

MPC Container Ships ASA: Anti-Fraud Policy

Adopted by the Board of Directors
on June 24, 2024

1. INTRODUCTION

MPCC (the “**Company**”) has a commitment to high legal, ethical and moral standards and upholds a zero-tolerance approach regarding fraud and corruption. Fraud is an ever-present threat and hence must be a concern to all members of staff. Fraud can have a devastating effect on our company because it could result in significant financial loss and other long-term business repercussions. MPCC views fraud as an extremely serious matter and is committed to the promotion of an Anti-Fraud Culture throughout the organization.

Any allegations of fraud will be taken seriously, with no exceptions. All individuals, regardless of position, title, or tenure with the company are expected to remain vigilant and report any suspicious activity to the management of the company or the compliance department.

Any allegations of fraud will be taken seriously, with no exceptions. MPCC will identify and promptly investigate any suspected fraudulent or related dishonest activity against the Company or other parties with whom the organization has dealings and will take appropriate disciplinary and legal actions to include the possibility of termination of employment, restitution, and forwarding information to the appropriate authorities for prosecution.

This Policy applies to any irregularity, or suspected irregularity, involving employees as well as consultants, vendors, contractors, customers and/or any other parties having a business relationship with the Company. Any investigative activity required will be conducted without regard to any person’s relationship to this organization, position or length of service.

All MPCC employees have a duty to familiarize themselves with the types of improprieties that might be expected to occur within their areas of responsibility and to be alert for any indications of irregularity.

2. DEFINITION OF FRAUD

The Company defines “fraud” as “dishonestly obtaining an advantage, avoiding an obligation or causing a loss to another party.” The term “fraud” commonly includes activities such as theft, corruption, conspiracy, embezzlement, deception, bribery and extortion.

Fraud may involve but is not limited to:

- manipulation, falsification or alteration of accounting records or other documents;
- suppression or omission of the effects of transactions from records or documents;
- recording of transactions without substance;

- misappropriation of assets or theft or wilful destruction or loss of assets including cash;
- deliberate misapplication of accounting or other regulations or policies; and
- misapplying corporate or bank funds.

The criminal act is the attempt to deceive, and attempted fraud is therefore treated as seriously as accomplished fraud.

Computer fraud arises where information technology equipment has been used to manipulate programs or data dishonestly (for example, by altering, substituting or destroying records, or creating spurious records), or where the use of an IT system was a material factor in the perpetration of fraud. Theft or fraudulent use of computer time and resources is included in this definition.

3. MANAGING THE RISK OF FRAUD - RESPONSIBILITIES

3.1 The Aim of this Policy

The aim of this Policy is to ensure that effective and timely action is taken in the event of fraud and to minimize losses, reduce liability and increase the chances of a successful investigation.

3.2 Company Responsibilities

The Company will undertake fraud investigations where there is suspected fraud and take the appropriate legal and/or disciplinary action in all cases where that would be justified. In the event of fraud (proven or suspected), the Company should make any necessary changes to its systems and procedures to prevent similar frauds from occurring in the future. The Company will record and subsequently monitor all discovered cases of fraud (proven or suspected).

Responsibility for exercising disciplinary actions rests with the Board of Directors respectively the Chief Compliance Officer, although this should be done in consultation with other executives where appropriate.

3.3 Responsibilities of MPCC's Management

MPCC's Management is responsible for

- the detection and prevention of fraud and misappropriation; each member of management should be familiar with the types of improprieties that might occur within their area of responsibility and be alert for any indication of irregularity,
- to immediately report any potential instance of fraud or corruption to the Compliance Department; if the Compliance Department is suspected in the fraud, the notification must then be escalated to MPCC's CEO,
- for taking appropriate corrective actions to ensure adequate controls exist to prevent the reoccurrence of improper actions.

3.4 Responsibilities of the Compliance Department

The Compliance Department is responsible

- for the administration, revision, interpretation, and application of this policy; the policy will be reviewed annually and revised as necessary, and
- to act as the lead during the investigation process in determining if fraudulent activity has taken place and to lead the review process.

3.5 Responsibilities of all MPCC employees

Fraud or attempted fraud might be detected during the ordinary course of work, as a result of specific management checks, or be reported by a third party. MPCC employees should be well aware that unusual events or transactions could be symptoms of fraud or attempted fraud.

All MPCC employees must report to the Compliance Department and/or the CFO or CEO reasonable concerns they have or information provided to them about the possible fraudulent or corrupt activity of any other employee, board member, contractor, vendor, or any other party with an association to MPCC. Any person who has a reasonable basis for believing fraudulent or corrupt acts have occurred has a responsibility to report the suspected act immediately.

Speed is of the essence and such initial report can be verbal and must be followed up within 24 hours by a written report which should cover:

- the amount/value if established,
- the position regarding recovery,
- the period over which the irregularity occurred, if known,
- the date of discovery and how the suspected fraud was discovered,
- whether the person responsible has been identified,
- whether any collusion with others is suspected,
- details of any actions taken to date, and
- any other information or comments which might be useful.

4. FRAUD EXAMINATION

Following a report of fraud or suspected fraud the factors which gave rise to the suspicion should be determined and examined to clarify whether a genuine mistake has been made or an irregularity has occurred. An irregularity may be defined as any incident or action which is not part of the normal operation of the system or the expected course of events.

Preliminary examination may involve discreet enquiries with staff or the review of documents. It is important for each MPCC employee to be clear that any irregularity of this type, however apparently innocent, will be analyzed.

5. CONSULTATION AND REPORTING WITHIN THE COMPANY

On verbal notification of a possible fraud to the Compliance Department, its relevant member must immediately contact the CFO who will inform and consult with the CEO in cases where the loss is potentially significant or where the incident may lead to adverse publicity.

The Chief Compliance Officer will maintain a log of all reported suspicions, including those dismissed as minor or otherwise not investigated. The log will contain details of actions taken and conclusions reached. Significant matters will be reported to the CEO as soon as practical.

Where a member of staff is to be interviewed or disciplined, those involved in the investigation should consult with the HR department in matters of employment law, company policy and other procedural matters (such as disciplinary or complaints procedures) if reasonable or necessary.

6. INVESTIGATION / FURTHER LOSSES

If it appears that a criminal act has not taken place, an internal investigation will be undertaken to:

- determine the facts;
- consider what, if any, action should be taken against those involved;
- consider what may be done to recover any loss incurred; and
- identify any system weakness and look at how internal controls could be improved to prevent a recurrence.

After proper investigation, the Company will take legal and/or disciplinary action in all cases where the board of directors considers further action appropriate. There will be consistent handling of cases without regard to position or length of service of the perpetrator.

Where an investigation involves a member of staff and it is determined that no criminal act has taken place, the Chief Compliance Officer will liaise with the CEO and the HR Department and, if appropriate, the relevant line manager, to determine which of the following has occurred and therefore whether, under the circumstances, disciplinary action is appropriate:

- gross misconduct (i.e. acting dishonestly but without criminal intent);
- negligence or error of judgment was seen to be exercised; or
- nothing untoward occurred and therefore there is no case to answer.

Where, after having sought legal advice, the Chief Compliance Officer judges it cost effective to do so, the Company will normally pursue civil action in order to recover any losses. The Chief Compliance Officer will refer the case to the Company's legal advisers for action.

Where initial investigations point to the likelihood of a criminal act having taken place, the Executives (CEO or CFO) will contact the police (or appropriate Federal agency, as the case may be) and the Company's legal advisers at once. The advice of the police will be followed in taking forward the investigation.

The investigations described above will also consider whether there has been any failure of supervision. Where this has occurred, appropriate disciplinary action will be taken against those responsible for this failure.

7. RECOVERY OF LOSSES

The recovery of losses should be a major objective of any fraud investigation. To this end, the quantification of losses is important. Repayment of losses should be sought in all cases. Where necessary, the Company will seek external advisors and legal advice on the most effective actions to secure recovery of losses.

8. MANAGERS' DUTY OF CARE

Managers, members of the Compliance Department, and anybody else conducting initial enquiries must be conscious that internal disciplinary action and/or criminal prosecution may result. If such action is later taken, then under proper procedure the member of staff concerned has a right to representation and may have the right to remain silent. Utmost care is therefore required from the outset in conducting enquiries and interviews.

In addition, in order to protect the Company from further loss and damage from destruction of evidence, it may be necessary to suspend the member of staff concerned immediately after the allegation has been made or following the submission of the initial verbal report. Specific advice should be sought from the HR before proceeding.

9. PROTECTION OF EVIDENCE

If the initial examination confirms the suspicion that a fraud has been perpetrated, then to prevent the loss of evidence which may subsequently prove essential for disciplinary action or prosecution, the person heading up the investigation ("Head of Investigation") should:

- take steps to ensure that all original evidence is secured as soon as possible;
- be able to account for the security of the evidence at all times after it has initially been secured, including keeping a record of its movement and signatures of all persons to whom the evidence has been transferred. For this purpose, all items of evidence should be individually numbered and descriptively labeled;
- not alter or amend the evidence in any way;
- keep a note of when investigators came into possession of the evidence. This will be useful later if proceedings take place;
- remember that all memoranda relating to the investigation must be disclosed to the defense in the event of formal proceedings against an employee, so it is important to carefully consider what information needs to be recorded. Particular care must be taken

with phrases such as “discrepancy” and “irregularity” when what is really meant is fraud or theft; and

- ensure that electronic evidence is appropriately handled by certified specialists.

10. HEAD OF INVESTIGATION

The CEO of the Company will nominate in writing the Head of Investigation on a case-by-case basis depending on the gravity of issues and potential losses involved. Usually this is the Chief Compliance Officer.

The Terms of Reference should be agreed between those involved in the investigation. The Head of Investigation should arrange for an action plan to be put in place with, as far as is possible, a set timeframe and regular reviews. He should call on the assistance of various sources of help at all stages (technical assistance, personnel, external audit, attorneys, etc.) but ultimate responsibility and accountability in progressing the case should remain with the Head of Investigation.

The Head of Investigation should have the necessary authority (i.e. the appropriate rank and experience) to enable him/her to properly discharge these duties. Depending on the volume of work to be performed and the issues involved, this person might be released from his/her main duties in the Company on a temporary basis.

The Head of Investigation should also be independent from the matter in question. It is the responsibility of the Head of Investigation to keep the CEO of the Company abreast of all material developments.

11. LEARNING FROM EXPERIENCE

Following completion of the case, the Head of Investigation should prepare a summary report on the outcome and lessons learned circulating it to all other interested parties who must take the appropriate action to improve controls to mitigate the scope for future recurrence of the fraud. Where a fraud has occurred, systems and procedures are to be reviewed if and to what extent need to be made to minimize prospects for similar acts of fraud in future.