

SUPPLIER CODE OF CONDUCT AND ENVIRONMENTAL CHARTER

Statement of Policy:

The TGM Supplier Code of Conduct and Environmental Charter is the standard of business practice that applies to all local subcontractor of TOP Glory Marine (collectively referred to herein as “TGM”). TGM expects its contracted Suppliers to share its commitment to achieving the highest ethical and moral standards in its business dealings. By “Supplier” TGM means any company, cooperation, firm, or individual that provides products or services to TGM’s Members, including their employees, agents and subcontractors.

GENERAL PRINCIPLES AND STANDARDS OF CONDUCT

Our business success and relationships are built upon a culture of excellence and commitment, which in turn rest on the foundations of integrity, trust and respect for the individual and adherence with the law. The principles of conduct which we expect of our Suppliers are further explained below:

(I) COMPLIANCE WITH LAWS

All Suppliers shall conduct their business activities in full compliance with the applicable laws and regulations of their respective countries and operating locations.

- 1. Competition & Antitrust Laws** Suppliers shall conduct business in full compliance with applicable antitrust and fair competition laws. Suppliers shall avoid unlawful agreements or understandings that improperly limit the supply or affect the price of goods and services provided to, or offered by, TGM.
- 2. Anti-Corruption, Anti-Bribery** Supplier shall comply with all applicable international anti-corruption and anti-bribery laws. Suppliers must not give or offer to give, anything of value, or make any improper payments, directly or indirectly, to any government official, employee of a government-controlled company, or political party, customer or private third party, in order to obtain any improper benefit or advantage.
- 3. Gifts & Entertainment** Suppliers acknowledge that TGM’s Members are prohibited from accepting anything more than occasional and modest gifts from Suppliers, including meals and entertainment. Suppliers are not authorized to give or receive gifts, hospitality or entertainment on TGM’s behalf.
- 4. Data Protection** Suppliers shall comply with all applicable data privacy laws and

regulations. Suppliers who are engaged in collecting, processing or controlling personal data on behalf of TGM must comply with TGM’s corporate rules and policies relating to such services and shall prevent the improper and unauthorized use or dissemination of such data.

5. International Trade Controls

International Trade Control (“ITC”) laws and regulations and country specific trade sanctions, affect international transactions involving goods, services, technology and financial transactions. Suppliers shall operate in full compliance with all applicable ITC laws and regulations, including but not limited to regulations issued by the United States’ Office of Foreign Assets Control.

6. Insider Trading

Supplier may not directly or indirectly trade in TGM-related securities using non-published confidential information received by TGM or obtained in connection with the work undertaken on behalf of TGM.

(II) ENVIRONMENTAL COMPLIANCE

The Suppliers shall acknowledge the importance to protect the environment as well as the commitment of TGM through its Environmental Green Policy. The Suppliers shall operate in an environmentally responsible and efficient manner to

- Minimize adverse impacts on the environment.
- Comply with all applicable environmental laws and regulations.
- Reduce the environmental impact of all services provided.
- Set and review targets and objectives for the protection of the environment.
- Continuously improve their environmental performance and environmental management systems.
- Train their employees in all relevant matters of environmental protection.

The Suppliers shall commit to the principle stated herein not only when conducting business with TGM but generally in all their business operations. The Suppliers acknowledge and agree to be audited in this Environmental Charter and further acknowledge that this Environmental Charter is a ground principle of the cooperation with TGM.

(III) BUSINESS PRACTICES

Suppliers must be committed to the highest standards of legal and business conduct when dealing with their employees, sub-suppliers and customers, including TGM.

1. Accurate Business Records

Suppliers shall maintain accurate and timely financial and accounting records of all transactions related to their business with TGM and retain them as required by applicable law, but in no case less than 3 years. No accounting for financial entry shall be made that conceals or disguises the true nature of any transaction or record.

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| 2. Confidential Information | Suppliers shall protect TGM’s provided confidential information and shall not share them with any third party unless authorized to do so in writing by TGM on behalf of their Members. |
| 3. Intellectual Property | Suppliers shall protect TGM intellectual property in a manner consistent with the law and respect valid patents. |

TGM ETHICS REPORTING RESOURCE

In the event of any breach of this Supplier Code of Conduct and Environmental Charter, Members will report to TGM via email HSEQ@topglorymarine.de immediately as well as, if they are not satisfied with such provided services by TGM’s contracted Suppliers.

TGM is committed to investigating each report and will take reasonable precautions to protect the confidentiality of the identity of individuals who report in good faith known or suspected violations and will not permit retaliation against such individuals.

We as contracted Supplier of TGM are herewith acknowledging in writing that we fully understand and will comply with this Supplier Code of Conduct and Environmental Charter.

(IV) ETHICAL PRINCIPLES AND CONFLICT OF INTEREST

Suppliers shall conduct their business in a manner to conform to the highest level of ethical business behavior. Suppliers should avoid unfair practices and any conflict of interest or appearance of conflict of interest in all their dealings.

(V) HEALTH AND SAFETY

Suppliers shall provide a safe and healthy working environment for their employees. Suppliers shall maintain and enforce anti-drugs and alcohol policies.

(VI) LABOUR

Suppliers shall be in compliance with all applicable laws regarding the use of child labor, wages, working hours and conditions.

Suppliers shall not engage in discrimination based on race, color, age, gender, sexual orientation, ethnicity, disability, pregnancy, religion, political affiliation, union membership or marital status in hiring and employment practices such as promotions, rewards and access to training.

(VII) SUPPLIER MANAGEMENT

All Suppliers shall maintain appropriate and meaningful compliance policies and programs consistent with this Supplier Code of Conduct and Environmental Charter. Suppliers will be required to acknowledge in writing that they understand and will comply with this Supplier Code of Conduct and Environmental Charter.

TGM shall have the right to audit Suppliers' compliance at a mutually agreed time and place and Suppliers shall extend full cooperation to TGM in such event.

(Full name of Supplier)

(Name & Position)

(Signature/Stamp & Date)