

Sustainability Report 2013

SUSTAINABLE GATEVAY TO JORDAN AND BEYOND

APM TERMINALS



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CEO'S MESSAGE

Join us as we move forward with our aspiration to be the sustainable gateway to Jordan and beyond. As we review our progress in 2013, our journey has never been more exciting. Expansion, improvement, and growth have defined our last year of operations and put us in a strong position for the future. We continue to learn from and embed the principles of sustainability with our operations.

Growth has defined our year. The successful completion of our Berth Expansion project in October opens new opportunities for our company to grow and increase its impact by providing more services and capacity. Our success in capacity building extends beyond our berths to our employees. In 2013 we welcomed 200 new graduates to our team and increased overall employment by 10.5%. Overall, our performance has never been stronger.

Sustainability continues to influence our operations on daily basis. We are investing more time and energy than ever before into sustainability management through our sustainability team and the creation of a sustainability and CSR officer position within our company. Integrating and communicating our performance to all of our stakeholders is core to our licence to operate. We are proud to be a leader within sustainability reporting and to participate in regional and international sustainability reporting through adoption of the Global Reporting Initiative (GRI) G4 guidelines. For the first time, we have incorporated the concept of materiality into our sustainability reporting to improve clarity and relevance of our reporting to meet stakeholder expectations.

As we expand our operations, the strength of our relationships with stakeholders will define our success. Understanding and aligning our operations to meet stakeholder expectations strengthens our business and improves relationships with our employees, shareholders, customers and community. We are excited to increase engagement with our stakeholders through our new website and increased relations with the local community in Aqaba.

We invite you to join us on our journey towards sustainability as we expand our horizons and engage further with our performance and impact.

Jeppe Nymann Jensen ACT Chief Executive Officer Sustainable Gateway to Jordan and Beyond 5



"Expansion, improvement, and growth have defined our last year of operations and put us in a strong position for the future"

Sustainable Gateway to Jordan and Beyond

TPITTI

2013 was a landmark year for ACT. The completion of our berth expansion project doubled our capacity and has generated significant economic and social payback through employment and materials procurement. Our workforce continues to grow and develop to achieve our ambitious vision for being the sustainable gateway to Jordan and beyond.

As we look forward, we see great opportunities to strengthen our business and grow our customer base by enhancing our services and capacity. Stemming from the global economic upturn, the international container shipping industry continues to grow and expand capacity of ports and vessels. As our operations and our industry continue to grow, we prioritize innovation and efficiency as our best routes towards long term success.

MAERSK M

The Aqaba Container Terminal Pvt. Co. (ACT) is a transit and cargo terminal located on the Red Sea in Aqaba City, Jordan. As Jordan's only container terminal and main commercial port, ACT plays a vital role in supporting national and regional commercial economy.

In operation since 2006, ACT is a joint venture between the Aqaba Development Corporation (ADC) and APM Terminals — a leading global provider of advanced logistical services. ACT is the logistical and economic backbone of Jordan's commercial maritime operations in the Agaba Special Economic Zone Authority (ASEZA).

VISION

MISSION

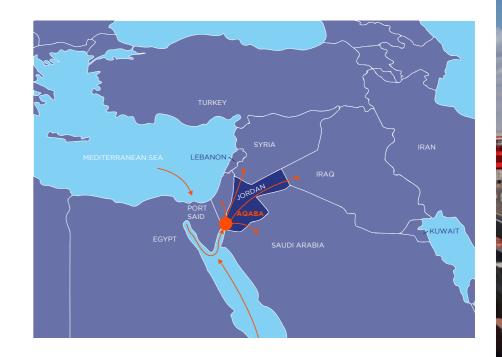
To develop and upgrade a sustainable modern, reliable, and profitable supply chain component into Jordan,

ACT OWNERSHIP



ACT LOCATION

Aqaba terminal is located in the city of Agaba, in the Hashemite Kingdom of Jordan in the cross-roads of three continents and four countries.



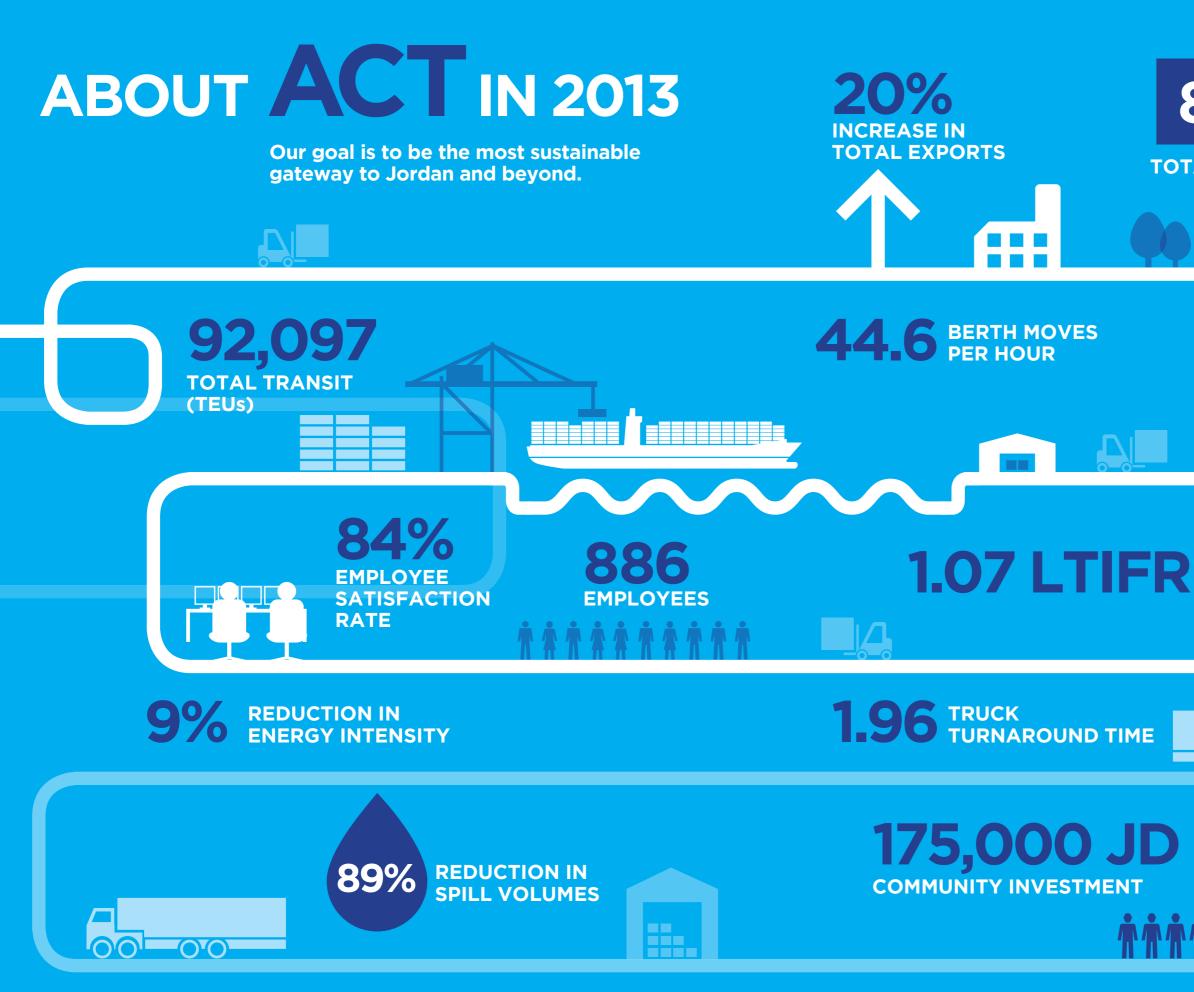
As the sustainable gateway to the Levant, ACT has maintained a reputation for handling containers in an efficient and yet safe manner in the region.

VALUES

Our values stem from our beliefs and guide us in the way we do business. We share understanding by:

- Uprightness
- Constant care
- Humbleness
- Our employees
- Our name







BERTH EXPANSION TO 1,000 METRES





SUSTAINABILITY AT ACT

Our ability to operate efficiently and responsibly defines our success now and in the future.

Every day we deliver on our promise to be the "Sustainable Gateway to the Levant" through our sustainability management program. As we look back on our progress since our operations began in 2006, we have made great advances in efficiency, capacity, and social impact.

Growing a better and stronger business relies not only on our economic performance, but also on acute attention to our impact on the communities, people and environment in which we operate. Our impacts, risks and opportunities are the focus of this report. We have made every effort to present information in a clear, concise and balance manner that allows all readers to understand our actions and impact and to see where we aim to be in the future.

Impact has many meanings and definitions, spanning environmental, economic, and social spheres. We have identified the most material impacts of our company and its stakeholders through a materiality assessment process that will be discussed further in this section. Balance and governance also play significant roles in our sustainability management approach.

Through our sustainability team and specific interactions with senior management team on sustainability topics, we have begun, and will continue to, engage our decision makers and stakeholders to best understand the most significant risks and opportunities for our business. These risks and opportunities form the business case for sustainability management within our operations and define the path forward for

successful and responsible growth of our company. Our sustainability management program continues to grow and mature as we engage further with employees, management and stakeholders to better understand our impact and opportunities.

We have committed to annual reporting of our sustainability performance for transparency and accountability to our stakeholders. For this year's report, we are using the newest international reporting guidelines issued by the Global Reporting Initiative. Please see page 32 for our GRI content index and materiality matters check icon. Our report has been prepared to be "in accordance with core" based on the GRI G4 reporting guidelines.

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2014 SUSTAINABILITY COMMITMENTS

In order to hold ourselves accountable for our ambitions, we have made a number of commitments related to sustainability which are outlined below. As we move forward, our Sustainability Committee will regularly review our progress against these commitments and evaluate successes and challenges over time.

.....

DEPARTMENT	COMMITMENT
Human Resources Department	 Increase employed Increase number of corruption policies Maintain turnover Increase percenta
Health, Safety, Security and Environment Department	 Continue a record Achieve ISO:1400 Maintain the imple from the past yea Implement the ner 2014 in order to in Decrease the num incidents Increase near miss Apply Preventive and hazards in the Further reducing a Continuously mor Maintaining 90% v
Operations Department	Increase crane proReach 1 million TE
CSR , Communications and Public Relations Department	 Hire sustainability Work on ACT 5 ye Increase % of pre-
Procurement Department	Reach 100% of sig undergone humar

SUSTAINABILITY GOVERNANCE

As our program matures, we are investing time and energy into formalizing sustainability governance for oversight and responsibility for within our organisation.

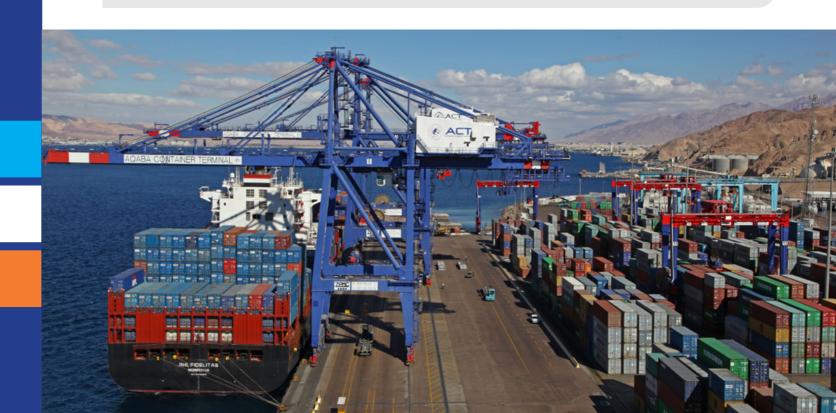
Sustainability management is driven by ACT's sustainability team. The team is comprised of five employees from ACT's main functions. The responsibilities of the team include collection and analysis of sustainability performance, producing ACT's annual sustainability report and coordination with peer terminals for sustainability initiatives. Senior management are engaged with sustainability management through regular meetings and ACT's Sustainability Steering Committee composed of eleven members including executive management team and sustainability committee members.

ACT has committed to hiring a dedicated sustainability manager daily sustainability tasks within the terminal.

Sustainabiltiy Steering Committee (Executive Board)

Sustainability Committee (5 employees)

Sustainability Coordinator (Communications & PR Manager)



Sustainable Gateway to Jordan and Beyond 11

e satisfaction to 4.2 of 5 of employees trained in organization's anties and procedures to 130 rate below 3% age of female in the workforce to 2%

d of O fatalities 1 certification emented Global Minimum Safety requirements ew APMT Global Minimum Safety requirements for mprove safety performance

nber of lost time injuries and high severity

s and observation reporting & corrective measures for the sake of less risks e workplace. and minimizing the quantities of oil / fuel spillages

nitor and reduce our CO2 emissions waste segregation and decrease waste generated

oductivity to 31 GMPH EU's handled

officer

ear sustainability strategy -tax profit invested in the community to 1%

gnificant suppliers and contractors that have an rights screening.

STAKEHOLDERS AND ENGAGEMENT

Stakeholder expectations have never been greater. In considering our operations and our direct and indirect impacts on economy, society and environment, we have a robust and diverse group of stakeholders, each of whom brings unique perspective towards understanding our operations and impacts.

Stakeholder engagement is part of our license to operate; as such, we invest considerable time and energy into understanding and communicating with our stakeholders. We use a simple, seven category framework to group our stakeholders and analyse our engagement with each group. As our engagement with stakeholders matures, we plan to invest further in communication with our stakeholders to better understand their needs and priorities. More information is available in our stakeholder map on page 31.



HIGHLIGHT: ACT'S NEW WEBSITE

ACT has launched its revamped bilingual website **www.act.com.jo**. The website is a new tool for engaging with stakeholders and improving ecommerce for our commercial users. Its signature "Online Gate Passes" section also grants commercial users the chance to complete all safety and security procedures regarding their terminal entry online, after viewing an informative video.



"The new website serves as an information resource for existing investors, potential investors, local citizens, and clients. It is also an affective news source informing its visitors of the company's latest developments." Ihab AI Rawashdeh, ACT's Communications and Public Relations Manager

PRIORITISING OUR SUSTAINABILITY TOPICS

Understanding the significance of key topics on stakeholders and our operations is the basis for determining our sustainability management priorities. In 2013, we developed a materiality assessment tool that defines and ranks 16 key topics according to their significance to our operations and stakeholders.

HOW MATERIALITY IS ASSESSED

The process of materiality assessment is an ongoing process. As such, the materiality matrix below represents ACT's current understanding of the priorities and rankings of issues to ACT and its stakeholders.

To conduct our materiality assessment, we began by evaluating the relevance and significance of each topic for our stakeholders and our company. We engaged third party consultants to assist in the evaluation and prioritization of topics. The list of 16 material topics presented below was consolidated from the 46 topic areas for materiality issued by the Global Reporting Initiative in the G4 guidelines. Each topic identified is given a prioritization score from 1 to 10 based on a number of factors. To score each topic, we evaluated ACT's company reports, public relations materials, communications, and performance in tandem with information that helps us to understand stakeholders' perceptions including news and social media discussions on ACT. performance reviews and significant topics for ACT's Board of Directors and shareholders. As they are our majority shareholder, we also aligned our topics and rankings to reflect the subjects that are reported within the APM Terminals Sustainability Report.

HOW MATERIALITY INFLUENCES OUR REPORTING

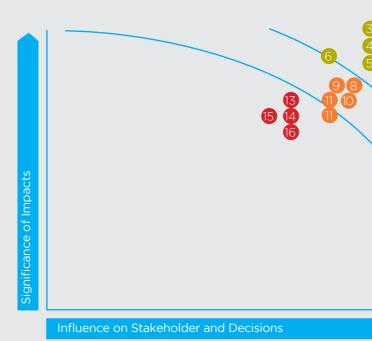
Materiality assigns tangible rankings to topics that help us to prioritize the level of discussion and detail that we address each topic with. For our report, the most material subjects defined by our assessment will be discussed in the most detail, while we will touch upon topics of lower materiality in less detail.

SUSTAINABILITY FRAMEWORK

ACT's sustainability framework is based on seven areas of focus, covering challenging issues that are increasingly important to achieving excellence in our business. The framework articulates ACT's commitment to sustainability management, and was designed to cover a range of stakeholder's needs and expectations, as well as our major risks and opportunities. It promotes sound environmental and social practices, combined with positive economic impact while encouraging transparency and accountability.



MATERIALITY MATRIX



Very Material Somewhat Material Less Material



HOW MATERIALITY WILL EVOLVE

The process defining materiality continues to evolve and will be evaluated by the sustainability committee on an annual basis to ensure that it aligns to our current operations and understanding of our stakeholders' needs and priorities. As we further engage our stakeholders and conduct internal reviews of our materiality assessment, it is likely that our materiality assessment will change. This is part of the natural evolution of sustainability management within a company and will be reflected in our annual sustainability report.





- 1 Safety and Security
- 2 Employees and Workforce3 Operational Efficiency and
- Performance 4 Customer Satisfaction
- 5 Governance
- 6 Occupational Health
- 7 Local Employment and Economic Impact
- 8 Community impact and CSR
- 9 Environmental Management
- 10 Commercial and Marketing
- 11 Procurement and Contractor Relations
- 12 Labor Rights and Relations
- 13 Financial Performance
- 14 Energy and Emissions
- 15 Materials, Waste and Water
- 16 Diversity and Equal Opportunity

CHAPTER 1 MAKING JORDAN A TERMINAL OF CHOICE

2013 COMMERCIAL

HIGHLIGHTS

7%

Increase inTotal

Throughput (TEUs)

Total Transit (TEUs)

20%

29.31

(TEUs)

92,097

increase in Total Exports

productivity level (gross moves per hour)

FACILITATING REGIONAL DEVELOPMENT

ACT is one of the Levant's most significant commercial hubs. Positioned on the Red Sea at the nexus of four countries, Egypt, Iraq, Jordan, and Saudi Arabia, Aqaba is uniquely positioned as the gateway to commerce within the Levant. Within the regional context, economic development and political stability have accelerated demand for transit of goods from Aqaba.

As a starting point for goods entering the region and also as a midway point for international shipping lines, ACT continues to grow and expand its operations

to meet increased demand for its services. In 2013. ACT increased its container's throughput by 7% from 2012, and achieved 20.4% increase in exports. Our growth in capacity and expansion of services will facilitate the flow of goods into and out of Jordan. As a commerce gateway to Irag. Syria. Saudi Arabia. and the Levant, ACT's commercial significance has never been higher. We continue to develop strong partnerships with national and governmental organisations to support flow of goods in compliance with local and international standards for safety and security.

Shipping Speak: What is a TEU?

Shipping cargo is measured in twenty foot equivalent units (TEU). While TEU containers can vary in size, the most prevalent container is 20 feet long has a volume of around 1,300 cubic feet. That means you could pack more than 5,400 shoe boxes or 11,900 boxes of cereal into a single container. Standardizing the size and shape of shipping containers has greatly increased the efficiency and capacity of cargo transport and sharply reduced the cost of cargo shipping.



OUR BERTH EXPANSION PROJECT

ACT continues to invest in the future development of the terminal. In 2013 we completed our ambitious berth expansion project which added 460 meters of berth and increased our overall berth length to 1,000 metres and raised our annual capacity to 1.2 million TEUs subject to 7 days dwell time. We are now able to offer 13 shipping lines actively working on a weekly basis, strengthening our connection to trading partners in Europe, East Asia, India and the Americas. The berth expansion, which represents an infrastructure and superstructure investment of USD \$140 million, is the first stage of the development program in accordance with the master plan of the terminal. This expansion initiated in 2009 and has included the delivery of two new Ship-to-Shore (STS) gantry cranes with a 22-container outreach, and four rubber-tire gantry cranes (RTG) in addition to other container terminal handling equipment. The project will further improve the competitiveness of the city and benefit end consumers. contributing to make Agaba a preferable destination and shipping line.

"The berth expansion project serves to ensure that Aqaba continues to accommodate the forecasted strong volumes into the Levant and Iraq region. It will also allow shipping lines to upgrade their vessels, which in turn will further improve the competitiveness of the City and benefit the end consumers. From another angle, it will also allow for trans-shipment opportunities in serving other markets in the Red Sea, thus adding to the regional hub concept while creating a sustainable gateway to Jordan and beyond."

APM Terminals Regional CEO, Mr. Peder Sondergaard

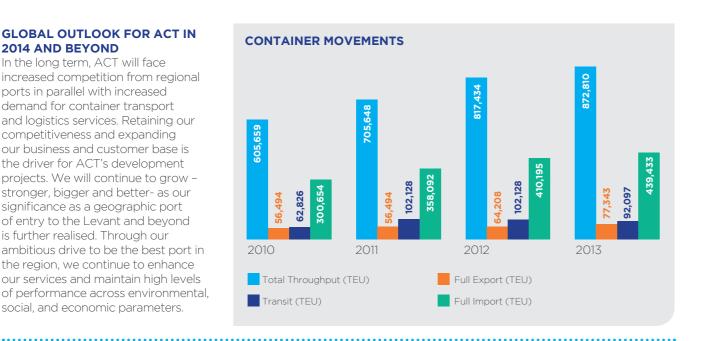


"In the years to come we will continue to work towards realizing His Majesty King Abdullah II's vision for transforming the city of Aqaba into a regional transportation hub while further strengthening our role as a contributor to community development and growth." **Mr. Jeppe Jensen, ACT CEO**

Below: The Aqaba Container Terminal (ACT) Berth Expansion Project was officially opened by His Majesty King Abdullah II of Jordan on October 24th, 2013.

GLOBAL OUTLOOK FOR ACT IN 2014 AND BEYOND

In the long term, ACT will face increased competition from regional ports in parallel with increased demand for container transport and logistics services. Retaining our competitiveness and expanding our business and customer base is the driver for ACT's development projects. We will continue to grow stronger, bigger and better- as our significance as a geographic port of entry to the Levant and beyond is further realised. Through our ambitious drive to be the best port in the region, we continue to enhance our services and maintain high levels of performance across environmental, social, and economic parameters.



What is a Gantry Crane?

A gantry crane is the machinery that transports containers from ships to land and vice versa. You can see gantry cranes in action in the photo to the right. ACT has 7+1 gantry cranes in operation and reached 29.31 crane moves per hour in 2013.





CHAPTER 2 **FOUNDATION FOR EXCELLENCE**

INNOVATION IN OUR OPERATIONS

ACT affirms that to achieve excellence and drive high performance, it must ensure operational efficiency where it is achieved by collaborative efforts from people and process and by adopting advanced technology solutions to enhance productivity and reduce operational cost. Furthermore, a proactive and preventative approach is always taken in ACT operations which results in improved equipment availability and reliability.

OPERATIONAL EFFICIENCY

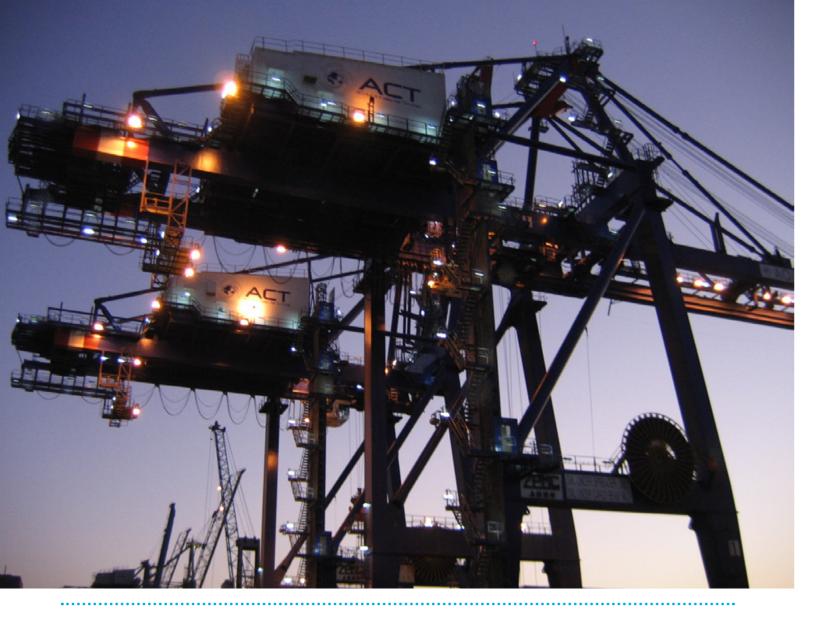
					•••••
	2010	2011	2012	2013	% change 2012-2013
Total Throughput (TEU)	605,659	705,648	817,434	872,810	+7%
Berth Moves Per Hour (BMPH)	47.8	42.6	46.3	44.6	-4%
Gross crane productivity	30.6	27.6	28.6	29.3	+2%
Truck turnaround time	1.1	0.8	1.5	2.0	+33%
Dwell time	8.8	10.1	10.7	10.0	-7%
GHG emissions intensity (tonnes CO ₂ e per 1,000 TEU)	28.6	12.5	12.2	11.9	-2%
Electricity intensity (kWh per TEU)	22.1	19.7	19.7	18.6	-6%
Fuel intensity (litres per TEU)	4.9	4.7	3.9	4.5	+15%
Water intensity(m ³ per 1,000 TEU)			56.3	40.4	-28 %
Operational Cost Intensity (JD/TEU)	42.7	47.7	49.1	58.0	+18%
Employees	727	704	802	886	+10%

ENGAGING EMPLOYEES TO INNOVATE

Employees are an essential part of ACT's operational efficiency. ACT has worked hard to build a strong team of engineers who a dedicated to maximizing the efficiency of our operations by modifying our machinery and optimizing movements and processes within the terminal. More than 20 engineers participate in operational efficiency programs during the year.

In 2013, our operations exceeded expectations, with crane productivity and TEUs reaching their highest levels since our operations began. Given the competitiveness of our industry, the efficiency and reliability of our operations is a critical piece of our success now and into the future.





CUSTOMERS DRIVING EXCELLENCE

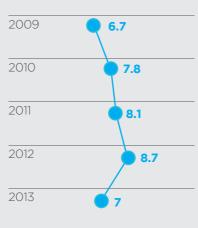
Maintaining a healthy customer relationship and growing customers' network are priorities for ACT. Many factors influence our relationship with our customers. A number of these factors are outside of our direct control. For example, in 2013, labour strikes at external organisations related to the terminal created significant delays in container processing and, as a result, our customer satisfaction score decreased by 20%. In 2014, we are investing time and energy towards improving transparency and communication with relevant entities that operate within the terminal's chain of operations including the Aqaba Customs Authority and the Food and Drug Authority. Through improvement of communication channels and transparency, we are encouraged that our performance and on-time record will satisfy customer expectations.

Coordination and strong communication continue to be our top priorities with customers as well as authorities related to our commercial operations. Through our commitment to gathering and analysing feedback from customers in a formalized annual survey as well as through direct communication, we aim to improve our customer satisfaction and build strong ties with authorities.

2013 HIGHLIGHTS

In order to enhance customer service skills, we conducted specialized training courses for 15 participants to teach and practice customer communication and complaint resolution.





FINANCIAL PERFORMANCE

Financial returns and profitability are the backbone of any business's success. We are proud of our economic contributions to the economy through wages, benefits, procurement, taxes and dividend payments. As our operations have grown, so too has our financial performance. In 2013, ACT increased its revenues by 16% coupled with 25% growth in employee wages and benefits.

Operational efficiency has never been more important to ACT as we face the challenge of profitability amidst rising energy, supplier, and wage costs. ACT is subject to the energy costs that are set by the Government of Jordan. Recent national increases in fuel and

electricity prices in Jordan have significantly increased our overhead costs. Over the long term, our financial sustainability depends on our ability to ensure that revenue growth is not outstripped by our operating expenses.

Our contribution to the national wealth of Jordan is a vital part of our mandate as a nationally owned company. We are committed to supporting direct and indirect economic development through infusion of capital through procurement, shareholder payments and employee compensation. As part of our contractual obligations to the Hashemite Kingdom, ACT has paid more than 20 million JD in taxes and shareholder remittances.

ECONOMIC PERFORMANCE				C	GRI G4-17
	2009	2010	2011	2012	2013
Local Procurement	96%	88%	40%	43%	35%
Direct economic value generated (JD)					
Revenues	51,034,248	49,084,571	60,696,029	74,262,738	86,005,044
Economic value distributed (JD)					
Operating Costs	27,314,000	25,881,000	33,672,000	40,117,515	50,597,716
Employee Wages and Benefits	10,455,814	11,217,811	12,435,516	15,123,184	18,892,035
Payments to providers of capital	10,403,473	8,633,942	19,233,858	21,947,447	18,717,714
Payments to government (Tax)				1,361,495	1,567,525



Community investment is another outlet of our financial performance. In 2013, we increased our community investment to 175,000 JD and expanding the scope of many of our community programs.

Beyond our direct economic impact, ACT creates a strong secondary economic impact through the spending and growth spurred by its capital spending. As an example, ACT has actively supported the development and infrastructure of the Aqaba municipality. While our indirect economic impacts are not currently quantified, they will be the focus of future projects in alignment with our renewed commitment to understanding our impact across the three pillars of sustainability.



GOOD GOVERNANCE PRACTICES

Sound and ethical conduct is the foundation of our ability to succeed as a business. As such, ACT works from many levels to build transparent, structured, and monitored reporting and governance systems to prevent corruption, fraud, and illegal actions. In 2013, ACT focused on engaging employees on good governance practices through several initiatives such as the anti-corruption awareness campaign and the departmental compliance audits.

ACT has also developed a strong reporting and whistleblowing system that allows employees to anonymously report any instances of suspected illegal activities. In addition, ACT conducts a comprehensive audit on an annual basis in alignment with APM Terminals governance standards. The outcome of this year's audit guestionnaire conducted by independent, third party witnessed an improvement in the overall control keys environment, scoring 3.91 out of a target of 4. In 2014, ACT will further implement the APM Terminals Compliance Manual as part of the company's integrated governance process.

BOARD OF DIRECTORS

The ACT Board of Directors guide the company and provide overall leadership and direction. The board consists of 7 nonexecutive and fully independent male members, with 3 representatives from Agaba Development Corporation (ADC) and 4 representatives APM Finance B.V. The Board has a candid and

H.E. Prof Kamel O. Mahadin Chairman - Representative of

Mr. Peder Sondergaard Vice-Chairman/ Representative of A.P Moller Finance S.A.

Mr. Bashar Abu Rumman Representative of Agaba

Mr. Philip M English Representative of A.P Moller Finance S.A.

* Peter Ford was replaced by Rashad Tokan in December, 2013. ** H.E. Umaya Tokan was replaced by Soren Jakobsen in May, 2013.

SENIOR MANAGEMENT TEAM

Our senior management team is led by Mr. Jeppe Jensen who joined ACT in October, 2013. Continuous engagement defines our management approach and creates an open and linear management structure in which all employees are encouraged to communicate directly with relevant parties from line managers to CEO. As a team of 7 individuals, our senior management team represents more than 30 years of experience in shipping and logistics. As evidence of our commitment to national impact, more than 40% of our senior management team is Jordanian.



* Mr. Jensen replaced Hansen Soren as CEO of ACT in October, 2013. ** Mr. Davidsen resigned in June, 2013 and was replaced by Mr. Vincent Flamant. *** Mr. Bubb was replaced by Mr. Jan Bandstra in May, 2014. **** Mrs. Blake was replaced by Mr. Robert Snow in April, 2013.

unrestricted communication with all company personnel including the internal auditors, external auditors, and corporate lawyer. The board of directors appoints an executive level employee to be responsible for economic, environmental and social topics. The company CEO (Terminal Manager) reports directly to company's Board of Directors.



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CHAPTER 3 OPERATING RESPONSIBLY

Safety and security are the foundation of ACT's operations and impact every decision and every action. ACT invests proactively to minimize its environmental impact and holds its operations to the highest environmental and safety standards.

HEALTH, SAFETY AND SECURITY

Safety is the responsibility of every person in our workforce. As ACT operations expand and the workforce increases, providing a safe and secure working environment is a key part of ACT's ability to operate in the long term. Significant investment of time and money for safety and security training and mechanisms since our operations began continue to payback strong safety performance. We are proud of our safety culture and work to spread it to our contractors and peer authorities through training and workshops. To maintain our safety performance, we conduct annual and monthly training courses and events targeting our main safety risks and challenges.

"We believe that all our employees are entitled to the same level of protection and intervention of stopping unsafe operation, and to ensure a consistent approach to Health, Safety, Security, and Environment. We approach safety proactively by implementing safety management system (SMS) supported by our HSSE processes, procedures, instructions and guidelines, as well as a mature security system." Feras Al-Taweil, **HSSE Manager - ACT**

In 2013, our focus was on separating man from machine within our container yards and to increase safety awareness for our contractors and non-field based staff. ACT strives to foster a culture of safety not only for its employees but also for its contractors. We operate a 24 hour medical clinic that is available for employees and contractors as well as a fire squad and emergency response team.

An important part of continuously improving safety at ACT is our Safety Reporting System. In 2013, ACT's safety reporting system was updated to track all incidents including near misses and observations of unsafe activity and conditions. Working in a machineprevalent industry, the new safety reporting system will help ACT takeover a preventative safety management approach which will lead to continually improved safety results.

Risk management is the foundation of our safety performance. Our performance in 2013 receded from our 2012 Lost Time Injuries Frequency Rate (LTIFR). For the incidents that happened in 2013, our emergency response team delivered acute care that minimized the injury impact. Moving forward, a number of preventative measures were put in place as a result of the accidents that were recorded and enable us to get 68% in safety conformance system (SCS) comparing with 53% in 2012.



IN FOCUS: GLOBAL SAFETY DAY

Every year, ACT celebrates the Global Safety Day to raise awareness and further promote safety in ACT's operations. Last year, the event's slogan was "If You See It, You Own It", which focused on ownership and intervention to prevent accidents in the workplace. The event engaged ACT's employees, families, and partners in a day of activities and informative presentations.

"It's about taking personal responsibility, not passing the buck or hoping somebody else will take action to avoid an unsafe situation. The leadership of APM Terminals is fully behind the ongoing expansion of our Safety Culture around the world; everyone has the right and responsibility to Intervene to avoid the risks of accidents." Sandeep Mehta, Head of HSSE, Regional Office Africa Middle East.



SAFETY PERFORMANCE

•••••••••••••••••••••••••••••••••••••••					
	2009	2010	2011	2012	2013
Lost Time Injuries Frequency Rate (per million man hours)	3.2	2.33	1.52	0.78	1.07
Fatalities	0	0	0	0	0
Percentage of employees trained in health and safety practices	100%	100%	100%	100%	100%
Percentage of contractors trained on health & safety practices	100%	100%	100%	100%	100%
Rates of Occupational Diseases		12	20	17	0
Lost Days					104
Near Miss Incidents	20	31	70	83	148
Safety Audits			1	2	3

H.E. Dr. Kamel Mahadin,

Chairman at ACT

ENVIRONMENTAL PERFORMANCE

PRIORITIZING EFFICIENCY IN OPERATIONS

Throughout ACT's operations and expansion, ACT has put an emphasis on minimising its environmental footprint and addressing related impacts on the local community. In alignment with our PERS certification and environmental management systems, we have developed 3 clear performance goals that influence our environmental performance on an annual basis.

ENVIRONMENTAL TARGETS IN 2013

2013 GOAL	PERFORMANCE
20% reduction in oil spill volume	75% + reduction in spill volume
5% reduction in CO2 emissions intensity (kg/TEU)	5% reduction achieved compared to 2012
90% waste segregation	92% waste segregation achieved

Efficiency and compliance are the primary drivers for our environmental improvements. Aqaba Special Economic Zone Authority's Environmental Letter of Compliance was granted to ACT for the first time. The letter states that ACT is in compliance with local environmental laws and regulations, and that no violations were recorded by ACT during 2013.

Our environmental management system and Environmental Steering Committee are the starting points for our environmental responsibility. ACT conducted special training on the Environmental Management System internal audit course for 13 employees to increase understanding of compliance and audit requirements within the ISO 14001 system and to comply with PERS requirements. We have also engaged 400 employees in trainings related to environmental management for their specific job functions. Regular reporting and management review of environmental performance is the key to successful and responsible operations.

Highlight: Investing in Our Environmental Management System

ACT is first terminal in Middle East and the second outside of Europe to receive the "PERS" certificate (Port Environmental Review System) from the European Sea Ports Organization (ESPO). The PERS certificate furthers our investment in environmental management that is led by our Environmental Steering Committee.



Environment Supervisor Eng. Abd Al Wahab O Al Shivab received ACT's PERS certificate at the Eco Ports Workshop in March, 2014.

OUR ENVIRONMENTAL TARGETS FOR 2014

Further reducing and minimizing the quantities of oil / fuel spillages

Continuously monitor and reduce our CO2 emissions

Maintaining 90%waste segregation rate

ENERGY

ACT draws electricity from the municipal power supply for use in its machinery, facility lighting, and offices. In 2013, ACT increased its spending on electricity by 14% as a result of Jordanian government increase in electricity price. Given these price conditions, electricity efficiency is an increasingly strong opportunity for us to improve our operations and reduce costs. In 2013, energy intensity improved by 16% despite a net increase in energy consumption.

ENERGY CONSUMPTION

	2009	2010	2011	2012	2013
Electricity (kWh)	13,235,150	13,373,080	13,902,000	16,072,300	16,217,590
Electricity intensity (kWh per TEU)	19.62	22.08	19.70	19.66	18.58
Total fuel consumption (litres)	4,872,732	2,981,578	3,339,373	3,191,000	3,923,623
Fuel intensity (litres per TEU)	7.2	4.9	4.7	3.9	4.5

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CLIMATE CHANGE AND EMISSIONS

Emission of greenhouse gases (GHG) from combustion of fuels is a part of our operations through the use of diesel, petrol, and electricity. Despite a 4% increase in net GHG emissions in 2013, we reduced our emissions intensity by 2%. Operational efficiency paired with regular maintenance and investment in new machinery helps us to reduce our emissions and improve our impact.

GHG EMISSIONS

	2010	2011	2012	2013	
Total Greenhouse Gas emitted (tonnes CO ₂ e)	17,322	8,846	10,038	10,464	
Total Greenhouse Gas emitted per 1,000 TEU	28.6	12.5	12.3	12.0	

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2013 HIGHLIGHTS

18.58

Electricity intensity per TEU

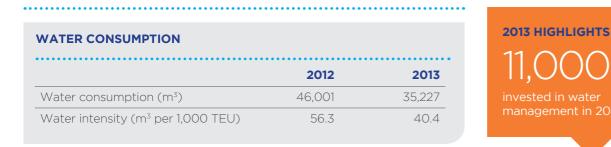
reduction in emissions intensity



WATER

Water consumption is always on top of ACT's environmental priorities. In 2013, ACT introduced water management within its environmental management system. As a result of comprehensive water management and the completion of the berth expansion project, net water consumption reduced by 23% and water intensity improved by 28%.

ACT has developed a water management plan in alignment with the PERS environmental management system which outlines 6 focus areas including maintenance, water conservation education and retrofitting of machinery and tanks. In total, we invested 11,000 JD in water management efforts in 2013. Looking forward, further reduction in water consumption will be made possible through leak monitoring and further development of water management within our operational objectives.



WASTE

Last year ACT reduced waste disposed by 96% relative to 2012 figures. The high volume of waste in 2012 is attributed to the berth expansion project, thus the waste management patterns changed significantly year on year. To improve waste management in the future, we added waste segregation into our environmental management system for regular monitoring and evaluation of performance.

WASTE MANAGEMENT

	•••••		••••••		
	2009	2010	2011	2012	2013
Total waste segregated (kg)	460	466	246,861	4,357,795	155,288
Waste recycled (%)		0%	5%	76 %	56%
Waste by type					
Solid Waste (wood, plastic, container seals, tires) (kg)			53,429	87,058	32,065
Paper and cardboard (kg)			13,432	3,321,000	87,673
Organic waste (kg)			159,000	940,000	35,000
Medical Waste (kg)			21	38	55

OIL SPILLS

ACT's preventative approach to avoid oil spills contributed to 89% reduction in spill volume from 2012-2013. Hose and storage tank damage are the focus of our preventative approach.

	2010	2011	2012	2013
Total number of oil spills	45	n/a	31	29
Total volume of spills (litres)	3,474	n/a	3,772	404

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CHAPTER 4 **WORKING TOGETHER**

Our employees are our most important asset. ACT is determined to fulfil the expectations of our employees by keeping them safe, investing in their development, offering competitive compensation, and cultivating a respectful and inclusive workplace. We are increasing our community presence in recognition of the positive impacts that we can share with the places in which our employees and customers live and work.

OUR EMPLOYEES

We are honoured to be seen as one of the best companies to work for in Agaba. Our success is a testament to our employees' commitment to our vision for operational excellence and our investment in employee training and satisfaction.

Engaging with our employees through regular evaluations, feedback and satisfaction assessments makes our business stronger and improves our operations. In 2013 ACT conducted an Employee Engagement Survey, which reflected a positive trend in overall employee satisfaction from 3.9 out of 5 in 2012 to 4.2 out of 5 in 2013. As well, our turnover rate was also low at only 2 percent.

Highlight: ACT Housing Loan

On Labour Day, ACT signed a special loan agreement with the Islamic International Arab Bank to provide loans to employees. The agreement aims to provide housing loans to ACT employees for mortgages, leasing apartments, buying land and construction materials. ACT and based on the collective bargaining agreement No. 51/2012 shall repay interest payments for eligible employees in accordance with the policy of the Housing Fund.

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OUR WORKFORCE					
	2009	2010	2011	2012	2013
Total work force	762	727	704	802	886
By employment level					
Senior Management	6	6	6	6	6
Middle Management	21	22	24	20	22
Staff	735	699	674	776	858
By age group					
18-30	138	134	111	105	312
31-40	312	299	304	300	301
41-50	247	249	255	248	244
51-60	65	45	34	47	29
By gender					
Male	753	716	692	782	866
Female	9	11	12	20	20

2013 HIGHLIGHTS





EMPLOYEE RETENTION & NATIONALISATION

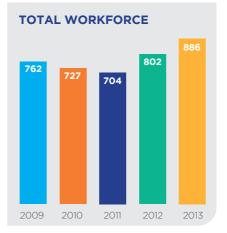
ACT plays an important part in local employment and development in Agaba. Due to the company's commitment to hiring local employees, in 2013 the nationalisation rate reached 99.5%. Our workforce grew by 10.5% in 2013, reaching 886 employees by year end. Our greatest section of growth was young persons aged 18-30. In 2013 we tripled the number of youth employed as part of our long term investment in engineers and technical professionals within our workforce. 200 fresh graduates participated in an intensive initiation program for engineering, technical process, and ACT company practices.

ACT is proud of its culture of knowledge sharing and inspiring action. Employees are encouraged to lead by example and to motivate each other to excel in their careers through high standards and outstanding performance. To foster learning and knowledge sharing within the industry ACT has developed, in collaboration with APM Terminals' regional office. several training programs where employees are given the chance to visit neighbour ports including Salalah Port in Oman and Khalifa bin Salman Port in Bahrain.





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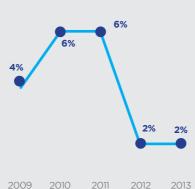
NATIONALISATION 2013 99.5% 2012 99.1% 2011 99.1% 2010 99%

²⁰⁰⁹ 98.8%

EMPLOYEE ENGAGEMENT AND SATISFACTION SCORE (0-5 SCALE)



TURNOVER RATE



TRAINING AND LEADERSHIP

ACT believes that leadership is about creating opportunities for others to learn. Having this in mind, ACT focuses on its leadership and talent program, building technical skills, internal awareness, and educating staff about process improvement as part of the company's long term goals. In 2013, ACT invested JD 250,000 in employees training program that formed 11,279 training hours. ACT aims to cover all employees with different training programs that support the personal development of each employee and align with the skills needs identified by each department.

EMPLOYEE TRAINING2009Total amount spent on employee
training (JD)Total amount spent on employeeTotal amount spent on employeeTotal number of training hours14,266Average hours of training provided per
employee

ENGAGING OUR COORDINATING ENTITIES

ACT's success is tied to our ability to engage and communicate with coordinating entities and regulatory bodies (such as Aqaba Customs Authority and trucking service providers) responsible for inspection and transport of goods from the terminal to their end destination. As such, ACT participates in regular meetings and forums to increase awareness of operations changes and exchange feedback with these entities.

Highlight: Engineers' Training Program:

During 2013, ACT restructured the engineering department to focus on hiring fresh graduates and enrolling them in the ACT Talent Program. Working in a significant skillset. ACT's Talent Program is an exciting opportunity for the terminal to leverage the talents of Jordanian engineers generation of terminal operators. Every year, ACT coordinates with the Jordanian Engineering Association and universities in the southern region of Jordan to encourage fresh engineers to participates in rigorous technical trainings in coordination with APM Terminals regional office.

Highlight: Yellow Belt Training

The purpose of the Yellow Belt training is to educate projects teams about the tools used in process improvement. The training focuses on the Lean and Six Sigma tools, which are the most robust improvement tools used internationally for improving processes. These tools ensure that a structured approach to process improvement based on data is used for analysis, decision making, and forecasting is implemented. This training targets the members of existing improvement projects to ensure that all teams have adequate training to get the most out of each project. ACT includes participants from senior management to trainees in the training because the company believes all employees are responsible for process improvement at ACT. When the program concludes, participants take an online examination and then return to their post to apply their knowledge in the workplace.



2010	2011	2012	2013
72,953	116,272	241,000	250,000
100	165	340	282
8,409	12,235	20,136	11,279
12	18	28	13





SUPPORTING THE LOCAL COMMUNITY

ACT recognizes the importance of supporting the local community as a key player in creating more jobs and contributing to Jordan's economy. In 2013, ACT invested JD 150,000 in community initiatives that bring value to local residents and help us to maintain our commitment to community engagement. Some of our flagship community projects are highlighted below. Their focus is on employment and supporting youth to participate in the workforce.

AHL AL KHAIR INITIATIVE

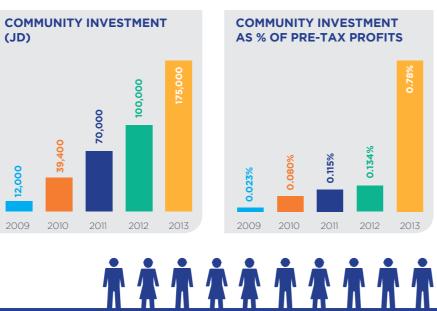
The Ahl Al Khair initiative targets the city of Aqaba and its surrounding villages including; Wadi Araba, and Al Disi. It entails the distribution of food packages to people with hard economic circumstances throughout the holy month of Ramadan. The initiative also includes the distribution of coupons that can be exchanged for purchases from specific stores to poor families before Eid Al Fitr.

ACT CSR Committee





COMMUNITY ENGAGEMENT





SECOND EDITION OF THE EDUCATIONAL CAMPAIGN "EKFALTALEB 2"

EkfalTaleb campaign strives to empower community members through educational opportunities. The program aims to reduce the school dropout rates directly caused by the harsh economic conditions of families where children prefer to leave school to work and get money to help their families. As an active contributor to positive socioeconomic development in Agaba, ACT contributes to the education of Aqaba's children, especially those at the compulsory schooling age. The campaign offers support to 450 students from 18 public schools in the city of Aqaba and its surrounding areas, thus securing its beneficiaries with school uniforms, school bags, stationary, books, and geometry sets.



CYCLE FOR GREEN CAMPAIGN

The Cycle for Green campaign is in its second year and continues to highlight bike riding as an effective and greener means of transportation. ACT has invited private and public sector entities, market players from the tourism sector, and students from local universities to introduce them to bike riding as a greener transportation practice. The campaign serves to benefit transportation and energy sectors by encouraging greener practices in regards to urban transportation and environmental conservation.









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Communications and Public **Relations Manager at ACT, Mr.** Ihab Alrawashdeh

FREE MEDICAL DAY AT WADI ARABA

The free medical day is a part of series of medical days conducted by ACT in several villages around Aqaba such as Al Disi, Qweireh and Wadi Araba. The medical day included providing check-ups and medical examinations for more than 3,000 people in Al Reesheh village in Wadi Araba which is considered among the most under privileged villages in Jordan.



APPENDICES

STAKEHOLDER MAP

REPORT SCOPE AND BOUNDARIES

ASPECT BOUNDARIES



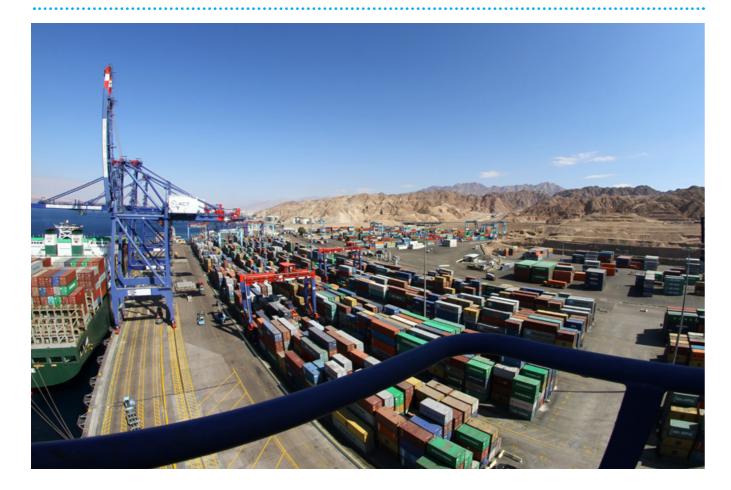
GRI G4-18

MATERIALITY PROCESS

The scope and aspect boundaries defined in this report reflect the information that is available to ACT at the time of production. Where possible, we include the performance of our contractors. We are committed to extending our reporting scope to include further information on stakeholders, supply chain and contractors in the future based on availability and relevance of data. Further engagement with our stakeholders, both external and internal will influence how we define report content and boundaries in the future.

As noted in our sustainability section on page 8-11, the content in our report is influenced and defined by our materiality assessment. We have conducted this assessment internally with consideration of external parties and stakeholders through passive channels such as board meetings, public feedback, and press coverage of our company. In alignment with the principles of the GRI G4 reporting guidelines, we used a four step process in determining our materiality assessment: 1) identification of relevant topics 2) prioritization of topics against stakeholder and company influence and impacts

3) validation of prioritization and identification through review and evaluation 4) review of context on annual basis. Our identification process was led by our sustainability team with the assistance of a third party consultant. Initial assessments included the 46 specific disclosure topics from the GRI. This list was then consolidated to the 16 topics that are presented in our materiality framework on page 11. We recognize the value of broadening our engagement with stakeholders to improve our materiality assessment and increase the relevance of information within our report based on stakeholder priorities.



STAKEHOLDER	METHODS OF ENGAGEMENT	STAKEHOLDER PRIORITIES	ACT'S RESPONSE
Customers (shipping lines, clearance and trucking companies,end-users and consignees)	 Web-based communication system Trade missions Customer satisfaction surveys Annual sustainability report Website 	 Transparency and accountability Operational efficiency Service excellence 	 Sustainability report Sustainability strategy Port Expansion Project
Employees	 Direct meetings; Intranet Engagement workshops Team buildings Annual sustainability report Website ACT TV Volunteering activities 	 Learning and development programs; Reward and recognition initiatives; Competitive salary packages; Competitive benefits; Open communication channels; Health and safe working conditions; Work-life balance; Labour-management relations; CBA 	 Close relationship with Unic Performance Management Health and safety policy Learning and development policy In-House & On-Job Training APM Global Terminal Development Programme (GTDP) Medical Check-ups Transportation, Health Insurance, Social Security, Employees Club, Annual leave. Superior Compensation Packages
Community (Local community, suppliers, Union)	 Direct communication Participation in events Annual sustainability report Website CSR Committee and man hours 	 Local development; Job creation Volunteering activities; Sponsorships; Good citizen 	 In-kind contributions; Volunteering activities School refurbishments Local procurement Support on safety emergencies Health and safety awareness Local community engagement
Shareholders (APM, ADC)	Sustainability reportWebsite	 Sustainable profits Transparency and accountability Good governance Business ethics Risk management Cost reductions 	 Creation of a corporate sustainability committee; Sustainability strategy Sustainability report Port Expansion Project
Government and Regulators (ASEZA, Customs)	 Direct communication ; Meetings; Annual sustainability report Website 	 Transparency and accountability; Good governance; Economic value; Job creation; Compliance to policies standards; 	 Web-based communication system Regular meetings
Media	 Press Releases Press conferences ACT's website CSR activities Tours inside the terminal Invitation for the major events that ACT is launching. Keep in touch with the CEO on desk interview 	 Clear and transparent information Close relationship Regular information monthly bases Press conferences for more engagement with the company 	Sustainability ReportNew Website

Sustainable Gateway to Jordan and Beyond | 33



ACT GRI INDEX

ndicator	Page reference (or direct response)	External Assurance
Strategy ar	nd Analysis	
G4-1	93	Not Assured
Organizatio	onal Profile	
G4-3	9 5	Not Assured
G4-4	• 5	Not Assured
G4-5	6 5	Not Assured
G4-6	6 5	Not Assured
G4-7	• 5	Not Assured
G4-8	1 2-14	Not Assured
G4-9	6, 17	Not Assured
G4-10	25-27	Not Assured
G4-11	 All ACT employees are covered under labour contracts that include collective bargaining agreements. 	Not Assured
G4-12	● 16-17	Not Assured
G4- 13	 No significant changes during reporting period. 	Not Assured
G4-14	8	Not Assured
G4-15	No relevant charters or principles.	Not Assured
G4-16	• 5	Not Assured
Identified N	Naterial Aspects and Boundaries	
G4-17	• 17	Not Assured
G4-18) 11, 30	Not Assured
G4-19	• 11	Not Assured
G4-20	9 30	Not Assured
G4-21	9 30	Not Assured
G4-22	 Limited restatements of data have been made to improve quality. All restatements are noted clearly in text. 	Not Assured
G4-23	No significant changes.	Not Assured
Stakeholde	r Engagement	
G4-24	9 31	Not Assured
G4-25	9 31	Not Assured
G4-26	9 31	Not Assured
G4-27	9 31	Not Assured
Report Pro	file	
G4-28	 ACT reports according to the calendar year. 	Not Assured
G4-29	😑 2012 Sustainability Report	Not Assured
G4-30	ACT reports annually.	Not Assured
G4-31	🛑 Ihabalrawashdeh@act.com.jo	
G4-32	In accordance with "core"	Not Assured
G4-33	 This report was not checked by third-party. 	Not Assured
Governance	e	



Indicator	Page reference (or direct response)	External Assurance
CATEGORY: E	CONOMIC	
Material Aspe	ct: Economic Performance	
G4-DMA	1 7	Not Assured
G4-EC1	0 17	Not Assured
1aterial Aspe	ct: Market Presence	
64- EC6	12-16	Not Assured
1aterial Aspe	ct: Indirect Economic Impact	:
G4- DMA	1 2-16, 28	Not Assured
G4 - EC 7	12-16	Not Assured
64 - EC 8	26-28	Not Assured
laterial Aspe	ct: Procurement Practices	
64-DMA	1 6-17	Not Assured
64-EC9	1 7	Not Assured
ATEGORY: E	ENVIRONMENTAL	
1aterial Aspe	ct: Energy	
G4-DMA	22	Not Assured
G4-EN3	22-23	Not Assured
64-EN4	22-23	Not Assured
64- EN5	22-23	Not Assured
64- EN6	22-23	Not Assured
1aterial Aspe	ct: Water	
64-DMA	22,24	Not Assured
64-EN8	24	Not Assured
laterial Aspe	ct: Emissions	
64-DMA	22-23	Not Assured
64-EN15	23	Not Assured
64-EN16	23	Not Assured
1aterial Aspe	ct: Effluent and Waste	
G4-DMA	22,25	Not Assured
G4-EN23	25	Not Assured
G4-EN24	25	Not Assured
CATEGORY: S	OCIAL	
	ct: Employment	
G4-DMA	25-26	Not Assured
64-LA1	26-27	Not Assured
	ct: Occupational Health and	
64-DMA	20-21	Not Assured
64-LA6	20-21	Not Assured
	ct: Training and Developmen	
G4-DMA	25-27	Not Assured
G4-LA9	27	Not Assured
		Not Assured
G4-LA10	27	

full circle = fully reported



