports, and concerns submitted or received pursuant to these procedures, as well as any documentation relating to the investigation and resolution of such complaints, reports, and concerns, for a period of no less than seven years.