



Harvey Gulf



Code of Conduct

Harvey Gulf International Marine



Our Core Values

Our success – and our goals for the future – are built on core values that guide our business decisions.

Safety & Sustainability



We will place the highest priority on protecting our people, assets and the environment.

Integrity & Respect



We will operate honestly, with integrity and mutual respect in all of our dealings.

Excellence & Value



We will be our customers first choice for professionalism, performance and value.



CEO Introduction

Welcome to the Harvey Gulf Code of Conduct.

Acting in a way that consistently demonstrates our Core Values of **Safety, Sustainability, Integrity, Respect, Excellence** and **Value**, is key to maintaining our trusted relationships with each other, our customers and all of our stakeholders. Acting to further these commitments is everyone's responsibility at Harvey Gulf, without exception. Anything less is unacceptable, undermining our performance and risking our Company's hard-earned reputation.

Our Code helps us think about how we work, by setting standards of behavior by which we, and those who work with us, are held accountable. It applies to all of our employees and sets the standards by which we expect all of our external suppliers and stakeholders to behave when working with us.

No matter your location or job, when you are working for Harvey Gulf you have a personal responsibility to conduct yourself according to this Code and to immediately speak up if you see something that goes against the Code. We have a zero tolerance approach to retaliation against anyone for speaking up to report a concern.

This Code is more than just a rule book. It is designed to step you through what to do if you encounter any of the issues contained within. Each section sets out our core commitments, key do's and don'ts as well as contacts and references to further information. It demonstrates how to apply our values every day and includes references to related policies, procedures and forms that will guide you through our Company's requirements on each topic.

Therefore it imperative that everyone take time to carefully read this Code in its entirety. If you have questions on any part of our Code you should seek advice as set out in the following pages or report anonymously via our global hotline. You can also use the Values Quick Test to help guide you through a question and what to do next.

Thank you for your commitment to knowing, understanding and following our Code at all times. By doing so you are helping to protect Harvey Gulf's reputation and ensuring our Company's continued success.

Shane Guidry



Application and Scope

Who does the Code of Conduct apply to? This Code applies to every director, officer and employee including contract employees while they are working for our Company. Third party contractors, consultants and agents who work on behalf of Harvey Gulf are required to act consistently with the Code as a condition of doing business with us. Our employees working with third parties are responsible for holding them accountable to Code standards.

What are my responsibilities as a Harvey Gulf employee?

- You must read, understand and follow this Code in your work everyday, without exception.
- Seek advice if something is unclear and promptly report any suspected violation of the Code.
- You must complete all related training assigned to you that will help you to understand the risks in your role and how to manage them.
- You must ensure that any third party contractors, agents or consultants that you work with are aware that we are bound by the Code and that they should act accordingly.
- You must report all violations without delay (i.e. do not delay pending your own investigation).

What are my responsibilities as a Harvey Gulf manager?

- In your role as manager you are expected to promote our ethical standards as set out in the Code and act as a role model for all those reporting to you.
- Help all members of your team, including new employees, to understand the expectations and practical application of matters set out in the Code, the key risks in their role and where they can seek advice and support as needed.
- You must be alert to any potential violations of the Code and create an inclusive environment where team members feel confident about speaking up if they know of or suspect a violation.
- If you become aware of a potential violation it is your duty to report it to the Chief Compliance Officer or via the reporting hotline.

What happens if I violate the Code? Breaching any part of the Code, including the relevant policies and procedures referenced within, may result in disciplinary action that may include, but is not limited to, verbal or written warnings, suspension from work, or termination. In some cases, conduct that breaches the Code may also be a breach of the law and carry civil penalties or criminal charges for individuals and the Company.



Speak Up Reporting

When Unsure or Concerned, Speak Up!

It is not possible for us to cover all situations that you may encounter while working for Harvey Gulf in this Code. It is therefore crucial that when you are unsure as to how a particular policy or procedure applies in practice, or whenever the right option is unclear, you **Speak Up** to your manager, EVP Personnel, Chief Compliance Officer or CEO. There are many resources available to ensure that you get the assistance needed to make the right decision in any given scenario.

We do not tolerate any form of retaliation to be taken against anyone for speaking up about a question or concern. Engaging in retaliation in any form is a breach of the Code and may result in disciplinary action up to and including termination.

Confidential Reporting: If you would prefer to make a confidential information request or report you can always contact the Global Reporting Hotline that is available to all Harvey Gulf employees, contractors and third parties 24/7, 365 days of the year, wherever in the world we are working. The Global Reporting Hotline is operated by an independent provider, **Whistleblower Security**.

To confidentially report a question, violation or concern contact: **1-866-921-6714**

See the Harvey Gulf Whistleblower Policy for more information on reporting a concern and what happens next.

Remember, nothing in this Code or any other policy at Harvey Gulf prevents you from reporting what you reasonably believe is a breach of the law directly to the appropriate authorities.

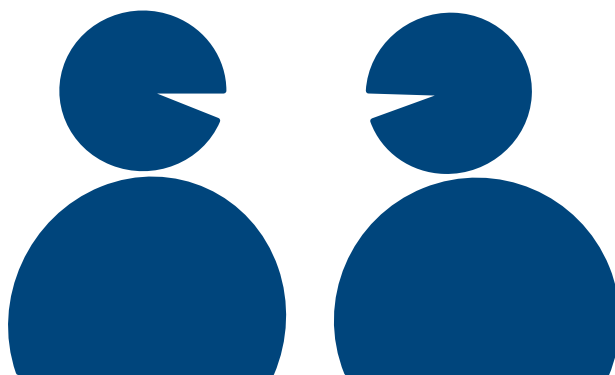


Values Quick Test

If ever unsure how to resolve a situation in your work for Harvey Gulf, ask yourself the following questions. Trust your gut feeling – if something feels wrong then it is likely that something is not right.

If the answer to any of these is “NO”, it is time to change course and **Speak Up!**

- Are my actions consistent with Harvey Gulf’s Core Values?
- Am I sure that my actions are legal?
- Am I following Harvey Gulf’s policies and procedures?
- Am I authorized to take this particular action for Harvey Gulf?
- Would I advise my family members or friends to act in this way?
- Am I making a decision in an unbiased and ethical way?
- Would I be comfortable if my actions became public knowledge?





Health, Safety & Environment

Harvey Gulf considers safety and environmental preservation to be our highest priorities. We work together to accomplish our goal of conducting all operations with zero incidents, property damage or spills.

Contacts:

- Your Supervisor
- Safety Department
- Executive VP & VP of Quality, Health, Safety, Security & Environment
- Global Reporting Hotline

References:

- Harvey Gulf HSSE-CIMS

Harvey Gulf has developed and implemented a comprehensive, tailored **Health, Safety, Security, and Environmental Continuous Improvement Management System ("HSSE-CIMS")** that sets forth the company's related policies and procedures for all personnel. The HSSE-CIMS is your guide for ensuring the safety of our employees and protection of the environment during all operations conducted while representing Harvey Gulf.

All personnel must:

- Immediately report all accidents, illnesses or injuries to their Captain or Shore-Based Supervisor, no matter how small;
- Immediately report any potentially unsafe conditions or acts observed;
- Comply with Harvey Gulf's zero-tolerance approach for the use or possession of alcohol, firearms and controlled substances in the workplace; and
- Always act in ways to minimize the impact of our operations on the environment, preventing pollution in any form.

Harvey Gulf requires all sub-contractors and each of their respective employees and sub-contractors to comply with all of the Company's health, safety & environment related policies and procedures when working with Harvey Gulf and our customers.

Remember, no consideration, deadline or job is more important than working in a manner that complies with applicable health, safety and environmental standards.

Do's and Don'ts

- **DO** read, understand and comply with all aspects of Harvey Gulf's HSSE-CIMS, which is a condition of employment at Harvey Gulf.
- **DO** attend and participate in all mandatory safety meetings.
- **DO** ensure that all contractor personnel have access to and are familiar with applicable Harvey Gulf policies and procedures relating to health, safety and environmental protection.
- **DO NOT** start work unless you are appropriately trained, have all required equipment/tools and are both medically healthy and sufficiently rested/alert to do so.
- **DO NOT** turn a blind eye to unsafe or non-compliant situations – it is your duty to speak up!



Health, Safety & Environment

Some Examples...

- I've been asked to complete an urgent maintenance task before the end of the day. Under the Harvey Gulf HSSE-CIMS, completing this task requires that specific Personal Protective Equipment (PPE) be worn. The PPE gear I need cannot be found and my Supervisor has told me to get the job done today no matter what. **What should I do?**



All of the safety procedures contained in the HSSE-CIMS are necessary and must never be compromised, no matter the business time pressure. The Personal Protective Equipment requirements are designed to protect the health and welfare of our employees. You must not start the task until you have access to the right equipment to protect yourself. If your Supervisor asks you to work in a manner that goes against our safety requirements you should refuse and contact the Safety Department or Global Reporting Hotline. It is prohibited to retaliate against somebody for raising a legitimate safety concern.

- While onboard a Harvey Gulf vessel that is about to commence an important customer charter, a potential issue with one of the fuel tanks has been identified. We can't be sure what kind of safety or environmental impact it could have without waiting for an expert maintenance service that may delay the start of the charter by a couple of days. The customer is pushing us to move forward without checking. **What should we do?**



No charter or customer is more important than ensuring that we are operating in a safe and environmentally sound manner. All of our customers should expect and understand this as well. You should communicate with the customer as soon as possible to let them know of the possibility of a delay while the necessary checks and maintenance can occur. While all efforts will be made to complete this process as fast as possible no Harvey Gulf vessel can proceed where there is a known actual or potential safety or environmental risk onboard.



Anti-Bribery & Corruption

Operating with integrity is part of who we are and our expectation of all those who work with us. We will never pay or accept bribes of any kind, including facilitation payments.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Anti-Corruption & FCPA Policy

While working for Harvey Gulf, you must **not** authorize, offer, give or promise anything of value, including a facilitation payment, to a Government Official or anyone else to influence them in their role, in order to gain a business advantage, or to encourage them to perform their work disloyally or improperly in any way.

“Government Official” means any officer or employee of a government body or agency (including employees at all levels of any state-owned oil company (e.g. Eni, Pemex, Petrobras) or any person acting in an official capacity on behalf of any government or department, agency, or instrumentality, or for a public international organization.

Consult the **Anti-Corruption & FCPA Policy** for detailed guidance on managing specific corruption risks **before** doing any of the following:

- Engaging in any new business activities outside of the U.S. that may require an anti-corruption risk assessment and related pre-approvals;
- Interacting with Government and Regulatory agencies or officials on behalf of Harvey Gulf;
- Engaging with Third Party Brokers, Shipping Agents, Service Providers and Channel Partners who may be retained to do work for Harvey Gulf outside of the U.S.;
- Taking part in work relating to Mergers & Acquisitions;
- Offering Gifts, Travel, Entertainment or anything else of value to a foreign Government Official;
- Making any kind of Political Donation or other Contribution outside of the U.S.;
- Offering to make or take part in a Community Donation or Project outside of the U.S.;
- Hiring an individual who may be a Politically Exposed Person (PEPs) – i.e. with personal or family links to government.

Do's and Don'ts

- **DO** be familiar with and always follow the requirements set out in Harvey Gulf's Anti-Corruption & FCPA Policy.
- **DO** immediately report any corruption concerns via the channels listed above.
- **DO NOT** allow anybody else (e.g. a third party vendor or agent) to indirectly make an improper payment on the company's behalf.
- **DO NOT** use a supplier if you are concerned they may engage in corrupt or improper conduct on our behalf.
- **DO NOT** make facilitation payments of any amount (no matter how small) to Government Officials (i.e. payments made to speed up or secure the performance of a routine government action).



Anti-Bribery & Corruption

Some Examples...

- You are considering potential charter opportunities in a country where Harvey Gulf has not worked before. A business contact has recommended a local agent who may be able to assist Harvey Gulf in obtaining business in this country, where it is not familiar with the local port entry requirements and necessary permits. **Can you engage this agent on behalf of the company?**



Before you engage an agent to assist in obtaining work in a new country where Harvey Gulf has not worked before, you must follow the Third Party Due Diligence Procedures set out in the Anti-Corruption & FCPA Policy. An anti-corruption risk assessment and related approvals are likely needed in this case as it involves work in a new country. Due diligence must also be conducted to ensure that the agent is reputable and will act in compliance with both local and U.S. anti-corruption laws.

- A port official in a foreign country has just conducted a routine safety inspection on a Harvey Gulf vessel about to begin a customer charter. You are told by the official that to get the certification necessary to allow the vessel into port will take a number of days unless a small cash payment is made to help him “speed up” the clearance. Even a small delay could result in significant additional costs for Harvey Gulf. **Should you make the payment the port official is asking for?**



No. Harvey Gulf prohibits making facilitation payments of this kind to speed up or secure the performance of a routine government action. This payment likely violates local and other applicable anti-bribery laws. You should refuse to make the payment and report the request to the Vessel Manager and the Harvey Gulf Chief Compliance Officer.



Supplier Relationships

Working well with others is key to our success. Every day we will interact with a variety of suppliers including vendors, contractors and agents who we expect to share our values and meet the core commitments in this Code.

Contacts:

- Your Supervisor
- Procurement Team
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Harvey Gulf Procurement Policies
- Anti-Corruption & FCPA Policy

Third party suppliers who act illegally, unethically or negligently while working for Harvey Gulf can have serious consequences for our performance and good reputation. For this reason, we will only work with suppliers who have consistent values and demonstrate a commitment to upholding our standards for safety, environment, performance and integrity in all dealings.

For all suppliers that are used by Harvey Gulf, we must be confident that they:

- are reputable, creditworthy and committed to operating with integrity;
- are competent and qualified to perform the work for which they are being hired;
- will operate safely and with regard for the environment in keeping with Harvey Gulf's standards; and
- are compensated in accordance with the goods and/or services they provide.

Always follow Harvey Gulf's **Purchasing Policies** for all Shorebase and Vessel procurement.

In addition, before engaging a broker, shipping agent, service provider or channel partner to work the Company outside of the U.S., you follow the required steps as set out in the **Anti-Corruption & FCPA Policy**.

Do's and Don'ts

- **DO** help our suppliers understand and follow this Code. If they use subcontractors who will work for Harvey Gulf, ensure they also understand the Code.
- **DO** follow all required due diligence steps as set out in the Anti-corruption & FCPA Policy and Third Party Due Diligence Procedure.
- **DO** immediately report any activity by a supplier that is inconsistent with the Code or with the terms of our agreement with them.
- **DO NOT** use a supplier if you are concerned they may supply unsafe or environmentally irresponsible products or services that do not otherwise meet Harvey Gulf standards.



Supplier Relationships

Some Examples...

- While executing a customer charter outside of the U.S., one of Harvey Gulf's vessels needs an urgent repair. We will need to engage with local suppliers to arrange the parts and service for this repair work. Due to time pressure our customer's local agent suggests we do not obtain competitive bids from multiple vendors as per Harvey Gulf's usual procurement policy, but just use a local supplier who they know personally. When we receive the invoices they appear inflated and include undescribed amounts for "special fees". **What should we do?**



When time pressure is high it can lead to the temptation to skip Company policies. This is never acceptable. There are a number of potential red flags here that, if ignored, could result in Harvey Gulf breaching anti-corruption laws and/or causing damage to our business or reputation. The personal connection with the customer's agent who suggested the supplier, combined with unexplained or "miscellaneous" fees could suggest that the supplier is involved in making improper payments. You should report your concerns immediately to your Supervisor and/or the Global Reporting Hotline for further follow up.

- One of our regular services suppliers occasionally sub-contracts to another contractor when demand is high. While we have always been happy with the standard of work from our usual supplier, a number of Harvey Gulf crew-members have noticed that the sub-contractor's personnel do not seem familiar with the basic tasks involved and may be cutting corners on Harvey Gulf's safety standards. **Should we continue to use this supplier if we have concerns about their sub-contractors?**



At Harvey Gulf, safety is our top priority. It is vital that all of our suppliers and any sub-contractors they may engage to work on our vessels understand and follow our core commitments in this area. You should report your concerns about the supplier's sub-contractor to your Supervisor, the Safety Department or via the Global Reporting Hotline. After consulting with the supplier on these concerns we will need to ensure that the sub-contractor understands and commits to complying with Harvey Gulf's safety standards before they can continue to work on our vessels.



Trade Compliance & Anti-Money Laundering

In conducting our business, we are committed to acting in compliance with all applicable U.S. and international trade and anti-money laundering laws.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook
- Third Party Due Diligence Procedure

As a U.S.-based company conducting business abroad, we must always comply with applicable regulations governing the import, export and trading of goods, technology, and services as well as international sanctions and anti-money laundering laws. If Harvey Gulf is involved in a transaction that breaches these laws, it may expose the Company and individuals involved to criminal penalties and cause substantial damage to our reputation.

Trade compliance and anti-money laundering laws are complex and may vary from country to country. For this reason you must seek guidance from the Harvey Gulf Chief Compliance Officer before engaging in transactions that may be affected. Warning signs that you must report include the following:

- Suspicious transactions that appear to conceal the true nature of money or assets, or are intended to conceal the identity of the true counterparty via, e.g. shell companies.
- Transactions involving businesses or individuals from one of the following countries: Cuba, Iran, North Korea, Syria and the Crimea Region of the Ukraine.
- A customer or third party that is reluctant to offer information about the end-use or end-user for one of Harvey Gulf's vessel charters.
- A party that provides incomplete, false, or misleading business contact information.
- Businesses or individuals asking for payment to, or making payment from, a foreign country account other than the location of the party's business.
- A party that refuses to certify or agree to compliance with applicable laws or Harvey Gulf company policies including the Code.

Do's and Don'ts

- **DO** follow all requirements of the Third Party Due Diligence Procedure when engaging brokers, shipping agents, service providers or channel partners outside of the U.S..
- **DO** stop and seek assistance when your dealings with a third party identifies suspicious circumstances or red flags.
- **DO NOT** use a supplier if you are concerned they may be a sanctioned party or trading from a country that is sanctioned by the U.S.
- **DO NOT** provide inaccurate or incomplete information to government authorities when making import and export declarations.



Trade Compliance & Anti-Money Laundering

Some Examples...

- One of our new customers has been acting unusually by repeatedly delaying confirmation of the preferred vessel charter route between the U.S. and their base in South America. When looking up the customer's contact details online, a number of articles appeared showing that they have previously done work via shipping agents and ports in Cuba. There is nothing more concrete to show they have acted in breach of U.S. laws online but something about the arrangement does not feel right. **What should I do?**



Cuba is one of the countries currently subject to comprehensive trade sanctions by the U.S Government. For this reason dealing with any businesses or individuals (whether as a customer, vendor or otherwise) that has links to Cuba could pose very serious risks for Harvey Gulf. Being vigilant to red flags like the ones identified is very important. You must immediately report your concerns and seek guidance from the Chief Compliance Officer on next steps before Harvey Gulf can continue working with this customer.

- One of our shipping brokers outside of the U.S. has asked Harvey Gulf to update its payment information. Instead of paying the broker in the country where they are based and are currently doing work for Harvey Gulf, they have asked that payments for their services are split between two bank accounts with unfamiliar names in the Cayman Islands. **Should we do as the broker asks and amend the payment routine?**



Businesses or individuals asking for payment to or making payment from a foreign country account other than the location of the party's business is a key red flag that sanctioned parties or criminal activities may be involved. Before agreeing to make this change you must first seek guidance from the Harvey Chief Compliance Officer. Additional due diligence may be required on this broker given the risk factors identified.



Diversity & Inclusion

At Harvey Gulf, we recognize that diversity in our workforce enhances our services to our clients and enriches the lives of both our employees and the communities in which we work and live.

Contacts:

- Your Supervisor
- Vice President, Personnel
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

At Harvey Gulf, we appreciate the rich diversity of those working in our industry, both in our region, and throughout the global marketplace. We are committed to maintaining a culture that embraces and integrates with this diversity, and to fostering a work environment marked by mutual respect, inclusion, and equal opportunity for all individuals.

At Harvey Gulf, we commit to the following:

- **Zero-tolerance for Harassment and Discrimination:** We do not tolerate harassment of, or discrimination against, any of our employees or job applicants based on an individual's race, religion, sex, age, disability, national origin, ancestry, citizenship, marital or veteran status, or sexual orientation.
- **Providing Equal Opportunity:** We follow all applicable laws prohibiting discrimination in employment practices, wherever in the world we do business. Employment and promotion decisions must always be made based on merit, with all existing employees and candidates treated fairly and evaluated according to their skills and qualifications.
- **Treating Others with Respect In Everything We Do:** Wherever in the world you are working, you should demonstrate an awareness of cultural considerations and demonstrate respect and consideration when working with colleagues of a different cultural background or travelling abroad.

We expect that all parties working with us will understand and respect Harvey Gulf's diverse and inclusive workplace commitments above.

Do's and Don'ts

- **DO** value the unique perspectives of each individual that you work with and the talents they bring.
- **DO** act in ways that promote an inclusive work environment where people feel comfortable to contribute their experiences and ideas.
- **DO NOT** make jokes about a person's individual characteristics – including their race, gender, religion, disability or other personal attributes.
- **DO NOT** remain silent when faced with exclusionary, intimidating or offensive behavior – there are many avenues open to you to seek assistance so that the conduct can be stopped.



Diversity & Inclusion

Some Examples...

- One of our regular supplier contacts has a history of making crass age & appearance-related jokes to one of my coworkers. While it is always in a joking manner I can tell that my coworker is upset by these comments. **Should I say something?**



Yes. Harassment in any form is not tolerated at Harvey Gulf, whether the action is initiated by—or directed at—an employee, customer, supplier or anyone else in our workplace. You should speak up if you see or suspect harassment or inappropriate behavior on the basis of an individual characteristics, including age and appearance. If you are comfortable doing so, offer your support to your co-worker and ask the supplier to stop. You can also share your concerns with your Supervisor, Personnel Team or the Global Reporting Hotline.

- I am recruiting for a job on one of Harvey Gulf's vessels. The best qualified candidate is a current member of the Harvey Gulf crew applying for an internal promotion. Although they have excellent experience and qualifications, I don't believe they will be able to cope with the physical demands of the job due to a prior injury/disability. While their doctor has cleared the candidate to return to full duties I assume the injury/disability may still pose an issue for the promotion. **Should we interview the candidate or just exclude them now?**



By making this assumption you are violating the Code and may also be breaking laws that prohibit discrimination based on personal attributes including disabilities. Harvey Gulf prides itself on providing an equal opportunity environment where employment decisions are based on merit. Here, you must give all candidates full details of the physical requirements of the role and seek appropriate assurance (i.e. medical clearance) as per usual hiring policies without discriminating based on a history of disability/injury.



Human Rights & Modern Slavery

We are committed to respecting human rights everywhere that we work. We do not tolerate human rights violations or modern slavery in any form and expect the same standard from all those we do business with.

Contacts:

- Procurement Team (for issues relating to Suppliers)
- Vessel Master and/or Personnel (for issues relating to Employment)
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Human Rights & Modern Slavery Policy
- Third Party Due Diligence Procedure

At Harvey Gulf, we must conduct our business at all times in a way that respects and upholds fundamental human rights. As set out in our **Human Rights & Modern Slavery Policy**, we expect all of our suppliers to meet our zero-tolerance standard for modern slavery in all forms, inhumane treatment of workers and maintenance of acceptable workplace health, safety & labor conditions including payment of a living wage.

- **Workplace Health, Safety & Labor Conditions:** Our vessels are managed in accordance with the highest standards of health, safety and labor conditions. In keeping with humanitarian principles, our key commitments include paying all crew members a living wage and providing crew with food and accommodation at no cost to them while working on our vessels.
- **Modern Slavery:** We have a zero-tolerance approach to all forms of modern slavery taking place within our business or supply chain – including involuntary servitude, human trafficking, forced labor and child labor. All suppliers working with Harvey Gulf must share this commitment without exception.
- **Due Diligence on crewing agencies:** Before engaging a new supplier who will provide crew recruitment/manning related services outside of the U.S., ensure that you follow the required steps as set out in **HGIM's Human Rights & Modern Slavery Policy** and **Third Party Due Diligence Procedure**.

It is strictly prohibited to threaten, discipline or retaliate against any person – Harvey Gulf employee or otherwise – for raising or helping to raise a human rights related concern.

Do's and Don'ts

- **DO** be alert for signs that our suppliers' workers are subject to improper or inhumane treatment inconsistent with Harvey Gulf's values & standards.
- **DO** follow all required due diligence steps for crew recruitment/manning related agencies outside of the U.S. to assess their alignment with our requirements on human rights.
- **DO NOT** use a supplier if you are concerned they may engage in inappropriate labor practices, including child and forced labor.
- **DO NOT** ignore warning signs of a potential human rights or modern slavery related issue. Immediately report any concern or potential violation via one of the avenues set out above.



Human Rights & Modern Slavery

Some Examples...

- Part of the crewing arrangements for one of Harvey Gulf's vessel charters outside of the U.S. includes local crew members who were hired through a labor broker/agency. While at sea, I overheard two of the local crew members saying that the broker was withholding their passports and insisting that they pay some kind of recruitment fee out of their wages for the Harvey Gulf charter. They sounded worried about whether they could afford to pay the fee. **Is this illegal? What should I do?**



Any form of forced labor or debt bondage is a violation of the basic human right to freely choose your work. People may be coerced into work without freely consenting in many different ways – in this case it may be because passport or identity documents are being held or the workers are being forced to pay illegitimate “recruitment fees”. Migrant workers are particularly vulnerable. If you ever suspect that forced labor in any form is occurring on one of Harvey Gulf's vessels you must immediately raise it with the Vessel Master, Chief Compliance Officer or via the Global Reporting Hotline.

- While on an overseas charter a new supplier must be found for urgent vessel provisions as our regular supplier does not have what we need in stock. A nearby alternative that is new to Harvey Gulf is identified. While searching online to find the contact details for the alternative supplier a few links to news articles are identified that discuss poor safety conditions in their factories and workers forced to work long hours without being paid proper wages. **Is this a problem? What should I do?**



Part of our commitment to upholding human rights in everything we do is making sure that we only use suppliers who share our standards on workplace health, safety & labor conditions. These news articles indicate the alternative supplier may fall short of meeting these standards and we would need to investigate further before using them. You should look for other options and raise this issue with the Harvey Gulf Procurement Team and Chief Compliance Officer before progressing any further with this new supplier.



Conflicts of Interest

We are committed to the highest standards of ethical business conduct and acting in the best interests of Harvey Gulf. This includes avoiding all actual and perceived conflicts of interest that may impact our employees fair and impartial decision making.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

Conflicts of interest occur when a individual's outside activities or personal interests interfere or conflict with their responsibilities towards Harvey Gulf. No employee may engage in any activity or have any outside interest that deprives Harvey Gulf of his or her loyalty, or that interferes with the satisfactory performance of his or her duties.

Harvey Gulf promotes transparency and fairness in our decision making processes and relationships with all stakeholders and expects the same standards from all those who work with us. An actual, potential or perceived conflict of interest can jeopardize both your reputation and that of the company.

For this reason, you must always follow Harvey Gulf's **Conflict of Interest Policy** and **Procedure** to disclose any activity that may constitute a conflict of interest.

Examples of actual and potential conflicts that must be disclosed include:

- Competing for Harvey Gulf business opportunities for your own personal gain or to assist a close relative or friend;
- Owning an interest in an outside business that is seeking or contracted to do work for Harvey Gulf;
- Receiving money, lavish gifts, or other forms of financial or personal benefits from suppliers who want to do business with Harvey Gulf; and
- Holding outside jobs that may interfere with your ability to work for Harvey Gulf.

Do's and Don'ts

- **DO** conduct business in a professional manner, free from bias.
- **DO** disclose all relevant conflicts of interest as required by Harvey Gulf's **Conflict of Interest Policy** and **Procedure**.
- **DO** report any concerns you have regarding another employee or contractors actual or apparent conflict of interest.
- **DO NOT** allow any outside interests to interfere with your ability to make impartial business decisions in carrying out your duties for Harvey Gulf.
- **DO NOT** take advantage of any company information or your position within the company for personal gain or to improperly benefit others.



Conflicts of Interest

Some Examples...

- I am considering taking on a part time job on top of my work for Harvey Gulf working for my family's business. In the past the business has provided maintenance related goods and services to Harvey Gulf and they may bid for more work in the future. **Would this be a conflict of interest and who do I need to tell?**



A conflict of interest is a conflict between a Harvey Gulf team member's duties to act in the best interests of the Company, and their private interests. Where an employee undertakes additional paid/unpaid outside work that does not impact upon their ability to fulfil their duties and obligations to Harvey Gulf this may be acceptable. However, as this employment involves working for a potential Harvey Gulf vendor you must follow the steps in the company's Conflict of Interest Procedure to disclose and manage any conflict that arises. Speak to your Supervisor if you are still unsure.

- My contact person at a major Harvey Gulf supplier has invited me to a business development event being held at a restaurant downtown. The event is a live theater show with dinner provided and I have been offered two tickets to bring a friend or partner. My contact at the supplier has told me he is not able to attend. **Is there a problem with me accepting the offer?**



To avoid a potential conflict of interest, Harvey Gulf employees are prohibited from accepting any gifts, benefits or entertainment in excess of what would be considered common business courtesies. You should check whether the tickets offered are of a modest and reasonable value. Also consider whether the event has a reasonable business purpose if your contact person is not attending and the type of event is focused on entertainment rather than business relationship building. Consult with your Supervisor for advice prior to accepting the offer.



Competition & Fair Dealing

Harvey Gulf is proud to be an industry leader due to the quality of service we provide our customers. We will always compete for business opportunities vigorously, fairly, ethically, and legally.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

We are committed to abiding by all laws relating to anti-trust and fair competition. It is prohibited to engage in discussions or make agreements with competitors on any aspect of pricing, contract terms, allocation of customers, accounts or markets or any other activities that may fix prices or improperly impact upon competition.

Our key commitments include:

- **Competitive Practices.** Harvey Gulf complies with all antitrust and other laws regulating competition and trade and will not discuss pricing, cost, business strategies, or any other proprietary or confidential information with its competitors.
- **Professional Meetings:** Harvey Gulf employees must exercise particular care when meeting with competitors at professional gatherings and trade associations. Exchanging any information with a competitor that is not already publically available can give rise to a breach of law and/or Company policy. You must speak up immediately if you know of any potentially anti-competitive practices or are unsure whether conduct is prohibited or not.
- **Fair Dealing.** All employees shall handle themselves in a professional manner. Each employee will deal fairly with Harvey Gulf's customers, suppliers, competitors, independent auditors, and other employees and will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation, or any other unfair dealing or practice. We do not participate in any form of prohibited boycott of customers or suppliers.

Do's and Don'ts

- **DO** be vigilant when dealing with our competitors. You should leave any industry meeting or other event where our competitors are present if inappropriate discussions are taking place and report the matter to your Manager and the General Counsel & Chief Compliance Officer.
- **DO NOT** share competitively sensitive information outside of Harvey Gulf.
- **DO NOT** agree to boycott any customer or supplier based on negative feedback provided by a competitor.
- **DO NOT** enter into any kind of inappropriate conversation or agreement (whether formal or informal) in relation to any element of pricing or as to particular customers, accounts or markets.



Competition & Fair Dealing

Some Examples...

- At a social gathering, a business acquaintance from one of our competitors came over to me and started a discussion on the price of both of our company's vessel offerings. The competitor was talking about the prices they had offered to a big potential customer that Harvey Gulf is currently bidding for work from. **What should I do?**



You should never enter into a discussion with competitors about the price of any of our products or services. If a competitor approaches you and starts to discuss pricing, the best practice is to make it clear that you will not discuss such matters and politely end the conversation before reporting the incident to the Chief Compliance Officer. If you believe you have heard commercially sensitive information about a competitor's pricing you must keep this confidential and immediately consult the Chief Compliance Officer for guidance.

- At an industry event I learned from one of our competitors that a key new Harvey Gulf vendor is involved in a dispute with the competitor's company. The competitor shared that the quality of work performed by the vendor was not acceptable and suggested that we cancel our contract with them before the same issues arise for Harvey Gulf. I am worried about what could happen if we stick with this vendor based on the story I heard. **Should we stop using this supplier based on what the competitor has shared?**



You should not simply agree with the competitor's suggestion to stop using this vendor as it could raise a potential collective boycott issue. Harvey Gulf independently makes its own evaluations of vendor performance without being influenced by what our competitors may say. Discussions on whether or not to deal with a particular supplier or customer with somebody from a competitor should be avoided. The suggestion should be reported to the Chief Compliance Officer.



Protecting Company Assets

All employees must take appropriate actions to protect Harvey Gulf's assets and ensure they are used properly, efficiently, and for legitimate business purposes.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

Theft, damage and waste of company assets has a direct impact on Harvey Gulf's profitability. Our assets include the company's physical assets as well as confidential or proprietary information, which must not be disclosed to persons outside the company without proper authorization.

Responsibility for protecting Harvey Gulf assets includes the following:

- **Preventing and Reporting Fraud.** All dishonest acts that are done for personal gain to the detriment of Harvey Gulf are prohibited – including falsification of expense claims, misuse of confidential information, theft of company assets and obtaining personal rewards for awarding work.
- **Taking Security Seriously.** Access to Harvey Gulf's physical offices and vessels as well as our online & IT systems must be protected. If you become aware of any issue that may compromise the security of Harvey Gulf property you must report it immediately.
- **Exercising Care with Personal Data.** The confidentiality of personal data of Harvey Gulf employees, contractors and customers must be protected and never disclosed improperly or used for a purpose other than that which it was collected for.

We expect all contractors and other third parties who work with us to similarly protect and not misuse Harvey Gulf's company assets. Any related concerns must be promptly reported for investigation.

Do's and Don'ts

- **DO** protect company assets from waste, misuse and theft by reporting any concerns you have promptly.
- **DO** keep your company information technology access passwords secret and immediately report any lost security badges or access keys.
- **DO NOT** take any property that belongs to Harvey Gulf for your personal use or for the use of any other person outside of work.
- **DO NOT** allow unauthorized people to enter Harvey Gulf offices, vessels or other facilities or to have access to confidential company information.



Protecting Company Assets

Some Examples...

- A friend has asked me to borrow some of my work equipment belonging to Harvey Gulf to help with a small DIY project that he is working on at home. It's only a small job and the equipment is not being used at work at the moment. **Is it ok for me to lend Harvey Gulf equipment to my friend?**



No. It is never OK to use Harvey Gulf property including tools and equipment for personal use or to lend to non-Harvey Gulf employees, no matter what the purpose is. Harvey Gulf property may only be used for work-related purposes by our employees and may not be removed from company premises without proper reason and approval by your Supervisor.

- Going to work early one morning, I noticed a person I did not recognize standing near the entrance to one of the Harvey Gulf facilities. They asked me whether I would mind letting them in as they were a new contractor that did not have security clearance yet. They did not offer to show any proof of their identity or purpose attending the Harvey Gulf premises. **Should I allow this person to enter on my way in?**



All persons entering a Harvey Gulf site – whether one of our shore-based offices or boarding one of the company's vessels – must carry appropriate identification. All visitors must follow the standard security procedures for that particular office or location. You should walk them to the security post for that office or location to be cleared. Do not simply allow them to enter the premises and leave as this could pose a serious risk to employee safety and the protection of company assets.



Recording & Reporting Information

We require Company records and accounts to be prepared accurately and reliably, in compliance with all applicable laws.

Contacts:

- Your Supervisor
- Chief Compliance Officer
- Chief Financial Officer
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

All employees and directors must record and report all company and financial information accurately and honestly. No employee will sign or submit, or permit others to sign or submit on behalf of Harvey Gulf, any document or statement that he or she knows or believes is false.

All employees are responsible for ensuring that the company's books and records (including expense reports) are accurate and complete. Supporting documentation must be kept to provide a valid and auditable record of company transactions.

All employees must understand the specific internal financial and accounting controls relevant to their position and follow all Company policies and procedures related to those controls.

Falsifying or altering Company records or knowingly submitting or approving false or altered reports is a serious breach of Harvey Gulf policy and in many cases is also against the law. Do not enter transactions into the system where you are unsure what they relate to or have concerns as to their legitimacy.

If you suspect that there has been an event of inaccuracy or fraud in our record keeping you must promptly report it.

All financial transactions must be properly documented and recorded in the books and records of the company in accordance with applicable Company policies and procedures.

Do's and Don'ts

- **DO** cooperate with internal and external auditors and disclose all relevant information as part of any audit you are involved in.
- **DO** Report any actual or suspected irregularities or weaknesses in relation to Harvey Gulf's internal financial controls, accounting or reporting.
- **DO NOT** falsify any company record, make a false or misleading entry in the company finances or omit any relevant information when submitting transactions for processing or approval.
- **DO NOT** cut corners on transaction review or documentation procedures that may compromise the integrity of the Company's records.



Recording & Reporting Information

Some Examples...

- Coming up to the end of the quarter we are finalizing transaction and expense reporting. My Supervisor is pressuring me to book revenue early and/or defer some large unexpected expenses to a later quarter. **I'm worried this goes against Harvey Gulf's policies. What should I do?**



All employees are responsible for ensuring that the company's books and records are accurate and complete. Nobody at Harvey Gulf, no matter how senior, has the authority to tell you to report a transaction inaccurately. If you do as asked you may be held personally responsible for acting against Harvey Gulf policies. Instead, you should refuse and report the request immediately to the Chief Financial Officer, Chief Compliance Officer or via the Global Reporting Hotline.

- As part of my role, I am responsible for reviewing and approving expense reports for my team. Sometimes I run out of time to make sure receipts are attached and follow up with team members for missing information. I trust my team would do the right thing and never submit anything inappropriate for reimbursement. **Do I need to follow up for all missing receipts and unexplained items?**



As part of your duty of care to the company in your leadership role, it is important that you verify that all underlying transactions submitted to you for approval are work related and supported by valid receipts. Following up with team members who have submitted incomplete expense reports is not saying that you do not trust your team – it is simply following procedures designed to protect our Company.



IT & Online Communications

Harvey Gulf's information technology (IT) tools are an essential part of our business and must not be used for improper or non-work related purposes.

Contacts:

- Your Supervisor
- Harvey Gulf IT Team
- Vice President, Personnel
- Global Reporting Hotline

References:

- Employee Policy & Procedure Handbook

Harvey Gulf's computers, systems, electronically stored information and information technology may only be used for proper business purposes and in a manner that does not compromise the Company via a security breach or reputational harm from inappropriate online communications. The following requirements apply when using the company's IT resources.

- **Internet/Use of Harvey Gulf's Network:** Improper personal use of Harvey Gulf's network is strictly prohibited – including the download of obscene or pornographic material, engaging in computer-hacking or attempting to disable any installed security feature.
- **Email Usage:** All data and communications transmitted or received by or contained in the Harvey Gulf email system are considered Company property and employees should not expect privacy over such communications. Sending mass emails or chain letters is not allowed.
- **Social Media Policy:** Social media is not to be used during work hours. Employees are prohibited from posting or using the Company's trademarked material or from making representations on behalf of the company on social media unless authorized to do so.
- **System Integrity and Security:** Only approved software may be installed on company computers. All files downloaded from the internet must be checked for possible computer viruses utilizing the company's virus scanning software. Any system passwords or encryption keys must be protected from theft or misuse.

Do's and Don'ts

- **DO** be alert to phishing or scam emails that may carry harmful computer viruses and immediately report any suspected issue to the IT Department.
- **DO** take care when communicating on social media, chat rooms or blogs and never post something that may damage the Company's reputation or amount to hostile or offensive content.
- **DO NOT** share your password with anyone other than the IT team.
- **DO NOT** use Company systems in a way that interferes with productivity or consumes material amounts of network resources.
- **DO NOT** forward confidential material, trade secrets or other proprietary information externally.



IT & Online Communications

Some Examples...

- One of my co-workers emailed an offensive joke to me and some teammates. I find it very inappropriate in a work context, but I don't know if I should approach my co-worker with my concern. **What should I do?**



We each have an obligation to ensure that Harvey Gulf is a great place to work and offensive behavior such as this is not acceptable. Employees use of online communications at work must comply with company policies including harassment policies. If you feel comfortable doing so, you can raise this politely with your co-worker and ask them to not repeat the behavior again. You can also contact your Supervisor, EVP Personnel or the Global Reporting Hotline if preferred.

- I am taking a family vacation where I want to completely switch off from work. My co-worker suggested that I leave my laptop with them so that they can handle any approvals or requests that come through on my behalf while I am away. I trust my co-worker would do the right thing so I don't mind sharing my password. **Is this allowed under Company policy?**



No. Employees should never give their personal password to anyone other than an authorized member of the IT team. To plan for your time away you should consult with your Supervisor to organize appropriate cover. If you bypass the Company's IT controls you are undermining the security of our systems, avoiding your own responsibilities and putting your co-worker in the position of also being in breach of Company policy.

