

FIGHTING CORRUPTION PRACTICES



Green Ocean* does not tolerate bribery, fraud or money laundering. Facilitation payments are bribes and must not be paid. You must also avoid any real or potential conflict of interest (or the appearance of a conflict) and never offer or accept inappropriate gifts or hospitality.

Remember, even unsubstantiated claims of corruption can damage reputations and business.

BRIBERY AND CORRUPTION

Bribery occurs when you offer, pay, seek or accept a payment, gift or favour to influence a business outcome improperly. Bribery and corruption – whether involving government officials, or commercial entities, including joint ventures – can be direct or indirect through third parties like agents and joint venture partners. It includes facilitation payments even though in some countries facilitation payments are legal. Even turning a blind eye to your suspicions of bribery and corruption can result in liability for Green Ocean* and for you personally.

Your Responsibility

You must not offer, pay, make, seek or accept a personal payment, gift or favour in return for favourable treatment or to gain any business advantage. You must follow the anti-bribery and corruption laws that we are subject to, both those of the countries we are operating in, and those which apply outside the country whose laws they are. You are liable to disciplinary action, dismissal, legal proceedings and possibly imprisonment if you are involved in bribery and corruption.

**The Principles**

- Never offer, pay, make, seek or accept a personal payment, gift or favour in return for favourable treatment, to influence a business outcome or to gain any business advantage.
- Ensure people you work with understand bribery and corruption is unacceptable.
- Tell Green Ocean* if you suspect or know of corruption in Green Ocean* or in any party (company or individual) Green Ocean* does business with.

Challenge Yourself

- Have you offered, given or received money, a gift or favour to influence a business decision?
- Would you care if the public knew what you had done?
- Are you intending to or have you given a donation which might be regarded as an improper payment?

DEALING WITH GOVERNMENT OFFICIALS

The offering of gifts and hospitality (G&H) including travel-related expenses for government officials creates special concerns. The principles below are subject to Green Ocean* Anti-corruption Manual. Some countries have very strict limitations on the value and nature of gifts and entertainment their officials can accept. G&H that are acceptable between private business partners may be unacceptable between a business and an official. In addition, third party behaviour can result in liability for you and Green Ocean* if you fail to conduct appropriate due diligence on third parties who deal with government officials on Green Ocean's* behalf, or if you disregard the results of such due diligence.

The Principles

- You must have permission from Green Ocean* to offer G&H to government officials.
- The value of G&H must not exceed the prescribed limit for the type of payment and the country in question.
- You must not offer G&H to the spouses, family members or guests of a government official.
- You must not pay for non-business travel and hospitality for any government official.
- You must comply with all applicable laws and with Green Ocean*'s internal procedures regarding G&H to government officials.



GIFT AND HOSPITALITY (G&H)

G&H must never influence your business decisions and must not place you or Green Ocean under any obligation.

Your Responsibility

You must not allow G&H to influence your business decisions, or cause others to perceive an influence. If you are influenced or seek to influence someone you can face legal or disciplinary action or dismissal.

The Principles

- Green Ocean* discourages its employees from accepting G&H from business partners.
- Decline G&H if you would feel uncomfortable telling your line manager or supervisor, colleagues, family, friends or the public that you had accepted them.
- You and your family members must never in connection with Green Ocean* business offer, give, seek or accept:
 - illegal or inappropriate G&H;
 - cash or cash equivalents;
 - personal services;
 - loans;
 - events or meals where the business partner is absent; or
 - G&H during periods when important business decisions are being made. G&H to government officials.
- Never offer, give, seek or accept G&H that exceed prescribed value limits, unless line manager approval has been obtained.
- You must register:
 - all G&H given to government officials, except those of nominal value like a cup of coffee;
 - any G&H that could be perceived as creating a conflict of interest;
 - all G&H given or received from third parties that exceed allowed value limits; and
 - all declined G&H that exceed allowed value limits.
- Make Green Ocean*'s policy on G&H known to your business partners.
- Discuss corporate hospitality or sponsorship with your manager.
- Comply with laws and regulations.
- Understand that local customs cannot be followed if they conflict with Green Ocean*'s policies.

Challenge Yourself

- Did receipt of the G&H make you feel you were under an obligation?
- Is the gift being given as an exceptional reward or incentive for a transaction?
- Is the G&H inappropriate or illegal?
- Is the timing of the G&H sensitive (e.g. during negotiations)?



CONFLICT OF INTEREST (COI)

You face a COI when your personal relationships, participation in external activities or interest in another venture influence or could be perceived to influence your decisions.

Your Responsibility

You must avoid COI. Your Green Ocean* decisions must not be influenced by personal and private considerations. A COI can influence your decision-making, or be perceived to do so, and jeopardise your reputation and that of Green Ocean*. A failure to follow the requirements of this Code or any laws or regulations can result in disciplinary action, including termination of employment.

The Principles

- Declare to your line manager or supervisor any matter that could influence or be perceived to influence your decisions or actions at Green Ocean*.
- Give your line manager all the relevant facts in writing if you believe there is an actual or potential COI.
- Register all actual or perceived COI in the Group COI and G&H register.
- Withdraw from decision-making that creates, or could be perceived to create, a COI.
- Be impartial, professional and competitive in your dealings with contractors and suppliers.
- Tell Green Ocean* if you plan to use your knowledge or position for external material gain.
- You can be active in your own time in community, government, educational and other non-profit organisations if you comply with relevant laws, regulations and Green Ocean* policies.
- You can acquire interests in other businesses and perform external professional activities in your own time if no actual or potential COI would result. If in doubt, please consult your line manager or supervisor.

Challenge Yourself

- Are you hiring, managing, reviewing or appraising a relative or friend?
- Are you using your position for personal gain?
- Have you personally gained from confidential information?
- Are your personal relationships influencing business decisions?



MONEY LAUNDERING

Money laundering occurs when the criminal origin or nature of money or assets is hidden in legitimate business dealings or when legitimate funds are used to support criminal activities, including the financing of terrorism. Offences covered by anti-money laundering legislation include: prejudicing or obstructing an investigation and failing to report suspicious activity.

Your Responsibility

Green Ocean* could be exploited by criminals to launder money or fund criminal activities. You must conduct appropriate counterparty due diligence to understand the business and background of our prospective business partners and to determine the origin and destination of money and property. You must report suspicious transactions or incidents of money laundering. Failure to do so can lead to fines, dismissal or imprisonment.

The Principles

- Never deal with suspected criminals or the proceeds of crime.
- Report any suspicious transactions or individuals to Green Ocean*. (Green Ocean* will in turn report appropriate matters to the authorities.)
- Do not acquire, use or hold monetary proceeds or property acquired with the proceeds of crime.
- Do not hide the origin or nature of criminal property.
- Do not facilitate the acquiring, ownership or control of criminal property.
- Do not tip off the subject of an investigation.
- Do not falsify, conceal, destroy or dispose of relevant documents.

Challenge Yourself

- Can you verify transaction details?
- Is someone offering commercial terms outside expected market conditions?
- Are the settlement methods unusual or are unconnected parties involved?
- Are all due diligence checks in order?

Money Laundering And The Laws

'Money laundering' is a generic term used to describe the process of hiding the criminal origins of money or money's worth (the 'proceeds of crime') within legitimate businesses or business activities. The term also describes the use of money of legitimate origin to support terrorism.

The main money laundering risk for Green Ocean* is that it unwittingly becomes involved in money laundering activities through its dealings with unknown (i.e. not properly screened) counterparties or it fails to report or monitor a suspected or actual money laundering incident. The offences covered by anti-money laundering provisions include:

- Money laundering: acquiring, using or possessing criminal property; concealing the nature, source, location or ownership of criminal property; converting or transferring criminal property or removing it from a country; use or control of criminal property; and assisting terrorist financing in any other way.



- Tipping-off: disclosing (in particular to the subject) anything likely to prejudice an investigation.
- Prejudicing an investigation: falsifying, concealing, destroying or disposing of relevant documents.
- Failure to report: not reporting a suspicion when there are reasonable grounds to know or suspect that someone is laundering money.

Recognising And Reporting Suspicious Activities

Employees are required to report when they, by themselves or following consultation with others, conclude that he or she “knows or suspects, or has reasons to know or suspect that a person or counterparty is engaged in money laundering or terrorist financing”. Failure to comply may result in a criminal offence by the company and for individuals who may face imprisonment as well as disciplinary action. There is also no minimum threshold for this reporting requirement, i.e. all suspicions regardless of the value involved need to be reported.

When To Report

To avoid any conflicts, staff members need to be able to show that they took all reasonable steps in the particular circumstances to know the counterparty and the reason for the transaction. This in practice means following identification procedures properly and making sure that identified Red Flags are followed up and resolved.

An issue in relation to potential money laundering will often start with a concern relating to a Green Ocean* counterparty, either because our Due Diligence activities cannot generate the information we need to clear the counterparty, or the outcome is concerning or because we detect unusual behaviours or transaction patterns with one of our existing business partners, i.e. there are Red Flags that need to be resolved.

Examples of Red Flags are listed in Appendix 1, and if raised during the course of a transaction, are cause for concern.

In such a case the situation should be discussed internally with the line manager and director to decide the way forward. A note of this should always be recorded and retained. In the case of a real suspicion of actual or attempted money laundering, must this suspicion be reported to the relevant authorities. In such situations no time must be wasted as applicable regulatory requirements may require immediate reporting. If in doubt. It is not necessary to escalate concerns in relation to a Red Flag situation to the authority each time, in particular if follow-up investigations can be performed and a resolution of the Red Flag is possible (e.g. additional information to be generated).

Staff also need to be reminded that it may be an offence to tip off a counterparty or an individual suspected of money laundering (i.e. release any information which is likely to alert the subject to the fact that a report has been made or which is likely to prejudice an investigation). For this reason all reports must be treated confidentially.

Regardless whether the decision is then made to report the suspicion internally or not, retention of all records is required for audit purposes.



How To Report

All cases of money laundering (knowledge about an incident or suspected case) must be immediately reported internally via the Green Ocean* Incident Management process for Code of Conduct Compliance Incidents, i.e. via Green Ocean* Human Resource Department (hr@greenocean.com.sg). This way staff will have discharged their duty to report their suspicion of money laundering activities and the directors will work together with Green Ocean's* Legal and other relevant experts to determine necessary next steps. These steps may include:

- Acknowledgement of the receipt of the report and providing a reminder of the requirement for the reporting Business Unit to do nothing that might prejudice an investigation or tip off the counterparty.
- Requesting additional information from the Business Unit if deemed necessary and forwarding these information to the relevant authorities.
- The directors will decide on the basis of the available evidence and other relevant information, whether to file an external report. Such Suspicious Activity Report ("SAR") will be passed to the relevant external authorities and subsequently support be provided to any potential investigations.
- Applying for consent to proceed with a planned transaction from the relevant external, local authorities if so required (necessary for certain jurisdictions).
- Responding to the Business Unit on whether a specific, proposed transaction can go ahead. This may be conditional on approval from external authorities if an external report has been filed.

Record Keeping

It is important to retain adequate counterparty and transactional records as regulators or law enforcement agencies may request to look at these as part of an investigation. The records will provide an audit trail and need to be easily retrievable. Failure to meet external record requirements can be a criminal offence.

In principle the applicable Group Records Management procedures of the Business or Function must be followed. Acceptable records are original documents, photocopies of originals and scanned or electronic records. File retention periods may need to be adjusted to meet the requirements.



POLITICAL ACTIVITY AND PAYMENTS

Your political activity and payments risk being viewed as those of Green Ocean* and may impact our business or reputation.

Your Responsibility

You must not contribute Green Ocean* funds or resources to political campaigns, political parties, political candidates or anyone associated with them. You must ensure your personal political activities are not represented to be those of Green Ocean*. Political activity and payments can cause a conflict of interest and can harm Green Ocean*'s business dealings and reputation. A failure to follow the requirements of this Code or any laws or regulations may result in disciplinary action, including termination of employment.

The Principles

- Do not use a Green Ocean* account for political payments.
- Do not make charitable donations as a substitute for political payments.
- Do not allow Green Ocean* funds to be used via industry bodies or by other means to make party political contributions.
- Obtain, when necessary, Green Ocean*'s permission before standing for public office.
- Comply with laws regulating political participation.

Challenge Yourself

- Are you using your position to support politicians or parties?
- Are business decisions being made improperly to influence politics?
- Are you using Green Ocean*'s account to fund politics?
- Are you using Green Ocean* resources for party political work?