

Prosafe SE

Communication on Progress

24 August 2017

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1. Letter from General Manager

24 August 2017

To whom it may concern

To make this report easier to read we use “Prosafe” or “company” to refer to Prosafe SE and Prosafe’s subsidiaries.

Prosafe is committed to maintaining high ethical, social, environmental and governance standards, and creating sustainable values for the benefit of all stakeholders – shareholders, customers, suppliers, employees, society at large and the communities where the company operates.

In order to advance our commitment to sustainability and corporate citizenship, we signed up as a member of the United Nations Global Compact in October 2008. By being a member of the UN Global Compact, we want to express our commitment to aligning our operations, policies and strategies with UN Global Compact’s ten universally accepted principles in the areas of human rights, labour, environment and anti-corruption.

I am pleased to confirm Prosafe’s continued support for the ten principles of the UN Global Compact.

In this Communication on Progress, we describe our efforts to continue to improve integration of the UN Global Compact and its ten principles into our policies, culture and daily operations. This information will also be shared with our stakeholders on our website www.prosafe.com.

Georgina Georgiou
General Manager, Prosafe SE
(Original signed)

2. About Prosafe

Prosafe is a leading owner and operator of semi-submersible accommodation vessels. The company operates globally and employed 662 people as at 31 December 2016. Operating profit reached USD 52.8 million in 2016 and net profit was USD 172.6 million.

Prosafe's vision is to be a leading and innovative provider of technology and services in selected niches of the global oil and gas industry.

Prosafe's Core Values - the environment, focus, ambition, safety, innovation, respect and profitability - are the pillars upon which the company is built.

To ensure a uniform standard of behaviour, the company has adopted a Code of Conduct which must be observed by members of the Board of Directors of the Prosafe Group and each employee in every geographical area at all times.

Prosafe currently owns/operates eight semi-submersible accommodation, safety and support vessels and one Tender Support Vessel that is providing drilling support services on the Norwegian Continental Shelf. In addition, Prosafe has three new build harsh environment vessels available at COSCO Qidong shipyard in China. Accommodation vessels are used when there is a need for additional accommodation, engineering, construction or storage capacity offshore.

Prosafe's vessels have accommodation capacity for 306 to 500 people and offer high quality welfare and catering facilities, storage, workshops, offices, medical services, deck cranes and lifesaving and fire fighting equipment. The vessels are positioned alongside the host installation and are connected by means of a telescopic gangway so that personnel can walk to work.

The company's track record comprises operations offshore Norway, UK, Mexico, USA, Brazil, Denmark, Tunisia, West Africa, North-west and South Australia, the Philippines and Russia.

Prosafe is listed on the Oslo Stock Exchange with ticker code PRS.

3. Corporate Social Responsibility ("CSR") in Prosafe

Prosafe views Corporate Social Responsibility (CSR) as an integral part of being an effective and a value-creating business. We are committed to maintaining ethical, social, environmental and governance standards and creating sustainable values for the benefit of our stakeholders.

3.1 Governing documents

Prosafe has established a number of governing documents that guide the company in its day-to-day operations. Prosafe's governing documents include the Core Values, Code of Conduct and Strategy (as more specifically described on Prosafe's official website www.prosafe.com) and provide the overlying framework of governing principles which range from defining preferred individual behaviour to the strategic direction of the company.

Core values

Prosafe's Core Values - the environment, focus, ambition, safety, innovation, respect and profitability - are the pillars upon which the company is built.

Our Core Values are "the way we do things in Prosafe". They define the way we should act as individuals and as a company, and are a standard to refer to when in doubt.

Code of conduct

Prosafe's Code of Conduct is the cornerstone of the company's commitment to integrity. It applies to Prosafe SE and its subsidiaries and must be observed by all managers, employees and temporary staff in Prosafe. The Code of Conduct must also be observed by all members of the Board of Directors of Prosafe. Prosafe's suppliers, consultants and other business partners are encouraged to observe Prosafe's Core Values and Code of Conduct.

Policy for Corporate Social Responsibility

Prosafe endeavours to comply with the Universal Declaration of Human Rights and the UN Guiding principles of Business. Prosafe's CSR Policy is based on the company's Core Values, Code of Conduct and Strategy (as more specifically described on Prosafe's official website www.prosafe.com). Prosafe's CSR Policy draws on the principles of the Universal Declaration of Human Rights, the UN Guiding Principles of Business, the key conventions of the International Labour Organisation, the OECD Guidelines for Multinational Enterprises and the principles of the United Nations Global Compact.

3.2 Continuous focus on Core Values and Code of Conduct

The Code of Conduct and Core Values are regularly raised at workshops, quarterly business reviews and employee meetings. The Core Values and Code of Conduct have also been elaborated upon in articles in the company magazine Prosafe NOW. In addition, they are described on the company's website and on the company's intranet.

Any contravention of the Code of Conduct and Core Values is considered to be a serious incident and will be dealt with appropriately, underlining the importance of these values in the way that Prosafes employees are expected to integrate such standards in carrying out day-to-day business activities.

Code of Conduct and Core Values brochures are issued to all permanent and temporary employees and are made available together with relevant posters to all Prosafes offices and vessels.

3.3 Induction programme

Prosafes has developed an Induction Programme for all employees joining Prosafes. The Induction Programme is designed to introduce the company to new employees with particular emphasis given to the company's culture, business ethics, Core Values and Code of Conduct.

Managers are responsible for ensuring that the Core Values, Code of Conduct, and Company Policies are understood and implemented.

3.4 UN Global Nordic

Prosafes is a member of the Global Compact Nordic Network (GCNN), the forum in which participants from Denmark, Sweden, Finland and Norway meet and discuss implementation of the ten principles and common challenges, enabling companies to gain a broader understanding of appropriate means to implement the UN Global Compact's ten principles.

3.5 Supply Chain Management

Prosafes encourages suppliers, consultants and other business partners within its sphere of influence to follow the company's Core Values, Code of Conduct and its standards for corporate social responsibility, health and safety, the environment, quality assurance and training and competence.

In this respect, Prosafes has implemented an Approved Supplier Verification questionnaire which current and potential suppliers are encouraged to complete. The CSR section of the questionnaire specifically refers to Prosafes's Core Values and Code of Conduct and to the fact that Prosafes will act in an ethical and socially responsible manner, and will endeavour to uphold the Universal Declaration of Human Rights, the UN Guiding Principles of Business, the key conventions of the International Labour Organisation, the OECD Guidelines for Multinational Enterprises and the principles of the United Nations Global Compact.

3.6 Reporting Mechanisms

Prosafe's Ethics Committee is the body within Prosafe to which concerns about possible breaches of Prosafe's Code of Conduct and violations of human rights can be reported. Referrals can be made by sending an e-mail to a dedicated e-mail address or by sending an anonymous letter. All such reporting is handled with discretion and in a professional manner, with no retaliation imposed on those who report suspected or unethical behaviour.

The Ethics Committee is responsible for making recommendations, providing advice on dealing with ethical dilemmas, and ensuring that any alleged breaches are investigated properly and fairly.

4. Human Rights

Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and

Principle 2: make sure that they are not complicit in human rights abuses.

Statement of support

Prosafef supports the principles set out in the Universal Declaration of Human Rights. The company endeavours to ensure that its operations are conducted in accordance with basic human rights standards.

This statement of support can also be found in Prosafef's CSR Policy.

4.1 Assessment and policies

Assessment of Human Rights related risks

Prosafef operates in the international oil and gas industry, which is a strictly regulated industry within which there is a strong presence of trade unions.

Prosafef requires that human rights are respected within its own operations and those of its suppliers.

Policy on respecting Human Rights

Respecting human rights is an important theme in Prosafef's Code of Conduct, which states the following:

"Human rights and diversity - Respect is one of Prosafef's core values. Prosafef will show respect for all individuals and will ensure that all its activities are conducted in accordance with basic human rights standards. Prosafef does not accept any form of discrimination on the basis of gender, religion, race, national or ethnic origin, cultural background, disability, sexual orientation, age or political opinion. Prosafef does not tolerate abuse or harassment toward employees, contractors, suppliers, customers or others."

4.2 Implementation

Annual appraisal dialogues

It is the company's aim that, in addition to regular discussions, employees should meet with their line managers on at least an annual basis to review individual work performance and the achievement of personal objectives, giving and receiving feedback and setting objectives for the following year.

Any deviation from Prosafe's standards as defined within Prosafe's Core Values and Code of Conduct will be challenged and discussed with the employee. In 2016, 75 per cent of the employees completed such appraisals.

Suppliers

Current and potential suppliers are encouraged to complete an "Approved Supplier Verification Questionnaire".

Suppliers are encouraged to:

- respect all individuals and basic human rights standards
- comply with applicable laws and regulations
- conduct their business without bribery or corruption
- engage in fair competition
- uphold labour standards and prevailing trade union agreements (if applicable)
- uphold and support Prosafe's Core Values and Code of Conduct

Partnerships

Prosafe has made substantial donations to various social programmes in countries where the company conducts its business activities. Since 2006, Prosafe has had a long-term co-operation with SOS Children's Villages, and donations have been made to SOS Children's Villages in Nigeria, Brazil, Mexico and the Philippines. These donations have financed the building and running of a number of family houses and the running of a family programme in the Philippines.

Prosafe believes that in these situations, offering children a home and education is the most valuable aid the company can give. In the longer term, this will contribute to a better future for the children and the country in which they live.

4.3 Measurement of outcomes

Since Prosafe became a member of UN Global Compact in October 2008, the company has increased its focus on ensuring that human rights are supported and respected in the course of carrying on its business, and that Prosafe is not complicit in human rights abuses.

Response to Human Rights violations

No legal claims have been received from any employee in respect of any violation of human rights, nor any breaches of the Code of Conduct in relation to human rights in 2016.

4.4 Goals

| Review of 2016 goals | Status |
|---|--|
| Continue to develop management training courses in order to increase the understanding of human rights. | Ongoing. HR is working with external consultants to develop management |

| | |
|---|---|
| | and shipboard management behavioural development courses that include understanding of human rights |
| Arrange special awareness sessions regarding human rights (lunch and learn session). | Carried forward to 2017 |
| Proposed 2017 goals | |
| Continue to develop and deliver the management training courses in order to increase the understanding of human rights. | |
| Arrange special awareness sessions regarding human rights (lunch and learn session). | |

5. Labour

Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;

Principle 4: the elimination of all forms of forced and compulsory labour;

Principle 5: the effective abolition of child labour; and

Principle 6: the elimination of discrimination in respect of employment and occupation.

Statement of support

Prosafef respects and promotes the four fundamental principles and rights at work as described in the International Labour Organisation (“ILO”) Core Conventions:

- freedom of association and the effective recognition of the right to collective bargaining
- elimination of all forms of forced or compulsory labour
- effective abolition of child labour
- elimination of discrimination in respect of employment and occupation

5.1 Assessment and policies

Assessment of labour-related risks

Prosafef operates in the international oil and gas industry. This is a strongly regulated industry, with a strong presence of trade unions. The knowledge and training required in order to be allowed to work offshore and the application of national tariff agreements eliminate the possibility for using child labour.

Prosafef aims to ensure compliance with labour laws, rules and regulations in all the geographical areas and jurisdictions it operates in. It is Prosafef’s understanding that the International Labour Organisation Core Conventions are respected within its own operations, and within the operations of its suppliers, consultants and other business partners.

Policy for Corporate Social Responsibility

Prosafef’s Policy for Corporate Social Responsibility draws on the key conventions of the International Labour Organisation. The policy states the following regarding labour standards:

- **Freedom of association**
Prosafef respects the freedom of association and the right to collective bargaining.
- **Elimination of all forms of forced labour**
Prosafef requires that all employees enter into employment with the company of their own free will. The company does not accept any form of forced or compulsory labour.

- **Abolition of child labour and young workers**

Prosafe will not employ children or support the use of child labour, except as part of government approved youth training schemes (such as work-experience programmes).

- **Elimination of discrimination**

Prosafe does not accept any form of discrimination on the basis of gender, religion, race, national or ethnic origin, cultural background, disability, sexual orientation, age or political opinion. Employment related decisions shall be based on relevant and objective criteria.

- **Working hours**

Prosafe will comply with all applicable local and national standards on working hours and overtime.

- **Remuneration**

Prosafe will ensure that wages paid meet or exceed local and international legal minimum standards concerning wages and benefits including compensation for overtime.

- **Notification**

Prosafe gives fair notice to employees of significant changes that could substantially affect them.

Policy for Human Resources

Prosafe's Policy for Human Resources is based on Prosafe's Core Values and Code of Conduct

In accordance with its Core Values and Code of Conduct, Prosafe shall:

- promote respect and tolerance amongst the whole workforce. The company values diversity and strives to ensure that every employee has an equal opportunity to succeed without fear of discrimination on the basis of gender, religion, race, national or ethnic origin, cultural background, disability, sexual orientation, age or political opinion. Recruitment, selection and promotion related decisions shall solely be based on relevant and objective criteria.
- ensure that cases of abuse and harassment towards employees are addressed appropriately.
- endeavour to continuously develop employees' knowledge and skills through effective training and facilitate arrangements for their professional and personal development.
- seek to provide a stimulating working environment and to maintain strong levels of employee motivation by offering challenging and meaningful job opportunities. Prosafe will encourage personal achievement and growth, through continuously seeking to develop employees' knowledge and skills throughout their career.

- encourage a good balance between the employee's personal and professional life. The company supports flexible working conditions as appropriate, whenever this is feasible.
- strive to provide a safe and secure working environment for all. The company will seek to develop a workplace which is healthy, challenging and motivating.
- maintain effective employee communications at all levels and encourage open and honest dialogue between all individuals, groups, and management teams.

5.2 Implementation

Employment council

Prosafe SE was incorporated as a Societas Europaea in February 2007. In order to comply with EU regulations, Prosafe's management and employee representatives entered into an Involvement Agreement, which was revised and renewed on the 4th July 2011, and renewed for an additional four years on the 4th July 2015.

Employee representatives are appointed to represent Prosafe companies in the EEA/EU area and may arrange regular meetings with management in order to be updated and to discuss transnational issues.

Employment Representatives Forum (ERF)

The ERF is an information and consultative body providing an opportunity for two-way dialogue and exchange of views between management and elected employee representatives on issues of mutual concern and interest, decisions that are likely to affect employees' interests, ideas for improvement etc.

The ERF is consulted in the event of significant changes to terms and conditions of employment, any collective redundancy situation arising, or in the case of a transfer of undertakings, where employees affected (either directly or indirectly) are not represented by a recognised independent-trade union.

Suppliers

Current and potential suppliers are encouraged to complete an "Approved Supplier Verification Questionnaire".

We encourage our suppliers to:

- ensure that child labour or forced labour does not occur in their organisation and that they encourage their suppliers and other business partners to do likewise.
- give high priority to basic employee rights such as the entitlement to collective bargaining, to receive minimum wage and to have regulated working hours.

5.3 Measurement of outcomes

Since Prosafe became a member of UN Global Compact in October 2008, the company has increased and intensified its focus on labour standards and in ensuring that the four fundamental principles and rights at work as described in the ILO Core Conventions are respected and promoted.

All new employees are given an introduction to Prosafe's commitment to labour standards as part of the group-wide training of new employees.

Collective bargaining

The following collective bargaining agreements were in force during 2016:

- International Transport Federation
- Norwegian Maritime Unions
- Norwegian Ship Owners Association
- Industri Energi

These agreements will continue to operate during 2017.

Diversity and equality

Prosafe's diverse and talented workforce is one of the company's most important competitive advantages in satisfying clients' requirements. Attracting, developing and retaining the best employees regardless of gender, religion, national or cultural background or age gives the company access to new ideas, promotes better decision making, and creates a workforce that understands and mirrors the company's clients and the world at large.

Prosafe's workforce comprised 662 individuals at the end of 2016, as compared to 851 in the previous year. Prosafe's global presence was reflected in the fact that its employees came from 25 countries around the world. The overall workforce turnover in the group was 8.8 per cent in 2016, compared with 7.8 per cent in 2015.

As at 31 December 2016, the age distribution in Prosafe was as follows:

20 – 29 years: 9.2%
30 – 39 years: 32.8%
40 – 49 years: 32.5%
50 – 59 years: 20.7%
60 – 69 years: 4.8%

The company's policy is that full equality should exist between women and men. However, men have traditionally made up a greater proportion of the recruitment base for offshore operations, and this is reflected in Prosafe's gender breakdown. As at 31 December 2016, women accounted for 12 per cent of the overall workforce and 44.7 per cent of the onshore employees. Women constituted 10.2 per cent of the managers as at 31 December 2016.

Implementation of policies

Policy implementation is monitored continually through regular meetings of the management, quarterly business reviews, and monitoring and evaluation of various key performance indicators.

Response to Labour Standards violations

There have not been any reported possible breaches of labour standards since Prosafe became a member of the UN Global Compact in October 2008.

No legal claims have been made against the company by any employee regarding a breach of labour standards.

5.4 Goals

| Review of 2016 goals | Status |
|---|---|
| Continue to reinforce knowledge of labour standards in Prosafe. | Procedures and where appropriate guidance documents continue to be developed to ensure employees and management are directed to appropriate labour standards and legislation where appropriate. HR representatives work with client group management and employees to ensure their awareness of appropriate legislation and labour standards specific to the issue they are dealing with. |
| Arrange special awareness sessions regarding labour standards with the executive and senior management group. | Several sessions held with executive and senior management in 2016. This will be ongoing as legislation changes and specific issues require to be addressed. |
| Include more direct reference to labour standards in the Induction Programme. | Ongoing |

| Proposed 2017 goals | |
|---|--|
| Continue to reinforce knowledge of labour standards in Prosafé. | |
| Continue to arrange special awareness sessions regarding labour standards with the executive and senior management group. | |
| Continue to reference labour standards in the Induction Programme. | |

6. Environment

Principle 7: Businesses should support a precautionary approach to environmental challenges;

Principle 8: undertake initiatives to promote greater environmental responsibility; and

Principle 9: encourage the development and diffusion of environmentally friendly technologies.

Statement of support

Included in Prosafef's Core Values is the following statement relating to protection of the environment:

Prosafef respects and promotes UN Global Compact's three fundamental principles regarding the environment and will:

- support a precautionary approach to environmental challenges;
- undertake initiatives to promote greater environmental responsibility; and
- encourage the development and diffusion of environmentally friendly technologies.

6.1 Assessment and policies

Assessment of environmental risks

Prosafef owns and operates a fleet of accommodation vessels and supports installations in the offshore oil and gas industry. The oil and gas industry is an industry with a strong focus on protecting the natural environment.

National authorities require companies operating in their waters to demonstrate compliance with strict rules and regulations. In addition to complying with national laws, Prosafef has internal policies and guidelines for risk management based on international standards.

Prosafef conducts Environmental Impact Assessments for each of the vessels that the company manages or operates prior to entering into new business activities, new geographical areas or new contracts. These assessments take into account the mode of operation of the vessel together with generic geographical considerations. Local assessments are typically performed with clients who will usually be operating under the terms of an operators permit.

Policy for Health, Safety, Security, Environment and Quality (HSSEQ)

Prosafef's policy for Health, Safety, Security, Environment and Quality (HSSEQ) states that the company is committed to minimising risk and harm to the personnel, the environment and assets and adopts a "zero mind-set" in respect of these matters.

Prosafe shall:

- ensure compliance with applicable legislation or higher voluntary standards to which Prosafe may subscribe;
- implement a systematic approach to HSSEQ through an integrated management system that demonstrates a systematic approach to risk management throughout all of Prosafe's activities;
- promote a culture where stakeholders can participate and demonstrate their individual commitment to safe working practices and a safe working environment;
- set goals and objectives for continual improvement of Prosafe's management systems, its assets and the services the company provides to its clients;
- report and investigate all incidents and implement remedial actions;
- measure its performance through internal monitoring and review and allow for the transfer of information and best practices across all levels of the company;
- select contractors and suppliers that perform to Prosafe's HSSEQ requirements.

6.2 Implementation

Integrated Management System

Environmental management is at the core of Prosafe's Integrated Management System. By integrating environmental considerations in its risk assessments, the company endeavours to minimise the impact of its day-to-day operations on the environment.

Prosafe produces Environmental Impact Assessments for each of the vessels the company manages or operates. The assessments take into account the mode of operation of the vessel together with generic geographical considerations. Local assessments are typically performed with the clients who will usually be operating under the terms of an operators permit.

Prosafe cooperates actively with clients, suppliers, consultants and other business partners to set in-house goals, make continuous improvements to its own routines and shape attitudes towards protecting the natural environment from pollution by its operations. All accidental discharges and emissions are reported and followed up.

Reducing the company's ecological footprint

Prosafe actively seeks solutions to reduce emissions in order to further reduce its impact upon the environment. Environmental considerations are an important aspect when planning vessel refurbishments and upgrades.

NOx reductions

In 2009, Prosafe joined the Confederation of Norwegian Enterprise's (NHO) Environmental Agreement on NOx. By signing the Agreement, Prosafe has committed to prevent and reduce environmental problems caused by emissions of nitrogen oxides in its offshore operations.

When refurbishing vessels, Prosafe endeavours to replace old engines with low NOx engines which results in a reduction in the vessels' diesel and lub oil consumption, and the annual NOx emission, and consequently contributes to reducing environmental impact.

An example of this is the replacement of the diesel engines of Safe Caledonia which took place in the second half of 2012 and beginning of 2013, which resulted in a further reduction of NOx emissions.

The replacement of old tonnage has resulted in five older vessels being replaced with three new built vessels throughout 2016/ 2017 with more efficient diesel engines, producing less NOx emissions.

LED lighting

In 2015, the onshore Aberdeen warehouse lighting was replaced from 400W to 132W LED lighting throughout in a further initiative to reduce the company's ecological footprint.

Going forward, we will continue to gradually implement new technology and refurbish equipment in order to further reduce emissions.

International Air Pollution Prevention (IAPP) certificates, International Oil Pollution Prevention (IOPP) certificates and International Sewage Pollution Prevention (ISPP) certificates are issued in respect of Prosafe's vessels. These certificates are all issued under the International Convention for the Prevention of Pollution from Ships (MARPOL) and are subject to periodic renewal survey.

Waste management

When a Prosafe vessel is working alongside an offshore installation, it will operate under the umbrella of the host installation's operating permits. Prosafe and its client's management systems are cross-referenced within interface documents, and responsibilities are clearly defined.

All Prosafe vessels are subject to MARPOL requirements and have implemented a waste management system that is documented in the Garbage Management Manual. The plan includes assessments of all potential waste products originating on board together with the requirements for waste segregation for transportation ashore.

Ballast water

Ballast water management on Prosafe's vessels is controlled within the confines of the International Maritime Organisation (IMO) regulation.

Discharge of sewage

Discharge of sewage is controlled in accordance with the requirements of the IMO regulation. All vessels within the fleet have been subject to ISPP surveys and have been issued certification in accordance with MARPOL Annex IV by the relevant flag state.

Spills and emissions

The company measures oil spills and chemical spills to sea. Prosafe had no reportable discharges to the natural environment in 2016, which is wholly in line with the company's target.

Prosafe calculates the emissions of CO₂, CO, NO_x, SO₂, CH₄ and VOC for the managed fleet based on the fleet's diesel consumption.

It is important to note that the amount of diesel consumed and the resulting emissions will vary largely depending on:

- number of vessels that are under Prosafe's management;
- fleet utilization (i.e. the amount of time that the vessels have been operating);
- vessels' operation mode - dynamic positioned vessels maintain their position by means of thrusters and will therefore use far more diesel, and thereby also have substantial higher emissions, than vessels that maintain station by moorings.

The number of vessels that use dynamic positioning (DP) and the number of days that these vessels use DP can vary from year to year.

| | Calculated 2016 total (tonnes) | Calculated 2015 total (tonnes) | Calculated 2014 total (tonnes) | Calculated 2013 total (tonnes) | Calculated 2012 total (tonnes) |
|-----------------|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|--------------------------------------|
| Consumed diesel | 43,460 | 28,788 | 22,475 | 18,348 | 19,238 |
| CO ₂ | 139,073 | 92,121 | 71,920 | 58,713 | 61,561 |
| CO | 826 | 547 | 427 | 348 | 365 |
| NO _x | 1,133 | 1,814 | 1,415 | 1,155 | 1,212 |
| SO ₂ | 261 | 172 | 135 | 110 | 115 |
| CH ₄ | 6.1 | 4 | 3.1 | 2.5 | 3 |
| VOC | 83 | 55 | 42 | 35 | 37 |

Safety Observation System (SOS cards)

In order to increase the awareness of personal responsibility for health, safety and the environment (HSE), Prosafe's employees are encouraged to submit SOS cards whenever

they observe situations that might have a negative or positive consequence for health, safety or the environment.

Prosafef's Safety Observation System promotes both positive and negative intervention, provides a valuable indicator of the company's health, safety and environmental culture, and ensures transfer of experience. Observations are analysed and actioned initially onboard the vessels by shipboard management before being reviewed by onshore management.

Suppliers

Current and potential suppliers are encouraged to complete an "Approved Supplier Verification Questionnaire".

In the Environmental section of the questionnaire, suppliers are encouraged to:

- have an environmental management system in place;
- provide a detailed environmental analysis report;
- monitor emissions;
- describe how they handle waste disposal.

Continuous process

Prosafef aims to instil a zero accident/incident mindset in respect of HSSEQ in its employees, suppliers, consultants and other business partners. In order to achieve this, a number of management tools are included within the company's Integrated Management System:

- vessel safety inductions for all personnel visiting our vessels;
- worksite monitoring to ensure that safe working practices and conditions are in place;
- safety tours to identify risks to persons, detect nonconformities as regards HSSEQ standards, and to encourage all crew members to keep a high focus on safety at all times;
- permit to work audits to ensure that HSSEQ standards are maintained through compliance with the permit to work system.

6.3 Measurement of outcomes

Since Prosafef became a member of UN Global Compact in October 2008, the company has intensified the work related to enhancing employee awareness relating to these matters and to minimising the impact of the company's operations on the environment.

Carbon Disclosure Project

Prosafe participates in the Carbon Disclosure Project, reporting on its greenhouse gas emissions and climate change strategies. The Carbon Disclosure Project is an independent not-for-profit organisation holding the largest database of primary corporate climate change information in the world.

Internal and third party audits

Prosafe measures achievement of continuous improvement through internal audits and external and third-party audits. The audits are also used as tools to ensure that procedures and management systems are properly implemented and observed.

A total of 61 audits were carried out in 2016, including 11 by clients and 24 by certification bodies and authorities.

In December 2016 following an audit by the Petroleum Safety Authority Norway (PSA), the PSA issued an order in relation to management of non conformances on the Safe Scandinavia which are being addressed in consultation with the PSA.

Prosafe remain committed to safe and compliant operations at all times and the vessel continues to operate safely and efficiently.

Certification

Through the International Safety Management (ISM) code and ISO standards, Prosafe maintains an up-to-date quality management system with an Integrated Safety and Environmental Management System.

The company's quality management systems are certified to ISO 9001: 2008, ISO 14001:2004 and OHSAS 18001:2007. Safety management systems for the fleet are approved to the ISM code. Prosafe's accommodation vessels have been certified to the International Ship and Port Facility Security (ISPS) code.

Prosafe's vessels have IAPP, IOPP and ISPP certificates, all issued under MARPOL. These certificates are subject to periodic renewal surveys.

Environmental incidents

Prosafe has not had any accidental discharges to the natural environment since the company became a member of UN Global Compact in October 2008, thereby achieving the company's zero accidental discharge target.

Contingency plans

Prosafe has established contingency plans to limit harm to people, the environment and material assets in order to be able to handle potential incidents. These plans will also ensure that correct, relevant and timely information is provided to the outside world if and when required.

Prosafe carries out regular emergency response exercises in cooperation with its clients and third parties to ensure that the company is well prepared to deal with a possible crisis.

6.4 Goals

| Review of 2016 goals | Status |
|---|---|
| Implement and monitor increased recycling KPI of 50% for waste produced from Aberdeen office and warehouse. | Closed. Implemented Q1 2016, with current recycling figures of 58% of waste produced. |
| Revisit assessment of office energy efficiency - LED lighting and roof insulation. | Ongoing. Transferred into 2017 plan for development with fleet wide electronic reporting system. |
| Develop offshore reporting to record waste figures for waste sent ashore (for recycling) and revise process DCR for Monthly reporting template. | Closed. Cost of improvements not practicable under current financial constraints. |
| Develop and implement induction package for environmental awareness for all visitors and staff to Aberdeen office. | Closed. Office induction updated to include reference to recycling, waste disposal and energy efficiency. |
| Proposed 2017 goals | |
| Assess and change energy provider for onshore sites to low carbon product. (Green Energy). | |
| Introduce efficiency initiative for electrical equipment in onshore sites. | |
| Develop offshore reporting to record waste figures for waste sent ashore (for recycling) with fleet wide electronic reporting system. | |

7. Anti-corruption

Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

Statement of support

Prosafes will act in an ethical and socially responsible manner and uphold the principles of the United Nations Global Compact.

Prosafes promotes transparency and fights corruption, believing that this is vital to ensure good governance. The company promotes effective markets and sustainable development, and respects national and international laws.

7.1 Assessment and policies

Assessment of risk of bribery and corruption

Transparency International's Corruption Perceptions Index from October 2016 ranks 176 countries by their perceived levels of corruption, as determined by expert assessments and opinion surveys.

A country's score indicates the perceived level of public sector corruption on a scale of 0 - 100, where 0 means that a country is perceived as highly corrupt and 100 means that a country is perceived as very clean. A country's rank indicates its position relative to the other countries/territories included in the index.

In 2016, Prosafes had operations and offices in the following countries:

| Ranking | Country | Score |
|---------|-----------|-------|
| 6 | Norway | 85 |
| 7 | Singapore | 84 |
| 10 | UK | 81 |
| 47 | Cyprus | 55 |
| 79 | Brazil | 40 |
| 123 | Mexico | 30 |

Policy for Anti-Corruption

Prosafes has a policy for Corporate Social Responsibility which incorporates the following statement regarding anti-corruption:

"Prosafes has a policy of zero tolerance toward bribery and corruption. The company is committed to fair and open competition in markets around the world."

Code of Conduct

Prosafes's Code of Conduct provides the framework for what Prosafes considers to be responsible conduct, but is not exhaustive. In the event that laws and regulations in a particular country are more stringent than Prosafes's Code of Conduct, local rules shall apply.

Prosafes's Code of Conduct includes the following business principles:

- **Legal compliance**

In its business activities, Prosafes will comply with applicable laws and regulations and act in an ethical and socially responsible manner.

- **Fair competition**

Prosafes is committed to fair and open competition in markets around the world. Prosafes companies and employees must under no circumstances engage in any anti-competitive practices such as illegal fixing of prices, sharing of markets or other actions which prevent, restrict or distort competition in violation of applicable antitrust laws.

- **Bribery and corruption**

Prosafes will not offer customers, potential customers, governments, agencies, or any representatives of such entities any rewards or benefits in violation of either applicable law or reasonable and generally accepted business practices.

The Code of Conduct includes the following rules relating to personal conduct:

- **Conflicts of interest**

Employees must avoid entering into any situation in which personal or financial interests or that of persons or companies with which they have ties or links may conflict with those of Prosafes.

If employed on a full-time basis by Prosafes, no outside professional activities should be exercised without first obtaining the written approval of the immediate superior.

No one must work on or deal with any matter in which they themselves, their spouse, partner, close relative, or any other person with whom they have close relations, has a direct or indirect financial interest.

Prosafes's property or information acquired through your position in Prosafes must not be used for personal advantage or for the purpose of competing with Prosafes.

Any conflict of interest or suspicion of conflict of interest must be flagged. If in doubt, the employee should consult their immediate superior or the Ethics Committee.

- **Gifts and hospitality**

Employees must not offer, make, seek or accept any payment, personal gift or entertainment that might reasonably be believed to influence business transactions or

that is not within the bounds of customary business hospitality. During commercial negotiations, extra care is merited. Employees must never request or solicit personal gifts, favours, entertainment or services.

When providing or receiving third party gifts and entertainment, good judgment must be exercised in each case, taking into account pertinent circumstances, including the character of the gift or entertainment; its purpose; its appearance; the positions of the persons providing and receiving the gift or entertainment; the business context; reciprocity, and applicable laws and social norms.

Gifts of nominal value, small promotional items, occasional meals and social events may be acceptable if there is a clear business reason. Hospitality must be kept at a moderate level. Travel, accommodation and other expenses for the individuals themselves in connection with such hospitality must always be approved in advance by the immediate superior, and paid for by Prosafes.

The above principles also apply in the reverse direction, so that no individual acting on behalf of Prosafes may, in their dealings with customers, suppliers and other parties, offer or agree to pay for gifts, hospitality or other expenses that would violate these principles.

- **Bribery**

Bribery exists when an attempt is made to influence someone in the conduct of their duties through the provision of an improper advantage to obtain an improper commercial or personal advantage. Trading in influence exists when an improper advantage is provided to someone in order to influence the performance of a third party's duties. Such improper advantage can take different forms, such as cash, objects, credits, discounts, travel, accommodation or services.

Employees must not offer or provide an undue monetary or other advantage to any person or persons, including public officials or customer employees, in violation of laws and the official's or employees' legal duties, in order to obtain or retain business.

Agreements with consultants, brokers, sponsors, agents or others intermediaries must not be used to channel payments to any person or persons, including public officials or customer employees and thereby circumvent Prosafes's policies regarding bribery and corruption.

Contributions to political parties, political committees and to individual politicians should not be given.

7.2 Implementation

Transparency

Prosafes aims to ensure that stakeholders are in possession of accurate, clear and timely information about company operations and conditions. Actions taken to meet this aim include

prompt and comprehensive reporting of the company's annual and quarterly results. Important market information will be distributed through the Oslo Stock Exchange, Thomson Reuters, Prosafe's webpage and the company's mailing lists and is reported to the Cyprus Securities and Exchange Commission. Further details, such as company memorandum and articles of association, contact names, addresses and news about the company, are available on Prosafe's webpage.

Prosafe holds open investor presentations in connection with the reporting of annual and interim results. These presentations are also broadcasted as webcasts, and can be followed on the internet. The chief executive officer and the chief financial officer use these occasions to review the results and comment on operations, markets and prospects. The presentation material is available on Prosafe's website.

Employees are kept informed by use of emails, the intranet and through regular town hall meetings.

Suppliers

Current and potential suppliers are encouraged to complete an "Approved Supplier Verification Questionnaire".

Suppliers must commit:

- to fair and open competition in markets around the world. Supplier companies and employees must under no circumstances engage in any anti-competitive practices such as illegal fixing of prices, sharing of markets or other actions which prevent, restrict or distort competition in violation of applicable antitrust laws.
- not to offer clients, potential clients, governments, agencies, or any representatives of such entities any reward or benefits in violation of either applicable law or reasonable and generally accepted business practices.

7.3 Measurement of outcomes

Since Prosafe became a member of UN Global Compact in October 2008, the company has increased its focus on anti-corruption.

Awareness sessions regarding anti-corruption have been given to the Board of Directors, managers, employees and temporary employees in Prosafe. In addition, articles relating to the subject matter have been included in Prosafe NOW, the company newsletter which is distributed internally and to the company's suppliers and clients and is available on its website.

Dealing with incidents

If a concern is raised, the Ethics Committee initiates an objective review in accordance with a standard process, and recommends and implements appropriate remedial measures.

Resolution may include additional training and awareness, process improvements and disciplinary measures as appropriate, up to and including termination of employment.

7.4 Goals

| Review of 2016 goals | Status |
|--|---------------|
| Raise employee awareness by arranging in-house training. | Ongoing |
| Review anti-corruption learning tools. | Ongoing |
| Proposed 2017 goals | |
| Continue to raise employee awareness by arranging in-house training. | |
| Review anti-corruption learning tools. | |