

Royal  IHC



Code of  
conduct



# Code of conduct



## Preface

Dear Team,

As we continue to navigate through the dynamics of our industry, it is imperative that we not only adapt and evolve but do so committed to our core values. At Royal IHC, we firmly believe that long-term business continuity is intrinsically tied to our motto of creating the maritime future honestly and with integrity: true success is measured not just by immediate results, but by the longevity and sustainability of our achievements in relation to customers, business and social partners, including governments and communities in which we are active.

Our core values of Commitment, Partnership and Innovation reflect who we are, what we aspire to be and how we work. Our commitment to these principles is absolute. We expect every member of our team, regardless of position or role, to reflect on these values in every action they take. It is through our collective efforts that we can grow, innovate, and lead with purpose.

Doing business honestly and with integrity is vital for building trust with our clients, partners, and amongst ourselves. This is not just an ethical choice: it is a strategic imperative that ensures our business to thrive in the long run, building a foundation of trust that not only attracts but retains customers and talent alike.

Our Code of Conduct serves as a roadmap for both our strategic decisions and our daily operations. It empowers each of us to take pride, not only in what we do, but also in how we do it. It empowers each of us to act responsibly and contribute to an environment where honesty and integrity are the norm, not the exception. And it empowers each of us to speak up when we encounter misconduct, assured our voice will be heard and respected.

Our Code of Conduct applies equally across all our business operations, worldwide. I encourage you all to read it and embrace it.

We expect all our employees to understand and actively promote our Code of Conduct. We expect our senior leadership team to make time for regular discussions with their teams on how to apply it to our business. And we expect our suppliers, sub-contractors and other third parties that we work with, to apply the same principles or work with their own similar standards of business integrity.

Let's move forward with the confidence that our commitment to creating the maritime future honestly and with integrity will lead us to many more years of shared success and continued excellence.

Derk te Bokkel  
CEO

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# Introduction

As we continue to evolve and create the maritime future together, our Code of Conduct remains a guiding beacon. Our Code not only describes how we work but also reflects our core values – Commitment, Partnership, and Innovation – which are fundamental to our culture and our collective success.

## Commitment

We are dedicated to excellence in everything we do. This means taking ownership and making sure to get the job done in the best possible way. It also means holding ourselves to the highest standards of integrity and professionalism. Our Commitment extends beyond our individual roles and encompasses that responsibility to our customers, our business partners, our colleagues, and our community. And with every step we take, we contribute to creating the maritime future – which is something to be proud of.

## Partnership

Collaboration and trust are at the heart of our success. We believe in building strong, respectful, and transparent relationships both within our team and with our business

partners. We focus on our customers, making sure to understand and prioritise their desires and needs. Our Code of Conduct encourages us to both listen and speak up, to build trust by being open and honest with each other, to engage and to work together to achieve common goals, fostering an environment of mutual support and trust. Together we're strong!

## Innovation

In a world that is continuously changing, we embrace innovation as a key driver to create our future. This value is not just about embracing new technologies or methods, but also about being open-minded, adaptable, and creative. This is why we see our work as a source of inspiration to keep experimenting and keep coming up with more ingenious solutions in our responses to new developments and opportunities. Our Code of Conduct supports this spirit of innovation, encouraging us to think outside the box, while maintaining our standard of working honestly and with integrity.

Our Code is a commitment to our core values, to each other and to working honestly and with integrity. You can use our Code to reflect on our values and consider how they apply in our daily work. And you can use our Code as a guide us in making the right decisions - we have included a decisions guide to help you with this.

## Decisions Guide

Sometimes you may face a decision where the 'right' answer is not apparent or where you might know the right answer, but finding the courage or means to act on it proves difficult. The Decisions Guide contains a set of questions to help you in your decision-making process. It will provide guidance and help structure discussions with colleagues.

## Q&A

### Does the Code of Conduct apply to all employees?

This Code of Conduct applies to everyone who is employed by Royal IHC. That includes all staff members but also advisors, staff who are hired in, and independent self-employed individuals who work for Royal IHC. The nature of the work or the position within Royal IHC makes no difference.

### Are suppliers also bound by the Code of Conduct?

There is a Supplier Code of Code of Conduct for Royal IHC's suppliers. This includes the relevant principles in this Code of Conduct, translated to the supplier relationship. The Supplier Code of Conduct forms part of the relationship between Royal IHC and its suppliers via the general terms and conditions of purchase and other contracts.

### Are there any other rules to be taken into account?

At Royal IHC, there are a series of regulations covering a range of subjects. In the Code of Conduct reference is made to a number of policies relevant to that chapter of the Code of Conduct. The Royal IHC policies are also available on the Royal IHC intranet.

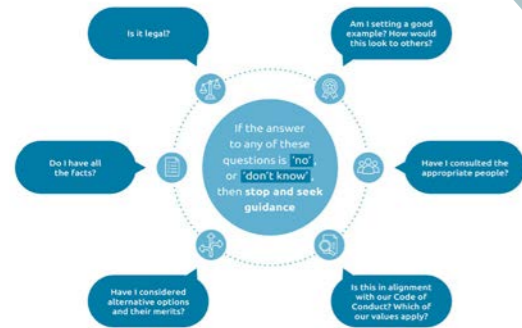
The Collaboration Principles form another important document. These principles describe how the Royal IHC companies cooperate with one another. The Collaboration Principles are also available on the Royal IHC intranet.

### What should I do if the Code of Conduct does not provide a clear answer?

The Code of Conduct provides a basis and guidance but cannot provide for every situation. If you have any questions, in most cases the best strategy is to consult your supervisor. If this is not an option, there are other possibilities described in the chapter 'Report it...' in this Code of Conduct (page 32).

Every act performed by an employee must comply with the Code of Conduct. A bad feeling is the first sign that there might be something wrong. If an act is accompanied by the hope that no one finds out, there is definitely something wrong. Illegal acts, acts that can cause harm to third parties, to the reputation of Royal IHC, to people (health and safety) or to the environment, are without exception reason to be very alert and actively address the issue.

## Decisions guide



# Safety, Health and the Environment (SHE)

Royal IHC aims to create a situation in which safety, health and the environment are well protected. For the protection of its employees, Royal IHC makes various resources available: (personal) protective equipment, training, guidelines, health care, safety supervision, improvement processes, etc.

Improving the protection and safety of our employees is an ongoing process. A high level of protection and safety is the result of a culture in which both safety at work and environmental awareness are normal practice. Royal IHC makes an effort to achieve this and expects its employees to assume personal responsibility for his or her own safety and that of their colleagues. At Royal IHC, it is normal practice for employees to challenge each other in the prevention of unsafe situations, hazardous conduct and environmentally damaging actions.

The following applies to Royal IHC:

**No safety, no work** and  
**See something, say something**

The impact that Royal IHC has on the environment may never exceed the legal norms.

In addition, Royal IHC recognises and endorses the importance of limiting the environmental impact of Royal IHC and the Royal IHC products. The responsible use of energy, working on CO<sub>2</sub> reduction, economical use of raw materials and the prevention of waste are all part of this. Through product innovation, Royal IHC contributes to the protection of the (maritime) environment.

## Royal IHC's promise

- safety first
- Royal IHC enables employees to work safely by providing knowledge, training, expertise, resources and preventive supervision

- Royal IHC has safety instructions for the most common work
- Royal IHC enables employees to speak about unsafe situations without fear of negative consequences and to comply with the 'No safety, No work' policy
- Royal IHC strives for continuous improvement of safety and the safety culture
- Royal IHC complies with all environmental regulations and legislation
- Royal IHC strives to limit its environmental impact by using raw materials and energy economically, reducing CO<sub>2</sub> emissions, avoiding waste and innovating
- annually, in its Corporate Social Responsibility Report, Royal IHC accounts for its performance in the areas of Safety, Health, Environment & Quality (SHEQ).

## Royal IHC expects

- every employee to bear personal responsibility for his or her own safety and that of his or her colleagues.
- every employee to adhere closely to legislation, guidelines and instructions in the area of safety and the environment
- employees to be proactive in asking their SHEQ officer for advice and support about how to deal with health, safety and the environment
- health and safety aspects to be assessed before starting an activity and that safety instructions are used
- that all employees are aware of the safety rules and have the skills and valid certificates for performing the assigned work
- every employee to follow training in the areas of health, safety, the environment and craftsmanship
- that every safety incident is reported promptly and fully
- that no work is performed while under the influence of alcohol or drugs
- that if medicine has been prescribed to employees, it is established beforehand whether this might affect safety and that this is reported to the supervisor or SHEQ officer.

## Q&A

**I need a valid certificate to perform the work, but the validity of mine has just expired. Should I perform the work anyway because I have enough experience and I will be renewing my certificate very soon?**

Updating skills and safety training is a personal responsibility of the employee. Royal IHC supports the employee in this but ultimately the responsibility lies with the employee. In this case, it is the responsibility of the employee to ensure that the work is undertaken by someone else.

**Can a sanction be imposed on me if I speak up about a possibly unsafe situation?**

Every employee has the right and the obligation to check and respond to possibly unsafe situations. This will not result in sanctions. An unsafe situation should provoke a response to prevent an accident. What this response should be (stopping work, making a report, taking measures etc.) cannot be generally set out.

Only by assuming collective responsibility for safety can a safe work climate be created and can Royal IHC provide safety at work.

**An accident nearly occurred but because swift action was taken nothing happened. Does this have to be reported?**

Yes, safety can also be improved by learning from near mistakes and near accidents. Therefore these have to be reported as well so that in another case, under the same conditions the danger will not arise again.

**If a (near) accident is caused by a mistake made by me, what are the consequences if I report this or keep silent?**

A difficult situation in which protecting people (preventing a repeat) ultimately prevails. Royal IHC assesses each situation individually. This assessment takes account of several issues such as the degree of culpability (guilt) and the circumstances of the incident. Whether the incident has been reported at the employee's own initiative also plays an important part in this; failure to report implies a lack of safety awareness and this increases the chance of disciplinary action.

**If a colleague tells me that he has been drinking all evening and has a hangover at work; what do I need to do?**

If this means that the colleague is a danger to themselves or to others, measures should be taken to prevent an accident from occurring. The colleague should be called to account and possibly stop working. If speaking to the colleague is not an option, you should report the matter to your own supervisor or to the SHEQ manager. This may appear tricky, but it might prevent an accident!

Royal IHC has a policy on the Use of Alcohol, Drugs and Medication where further information can be found.

# Reliability, quality and result

Royal IHC pledges to its customers that agreements on price, reliability and quality are complied with. This is done in accordance to the Royal IHC Integrity which forms the basis of how we do business: with a customer focus, on time delivery, within budget, employing craftsmanship and specific knowledge of the business. In this context, Royal IHC adheres to the concept OSBIT (On Spec & Budget & In Time).

## Royal IHC's promise

- Royal IHC investigates what the customer needs so it can offer a suitable solution
- in the performance of its work, Royal IHC always strives to comply fully and in good faith with the agreements that have been made
- Royal IHC deploys the necessary resources, people and materials for the performance of the work
- Royal IHC uses professional and knowledgeable staff when performing the work.

## Royal IHC expects

- employees to make every effort to deliver their work on time, within budget and according to the instructions/ agreement
- employees to perform their work in accordance with the quality and safety regulations
- employees to inform the management promptly and correctly when there is a risk that an agreement with a customer might not be met
- employees to be actively involved in improving efficiency, improving working methods and reducing costs.

## Q&A

**Royal IHC seeks to make a profit while this is sometimes difficult when the Code of Conduct is complied with literally. What is the balance between profit and compliance with the Code of Conduct?**

Royal IHC first and foremost strives for the continuity of the organisation and does so, among other things, by making a profit. But also by ensuring customer satisfaction, meaning that customers return for service, parts and follow-up orders. If Royal IHC does not deliver quality or is not reliable, this leads to dissatisfied customers and fewer or no orders. Royal IHC then makes no profit and the continuity is not guaranteed. We can and should always act with integrity, even under pressure.

**In order to deliver on time and within budget, the cooperation of the customer is necessary. What does Royal IHC do if the customer falls short?**

Royal IHC concludes contracts with the customers that clearly set out the rights and obligations of all parties. Royal IHC complies with its own obligations and it expects the same from its customers and is prepared to hold its customers to account in this respect. The pursuit of customer satisfaction does not mean that the customer is always right or that Royal IHC avoids facing up to the customer.

**What if something goes wrong and the agreement with the customer cannot be fulfilled?**

If there is a chance that an agreement cannot be fulfilled, then management must be informed so that a solution can be found. Contracts with customers often contain provisions that give Royal IHC the right to deviate from an agreement. Moreover, not every deviation from an agreement is for the account of Royal IHC. A deviation from the agreements that is detected at an early stage does not necessarily have to have any (major) consequences, but it is important that it is reported so that a fitting solution can be found, and the consequences for further progress are kept to a minimum.

**What is more important: delivering on time and within budget, or safety?**

When it comes to employee safety, there is no room for compromise. There are however solutions that can be devised to achieve the goals without compromising safety. Speak up, and talk about these issues as they occur.



# A conflict of interest or conflicting interests

As part of acting with integrity, Royal IHC requires that employees do not have any interests or direct or indirect activities that are (potentially) in conflict or in competition with the interests of Royal IHC. Examples of such conflicts of interest are a supplier relationship with Royal IHC, the use of Royal IHC resources for another or an employee's own company, a sports club, a political movement, a hobby or involvement with external organisations that decide on Royal IHC matters. There is also a conflict of interest if employees use their position at Royal IHC for personal gain. Employees who pursue or achieve personal gain due to their position at Royal IHC may be subject to disciplinary sanctions.

Even in the case of potential conflicts of interest or the appearance of a conflict of interest, the situation falls under this section of the Code of Conduct. That is why in this section the term 'employee' is also understood to refer to the family and partner of the employee and in certain circumstances also other people with whom a relationship exists.

In the case of (potential or the appearance of) conflicts of interest, this must be reported. The employee may not be involved in the assessment of the conflict of interest themselves.

## Royal IHC's promise

- if a (potential or the appearance of a) conflict of interest is reported in a timely manner, there will be no positive or negative consequences for the employee. Timely means that none of the parties has already benefited from this situation, and also that the employee concerned is not yet involved
- Royal IHC purchases products and services on the basis of objective criteria such as price, quality, reliability and not on the basis of giving preference to particular parties.

## Royal IHC expects

- every employee to report a (potential or the appearance of a) conflict of interest at such a time that the (potential or the appearance of a) conflict of interest can be fully taken into account or avoided when taking a decision
- a report about a (potential or the appearance of a) conflict of interest to be submitted in writing to the employee's own supervisor who in turn contacts the Compliance Officer. HR is to keep a register of these notifications
- every employee involved in a (potential or the appearance of a) conflict of interest will refrain from taking part in the decision-making regarding the specific matter
- employees not to use their position at Royal IHC for personal gain
- employees of Royal IHC to purchase products and services on the basis of objective criteria such as price, quality, reliability.

## Q&A

### Can I inform family or acquaintances that Royal IHC is considering purchasing a certain product or service, even if I do not gain anything from this?

Every employee is obliged to treat Royal IHC matters confidentially and therefore purchase information cannot simply be passed on. However, it may be the case that Royal IHC would like to do business based on price or quality. If these family members or acquaintances can supply the desired product or service, the employee may inform the Purchase department in writing about the possible supplier, stating their own relationship with the supplier. The Purchase department then takes over. In this situation, the appearance of a conflict of interest and/or the appearance of personal gain being pursued can arise very quickly and can have a negative impact on the employee's and Royal IHC's reputation.

Information about a Royal IHC purchasing need is only to be provided by the Purchase department and never by the employee,. The employee must stay out of the purchasing process and not provide any information

### Can I tell a family member or acquaintance about a job vacancy at Royal IHC?

Royal IHC encourages employees to bring attention to job vacancies even if that is a family member or an acquaintance. Royal IHC has an introduction scheme whereby employees are rewarded if a candidate is employed as a result of their intermediation.

To avoid any semblance of a conflict of interest, an employee introducing a candidate is not involved in the acceptance or assessment of the candidate, nor in the determination of the person's remuneration.

### There is a long-term business relationship between Royal IHC and a supplier. A good friend has just joined the supplier and Royal IHC continues to do business with them. How do I deal with this situation?

This is a difficult situation that must first be discussed with your own supervisor. Together you can consider what the risks are and how objectivity can be guaranteed, as well as whether the matter should be discussed with HR and/or the Compliance Officer. Should there be a conflict of interest, a potential solution could be for a colleague to take over the business relationship. A situation in which the Royal IHC employee is seen to be in a position of favouritism and privilege must be avoided. Royal IHC purchases on the basis of objective criteria.





# Competition restriction, market and price agreements

Legislation and regulations require companies to compete with each other honestly. Among other things, this means that competing companies must not mutually divide up the market, conclude price agreements or take advantage of their market position.

Compliance with competition law is a basic requirement for Royal IHC. Failure to comply with these rules is not only illegal, but also exposes Royal IHC to high fines and huge costs. Competition rules are not always easy to apply and Royal IHC employs professional legal counsel to advise on this.

When considering or discussing price agreements, market sharing, partnerships with other parties, merging activities, information sharing or company acquisitions, competition law is a factor to be taken into account and Group Legal must be informed in advance.

Employees who engage in activities that violate competition law expose themselves to disciplinary sanctions. This does not apply if an employee asks for advice in good time and in good faith.

## Royal IHC's promise

- Royal IHC complies with competition law
- Royal IHC does not wish to participate in any way in agreements under which compliance with competition law is not guaranteed or is unclear
- Royal IHC advises and assists employees who have to deal with competition issues while acting in good faith
- Royal IHC provides competition training for employees who need this knowledge
- Royal IHC competes honestly and on the basis of objective criteria such as price, quality, reliability, craftsmanship and reputation.

## Royal IHC expects

- employees to request advice and support proactively from Group Legal about how to deal with competitors and competition in general
- employees to not share information about Royal IHC with regard to projects, costs, margins, profits, contracts, projects, etc. with third parties and in particular not with competitors
- employees to not collect, distribute or use information about competitors unless that information has been demonstrably lawfully obtained
- employees to not engage in agreements about market sharing, customer allocation, prices, delivery conditions, quotations, tender processes, etc.

## Q&A

**Because profitability is important for the continuity of Royal IHC, is it possible and allowed for Royal IHC to agree with a competitor not to make any offers under the cost price?**

No, such an agreement violates competition law. Neither is such an agreement valid. Furthermore, such an agreement can result in penalties being imposed. In other words, an agreement such as this is worthless and illegal.

**I can get a pretty good idea of the prices being charged by the competition on the internet where I have created a counterfeit account on the competitor's web shop. To gain a competitive advantage I can adjust the Royal IHC prices. Is this all right? And if I receive a competitors price list from a customer, is that acceptable as well?**

Gathering information about competitors is acceptable provided this is done lawfully. Creating a counterfeit account is unlawful, as is obtaining information in that way. Only information that has been lawfully obtained can be used. However, exactly what is lawful is not always easy to determine.

If in this case our customer shares with us a competitors price list every week, the employee can assume that the customer also shares the Royal IHC price list with competitors. The result of which could possibly be that Royal IHC and the competitor informally coordinate prices. That is also a competition violation. In such cases, it is essential to consult with Group Legal.

**The subject of inflation correction and market development is on the agenda of the trade association meeting. Of course I want to know all about this. Is this all right?**

Although it is not specifically stated, the topics on the agenda suggest that prices and markets will be discussed. A strong signal to be extremely cautious and to find out exactly what these topics entail. Consultation with Group Legal beforehand is required.

If there is unexpected talk about price agreements and market sharing, the Royal IHC employee must curb their curiosity, leave the meeting immediately, and report the incident to Group Legal.

If a Royal IHC employee suspects that price or market agreements are being made, Royal IHC can report this. To do so, consultation with the Group Legal is required.

# Bribery and corruption

Offering, asking, paying or receiving bribes in any form and to anyone is unacceptable. Royal IHC considers any payment, gift or favour that is (or might be) in exchange for confidential information, preferential treatment, a contract award or award that is detrimental to a third party, as payment of bribes. Even if the actual payment of bribes is done through or via another party, this is bribery and is unacceptable. Bribery and corruption cause enormous damage at the expense of society, the local population and public finances.

Bribery and corruption is a problem worldwide, and is fought with laws and regulations as well as investigation. Cases are often brought to light by persons with direct knowledge of, or who were involved in the bribery. Imposed fines are huge and involve the forfeiture of profits made as a result of the bribery, and come with high fees for legal advice.

The Royal IHC Policy on Intermediaries applies especially to parties that act for or on behalf of Royal IHC, such as sales agents or other intermediaries. Compliance with the Royal IHC Policy on Intermediaries is therefore essential.

## Royal IHC's promise

- Royal IHC rejects bribery and corruption and takes measures to prevent this from happening
- Royal IHC does not want to be part of any agreements under which there is a risk of bribery and corruption or there is a lack of clarity about this issue
- Royal IHC advises and assists employees who have to deal with bribery and corruption issues who act in good faith
- Royal IHC has a Policy on Anti-Corruption and a Policy on Intermediaries; both are easy to access on Royal IHC intranet

- Royal IHC provides training on bribery and corruption risks to employees, for whom it is necessary in the performance of their duties
- Royal IHC employees who ask for advice about dealing with the risks of bribery and corruption in time, and in good faith, will not face any adverse consequences of doing so. Employees who violate the Policy on Anti-Corruption may be subject to disciplinary sanctions.
- Royal IHC competes honestly on the basis of price, quality, reliability, craftsmanship and reputation, and not through bribery or illegal preferential treatment.

## Royal IHC expects

- employees to not engage in bribery and corruption
- employees to request advice and support proactively about how to deal with bribery and corruption from the Compliance Officer
- every incident to be reported to the Compliance Officer and the relevant supervisor without delay
- every employee concerned to be familiar with both the Policy on Anti-Corruption and the Policy on Intermediaries and to take the required training (if their job requires this)
- every employee concerned to consider compliance with the Policy on Anti-Corruption and the Policy on Intermediaries as a personal responsibility as well as a shared responsibility with all colleagues
- employees to confront each other if the Anti-Corruption Policy and the Policy on Intermediaries are not complied with.

## Q&A

**In some countries, money is customarily paid to facilitate formalities ('facilitation payments'). Is that a problem given that it is a small sum and is customary?**

Bribes are prohibited, regardless of the amount or nature of the consideration. However awkward it might sometimes feel not to pay, payment could potentially be the beginning of a long series of payments. Not only would money have to be paid repeatedly, but the amounts could increase and the risk of Royal IHC being exposed to blackmail increases, as these payments are illegal. Furthermore, corruption causes social damage, something Royal IHC does not want to be involved in.

**Royal IHC sells products through agents. How can Royal IHC be sure the agents do not pay bribes from their commission?**

Before an agent becomes a Royal IHC agent, a thorough background check is done. An agent must comply with the Policy on Anti-Corruption and the Policy on Intermediaries, and adhere to it without exception. Payments are only made once strict conditions have been met. Contracting an agent or another intermediary should always be done via the Compliance Officer.



# Hospitality, sponsorship and promotional gifts

What is a usual form of hospitality in one country might be completely different in another country. Nevertheless, Royal IHC sets strict general rules for hospitality that Royal IHC offers and that Royal IHC employees must accept. On the one hand, hospitality involves what is 'appropriate', given the situation and the circumstances and, on the other, the intended 'effect'. Hospitality which is 'inappropriate' or can produce the effect of making the recipient feel obliged to do something, or feel obligated to someone, is neither correct or allowed.

Business hospitality offered by Royal IHC includes receptions, meetings, ceremonies, meals, or a stay in connection to an event.

Hospitality offered to a Royal IHC employee may also be inappropriate or aim to oblige the employee to do something. The aim of this hospitality therefore has an undesired 'effect'. In extreme situations this can make the employee vulnerable to blackmail. Dealing with hospitality can be difficult, which is why an employee should discuss this issue with a manager or supervisor and not try to solve it alone. Employees who violate the Policy on Hospitality and Gifts may be subject to disciplinary sanctions. This does not apply if an employee asks for advice in time and in good faith.

Sponsoring undertaken by Royal IHC must be done via the Corporate Communication department; the CEO makes decisions about sponsoring on the basis of written applications. Royal IHC sponsors various social initiatives.

## Royal IHC's promise

- Royal IHC considers hospitality that meets the Royal IHC principles part of normal business operations
- Royal IHC advises and assists employees who have to deal with hospitality issues while acting in good faith
- Royal IHC employees who ask for advice about dealing with the hospitality risks in time and in good faith will not face any adverse consequences for doing so. Employees who violate the Policy on Hospitality and Gifts expose themselves to disciplinary sanctions
- Royal IHC has a Policy on Hospitality and Gifts, which can be found on the IHC intranet
- Royal IHC gives training to the relevant group of employees on the subject of appropriate hospitality
- commercial sponsoring requests on the basis of a written application are answered by the Corporate Communication department
- social sponsoring and sponsoring requests for charities are, in principle, assessed and handled by the IHC Foundation.

## Royal IHC expects

- employees to request advice and support proactively about how to deal with hospitality
- every employee concerned to know the Hospitality Regulation and to take the required training
- every employee to consider compliance with the Policy on Hospitality and Gifts a personal responsibility and a shared responsibility. At Royal IHC, employees confront each other when other employees fail to comply with the Policy on Hospitality and Gifts.



## Q&A

**An agent in country X assured me that a potential customer has to come to a trade fair in Houston to discuss an assignment. The condition was that Royal IHC pays for the journey, as well as the four following nights in New Orleans, so they can go sightseeing. What should I do with this request?**

If there is a valid business reason to invite the customer to the trade fair at Royal IHC's expense, Royal IHC may decide to do so. The wish to enjoy a city trip directly after at Royal IHC's expense is neither business related, nor appropriate. Fulfilling this wish would give the impression that an attempt is being made to unethically influence the customer or to oblige them to do something. Therefore, there are too many unbusiness-like aspects involved for this wish to be complied with.

**The agent is unhappy with Royal IHC's response and is prepared to pay for the city trip himself. Would this make any difference?**

Neither Royal IHC, nor the agent, is allowed to perform any acts that are in violation of the Policy on Anti-Corruption. The agent is therefore not allowed to pay for these expenses.

# Employees' privacy and personal details

Royal IHC retains an employees' personal details for the purpose of business operations. These personal details are necessary within the employment relationship for salary payment, payment of taxes, training administration, staff assessment, etc. Royal IHC does not use the employees' personal details for other purposes than those for which they have been obtained and does not make these details available to any third party for external use. Royal IHC protects personal details by use of various technical and organisational measures. Royal IHC complies with privacy legislation.

## Royal IHC IT resources for private use

Royal IHC advises employees against using Royal IHC IT resources for private use. Royal IHC does not prohibit any reasonable private use, but it does check use for cost reasons and to combat improper and illegal use. Royal IHC IT business resources shall not be used for any other company, political purposes, disseminating pornographic images, racist, sexist or discriminating communications, or any other unethical purposes. Royal IHC uses IT systems and human intervention to check the use of Royal IHC IT resources while complying with privacy legislation. Royal IHC has a Regulation governing the use of Royal IHC IT resources which explains the conditions under which Royal IHC IT resources may be used. This policy can be found on the Royal IHC intranet.

## Camera surveillance

Some Royal IHC sites are under camera surveillance 24/7 to protect people and property. In principle, Royal IHC does not use surveillance with hidden cameras or similar methods, unless it has reasonable suspicions of any improper, unethical or criminal acts and provided that these methods are permitted within the limits of privacy legislation.

At Royal IHC, the Policy on Privacy applies in which the employees' privacy protection is set out in further detail.

## Royal IHC's promise

- Royal IHC processes and protects personal details in compliance with the law
- although, within reasonable limits, Royal IHC permits the use of Royal IHC IT business resources for private use, this is advised against
- Royal IHC combats the abuse of Royal IHC IT resources proactively
- the rights and obligations are described in Royal IHC's Policy on Privacy, which can be found on the Royal IHC intranet.

## Royal IHC expects

- employees to use Royal IHC IT resources exclusively for Royal IHC-related purposes, in principle, and to ensure the use of these resources for private purposes remains exclusively within reasonable limits; moreover, employees must never use these resources for improper or unethical purposes
- employees to realise that communication by means of Royal IHC IT business resources is not considered private communication and that Royal IHC can take note of the content
- employees to indicate clearly that they do not act on behalf of Royal IHC when using Royal IHC IT resources for private purposes
- employees to be familiar with the Policy on the Use of Royal IHC IT resources.

## Q&A

### Am I allowed to log on to my personal Facebook, Twitter or other social media account from my Royal IHC account, or to perform online payments after having logged on from my Royal IHC account?

Royal IHC allows the use of Royal IHC IT resources for logging on to a social media account, for finding information on the Internet or for making payments. The use of Royal IHC IT resources for illegal purposes (downloading illegal copies) is not allowed; downloading and saving large private files (e.g. films) is not allowed either. When Royal IHC IT resources are used, for instance for a bank payment, Royal IHC does not guarantee that this payment can be made securely. The employee is responsible and bears the risks of opting to do this by means of Royal IHC IT resources.

### Are any affairs which I arrange via a Royal IHC e-mail account private or can they also be visible to Royal IHC?

This information can be visible to Royal IHC. Royal IHC monitors and checks the use of Royal IHC IT resources to protect the systems, to combat illegal and unethical use, and to control the costs. This is why Royal IHC advises employees against using Royal IHC IT resources for private use. Employees should assume that there is a chance that Royal IHC will take note of the content of private information obtained via Royal IHC IT resources. Further information on this subject is provided in the Royal IHC Policy on Privacy.

### What will happen to my personal details?

Employees' personal details are only used within the employment relationship. These include the payment of salary and taxes, administration and payment of pensions, administration of training, performance management, hour registration, surveillance and security, etc. Royal IHC also uses other organisations that process personal details by order of Royal IHC. Royal IHC processes personal details in compliance with the law.



# External communication and social media

External communication on behalf of Royal IHC with the press, supervisors et cetera is exclusively done by designated employees. Other employees must leave external communication to the designated individuals ('Spokespersons').

In the event of private use of social media, such as Facebook, Instagram, Twitter et cetera, communication on behalf of Royal IHC, or about confidential matters of Royal IHC, is prohibited. In all cases in which the reputation of Royal IHC plays a role, external communication shall be done by the Spokesperson exclusively.

Every employee is responsible for the way in which they communicate about Royal IHC (whether or not via their social media account). By using social media, the employee must assume that Royal IHC can become aware of this or that the content becomes public, possibly through the action of others.

## Royal IHC's promise

- Royal IHC's Code of Conduct describes the principles of external communication
- Royal IHC is able to respond quickly to any developments and news about Royal IHC, using the Spokesperson available for this purpose.

## Royal IHC expects

- employees not to act on behalf of Royal IHC in the press, the media, congresses or social media, unless they have permission from the Corporate Communication department
- employees to understand that information posted on social media will become public, that its privacy cannot be protected, and that its content (also after dissemination by others) is the respective employee's responsibility
- employees not to share confidential information or make statements on their personal social media accounts that could harm the reputation of Royal IHC and other employees. This also implies that employees must treat others with respect and refrain from any negative communications
- employees to ask the Corporate Communication department for permission and advice about putting posts on social media regarding ongoing projects.

## Q&A

### **I have been asked to give a presentation on Royal IHC products at a conference. Is this all right?**

Such a presentation must be discussed with your direct line manager and the Corporate Communication department. Additionally, the confidentiality of information needs to be taken into account.

### **I have noticed there are all sorts of stories about Royal IHC going around on Facebook that are untrue. Can I post a personal reaction?**

The reaction to these stories must come from Royal IHC rather than from an individual employee. Bring the stories to the attention of the Corporate Communication department. They will look at the information and, if necessary, formulate a proper response.

### **A local political party is asking me some harmless factual questions about Royal IHC. Can I answer factual questions?**

Speaking on behalf of Royal IHC takes place via a small group of designated individuals. Even harmless or factual questions must be answered by the Spokesperson from the Corporate Communication department.

Whether these questions are really harmless or factual often only becomes apparent afterwards. The only proper reaction is that you refer those who ask the questions to the Corporate Communication department and the Spokesperson, and that you refrain from giving any information.

### **In consultation with the Corporate Communication department, I have given an interview in a (trade) journal. Can I approve the article myself? After all, I have given the interview and I know best what was discussed.**

Ultimately, the article needs to be approved by the Corporate Communication department. They will collect the specific comments and additions, and they keep in contact with the journal. Any photographs also need to be approved by the Corporate Communication department.



# Handling confidential information

A major part of the value and competitive strength of Royal IHC is the combination of all (technical) knowledge, experience and craftsmanship. If Royal IHC shares this information with a third party, Royal IHC must have certainty that it will not be used for improper purposes. In advance, a non-disclosure agreement must be drawn up stipulating who the recipients are, the purpose for which the information is being shared, how long the information may be used, and for how long confidentiality has to be maintained. Disclosing Royal IHC information to any third party without any proper written arrangements in advance can be considered loss or even theft of Royal IHC business secrets. It may also lead to a violation of export legislation, with all its consequences for an employee and Royal IHC.

The decision to share Royal IHC business information is made by a supervisor, and is always subject to a signed non-disclosure agreement.

The same applies with respect to confidential information from customers and suppliers. Royal IHC sees to the proper handling of information from customers or suppliers and will enter into a non-disclosure agreement on request. Royal IHC respects any third-party rights concerning confidential information and knowledge.

## Royal IHC's promise

- Royal IHC considers knowledge, know-how, patents et cetera a valuable part of the company, which has to be protected against theft, unauthorised use and dissemination
- Royal IHC will share information if this is useful or necessary on the basis of a non-disclosure agreement, which can be obtained from or which has been approved by Group Legal
- Royal IHC respects the rights of other parties regarding the information that they have provided to Royal IHC.

## Royal IHC expects

- employees to only share information after the approval from the management has been obtained, subject to a signed non-disclosure agreement
- employees to handle third-party information carefully, in the same way as they handle Royal IHC information.

## Q&A

### **My employment contract will be terminated soon. Can I take the knowledge and know-how I have developed with me in the form of files and documents?**

An employee can use the work experience they have gained at Royal IHC elsewhere, provided that the employee does not provide any information that is subject to a confidentiality obligation of the employee or Royal IHC. Examples include price information, information on ongoing tenders, (technical) innovation, specifications, designs, R&D procedures, financial details, etc.

Employees whose employment is terminated are not allowed to take any information with them in the form of files, e-mails or documents from and about Royal IHC or transfer these in any form whatsoever.

### **I have some confidential information from a customer at my disposal, and for purchasing a part or component I have to share this information with a supplier. Is this allowed?**

If this is required for the execution of the agreement with the customer, it probably is allowed, provided that the supplier first signs a non-disclosure agreement and the customer has also given their approval. Consult Group Legal if necessary.

### **Is there any objection to my putting Royal IHC files and work documents on my private PC to work on these at home?**

If confidential information of Royal IHC or others is involved, this is not allowed since the protection level of the private PC cannot be guaranteed, which leads to a higher risk of loss or theft.

Additionally, there is no need to put the files on a private PC, because Royal IHC laptops can be used to work in a flexible way. Nevertheless, if there is any reason to put material onto a private PC, this should be discussed with the supervisor first.



# Human rights, employee rights

Royal IHC endorses the principle that all individuals are equal and deserve a decent standard of living. Royal IHC respects human rights and does not tolerate racism, discrimination, intimidation, violence or oppression. Royal IHC acknowledges that it is active in fields where respect for human rights cannot always be taken for granted, but at all times it will refrain from supporting any activities that are in violation of human rights.

All Royal IHC employees are subject to the Royal IHC safety policy which aims to create a safe workplace. Royal IHC does not use any child labour or forced labour. This is monitored via the safety policy.

Royal IHC recognises the right of free trade unions of employees and is available as a discussion partner to acknowledged trade unions. Royal IHC will pay employees in conformity with the provisions of local legislation; the amount of remuneration is intended to enable the employee to enjoy a decent standard of living.

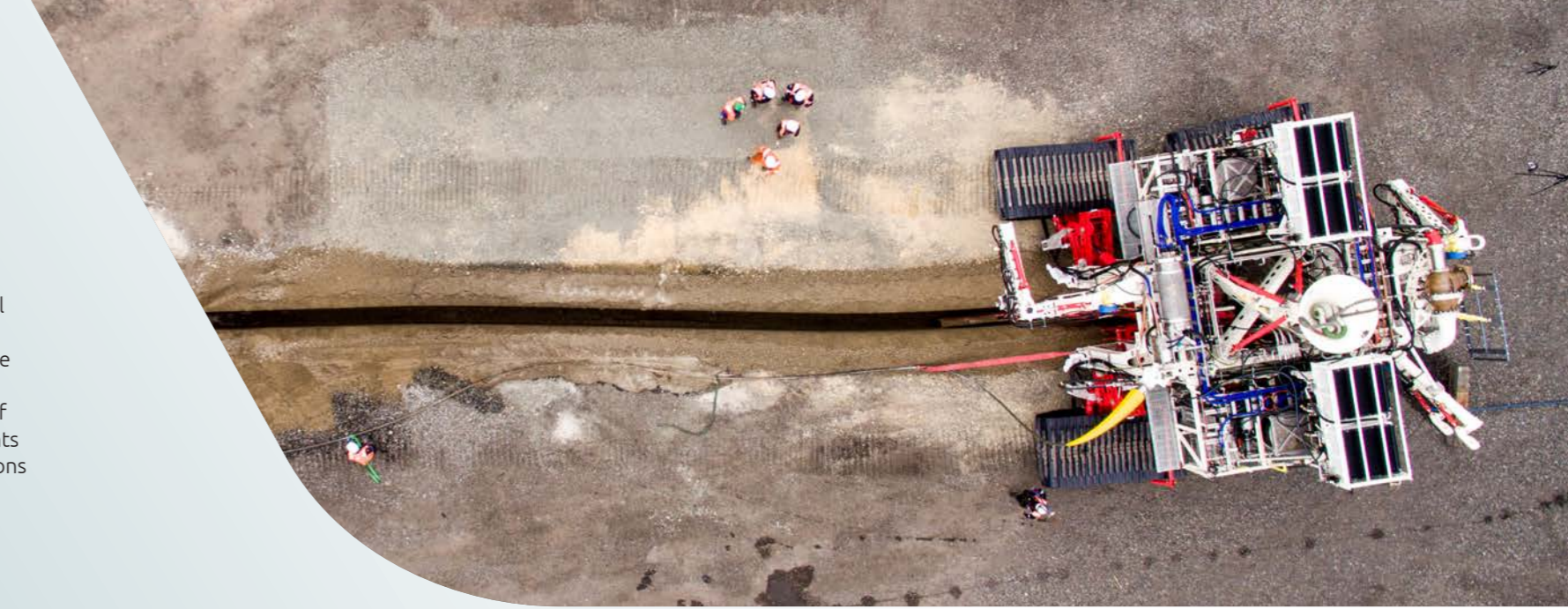
Royal IHC acknowledges that employees have employee participation rights on the basis of local legislation, and Royal IHC strives for a good relationship with these bodies

## Royal IHC's promise

- Royal IHC considers human rights inalienable and will respect and defend these rights
- Royal IHC aims to offer all Royal IHC employees a safe working environment
- Royal IHC recognises the right of free trade unions of employees and the legal employee participation rights
- Royal IHC is prepared to negotiate and hold discussions with recognised trade unions and/or works councils about any appropriate subjects
- Royal IHC acts in accordance with local labour legislation
- Royal IHC's terms of employment aim to reward its employees reasonably and in a way which enables its employees to enjoy a decent standard of living
- Neither child labour nor forced labour is acceptable.

## Royal IHC expects

- employees to refrain from any form of racism, discrimination, coercion, intimidation or other form of unethical conduct
- the representatives of its employees, such as trade unions and works councils, to enter into reasonable and constructive discussions with Royal IHC prior to calling any strikes, pickets, etc
- the trade unions and works councils to treat any confidential information about Royal IHC with the utmost confidentiality.



## Q&A

**I've noticed that a Royal IHC colleague makes racist comments about other people during working hours. What should I do about this?**

There is no place for racism within Royal IHC, even when comments are not intended to be serious or racist. Racism damages personal relationships. Racism, sexism, intimidation and any other forms of violence are all unacceptable. The 'Report it...' procedure (page 32) explains how this should be dealt with within Royal IHC.

**When I was visiting an overseas shipyard I noticed bad working conditions. The shipyard also works for Royal IHC. What should I do about this?**

Royal IHC's suppliers are obliged to treat their own employees with respect and any indications to the contrary should be reported. Subsequently, Royal IHC (SHEQ), together with the Purchase department (Supply chain management), will investigate and follow up these indications

**I would like to propose myself as a candidate for the Works Council. Will that be disadvantageous to my career within Royal IHC?**

No, to the contrary; Royal IHC encourages employees to participate in participation bodies, such as the Works Council. Participation in any form of works council demonstrates a commitment to Royal IHC, and is the right of all employees; consequently, participation will not negatively impact an employee's career opportunities. Royal IHC's aim is to ensure there is a mature and constructive relationship between the company, the Works Council and the members of the Works Council; a relationship which respects each other's viewpoints and acts in Royal IHC's interests.

# Royal IHC and its environment

Royal IHC wishes to fulfil a positive role within the communities in which it undertakes activities, taking account local customs and culture. Royal IHC does this by complying with all legislation, limiting any nuisance factors, providing employment and participating in community/social activities. When recruiting personnel, Royal IHC will ensure candidates from the local community are offered an equal opportunity to compete for jobs. Local suppliers will also have the same opportunity as other suppliers to deliver goods and services.

If there are any changes, incidents or developments at a specific location which could impact the local community, Royal IHC will inform representatives of the local community. Through the IHC Foundation, Royal IHC supports initiatives which aim to improve the quality of life of specific communities; it does so with the help of employees and by devoting time, resources and money to these initiatives.

## Royal IHC's promise

- Royal IHC will inform the local community about any significant incidents occurring at a Royal IHC location
- Royal IHC will attempt to limit any nuisance factors experienced by a local community due to the presence of Royal IHC
- when recruiting employees and contracting work, Royal IHC will involve the local community and local suppliers.

## Royal IHC expects

- employees to treat the local community and their representatives with respect, taking due account of local culture and customs
- employees to strive to limit any factors causing a nuisance or hindrance to the surroundings when they are undertaking their work
- its designated Spokespersons to hold discussions with the local communities on behalf of Royal IHC
- sponsorship requests to be passed on to the Corporate Communications department, if these relate to commercial sponsoring. Requests for social sponsoring and sponsoring of charities are, in principle, assessed by the IHC Foundation.

## Q&A

**My network has asked whether Royal IHC will sponsor the local football club. This would not involve very much money. Who makes decisions on such requests?**

Royal IHC receives numerous requests for (financial) support, all of which are for benevolent purposes. Royal IHC has made the Corporate Communication department responsible for centrally monitoring sponsorship on behalf of Royal IHC.

**There was a considerable leakage at a Royal IHC site and it resulted in an odour nuisance. What is expected of me as far as external communication is concerned?**

In such a situation, the site manager should contact both the SHEQ (Environment) department and the Corporate Communication department. They will agree on which local committees should be informed and who the spokesperson should be. The intention is to make contact proactively and be prepared for any questions posed by local bodies, the regulatory authorities or the press. The employees themselves should not make any statements about the situation, but refer any questions to the spokesperson.

**Is it okay for me to send an email asking my colleagues at A Royal IHC site to donate money to a local charity?**

No, even if an employee does so with the best intentions, it is not permissible to ask for money in this way. Such a request will always be at the expense of the local employees working hours.

In some situations, collecting money and other objects for charity is permissible. However, any such actions must first be submitted to the IHC Foundation through the Corporate Communication department; the IHC Foundation may even make a contribution.





# SpeakUp!

## SpeakUp

At Royal IHC, we are committed to an open and communicative culture. We encourage people to ask questions and seek clarification. We may all encounter situations that raise concerns or questions about (un) ethical behaviour, or we may identify misconduct or violations of our Code of Conduct that could cause serious problems for our business, management and employees. If you find yourself in such a situation, it is good to know that we encourage you to speak up!

## Decisions Guide

When you do, take time to stop and reflect. Sometimes you may face a decision where the 'right' answer is not apparent or where you might know the right answer, but finding the courage or means to act on it proves difficult. The Decisions Guide contains a set of questions to help you in your decision-making process. It will provide guidance and help structure discussions with colleagues.

## Where can you find support and guidance?

Every manager has been instructed, and has a duty, to listen carefully to all questions and concerns raised and to take them seriously in order to consider options and help resolve dilemmas. If you find it difficult to discuss a matter with your manager, you can seek advice from senior management, the Compliance Team or Human Resources. You can also use the SpeakUp line.

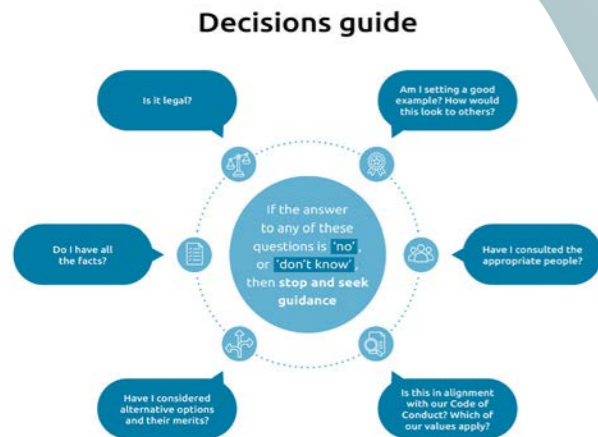
## SpeakUp line

The SpeakUp line allows you to raise any concerns you may have, either by telephone or via the online portal, in your own language. If you wish, your concerns can be raised anonymously.

There is no set procedure for raising concerns and you can ask questions or raise concerns about any subject. You can use any of the channels mentioned above, as also referred to in our Code of Conduct. We trust that you will choose the method that best suits the situation at hand.

## Royal IHC's promise

- We aim to offer a working environment with an open culture which encourages raising questions and concerns
- Through our SpeakUp line, we offer our employees and all our stakeholders a safe environment where questions and concerns can be raised
- The SpeakUp line can be accessed by phone or online – in local language and anonymously if desired
- When dealing with questions or concerns raised, we will at all times exercise due care
- Concerns raised or reports filed in good faith will not lead to retaliation



# Speak up!



If you believe there is a breach of our Code of Conduct



**Talk to your manager**  
or, if you do not feel comfortable doing this, talk to your manager's manager



**Contact your compliance officer and/or HR Department**



**Get in touch via our SpeakUp line**  
anonymously via web or phone

## Royal IHC expects

- Our employees and business partners to adopt an active attitude and make themselves heard, whether in the areas of health & safety, business integrity or compliance with our Code of Conduct
- Our employees to in the first instance use the various channels made available internally to ask questions or raise concerns, rather than address them with a third party or via social media
- Our employees and business partners to be actively committed to Royal IHC and, if they have any doubts about the correctness of the course of events, to draw attention to this through the channels made available by Royal IHC

## Q&A

### If I want to raise a concern, do I have to follow a set procedure?

Concerns can be raised about any subject. We encourage our stakeholders to share their concerns, using any of the channels referred to our Code of Conduct.

### If I raise a concern about my manager or a co-worker, how do I know this won't end up on my manager's or co-worker's desk?

We will deal with all concerns raised with due care and no retaliation will take place as a result of any concern raised in good faith.

To deal with concerns raised fairly, we apply the principle of hearing both sides of the argument; consequently, we will want to hear the manager's or co-worker's explanation. No concern raised about a manager or co-worker will be shared with them unless the employee who has raised the concern has agreed to this. If no follow-up is possible without the manager or co-worker being made aware and having their explanation heard, an investigation may prove impossible and the concern raised may be set aside.

### When is a concern deemed to be raised in good faith?

In the first instance, every concern raised will be deemed to have been raised in good faith. If the investigation provides reason to believe that the concerns were not raised in good faith, e.g. if concerns are raised against a person as a result of the proper execution of a business agreement, or if concerns repeatedly prove unfounded, then they may be deemed not to have been raised in good faith and may be set aside.

# Compliance with legislation and regulations

Royal IHC is required to comply with a large number of laws; furthermore, Royal IHC aims to comply with the laws in all the countries in which it is active. If compliance with the law of one country results in an infringement of the law in another country, then Royal IHC will be guided by the principles of the Code of Conduct, whereby care for mankind, the community and the environment are leading.

Royal IHC deems compliance with legislation in the field of export controls and sanctions of the utmost importance. This type of legislation forbids business being undertaken with specific countries, specific products and specific people, as well as for specific purposes. Royal IHC may be simultaneously subject to the laws of several countries, including those of the USA, the European Union and individual countries. Any failure to comply can result in heavy penalties and high fines.

Export controls and sanctions legislation is complex and employees who are involved in the export of products and services to politically sensitive countries and conflict areas, or with products which could (also) have a military use, must always seek advice in this respect from Group Legal.

## Royal IHC's promise

- Royal IHC aims to achieve complete compliance with legislation and regulations anywhere in the world
- in both word and deed, Royal IHC will help its employees achieve compliance in general, but particularly in the area of export control and sanctions legislation.

## Royal IHC expects

- employees to proactively seek contact with Group Legal if they are doing business with politically sensitive countries, conflict areas, exceptional parties or with products and services with (potentially) military use.

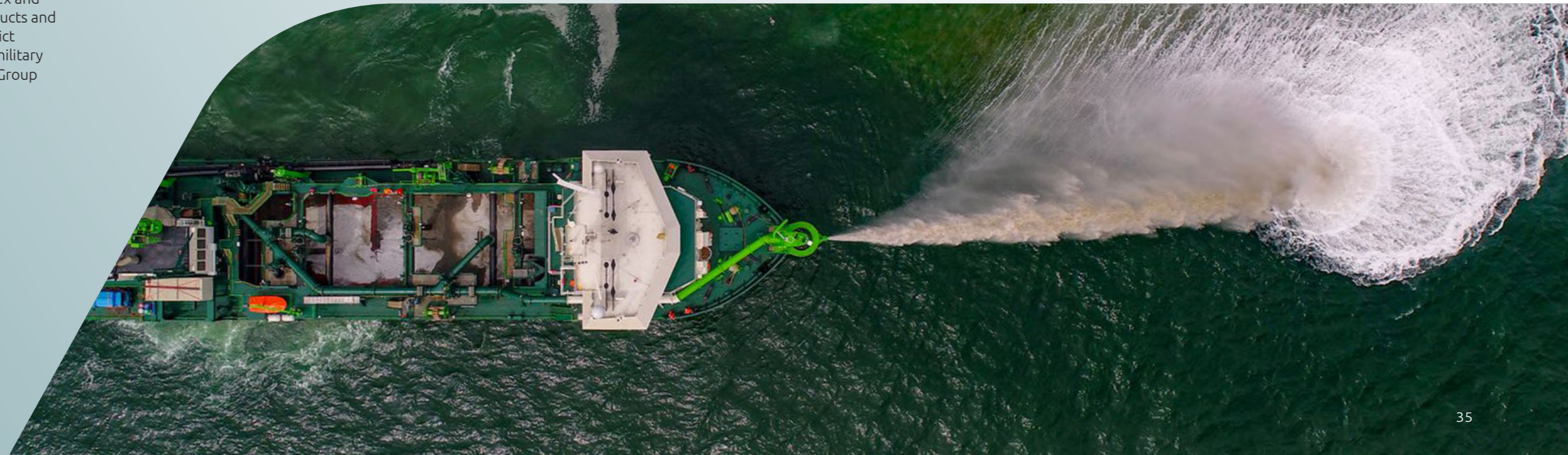
## Q&A

**I was involved in the conclusion of a contract for the delivery of product A to country Y. I have read that country Y is now subject to a boycott. Can I still execute the contract because it was signed before the boycott?**

The fact that the contract was signed before the boycott probably makes no difference. In such a situation however, you should immediately seek contact with your supervisor and Group Legal.

**A customer orders a part for a ship that is only used for civil purposes. The part is a dual use product (also suitable for military use), but because it is for civil use it can still be supplied. Is that correct?**

The argument could be correct but it would all have to be proved. To this end, specialist knowledge is required and contact with Group Legal is essential prior to the order being accepted or executed.



# Administration, accounting and governance

A good, complete and accurate administration system is the backbone of Royal IHC. The administration system consists not only of the accounts but also of contracts, reports, lists, inventories, minutes, etc. Royal IHC strives to ensure that all the information is reliable, complete and correct and offers transparent insight into Royal IHC's financial situation. All the administrative records and accounts must be stored in a secure place and accessible at all times. Royal IHC strives to ensure the administrative records are stored digitally.

The Royal IHC Policy on Privacy stipulates which, where and for how long administrative records must be retained. Each day, Royal IHC concludes several contracts with customers, suppliers and new employees. Rights and obligations arise from these contracts. Not all employees are entitled to enter into a contract on behalf of Royal IHC. Rules apply within Royal IHC in respect of which people are entitled to sign contracts. A rule of thumb is that the higher the value of the contract, the higher up in the organisation the person signing the contract has to be.

Employees who have not been given authority to sign contracts are not permitted to sign any contracts. If that should happen, it could cause Royal IHC problems, for example because one of the parties to the contract may not acknowledge the validity of the contract.

Royal IHC aims to manage its risks by only giving a certain group of employees ('Legal Representatives') the right to enter into contracts on behalf of Royal IHC.

Compliance with this rule will ensure that the Royal IHC management has insight into the business operations and all the correct checks have been carried out prior to a contract being signed.

If an employee who has to sign a contract lacks the authority to do so, they may request the required authorisation through Group Legal.

## Royal IHC's promise

- Royal IHC aims to have an accurate, complete, accessible and transparent administration system
- Royal IHC has a limited group of Legal Representatives.

## Royal IHC expects

- employees to refrain from entering into any obligations on behalf of Royal IHC unless they have the authority to do so
- employees to share - in time and in full - the information in Royal IHC's administration system with all the relevant sections of the Royal IHC organisation
- employees to do their utmost to ensure that the administration system contains factually accurate and complete information
- employees to save all the administrative information in a way which ensures the information is secure, and can always be easily found by other parties who require it based on their job position.



## Q&A

**I have received a liability statement from a lawyer who has submitted a claim for a large amount of money. The claim is nonsense and I can deal with it myself. Can I keep the letter to myself until the problem has been solved?**

No, in exactly the same way as an invoice, a claim has to be processed in the accounts. Not every claim is realistic, but each one has to be known by Group Legal, Finance and the supervisor. Otherwise, Royal IHC will not know its precise financial situation.

**I was given permission to bring in a temporary employee. Am I allowed to sign the contract. After all, everything is in order?**

Every contract consists of rights and obligations and if a contract is signed by someone who is not a legal representative, it is possible that Royal IHC may not be able to enforce the contract. Consequently, having the contract legally signed is essential and the signature on the contract must belong to a person who has a legal right to sign. In this case, the contract will be signed by someone in HR who has the authority.

# Royal IHC locations



## EUROPE

**The Netherlands**  
 Kinderdijk  
 Krimpen aan den IJssel  
 Sliedrecht

**Croatia**  
 Pula  
 Rijeka

**Romania**  
 Bucharest

**Slovakia**  
 Komárno

**United Kingdom**  
 Newcastle  
 Port of Blyth

## AFRICA

**South Africa**  
 Capetown

## ASIA

**Bangladesh**  
 Dhaka

**India**  
 Navi Mumbai

**Rep. of Indonesia**  
 Jakarta

**Malaysia**  
 Johor Bahru

**P.r. of China**  
 Tianjin

**Rep. of Singapore**  
 Singapore

## MIDDLE EAST

**Jordan**  
 Amman

**United Arab Emirates**  
 Dubai

## NORTH AMERICA

**USA**  
 Houston, TX

## OCEANIA

**Australia**  
 Gold Coast  
 Perth

## SOUTH AMERICA

**Brazil**  
 Curitiba  
 Rio de Janeiro

**Uruguay**  
 Montevideo

royalihc.com

**Royal IHC**

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**Creating the maritime future**