WEBBBER RESEARCH | ADVISORY

ESG: Shipping, Infrastructure, & LNG Webber Research: 2023 ESG Scorecard

2023 ESG Scorecard: Before we delve into our updated rankings, framework, and company specific changes, we want to reiterate the idea that underpins this entire endeavor, which is that **we believe there is no longer a place in the public shipping markets for companies that do not prioritize strong corporate governance and capital stewardship.** We believe that risk premiums associated with poor governance and capital discipline should continue to widen, eventually pricing-out conflicted players and antiquated structures from public markets.

New For 2023: Sector Rankings. As part of the continued evolution of our Scorecard, we're now breaking out our rankings by sector (Page 3) - identifying where each company ranks against its peers within the LNG, LPG, Crude Tanker, Product Tanker, Dry Bulk, Container, MLP/Finance, U.S. Flag, and Industrial Support (effectively "Other") sectors.

New For 2023: Radar Charts. This year we're also providing more detail around how each company scores within our model by showing company-specific radar charts, organized by sector (Pages 21-40). We believe these charts help conceptualize a company's strengths and weaknesses relative to our quantitative ESG framework.

Evolving Our Criteria. Our 2023 ESG Scorecard incorporates the same methodology as our 2022 edition, which includes nine (9) primary factors and seventeen (17) subfactors, with environmental disclosures focused on: **AER & EEOI** (Pages 18-19), which aligns our framework with the <u>Poseidon Principles</u>, and **Scope 1/Scope 2** emissions data (as defined by the <u>Greenhouse Gas Protocol</u>). Over the next 12 months, we intend to incorporate additional subfactors into our model, potentially including, but not limited to, the following (as applicable):

- Energy Efficiency Design Index (EEDI) Figure 15
- Energy Efficiency Existing Ship Index (**EEXI**) Figure 16
- Carbon Intensity Indicator (CII) Figure 17
- Loss Time Incident Rate (LTIR), or a derivative (included under SASB)
- Diversity disclosure (included under SASB)

If incorporated, we expect these variables to be binary in nature (focused on metric disclosure, rather than relative or absolute performance), and largely fit within our existing primary factor weightings.

Expanding Our Universe. Our 2023 scorecard evaluates 64 shipping, logistics, and energy infrastructure companies, including 15 new entities: Awilco LNG (ALNG-NO), Maersk (AMKBY), AMSC (AMSC-NO), Belships (BELCO-NO), CoolCo (CLCO), d'Amico (DIS-IT), Euroseas (ESEA), Exmar (EXMRF), Hapag-Lloyd (HLAG-DE), Gram Car Carriers (GCC-NO), Klaveness (KCC-NO), MPC Containerships (MPCC-NO), Odfjell (ODF-NO), Pacific Basin (PCFBY), and TOP Ships (TOPS), broadening our evaluation pool within the European and Asian listed markets. July 17, 2023 ESG

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Webber Research: 2023 ESG Scorecard Summary

| | 2023 ESG Scorecard Rankings | | | | | | | | | | | | | |
|----------|-----------------------------|------|------|----------------|----------|---------|--------------|------|----------------|--|--|--|--|--|
| | Company | 2023 | 2022 | ∆Up/ (Down) | | Company | 2023 | 2022 | ∆Up/ (Down) | | | | | |
| | GNK | 1 | 1 | - | | DIS-IT | 33 | New | | | | | | |
| | TRTN | 2 | 8 | 6 | | CPLP | 34 | 38 | 4 | | | | | |
| | MATX | 3 | 3 | - | | KNOP | 35 | 26 | (9) | | | | | |
| | ASC | 4 | 4 | - | | GOGL | 36 | 31 | (5) | | | | | |
| | PCFBY | 5 | New | | | SBLK | 37 | 37 | - | | | | | |
| | DHT | 6 | 6 | - | | EXMRF | 38 | New | | | | | | |
| Ţ | NVGS | 7 | 11 | 4 | m | NETI | 39 | 32 | (7) | | | | | |
| tile | GRIN | 8 | 9 | 1 | tile | CMRE | 40 | 29 | (11) | | | | | |
| Quartile | AMKBY | 9 | New | | Quartile | PANL | 41 | 28 | (13) | | | | | |
| ō | KEX | 10 | 12 | 2 | ō | AMSC-NO | 🭠 42 | New | | | | | | |
| | WKC | 11 | 7 | (4) | | EE | // 43 | 39 | (4) | | | | | |
| | TRMD | 12 | 13 | 1 | | STNG | 44 | 36 | (8) | | | | | |
| | INSW | 13 | 10 | (3) | | GLOP | 45 | 33 | (12) | | | | | |
| | EGLE | 14 | 2 | (12) | | SFL | 46 | 27 | (19) | | | | | |
| | BELCO-NO | 15 | New | | | DSX | 47 | 40 | (7) | | | | | |
| | EURN | 16 | 5 | (11) | | AGAS-NO | 48 | 41 | (7) | | | | | |
| | GLNG | 17 | 14 | (3) | | DAC | 49 | 42 | (7) | | | | | |
| | CLCO | 18 | New | | | ALNG-NO | 50 | New | | | | | | |
| | NFE | 19 | 23 | 4 | | GSL | 51 | 43 | (8) | | | | | |
| | TNK | 20 | 17 | (3) | | SHIP | 52 | 44 | (8) | | | | | |
| | HAFNI-NO | 21 | 16 | (5) | | NAT | 🝠 53 | 45 | (8) | | | | | |
| | ODF-NO | 22 | New | | | NMM | 54 | 47 | (7) | | | | | |
| ы | HLAG-DE | 23 | New | | 4 | GCC-NO | 55 | New | | | | | | |
| | OSG | 24 | 15 | (9) | | MPCC-NO | 56 | New | | | | | | |
| Quartile | тк | 25 | 18 | (7) | Quartile | KCC-NO | 57 | New | | | | | | |
| ళ | LPG | 26 | 21 | (5) | ð | DLNG | 58 | 48 | (10) | | | | | |
| | BWLPG-NO | 27 | 22 | (5) | | SB | 59 | 49 | (10) | | | | | |
| | TGH | 28 | 30 | 2 | | ESEA | 60 | New | | | | | | |
| | SNI-NO | 29 | 19 | (10) | | TNP | 61 | 51 | (10) | | | | | |
| | FRO | 30 | 20 | (10) | | GASS | <i>я</i> 62 | 50 | (12) | | | | | |
| | ZIM | 31 | 24 | (7) | | CTRM | <i>я</i> 63 | 52 | (11) | | | | | |
| | FLNG | 32 | 25 | (7) | | TOPS | 🭠 64 | New | | | | | | |

Figure 1. ESG Scorecard Rankings For 2023

🝠 No Carbon Disclosures

Source: Webber Research & Advisory, LLC

| rigure z | 2023 ESG Rankings By Sector | | | | | | | | | | | | | |
|----------------|-----------------------------|----------------|-----------|----------|----------------|--------------|----------|----------------|-------------------|----------|----------------|--|--|--|
| Sector | Company | Sector Rank | Sector | Company | Sector Rank | Sector | Company | Sector Rank | Sector | Company | Sector Rank | | | |
| | тк | 1 | | TRTN | 1 | | GNK | 1 | | DHT | 1 | | | |
| | CPLP | 2 | | MATX | 2 | | PCFBY | 2 | ъ | INSW | 2 | | | |
| > e | KNOP | 3 | | АМКВҮ | 3 | | GRIN | 3 | anker | EURN | 3 | | | |
| arr | GLOP | 4 | 5 | HLAG-DE | 4 | Bulk | EGLE | 4 | Crude Tar | TNK | 4 | | | |
| MLP, Finano | SFL | 5 | Container | TGH | 5 | | BELCO-NO | 5 | | FRO | 5 | | | |
| | NMM | 6 | | ZIM | 6 | | GOGL | 6 | | NAT | 6 | | | |
| | DLNG | 7 | | CMRE | 7 | | SBLK | 7 | | TNP | 7 | | | |
| | | | Ŭ | DAC | 8 | Dιγ | PANL | 8 | - | TOPS | 8 | | | |
| | GLNG | 1 | | GSL | 9 | | DSX | 9 | | | | | | |
| | CLCO | 2 | | MPCC-NO | 10 | | SHIP | 10 | | ASC | 1 | | | |
| DNJ | NFE | 3 | | ESEA | 11 | | KCC-NO | 11 | ц. | TRMD | 2 | | | |
| 5 | FLNG | 4 | | | | | SB | 12 | er c | HAFNI-NO | 3 | | | |
| | EE | 5 | | NVGS | 1 | | CTRM | 13 | Product Tanker | ODF-NO | 4 | | | |
| | ALNG-NO | 6 | | LPG | 2 | | - | | Ta | SNI-NO | 5 | | | |
| | | | Del | BWLPG-NO | 3 | μ, D | KEX | 1 | | DIS-IT | 6 | | | |
| - | WKC | 1 | 5 | EXMRF | 4 | U.S. Flag | OSG | 2 | | STNG | 7 | | | |
| nd. upp | NETI | 2 | | AGAS-NO | 5 | - 1 | AMSC-NO | 3 | | | | | | |
| I SI | GCC-NO | 3 | | GASS | 6 | | | | | | | | | |

Figure 2. Sector Rankings

Source: Webber Research & Advisory, LLC

Reiterating Our Position On *Intent*. As a reminder, our scorecard does not measure intent, but rather whether certain avenues exist that could misalign management and shareholder interests – providing a baseline for investors to incorporate into their own unique risk/reward parameters. Our model measures the *racecar*, rather than the *driver*.

Superior Governance Translates To Outperformance:

- Companies with the *strongest ESG* scores (AMKBY, ASC, BELCO-NO, DHT, EGLE, EURN, GNK, GRIN, INSW, KEX, MATX, NVGS, PCFBY, TRMD, TRTN and WKC) *outperformed* the bottom quartile by +5% on a 1-year, +88% on a 5-year basis and +157% since inception.
- Companies with the *weakest ESG* scores (AGAS-NO, CTRM, DAC, DLNG, ESEA, GASS, GCC-NO, GSL, KCC-NO, MPCC-NO, NAT, NMM, SB, SHIP, TNP and TOPS) *underperformed* the group by (-10%) on a 1-year basis, (-83%) on a 5-year basis and (-98%) since inception.

2023 Scorecard High Level Takeaways:

- We've added 15 new companies to the 2023 scorecard (ALNG-NO, AMKBY, AMSC-NO, BELCO-NO, CLCO, DIS-IT, ESEA, EXMRF, HLAG-DE, GCC-NO, KCC-NO, MPCC-NO, ODF-NO, PCFBY, and TOPS), which expands our scorecard and offsets the replacement of both ATCO and HMLP due to M&A/privatization, and HUNT-NO's removal following the liquidation of its fleet (Q322).
- Carbon Disclosure: Who's Participating? In total, 91% of the companies in our scorecard (58/64 see Pages 5-6) met at least part of the carbon disclosure requirements within our model, up from 79% (41/52) last year, 71% (37/52) in 2021 and 42% (22/52) in 2020 when we first added carbon disclosure to our framework. We're aware of at least one company (EE) that is still in the process of aggregating, auditing, and eventually disclosing relevant carbon data to investors. We also note that the level of disclosure has risen to the point that (at least for this year) it was more efficient for us to note which companies *do not* disclose some form of carbon emissions within our ranking's summary.

Among the ranking shifts at the top of our scorecard, all of the Quartile 1 companies from 2022 remained, with three *new entrants* (PCFBY, AMKBY, and BELCO-NO) also falling into Quartile 1. EGLE notably fell 12 spots and EURN 11 spots, stemming from updated related party disclosure, among other factors.

Feedback & Intent. As a reminder, our model does not explicitly measure intent, nor will we be re-litigating whether entrenched related party relationships are ultimately symbiotic or parasitic for investors, rather whether certain avenues exist that could misalign management and shareholder interests – hopefully providing a baseline from which investors can dig deeper. To that point, we think strong governance helps minimize the need for investors to delve into potential conflicts of interest, for which they're almost certainly at an informational disadvantage. We believe the data is clear, the evolution is obvious, and the market's verdict is unambiguous – decided long before we began publishing this scorecard.

What Is The Webber Research ESG Scorecard? Our scorecard ranks the public shipping universe on a number of corporate governance metrics (Page 14), with the goal of identifying both high quality shipping platforms and points of conflict based on those underlying factors. Our scorecard crystallizes a framework that's been core to our investment strategy and coverage, while also aimed at keeping conflicted entities from relying on *anonymity* or *indifference* to perpetuate what's become a consistent headwind for the sector.

Carbon Factor Details

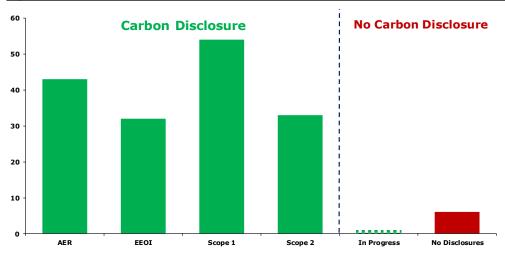
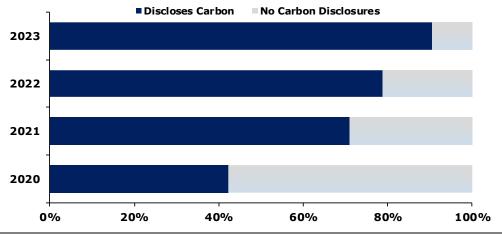


Figure 3. ESG Scorecard: Carbon Data Disclosure Breakdown

Source: Webber Research & Advisory, LLC, Company filings

Figure 4. Carbon Disclosure Trend



Source: Webber Research & Advisory, LLC

Figure 5. ESG Scorecard: Carbon Data Notes

Carbon Disclosure Summary

43 out of 64 companies (67%) reported AER, a carbon intensity metric in accordance with the IMO. (AGAS-NO, ALNG-NO, ASC, BELCO-NO, BWLPG-NO, CLCO, CMRE, CPLP, DAC, DHT, DIS-IT, DLNG, DSX, EGLE, EURN, EXMRF, FLNG, FRO, GCCRF, GLNG, GLOP, GNK, GOGL, GRIN, GSL, HAFNI-NO, HLAGF, INSW, KNOP, LPG, MPCC-NO, NVGS, ODF-NO, PANL, PCFBY, SBLK, SHIP, SNI-NO, STNG, TK, TNK, TRMD, ZIM)

31 out of 64 companies (48%) reported EEOI, a measurement of a how efficiently a vessel is being operated. (ASC, BELCO-NO, BWLPG-NO, CLCO, CMRE, CPLP, DAC, DHT, DIS-IT, DLNG, DSX, EGLE, ESEA, EURN, GLNG, GLOP, GNK, GRIN, GSL, HAFNI-NO, INSW, KCC-NO, LPG, NMM, ODF-NO, PCFBY, SB, SBLK, TK, TNK, TRMD)

53 out of 64 companies (83%) reported Scope 1, a measure of direct GHG emissions in accordance with the GHG Protocol. (AGAS-NO, AMKBY, ASC, BELCO-NO, BWLPG-NO, CLCO, CMRE, CPLP, DAC, DHT, DIS-IT, DLNG, DSX, EGLE, ESEA, EURN, EXMRF, FLNG, FRO, GCCRF, GLNG, GNK, GOGL, GRIN, GSL, HAFNI-NO, HLAGF, KCC-NO, KEX, KNOP, MATX, MPCC-NO, NETI, NFE, ODF-NO, OSG, PANL, PCFBY, SB, SBLK, SFL, SHIP, SNI-NO, STNG, TGH, TK, TNK, TNP, TRMD, TRTN, WKC, ZIM)

32 out of 64 companies (50%) reported Scope 2, a measure of indirect GHG emissions in accordance with the GHG Protocol. (AGAS-NO, AMKBY, ASC, DAC, EGLE, EURN, FLNG, FRO, GLNG, GOGL, GSL, HAFNI-NO, KCC-NO, KEX, KNOP, LPG, MATX, MPCC-NO, NETI, NFE, ODF-NO, PCFBY, SBLK, SFL, SNI-NO, STNG, TGH, TNP, TRMD, TRTN, WKC, ZIM)

1 of 6 companies (17%) is actively working on an ESG report - that we're aware of (EE)

6 of 64 companies (9%) do not yet provide publicly available carbon data (AMSC-NO, CTRM, EE, GASS, NAT, TOPS)

Source: Webber Research & Advisory, LLC, Company filings

| Ticker | Sector | AER ^{1, 2} | EEOI ^{1, 2} | Scope 1 ^{1, 2} | Scope 2 ^{1, 2} |
|----------|---|----------------------------|---------------------------------------|---------------------------------------|-------------------------|
| АМКВҮ | Container | | | ✓ | ✓ |
| CMRE | Container | ✓ | ✓ | √ | |
| DAC | Container | ✓ | ✓ | ✓ | ✓ |
| ESEA | Container | | ✓ | √ | |
| GSL | Container | ✓ | ✓ | √ | ✓ |
| HLAG-DE | Container | ✓ | | ✓ | |
| MATX | Container | | | ✓ | ✓ |
| MPCC-NO | Container | ✓ | | ✓ | ✓ |
| TGH | Container | | | ✓ | ✓ |
| TRTN | Container | | | ✓ | √ |
| ZIM | Container | ✓ | | √ | ✓ |
| DHT | Crude Tanker | ✓ | ✓ | 1 | |
| EURN | Crude Tanker | ✓ | ✓ | ✓ | 1 |
| FRO | Crude Tanker | ✓ | | √ | ✓ |
| INSW | Crude Tanker | ✓ | ✓ | | |
| NAT | Crude Tanker | | | | |
| ТИК | Crude Tanker | ✓ | ✓ | ✓ | |
| TNP | Crude Tanker | | | · · · | √ |
| TOPS | Crude Tanker | | | • | · · |
| BELCO-NO | Dry Bulk | ✓ | ✓ | √ | |
| CTRM | Dry Bulk | • | , | • | |
| DSX | Dry Bulk | ✓ | ✓ | √ | |
| EGLE | | ✓ ✓ | ✓ | ✓ | ✓ |
| GNK | Dry Bulk | ✓ ✓ | ✓ ✓ | ↓ | • |
| | Dry Bulk | ✓ | • | ✓ | ✓ |
| GOGL | Dry Bulk | ✓ | ✓ | | v |
| GRIN | Dry Bulk | ¥ | | 1 | |
| KCC-NO | Dry Bulk | · · · · | ✓ | 1 | ✓ |
| PANL | Dry Bulk | 4 | | 1 | |
| PCFBY | Dry Bulk | ✓ | ✓ | 1 | ✓ |
| SB | Dry Bulk | | 1 | 1 | |
| SBLK | Dry Bulk | ✓ | ✓ | 1 | ✓ |
| SHIP | Dry Bulk | ✓ | | 1 | |
| WKC | Industrial Support | | | ✓ | ✓ |
| GCC-NO | Industrial Support | ✓ | | ✓ | |
| NETI | Industrial Support | | | ✓ | ✓ |
| ALNG-NO | LNG | ✓ | | | |
| CLCO | LNG | ✓ | ✓ | 4 | |
| EE | LNG | | | | |
| FLNG | LNG | ✓ | | ✓ | ✓ |
| GLNG | LNG | ✓ | ✓ | √ | √ |
| NFE | LNG | | | ✓ | ✓ |
| AGAS-NO | LPG | ✓ | | √ | √ |
| BWLPG-NO | LPG | √ | ✓ | √ | |
| EXMRF | LPG | ✓ | | √ | |
| GASS | LPG | | | | |
| LPG | LPG | ✓ | ✓ | ✓ | ✓ |
| NVGS | LPG | ✓ | ✓ | √ | √ |
| GLOP | MLP/Finance | ✓ | ✓ | | |
| CPLP | MLP/Finance | ✓ | ✓ | 1 | |
| KNOP | MLP/Finance | ✓ | | 1 | ✓ |
| DLNG | MLP/Finance | ✓ | ✓ | √ | |
| NMM | MLP/Finance | | · · · · · · · · · · · · · · · · · · · | | |
| тк | MLP/Finance | ✓ | · · · · · · · · · · · · · · · · · · · | √ | |
| SFL | MLP/Finance | | | · · · · · · · · · · · · · · · · · · · | ✓ |
| ASC | Product Tanker | ✓ | ✓ | ✓ ✓ | ✓ ✓ |
| DIS-IT | Product Tanker | ✓ ✓ | · · · · · · · · · · · · · · · · · · · | ✓ ✓ | , |
| HAFNI-NO | Product Tanker Product Tanker | ✓ ✓ | · · · · · · · · · · · · · · · · · · · | ✓ ✓ | √ |
| ODF-NO | Product Tanker | ✓ ✓ | ✓ ✓ | v √ | √ |
| | | ✓ | • | ✓ ✓ | √ √ |
| SNI-NO | Product Tanker | | | | ✓ ✓ |
| STNG | Product Tanker | ✓ | 1 | 1 | |
| | Product Tanker | ✓ | ✓ | √ | 1 |
| AMSC-NO | U.S. Flag | | | | |
| KEX | U.S. Flag | | | ✓ | ✓ |
| OSG | U.S. Flag at a point in our model Blue check = addit | | | 1 | |
| | | | | | |

Figure 6. ESG Scorecard: Carbon Data Overview

1) Green check = affirmative data point in our model, Blue check = additional disclosures

2) Blank cell = no credit

Source: Webber Research & Advisory, LLC

Notes & Outliers

The companies that had the **strongest** ESG scores within our framework were **AMKBY**, **ASC**, **BELCO-NO**, **DHT**, **EGLE**, **EURN**, **GNK**, **GRIN**, **INSW**, **KEX**, **MATX**, **NVGS**, **PCFBY**, **TRMD**, **TRTN** and **WKC** as noted in Figure 1.

The companies that had the **weakest** ESG scores within our model were **ALNG-NO**, **CTRM**, **DAC**, **DLNG**, **ESEA**, **GASS**, **GCC-NO**, **GSL**, **KCC-NO**, **MPCC-NO**, **NAT**, **NMM**, **SB**, **SHIP**, **TNP** and **TOPS** as noted in Figure 1.

Our subjective factor reflects history, frequency, and context that is inherently limited by the binary nature of certain data points and factors. We note that excluding our subjective factor (which carries a 12.5% weighting), the results would have been largely the same. In fact:

- *Excluding* our **subjective factor**, 14 out of the 16 top quartile (best ranked) names would have been the same.
- *Excluding* our **subjective factor**, 12 out of the 16 bottom quartile (worst ranked) names would have been the same.

Do We Look At Relative Operating Metrics Or Profitability? Sure, but not here. We look at a mosaic of factors when determining our broader equity ratings, and governance is certainly one of those. For the purposes of this piece, **we've intentionally kept the scope relatively narrow and well-defined**, to focus on an idea/risk that can be easily obfuscated or overrun by other dynamics like valuation and cyclicality. We know some make the argument that conflicted or related-party structures may have competitive G&A, OPEX, or other efficiencies – a position held almost exclusively by direct beneficiaries of those structures or their representatives. While that may be true in select cases, it is also beside the point (at best) and misdirection (at worst). We believe whether or not a related party structure is being abused is simply a debate public equity investor shouldn't have to entertain, and certainly not for free. Those legacy related party relationships may save money in some cases, but we think there's a larger (growing) price-tag for the window they leave open for conflicts. Ultimately, we believe the risk premiums associated with poor governance and capital stewardship can (and should) continue to widen, eventually pricing-out conflicted players or antiquated structures from the public markets.

Changes To Our Rankings:

- As with prior iterations of our scorecard, there tends to be three primary clusters of scores: the leading group, a large middle section, and a small group at the bottom (Page 12). As noted in our model's score distribution, the overall level of disclosure and alignment for the group has continued to gradually improve.
- Updated Universe. We've removed ATCO (taken private), HMLP (acquired by private parent Hoegh LNG), and HUNT-NO (divested all its vessels as of Q322) which have been replaced by fifteen (15) new companies (ALNG-NO, AMKBY, AMSC-NO, BELCO-NO, CLCO, DIS-IT, ESEA, EXMRF, HLAG-DE, GCC-NO, KCC-NO, MPCC-NO, ODF-NO, PCFBY, and TOPS) as we expanded our universe from 52 companies to 64.
- **Quartile 1:** The composition of Quartile 1 remained relatively consistent y/y, with all of the top 13 names (from 2022) remaining in Quartile 1. **GNK** (1) maintained the

top position for the third consecutive year, while **EURN** (16) fell 11 spots amid updated related party disclosure, among other factors. **TRTN** (2) improved 6 spots after receiving full credit for carbon disclosures (rolling average), with **EGLE** (14) also sliding following a relevant related party transaction (Oaktree) and its shareholder rights plan (poison pill). New entrants **PCFBY** (5), **AMKBY** (9) and **BELCO-NO** (15) were also ranked within the first quartile.

- Quartile 2: NFE (19) & TGH (30) improved this year, up 4 and 2 spots, respectively, as both companies benefited from carbon disclosures within their rolling average score. Three of the new entrants CLCO (18), ODF-NO (22) and HLAG-DE (23) placed in Quartile 2, displacing KNOP (35) which fell to Quartile 3.
- Quartile 3: Three new entrants DIS-IT (33), EXMRF (38), and AMSC-NO (42) placed in this group. SFL (46) fell 19 spots as moved its carbon disclosures behind a paywall, and CMRE (40) fell 11 spots due to (primarily) to inclusion of new entrants and the scorecards expansion. Notably, EE (43) & AMSC-NO (42) are the lone companies in Quartile 3 that do not provide carbon disclosure (although we note EE in the process of publishing its inaugural ESG report).
- Quartile 4: A number of new entrants landed in Quartile 4, with TOPS (64) coming in last due to litany of related party arrangements, relatively low independent board (40%), relatively unfriendly board policies and lack of carbon disclosures. ALNG-NO (50), GCC-NO (55), MPCC-NO (56), KCC-NO (57), and ESEA (60) rounded out the rest of the new companies in Quartile 4.

Recent Developments

Figure 7. Recent (Select) Company Specific Developments

| Ticker | Commentary |
|---------|---|
| CTRM | In early June, CTRM revealed 14.99% stake in EGLE. |
| DAC | Started accumulating a position in EGLE, owns $\sim 16.7\%$ as of the date of this publication. |
| DSX | In recent AGM, DSX eliminated rights of shareholders with less than a 20% stake to call special board meetings & granted the Board with sole authority to amend Company's Amended & Restated By-laws and eliminate the right of shareholders to make such amendments. |
| EGLE | Adopted a limited duration poison pill after DAC disclosed a 9.99% ownership stake. Also repurchased its shares from Oaktree for \$58/share (~\$12/share premium to its share price the day before the announcement, or ~\$15/share premium to its 30-day VWAP). |
| EURN | Failed merger with FRO resulted in departure of CEO and general counsel, and with board independence moving down to 43%. |
| EXMRF | BOD have unanimously voted to support Saverys' bid to take the company private. Following a public bid, as of July 13, Saverys owns ~74.35% of Exmar. Expected to eventually exit the model's universe. |
| FRO | In arbitration with EURN following failed combination. |
| GLOP | GLOP shares will be delisted by the end of July following the closing of acquisition by GasLog Ltd. Expected to exit our model's universe. |
| HLAG-DE | Intends to publish EEOI in a future report as it's a metric used in meeting its GHG emissions reduction target. |
| INSW | At latest AGM, INSW ratified extending expiration of its limited duration poison pill from May 7, 2022 to April 10, 2026. |
| KEX | Entered into a Cooperation Agreement with JCP Investment, where JCP agrees to a Standstill Period in exchange for appointing one director (Rocky Dewbre) to the board. |
| KNOP | CEO/CFO resigned in April 2023, but will stay on board for up to six months in order to allow KNOP time to find a successor. |
| NETI | NETI & Cadeler announced merger agreement in June 2023 and will continue as a pure-play offshore wind turbine installation company. |
| NVGS | Published its inaugural ESG report July 2023. |
| TRTN | TRTN will hold a special general meeting on Aug 24, 2023 to approve previously announced acquisition by Brookfield Infrastructure Partners. Will likely exit our model's universe. |
| wĸc | Changed business name to World Kinect Corporation from World Fuel Services. |

Source: Webber Research & Advisory LLC, Company Filings

Corporate Governance Quality & Returns

Stronger Corporate Governance Has Generally Been Associated With Stronger Performance. As noted in Figure 7, companies in Quartile 1 significantly **outperformed** Quartile 4 on a 1-year, 5-year, and Since Inception/10-year basis by ~5%, ~88% and ~157%, respectively. While we believe cyclical pressure has impacted longer-term returns across the board, we believe this relative outperformance reflects the general idea that sound corporate governance policies are consistently associated with stronger returns. We note stocks in Quartile 4 generally **underperformed** the group (by ~10% on a 1-year basis, ~83% over the past 5 years, and ~98% on a Since Inception/10-year basis).

| | | | | 2023 ESG S | corecard I | kankings | | | |
|-----------|------------|----------------|------------------------|--------------------|-------------|---------------|---------------|--------------------|-------------------|
| | | | | Price | | | % Total F | Return | |
| | | | | | | | | | Since Inception/ |
| | | Ticker | Rating | 7/12/23 | YTD | <u>1 Year</u> | <u>3 Year</u> | <u>5 Year</u> | Year ¹ |
| Quartile | 1 | GNK | Not Rated | \$13.95 | (6%) | (3%) | 183% | 23% | (88%) |
| | | TRTN | Not Rated | \$84.25 | 25% | 63% | 219% | 262% | 295% |
| | | MATX | Not Rated | \$79.12 | 28% | 10% | 128% | 132% | 254% |
| | | ASC | Not Rated | \$12.68 | (7%) | 101% | 202% | 62% | 14% |
| | | PCFBY | Not Rated | \$6.05 | (4%) | (2%) | 231% | 71% | 45% |
| | | DHT | Outperform | \$8.95 | 7% | 58% 33% | 105% | 176% 7% | 295% |
| arine Na | mes With | | Not Rated | \$13.69 | 14% | | 101% | 7% 7% | (32%) |
| p-Tier Go | overnance | GRIN AMKBY | Not Rated Not Rated | \$8.52 \$9.57 | (54%) 7% | (27%) 4% | 324% 111% | 146% | (29%) 124% |
| | erformed | | Outperform | \$9.57 \$76.52 | 19% | 34% | 64% | (11%) | (7%) |
| A Long- | Term Basis | WKC | Not Rated | \$21.89 | (19%) | 5% | 0% | 11% | (40%) |
| | | TRMD | Not Rated | \$24.68 | (4%) | 138% | 358% | 327% | 344% |
| | | INSW | Not Rated | \$38.31 | 13% | 127% | 187% | 114% | 382% |
| | | EGLE | Not Rated | \$46.68 | (5%) | 17% | 265% | 53% | 4% |
| | E | BELCO-NO | Not Rated | \$1.66 | 24% | 7% | 245% | 266% | 256% |
| | | EURN | Market Perform | \$15.97 | 5% | 54% | 114% | 148% | 270% |
| - 4 | → A | verage | | | 3% | 39% | 177% | 112% | 130% |
| Quartile | <u></u> | GLNG | Outperform | \$23.38 | 4% | 12% | 253% | (15%) | (22%) |
| | | CLCO | Outperform | \$13.50 | N/A | N/A | N/A | N/A | 7% |
| | | NFE | Not Rated | \$27.63 | (29%) | (23%) | 76% | N/A | 137% |
| | | TNK | Not Rated | \$40.76 | 36% | 160% | 216% | 365% | 128% |
| | 1 | HAFNI-NO | Not Rated | \$5.11 | 12% | 108% | 295% | 15% | (23%) |
| | | ODF-NO | Not Rated | \$8.83 | 4% | 79% | 326% | 147% | 145% |
| | | HLAG-DE | Not Rated | \$240.44 | 68% | 16% | 489% | 817% | 1610% |
| | | OSG | Not Rated | \$4.22 | 46% | 102% | 109% | 17% | 45% |
| | | TK | Not Rated | \$6.80 | 50% | 160% | 203% | (7%) | (80%) |
| | | LPG | Not Rated | \$26.22 | 51% | 125% | 466% | 456% | 133% |
| | В | WLPG-NO | Not Rated | \$9.94 | 51% | 78% 53% | 382% | 357% | 280% |
| | | TGH SNI-NO | Not Rated Not Rated | \$40.32 \$25.14 | 32% (4%) | 38% | 440% 239% | 174% 86% | 47% 89% |
| | | FRO | Market Perform | \$15.81 | (4%) 45% | 117% | 152% | 308% | 158% |
| | | ZIM | Not Rated | \$13.56 | 5% | (48%) | N/A | N/A | 176% |
| | | FLNG | Not Rated | \$31.22 | 1% | 34% | 761% | 199% | 319% |
| 1 | A | verage | | 1 | 25% | 67% | 315% | 224% | 197% |
| Quartile | | DIS-IT | Not Rated | \$4.09 | 6% | 127% | 296% | 133% | (24%) |
| ų aurero | | CPLP | Not Rated | \$14.17 | 6% | 12% | 92% | 68% | (9%) |
| | | KNOP | Not Rated | \$5.46 | (43%) | (66%) | (45%) | (57%) | (37%) |
| | | GOGL | Not Rated | \$7.99 | (5%) | (9%) | 214% | 57% | (29%) |
| | | SBLK | Not Rated | \$17.88 | (3%) | (4%) | 321% | 111% | (53%) |
| | | EXMRF | Not Rated | \$11.99 | 68% | 68% | 68% | 68% | 16% |
| | | NETI | Not Rated | \$13.19 | 32% | 134% | (5%) | (79%) | (99%) |
| | | CMRE | Not Rated | \$10.23 | 13% | (0%) | 152% | 70% | 8% |
| | | PANL | Not Rated | \$6.91 | 38% | 63% | 265% | 168% | (63%) |
| | | AMSC-NO | Not Rated | \$3.81 | (8%) | 9% | 88% | 88% | 82% |
| | | EE | Not Rated | \$21.24 | (15%) | 6% | N/A | N/A | (21%) |
| | | STNG | Not Rated | \$45.00 | (16%) | 43% | 261% | 81% | (39%) |
| | | GLOP | Market Perform | \$8.64 | 30% | 71% | 117% | (48%) | (34%) |
| | | SFL | Not Rated | \$9.68 | 10% | 16% | 38% | 6% | 73% |
| | | DSX AGAS-NO | Not Rated Not Rated | \$3.85 \$8.23 | 6% 54% | 11% 95% | 303% 492% | 25% 364% | (42%) 47% |
| | | | NUL KALEU | φο.2 3 | 11% | 36% | 177% | 364% 70% | (14%) |
| | | verage | Net Deted | ¢(0.9) | | | | | . , |
| Quartile | | DAC | Not Rated | \$69.86 | 36% | 26% | 2060% | 137% | 24% |
| | | ALNG-NO GSL | Not Rated Not Rated | \$0.84 \$20.93 | 13% 31% | 79% 48% | 600% 475% | 64% 143% | (52%) (20%) |
| | | SHIP | Not Rated | \$5.46 | 31% | 48% | 475% (64%) | (100%) | (100%) |
| | | NAT | Not Rated | \$3.82 | 35% | 122% | 6% | 105% | (100%) |
| | | NMM | Not Rated | \$23.04 | (11%) | 14% | 160% | (11%) | (83%) |
| | | GCC-NO | Not Rated | \$16.74 | 4% | 88% | N/A | N/A | 181% |
| | | MPCC-NO | Not Rated | \$1.91 | 42% | 43% | 1566% | 5% | 19% |
| | | KCC-NO | Not Rated | \$6.60 | 10% | 26% | 120% | N/A | 11% |
| | | DLNG | Not Rated | \$2.53 | (4%) | (20%) | (29%) | (66%) | (75%) |
| | | SB | Not Rated | \$3.40 | 20% | 12% | 189% | 3% | (24%) |
| | | ESEA | Not Rated | \$22.59 | 28% | 13% | 861% | 77% | (65%) |
| | | TNP | Not Rated | \$18.72 | 12% | 118% | 108% | 25% | 13% |
| | | GASS | Not Rated | \$4.57 | 71% | 90% | 96% | 37% | (49%) |
| | | CTRM | Not Rated | \$0.45 | 2% | (13%) | (67%) | N/A | (98%) |
| | | | Net Deted | \$0.66 | (48%) | (91%) | (99%) | (100%) | (100%) |
| | | TOPS | Not Rated | \$0.00 | | | | | |
| I | <u> </u> | TOPS verage | NOT Kated | \$0.00 | 16% | 34% | 399% | 24% | (26%) |

 $^{\rm 1}$ 10-year performance used in lieu of since-inception data when applicable Source: FatSet, Webber Research & Advisory, LLC

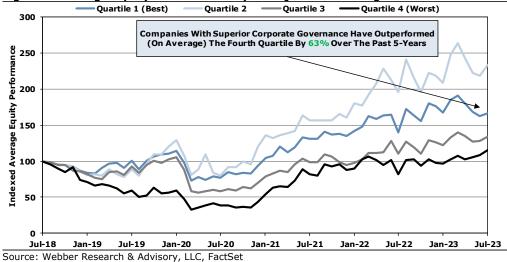
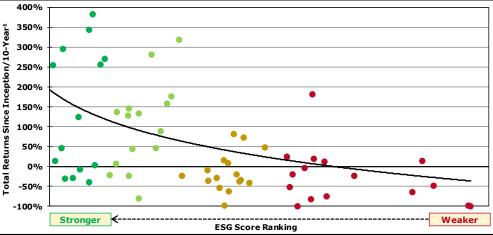


Figure 9. Average Equity Performance By ESG Quartile Ranking



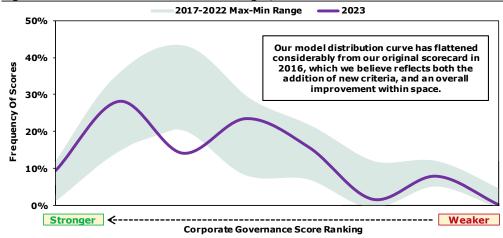


¹ 10-year performance used in lieu of since-inception data when applicable

Note: HLAG-DE (+1610%) not shown

Source: Webber Research & Advisory, LLC estimates, FactSet, Company filings





Source: Webber Research & Advisory, LLC

Scorecard Rationale

The purpose of the scorecard is to provide a baseline, comparable quantitative and qualitative corporate governance rankings across the Marine universe. We use a proprietary factor model built on eight quantitative and qualitative inputs that places Marine names into quartile rankings (Quartile 1 being our highest ranking in the model). Our model is centered on measuring corporate governance controls, with (1) related-party commercial management fees and (2) related-party technical management fees, (3) S&P fees, (4) related-party transactions, (5) level of board independence, (6) board composition, (7) board policies, and (8) **Carbon Disclosures**. We also add a subjective factor (9) to capture dynamics, context, or risks that are missed by the inherently binary aspect of some of our metrics. Our model creates a cumulative value, or ranking, for each company in each category, and, for example, if a Marine stock scores poorly (Quartile 4), we believe the corporate governance profile of that name should probably receive extra scrutiny. Thus, an investor would need to price this lower degree of corporate governance (and associated risk) appropriately (i.e., pay a lower price/valuation). In contrast, we believe Quartile 1 Marine names are more likely to fetch a relative valuation premium based on higher underlying quality as indicated by our scorecard.

How Should The Scorecard Be Used?

We believe our scorecard can be used as a tool to help evaluate degrees of individual companies' corporate governance across shipping sectors. While there are obviously dozens of risk factors and fundamentals on both a company and an industry basis that go into making an investment decision, we believe corporate governance is too often either overlooked or mispriced. All else equal, we believe companies in Quartile 1 generally screen more favorably than the lower quartiles, presenting stronger governance standards than many of their peers. Our primary goal for this scorecard is to help clients better understand the varying degrees of governance risk across the shipping space, enabling investors to differentiate among investment alternatives, and provide a relative baseline for further work.

What It Is Not?

Our ESG scorecard is not an indication that an investor should only invest in Quartile 1 Shipping companies, as we believe governance is one factor among several risks or fundamentals to be considered, along with a specific investor's risk appetite and investment goals. We note that industry dynamics (be it Tankers, LNG, Containers, etc.) play a very large role in our formal, cumulative ratings and investment process, and are not necessarily captured within the narrower scope of this scorecard.

Corporate Governance Methodology

In our 2016 Corporate Governance rankings, we identified five factors to capture some of the basic elements of corporate governance and conflicts of interest, particularly as they pertain to shipping. Specifically, we used (1) Related Party Commercial Management, (2) Related Party Technical Management, (3) Sale and Purchase (S&P) Fees, the history of (4) Related Party Transactions, as well as the (5) Independence Level of Boards.

In 2017, we expanded the scope of our analysis to include several additional measures to evaluate how a Board of Directors is composed/structured, as well as its functions and policies, with the overarching goal of evaluating their alignment with shareholders. Specifically, we added two factors: (1) Board Composition and (2) Board Policy to our scorecard, while also adding additional criteria to another factor, (3) Board Independence, to help give the evaluation more depth and context.

In 2020, we included **Carbon Factor** as the 8th factor in our proprietary ESG model. Our 2020 framework only evaluates whether the appropriate carbon data is *disclosed* – we have yet to draw any qualitative or quantitative conclusions from that data – *however, we may over time*. The relevant data we looked for is laid out on Pages 15-16 of the <u>Poseidon Principles</u> and consists of:

- 1) an Annual Efficiency Ratio (AER) on an aggregate or vessel specific basis
- an Annual Energy Efficiency Operational Indicator (EEOI) on an aggregate or vessel specific basis

In 2021, we slightly adjusted our 8th factor (**Carbon**) to include **(1) Scope 1** and **(2) Scope 2** GHG emissions disclosures on our scorecard to account for non-asset owners and other entities for which AER & EEOI are less material.

Scope 1 accounts for the **direct** GHG emissions (the seven GHGs covered under the Kyoto Protocol) from sources that are owned or controlled by the company (on-site fuel combustion, fleet fuel consumption, etc.), while **Scope 2** accounts for **indirect** GHG emissions from the generation of purchased electricity consumed by the company. This should help solve for comparing certain companies in our universe that don't report vessel data – such as Box Lessors – but do publish robust sustainability reports.

| | First-Gen Corporate Governance Factors | Weight | | | | | | | |
|-----------|--|--------|--|--|--|--|--|--|--|
| Factor #1 | Related Party Commercial Management | 16.7% | | | | | | | |
| Factor #2 | Related Party Technical Management | 16.7% | | | | | | | |
| Factor #3 | Sale And Purchase Fees | 16.7% | | | | | | | |
| Factor #4 | Related Party Transactions | 16.7% | | | | | | | |
| Factor #5 | Independent Board Membership | 16.7% | | | | | | | |
| Factor #6 | Subjective | 16.7% | | | | | | | |
| | | | | | | | | | |

Figure 12. Our Current ESG Scorecard Factors



| | Second-Gen Corporate Governance Factors | Weight |
|-----------|---|--------|
| Factor #1 | Related Party Commercial Management | 12.5% |
| Factor #2 | Related Party Technical Management | 12.5% |
| Factor #3 | Sale And Purchase Fees | 12.5% |
| Factor #4 | Related Party Transactions | 12.5% |
| Factor #5 | Board Independence | 15.0% |
| Factor #6 | Board Composition | 10.0% |
| Factor #7 | Board Policy | 12.5% |
| Factor #8 | Subjective | 12.5% |

| | Third-Gen ESG Factors | Weight | | | | | | | | |
|-----------|-------------------------------------|--------|--|--|--|--|--|--|--|--|
| Factor #1 | Related Party Commercial Management | 8.8% | | | | | | | | |
| Factor #2 | Related Party Technical Management | 8.8% | | | | | | | | |
| Factor #3 | Sale And Purchase Fees | 8.8% | | | | | | | | |
| Factor #4 | Related Party Transactions | 8.8% | | | | | | | | |
| Factor #5 | Board Independence | 12.5% | | | | | | | | |
| Factor #6 | Board Composition | 10.0% | | | | | | | | |
| Factor #7 | Board Policy | 10.0% | | | | | | | | |
| Factor #8 | Carbon Factor | 20.0% | | | | | | | | |
| Factor #9 | Subjective | 12.5% | | | | | | | | |
| | | | | | | | | | | |

Source: Webber Research & Advisory, LLC

Factor Details

Factor #1: Related Party Commercial Managers (8.75%). Commercial management covers the marketing, chartering, operations, and trading of vessels in the spot or time-charter market. While commercial management can be provided by wholly-owned subsidiaries, it is commonplace in the industry for companies to outsource commercial management to third-party managers who charge a daily fee on a per vessel basis (with those fees ranging widely from \$300 - \$2,000/day across our Shipping universe). These management agreements can be with either public or private managers, which may be either related or unrelated parties, potentially creating conflicts of interest given the difficulty of comparing the value of services within these arrangements. Commercial relationships with wholly-owned subsidiaries or unrelated third parties generally provide the least degree of potential conflicts of interest, while

related party management presents higher potential risk for shareholders given those conflicts. Within related party commercial management structures, we believe the degree of the risks from conflicting interests are partially offset via public-to-public relationships given the greater degree of visibility on both ends of the agreement, while we view public-to-private related party arrangements as the least desirable. Additionally, given the presence of related party management relationships as an inherent aspect of the GP/MLP structure, our related party commercial management factor rankings are less punitive across the GP/MLP group so far as the arrangements are within the bounds of the typical GP/MLP relationship, and both entities are public.

Factor #2: Related Party Technical Managers (8.75%). Technical management includes providing vessel maintenance, arranging and supervising newbuilding construction, dry-docking, repairs, capital improvements, and maintaining vessel safety management systems. While technical management can be provided internally by wholly owned subsidiaries, it is commonplace in the industry for companies to outsource technical management to either related or unrelated third-party managers who charge a daily fee on a per vessel basis (with those fees ranging widely from \$250 - \$1,000/day across our Shipping universe). Relationships with wholly owned subsidiaries or unrelated third parties generally provide the least degree of potential conflicts of interest, while related party management presents a higher degree of potential risk for shareholders. We believe the degree of the risks from conflicting interests are partially offset via public-to-public relationships given the greater degree of visibility on both ends of the agreement, while we view public-to-private related party arrangements as the least desirable. As with commercial management, the presence of related party management relationships is an inherent aspect of the GP/MLP structure, our related party factor rankings are less punitive across the GP/MLP group, and both entities are public.

Factor #3: Sale & Purchase Fees (8.75%). Shipping companies often have Sale & Purchase fee arrangements, whereby management directly (or indirectly via a related third-party) receives a fee for any newbuild orders, asset sales, or purchases at the company level, with these S&P fees typically ranging from 1-1.25% of the total transaction value. We view the presence of these S&P fee arrangements as a major red flag, and a reflection of lower quality corporate governance given weaker alignment of shareholder and management interests. We believe S&P arrangements between related parties often incentivize investment decisions based on deal size and frequency, rather than returns.

Factor #4: Related Party Transactions (8.75%). We also scrutinize related party transactions, as we believe they create similar (and very significant) conflicts of interest for management, with the potential for transaction values to deviate from market prices given the incentives for premium valuations charged between the two parties (and higher risk). This most readily presents itself via acquisitions from private fleets or related entities, with a number of Dry Bulk, Tanker, and Containership owners acquiring or selling assets to their private fleets.

Factor #5: Board Independence (12.5%). We view board independence as a factor that is highly reflective of strong corporate governance controls. As such, we believe it is important to differentiate between the varying levels of independent board membership across the shipping space. Additionally, within our recent scorecard rankings we have expanded our

underlying variables from solely independent board membership to also reflect executive participation at the board level and board member tenures.

- Rationale: We favor active, knowledgeable boards that are heavily weighted with independent directors. Boards run by insiders are more easily "captured" by management or otherwise promote interests that run counter to those of equity holders. Longer tenure of board members can improve the board's grasp of the company's business and strengthen their ability to challenge management. However, this rule of thumb is subject to diminishing returns: beyond a certain point, (10 years or longer in our model), high average tenure implies a lack of director turnover which may undermine the independence of the board.
- Subfactors:
 - <u>Separated Chairman + CEO Roles:</u> We view separated Chairman and CEO roles as indicative of higher quality corporate governance and penalize companies with an Executive Chairman role.
 - 2) <u>Executive Chairman & No Lead Director</u>: If there is an Executive Chairman role, we believe a Lead Independent Director in conjunction with the Executive Chairman role is indicative of higher quality corporate governance.
 - 3) <u>Degree of Board Independence</u>: We view a higher degree of Independent Directors as indicative of higher quality corporate governance, as it increases the likelihood of objectivity. We have compiled the independent board membership percentages across our universe into quartiles, with companies that have lower independent directorship percentages receiving more punitive scores in our model.
 - 4) <u>Length of Board Member Tenure</u>: We tend to view shorter Board Member tenures as indicative of higher quality corporate governance as they help prevent stale and trenched directorships many of which tend to be non-independent. That said, we note that there is also a trade-off between length of tenure and experience.
 - 5) <u>Existence of Executive Sessions:</u> We believe Board Members should participate in Executive Sessions that exclude management, and we penalize companies that lack Executive Sessions in our model.

Factor #6: Board Composition (10.0%). We view the actual composition of a Board as a meaningful factor for perspectives and a diversity of skill sets that are generally a well-regarded best practice. While we believe Board Composition is very important (hence its inclusion), given how many basic and fundamental governance issues exist within the shipping space, we've modestly lowered this factor's weighting last year to accommodate additions to our model.

• Subfactors:

 <u>Utilization Of Specialized Committees:</u> Committees allocate specialized tasks such as the oversight of executive compensation to groups of Directors. The committee structure will depend on the circumstances and priorities of a company.

- 2) <u>Overboarding:</u> We believe Directors that hold several board seats can impact the quality of corporate governance should it lead to insufficient time to fulfill obligations, or if those Directors are stacked on the boards of related parties. We have adjusted this subfactor to account for the number of each company's board members that hold multiple board seats within our universe, and assigned the most punitive scores to companies with a higher number of "overboarded" Directors.
- 3) <u>Age Diversity</u>: We view diversity across age ranges as another effective measure of adding perspective in support of higher quality corporate governance. As such, we compiled the standard deviation of the age members across each company's Board of Directors into quartiles and we penalize companies with more concentrated age ranges.
- 4) <u>Gender Diversity</u>: Diversity can enhance Board effectiveness by adding different perspectives and vantage points. As such, we have a binary gender diversity variable within our model.

Factor #7: Board Policy (10.0%). We view the limitation of shareholder rights as one of the more important topics within corporate governance, as companies can limit shareholder rights by conferring disproportionate voting rights to certain classes of shareholders. While such policies may protect directors from short-term activist investors seeking changes, they also restrict the ability of ordinary shareholders to hold management accountable, while most research also suggests provisions that limit shareholder power contribute to lower valuations.

- Subfactors:
 - <u>Staggered Board</u>: We believe a staggered board limits the ability of shareholders to hold directors accountable by having directors serve multiple-year terms at a time. Annual re-election or something similar tends to be best practice here.
 - 2) <u>Limited Shareholder Voting Rights</u>: We generally view limited shareholder voting rights arrangements as factors contributing to lower quality corporate governance, with those arrangements having a punitive impact on the Corporate Governance scores in our model.
 - <u>Stockholder Rights Agreement/Poison Pill</u>: We generally view Poison Pills or other aggressively defensive mechanisms as unfriendly to common shareholders.
 - 4) <u>Blank Check Preferred Stock:</u> Similarly, we generally view Blank Check Preferred Stock as an aggressively defensive mechanism that is unfriendly to common shareholders.

Factor #8: Carbon Data (20.0%). Our framework only evaluates whether the appropriate carbon data is *disclosed* – we have yet to draw any qualitative or quantitative conclusions from that data – *however, we may over time*. The relevant data we looked for is described within the <u>Poseidon Principles</u> and consists of:

1) an Annual Efficiency Ratio (AER) on an aggregate or vessel specific basis

 an Annual Energy Efficiency Operational Indicator (EEOI) on an aggregate or vessel specific basis

We note both metrics are reported in **grams of CO2 per ton-mile**, and the data required for **AER** metrics is already required by the IMO DCS (hence it should be readily available for most participants). We also give credit to certain companies in our universe that disclosed Scope 1/Scope 2 GHG emissions (as described within the <u>Greenhouse Gas Protocol</u>) for which AER/EEOI data is less relevant – such as Box Lessors – who report different, but relevant data.

- Scope 1 covers *direct* GHG emissions from sources that are owned or controlled by the company.
- Scope 2 covers *indirect* GHG emissions from the generation of purchased electricity consumed by the company.

Factor #9: Subjective (12.5%). For our final factor, we assess dynamics that may be difficult to quantify amid our primary data sets, including history, context, and scale, as we believe the inherently binary nature of certain data points do not fully capture all of the relevant dynamics in play.

Evolving Our Criteria. Over the next 12 months, we intend to incorporate additional subfactors into our model, potentially including, but not limited to the following (as applicable):

- Energy Efficiency Design Index (EEDI) Figure 15
- Energy Efficiency Existing Ship Index (EEXI) Figure 16
- Carbon Intensity Indicator (CII) Figure 17
- Loss Time Incident Rate (LTIR), or a derivative focused on employee health & safety (included under SASB)
- Diversity disclosure (reported under SASB)

If incorporated, we expect these variables to be binary within our model (focused on metric disclosure, rather than relative or absolute performance), and largely fit within our existing primary factor weightings. While the volume of the conversation around ESG has increased exponentially (often to the point of counterproductivity), we believe effectively quantifying and objectively evaluating many of those variables and social themes is exceedingly difficult – and often stray beyond the scope of this endeavor. Hence, our focus on the disclosure of data, with investors able to determine their own priorities within a risk/reward framework.

Appendix

To further supplement our Corporate Governance rankings, we have provided a detailed summary of our factor inputs (Commercial/Technical Management, S&P fees, Related Party Transactions, Independent Board Membership, and our Subjective factor) to an individual company level.

Figure 13. Company Specific Overview

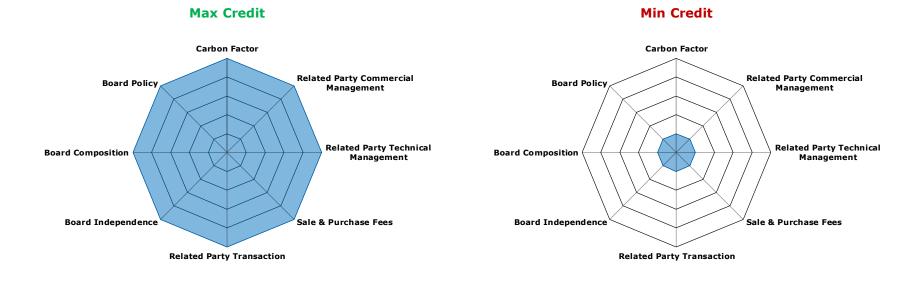
| | | | Quartile | | ercial Fees | | ical Fees | | Commissions | | / Transactions | | ndent Board | | Disclosure ¹ |
|----------|--------------------|------|----------|------|-------------|------|-----------|------|-------------|------|----------------|------|-------------|-------------|-------------------------|
| Ticker | Sector | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | 2023 | 2022 | AER/Scope 1 | |
| АМКВҮ | Container | 1 | N/A | No | N/A | No | N/A | No | N/A | Yes | N/A | 56% | N/A | Yes | Yes |
| CMRE | Container | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | No | 40% | 40% | Yes | Yes |
| DAC | Container | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 67% | 67% | Yes | Yes |
| ESEA | Container | 4 | N/A | Yes | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 43% | N/A | Yes | Yes |
| GSL | Container | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 75% | 75% | Yes | Yes |
| HLAG-DE | Container | 2 | N/A | No | N/A | No | N/A | No | N/A | Yes | N/A | 31% | N/A | Yes | No |
| MATX | Container | 1 | 1 | No | No | No | No | No | No | No | No | 86% | 71% | Yes | Yes |
| MPCC-NO | Container | 4 | N/A | Yes | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 60% | N/A | Yes | Yes |
| TGH | Container | 2 | 3 | No | No | No | No | No | No | Yes | Yes | 70% | 60% | Yes | Yes |
| TRTN | Container | 1 | 1 | No | No | No | No | No | No | No | No | 82% | 80% | Yes | Yes |
| ZIM | Container | 2 | 2 | Yes | Yes | No | No | No | No | Yes | Yes | 56% | 56% | Yes | Yes |
| DHT | Crude Tanker | 1 | 1 | No | No | No | No | No | No | No | No | 83% | 83% | Yes | Yes |
| EURN | Crude Tanker | 1 | 1 | No | No | No | No | No | No | Yes | Yes | 43% | 100% | Yes | Yes |
| FRO | Crude Tanker | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 17% | 0% | Yes | Yes |
| INSW | Crude Tanker | 1 | 1 | No | No | No | No | No | No | No | No | 70% | 60% | Yes | Yes |
| NAT | Crude Tanker | 4 | 4 | No | No | No | No | No | No | Yes | Yes | 50% | 50% | No | No |
| TNK | Crude Tanker | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 40% | 40% | Yes | Yes |
| TNP | Crude Tanker | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 67% | 63% | Yes | Yes |
| TOPS | Crude Tanker | 4 | N/A | Yes | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 40% | N/A | No | No |
| BELCO-NO | Dry Bulk | 1 | N/A | No | N/A | No | N/A | No | N/A | No | N/A | 71% | N/A | Yes | Yes |
| CTRM | Dry Bulk | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 67% | 67% | No | No |
| DSX | Dry Bulk | 3 | 4 | No | No | No | No | Yes | Yes | Yes | Yes | 55% | 56% | Yes | Yes |
| EGLE | Dry Bulk | 1 | 1 | No | No | No | No | No | No | Yes | No | 86% | 83% | Yes | Yes |
| GNK | Dry Bulk | 1 | 1 | No | No | No | No | No | No | No | No | 50% | 43% | Yes | Yes |
| GOGL | Dry Bulk | 3 | 3 | No | No | Yes | Yes | Yes | Yes | Yes | Yes | 0% | 17% | Yes | Yes |
| GRIN | Dry Bulk | 1 | 1 | No | No | No | No | No | No | No | No | 75% | 50% | Yes | Yes |
| KCC-NO | Dry Bulk | 4 | N/A | Yes | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 40% | N/A | Yes | Yes |
| PANL | Dry Bulk | 3 | 3 | No | No | Yes | No | No | No | Yes | Yes | 43% | 57% | Yes | No |
| PCFBY | Dry Bulk | 1 | N/A | No | N/A | No | N/A | No | N/A | No | N/A | 67% | N/A | Yes | Yes |
| SB | Dry Bulk | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 44% | 43% | Yes | Yes |
| SBLK | Dry Bulk | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 27% | 36% | Yes | Yes |
| SHIP | Dry Bulk | 4 | 4 | No | No | No | No | No | No | Yes | Yes | 60% | 60% | Yes | No |
| WKC | Industrial Support | 1 | 1 | No | No | No | No | No | No | No | No | 67% | 67% | Yes | Yes |
| GCC-NO | Industrial Support | 4 | N/A | Yes | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 50% | N/A | Yes | No |
| NETI | Industrial Support | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 75% | 78% | Yes | Yes |
| ALNG-NO | LNG | 4 | N/A | No | N/A | Yes | N/A | Yes | N/A | Yes | N/A | 40% | N/A | Yes | No |
| CLCO | LNG | 2 | N/A | No | N/A | No | N/A | No | N/A | Yes | N/A | 60% | N/A | Yes | Yes |
| EE | LNG | 3 | 3 | No | No | No | No | No | No | Yes | Yes | 43% | 33% | No | No |
| FLNG | LNG | 2 | 2 | No | No | Yes | Yes | No | No | Yes | Yes | 60% | 50% | Yes | Yes |
| GLNG | LNG | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 57% | 57% | Yes | Yes |
| NFE | LNG | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 75% | 75% | Yes | Yes |
| AGAS-NO | LPG | 3 | 4 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 50% | 100% | Yes | Yes |
| BWLPG-NO | LPG | 2 | 2 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 80% | 80% | Yes | Yes |
| EXMRF | LPG | 3 | N/A | Yes | N/A | No | N/A | No | N/A | Yes | N/A | 60% | N/A | Yes | No |
| GASS | LPG | 4 | 4 | Yes | Yes | Yes | Yes | Yes | Yes | Yes | Yes | 75% | 75% | No | No |
| LPG | LPG | 2 | 2 | No | No | No | No | No | No | No | Yes | 63% | 57% | Yes | Yes |
| NVGS | LPG | 1 | 1 | No | No | No | No | No | No | No | No | 57% | 71% | Yes | Yes |
| GLOP | MLP/Finance | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 60% | 60% | Yes | Yes |
| CPLP | MLP/Finance | 3 | 3 | Yes | Yes | Yes | Yes | Yes | No | Yes | Yes | 71% | 71% | Yes | Yes |
| KNOP | MLP/Finance | 3 | 2 | No | Yes | No | Yes | No | No | Yes | Yes | 57% | 57% | Yes | Yes |
| DLNG | MLP/Finance | 4 | 4 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 40% | 40% | Yes | Yes |
| NMM | MLP/Finance | 4 | 4 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 57% | 57% | No | Yes |
| тк | MLP/Finance | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 33% | 33% | Yes | Yes |
| SFL | MLP/Finance | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 33% | 20% | Yes | Yes |
| ASC | Product Tanker | 1 | 1 | No | No | No | No | No | No | No | No | 83% | 83% | Yes | Yes |
| DIS-IT | Product Tanker | 3 | N/A | No | N/A | Yes | N/A | No | N/A | Yes | N/A | 50% | N/A | Yes | Yes |
| HAFNI-NO | Product Tanker | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 40% | 29% | Yes | Yes |
| ODF-NO | Product Tanker | 2 | N/A | No | N/A | No | N/A | No | N/A | Yes | N/A | 83% | N/A | Yes | Yes |
| SNI-NO | Product Tanker | 2 | 2 | No | No | No | No | No | No | Yes | Yes | 29% | 29% | Yes | Yes |
| STNG | Product Tanker | 3 | 3 | Yes | Yes | Yes | Yes | No | No | Yes | Yes | 70% | 67% | Yes | Yes |
| TRMD | Product Tanker | 1 | 1 | No | No | No | No | No | No | No | No | 60% | 60% | Yes | Yes |
| AMSC-NO | U.S. Flag | 3 | N/A | No | N/A | No | N/A | No | N/A | Yes | N/A | 67% | N/A | No | No |
| KEX | U.S. Flag | 1 | 1 | No | No | No | No | No | No | Yes | Yes | 82% | 78% | Yes | Yes |
| OSG | U.S. Flag | 2 | 2 | No | No | No | No | No | No | No | No | 88% | 88% | Yes | No |

1) For certain companies in our universe, we acknowlege Scope 1 and Scope 2 disclosures in lieu of AER and EEOI. Source: Webber Research & Advisory, LLC, Company filings

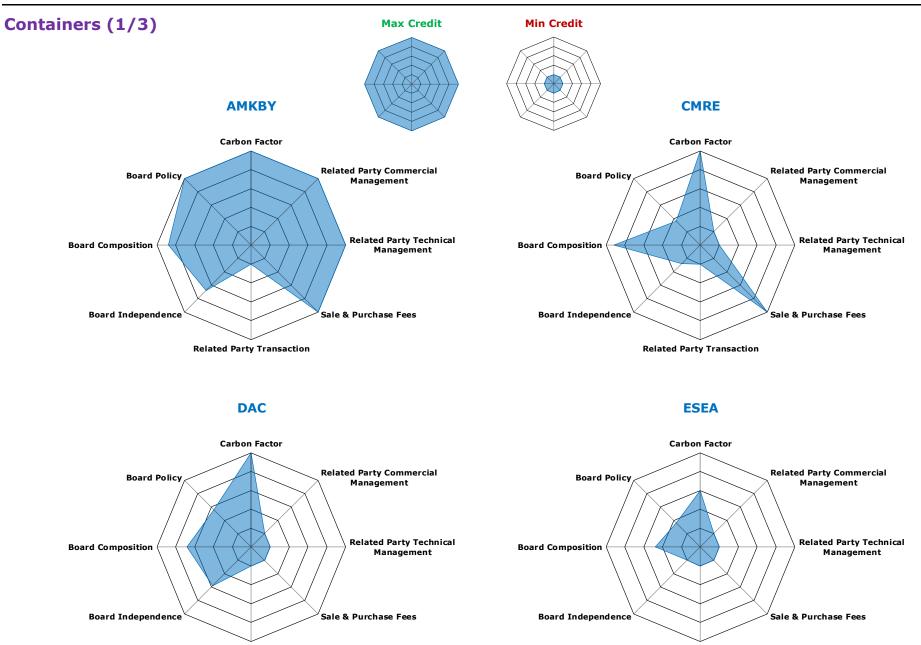
Radar Analysis

Beginning in 2023, we've started looking at new ways to show how companies are relatively positioned across our primary factors, including the radar charts below.

We note companies that score well tend to have "fuller" areas while companies that score poorly will have "emptier" areas. See example below:

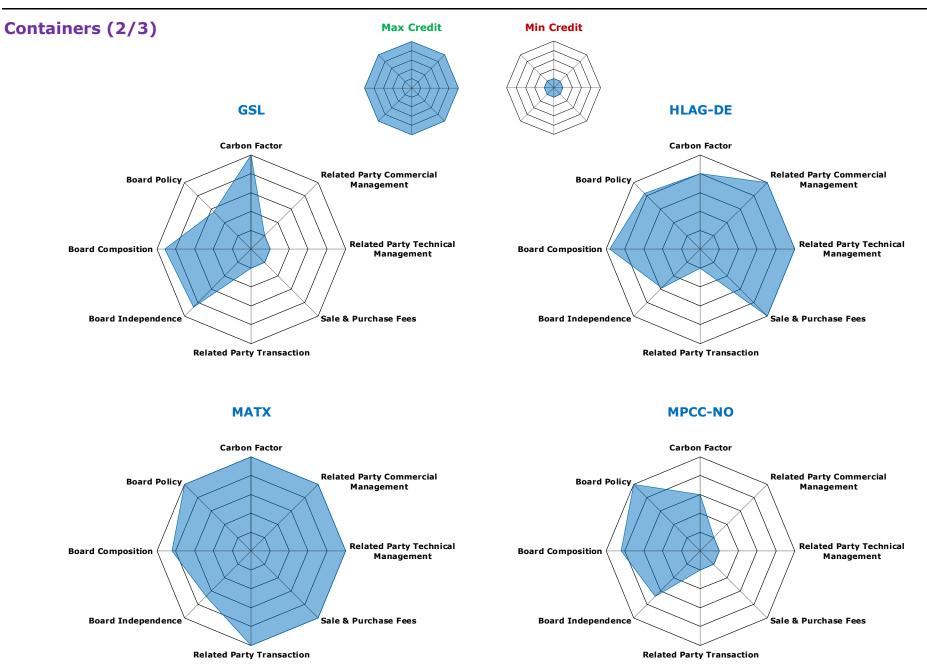


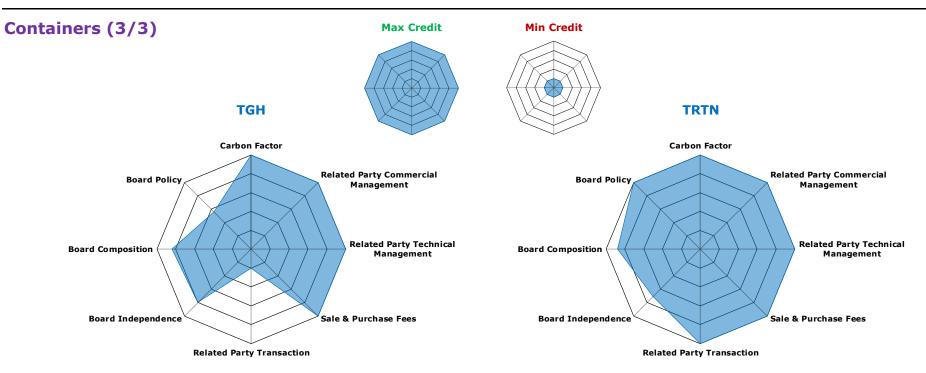
Example



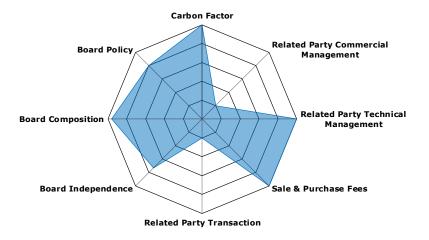
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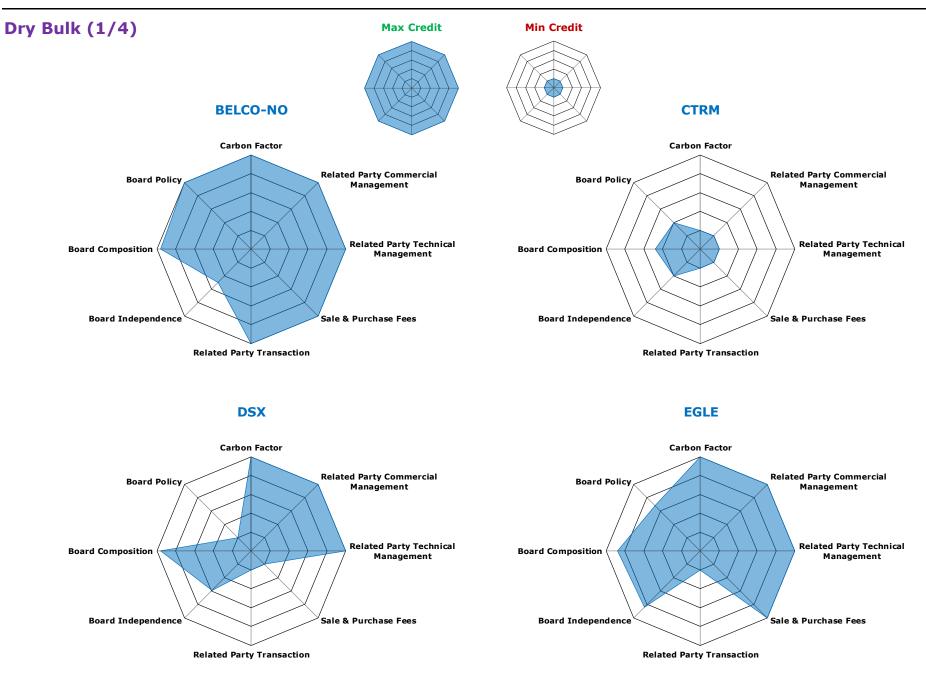
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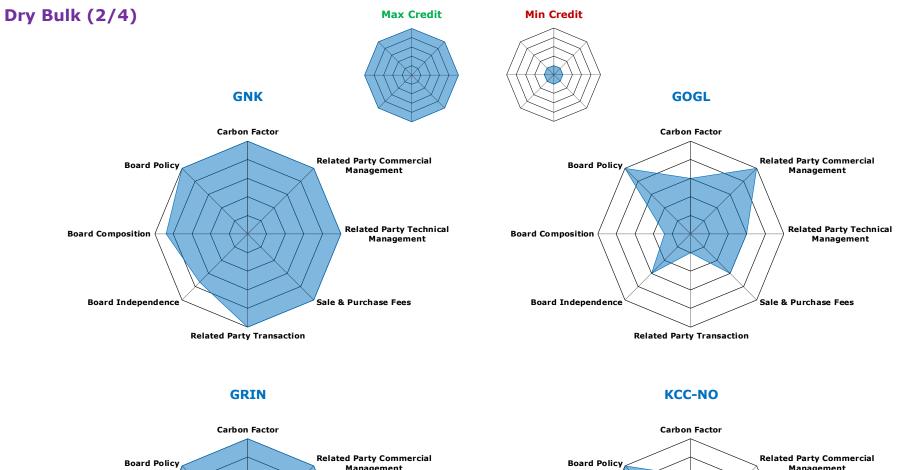




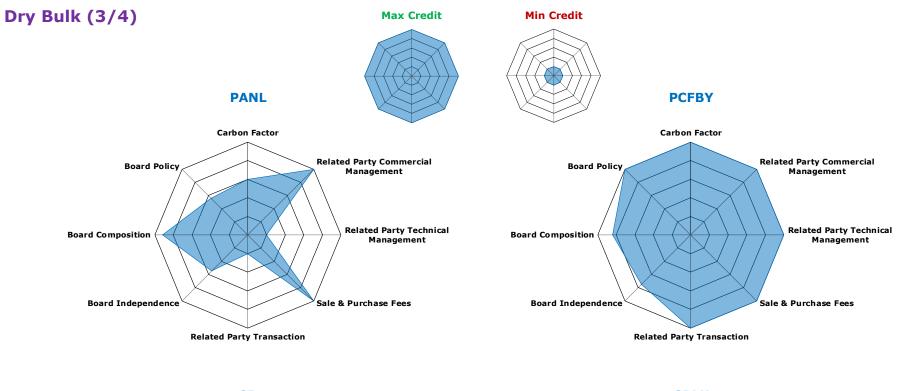
ZIM





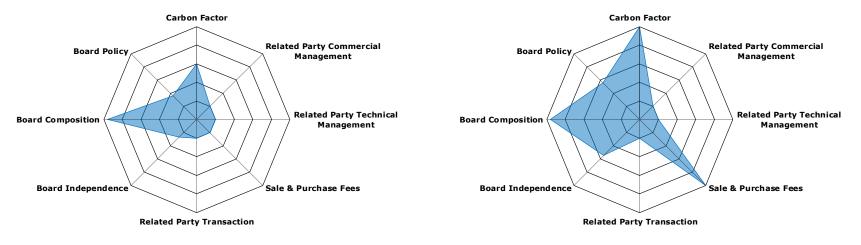


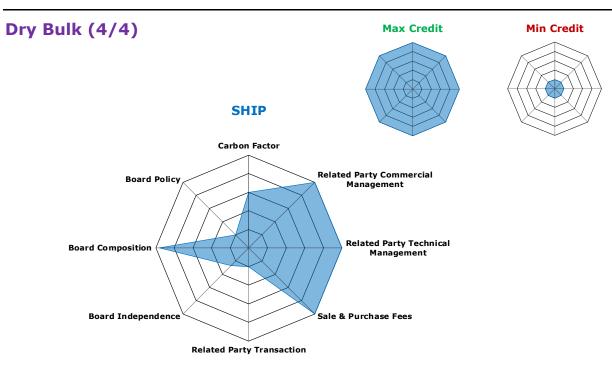


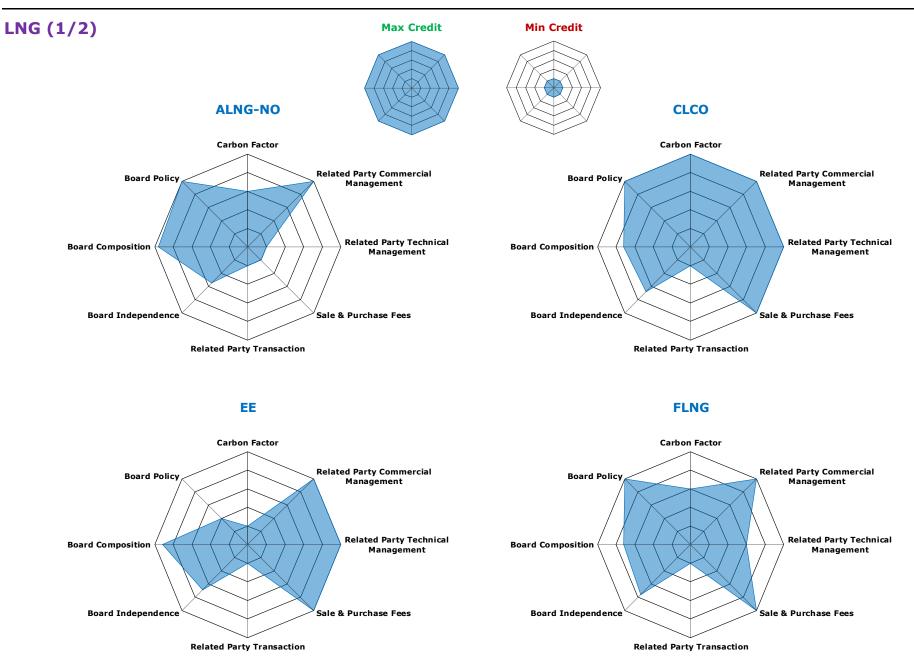


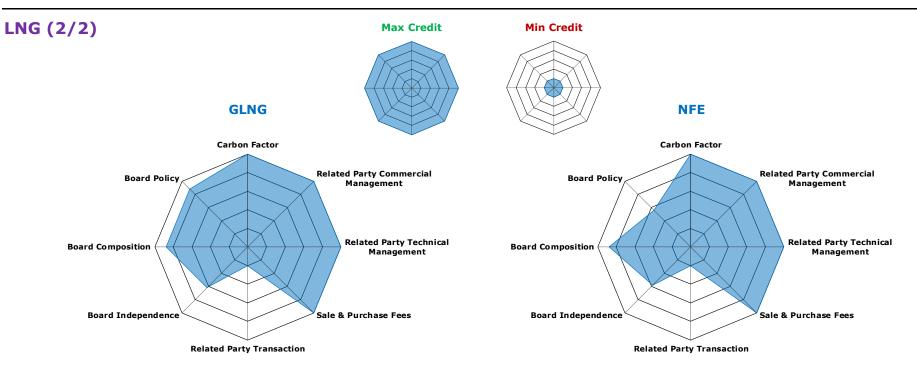
SB

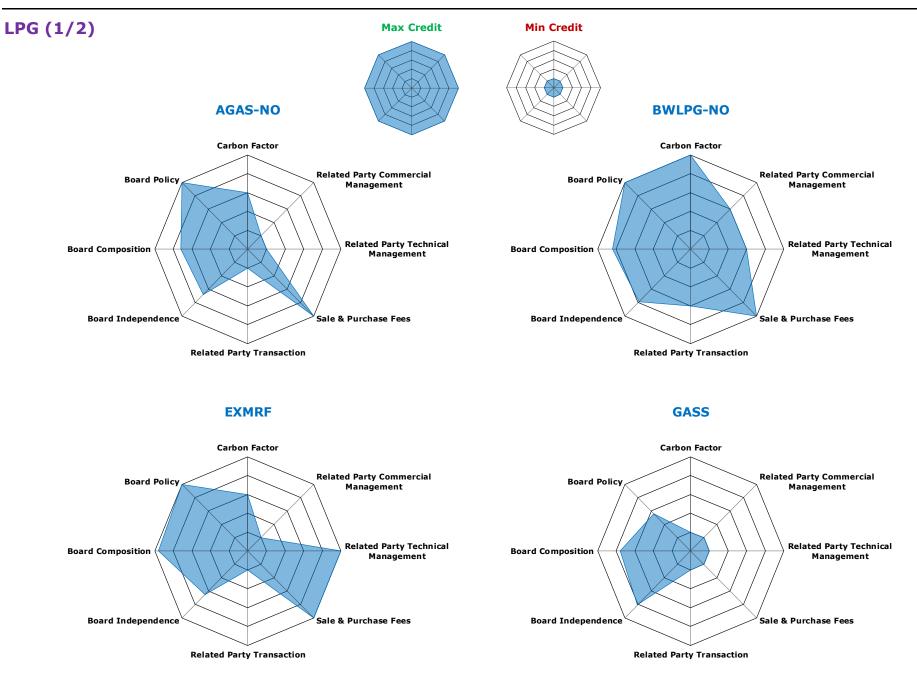
SBLK

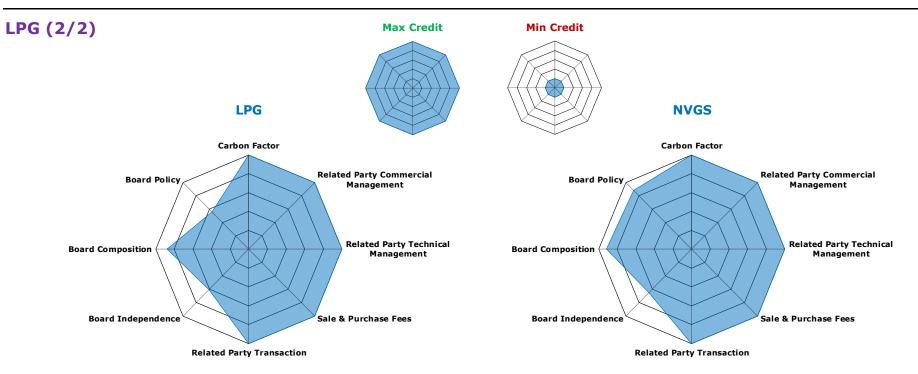


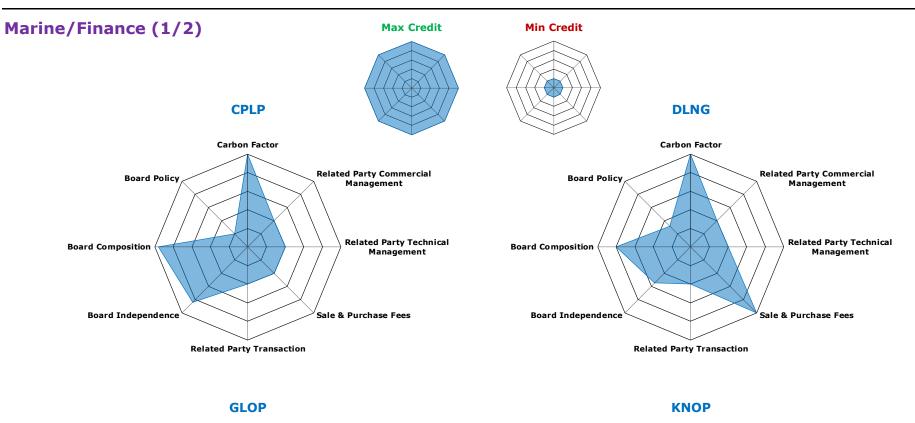


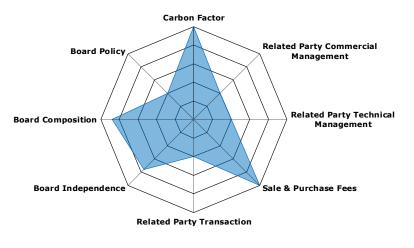


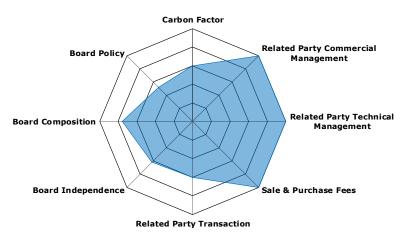


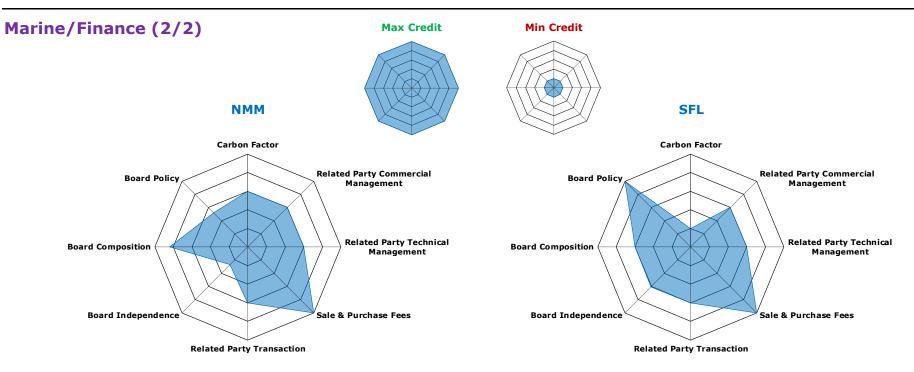




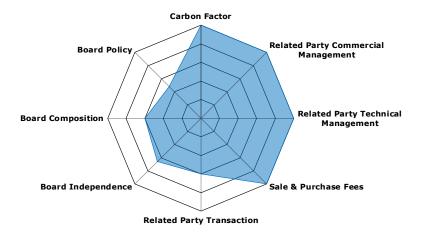


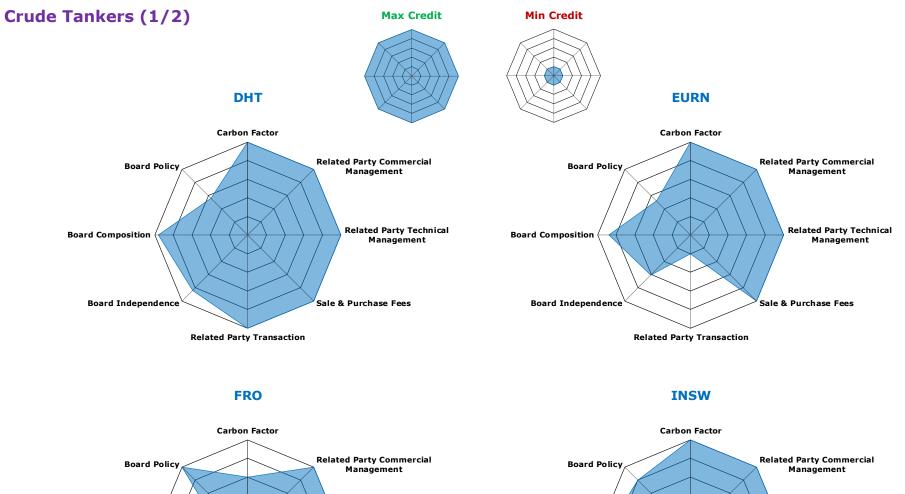






ТК





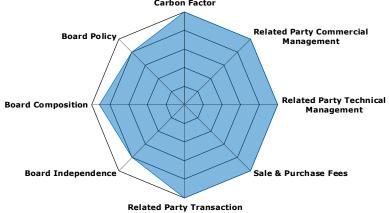
Related Party Technical Management

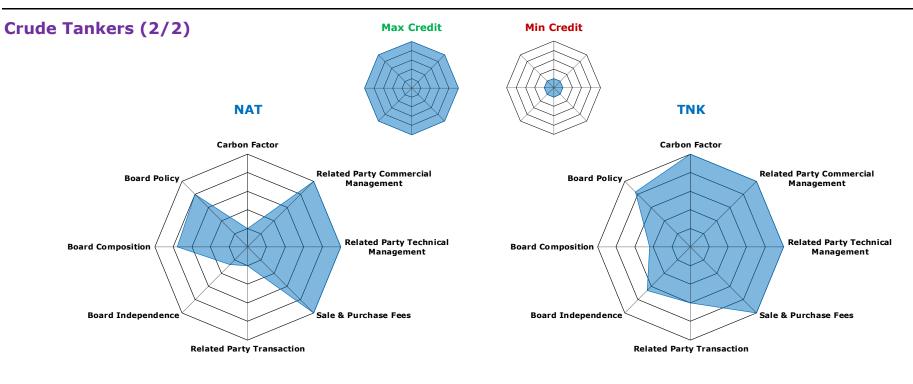
Sale & Purchase Fees

Related Party Transaction

Board Composition

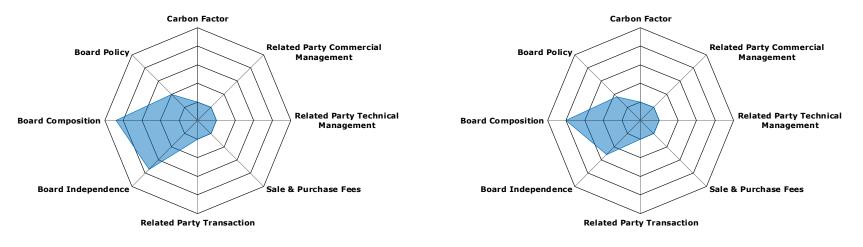
Board Independence

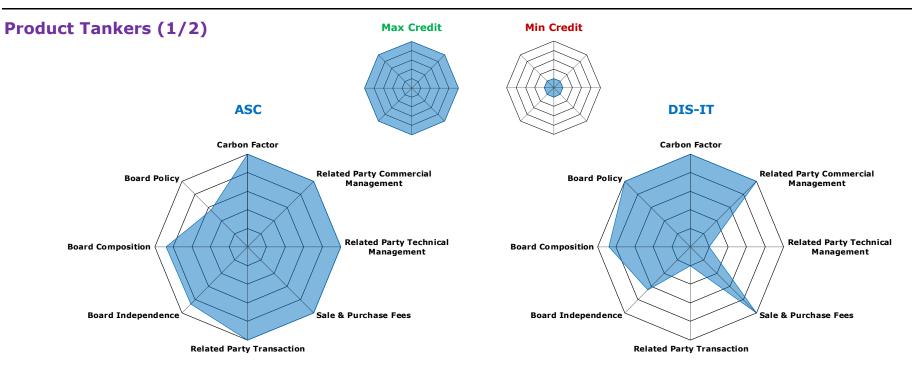




TNP

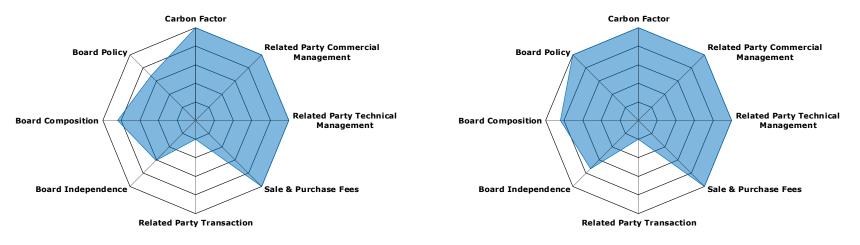
TOPS

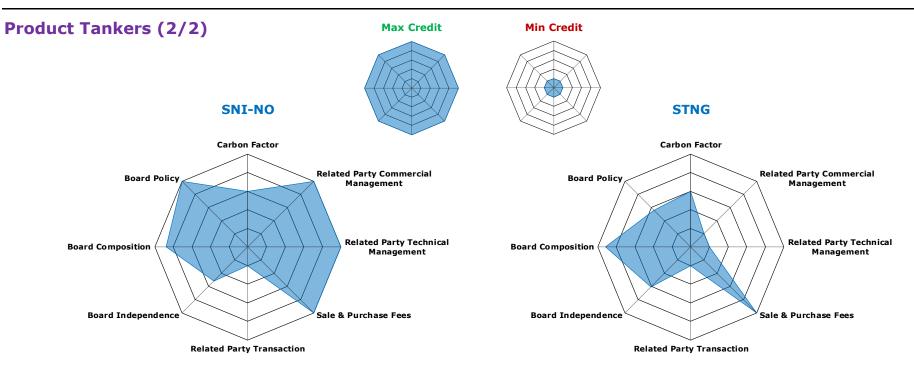




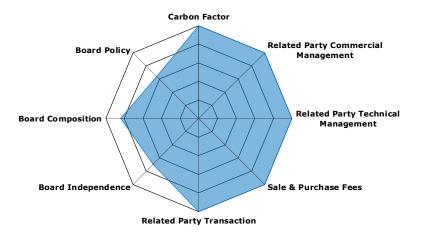
HAFNI-NO

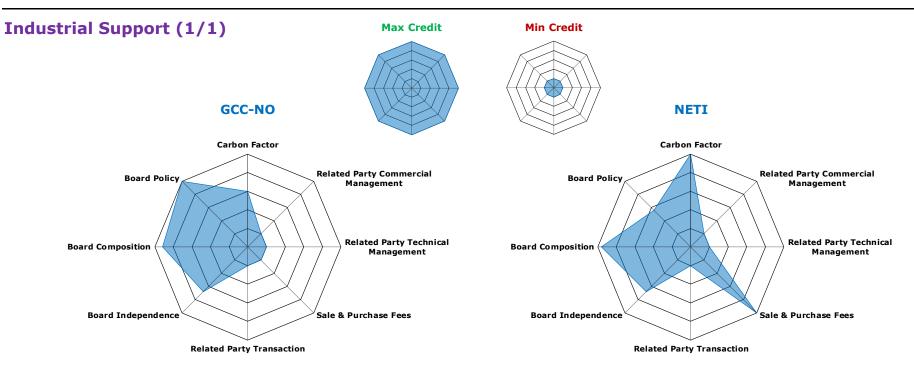
ODF-NO



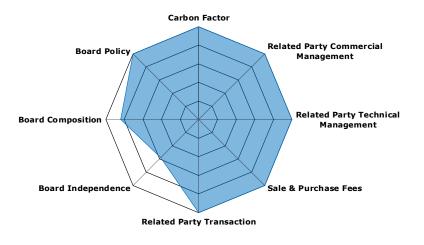


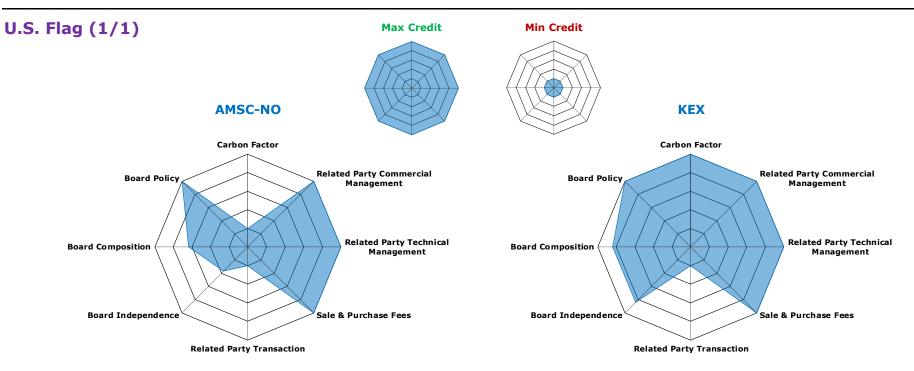
TRMD





WKC





OSG

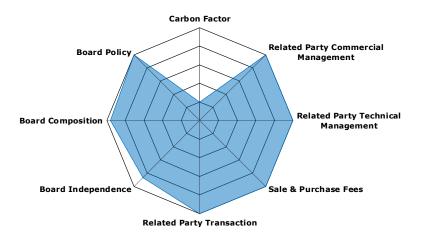
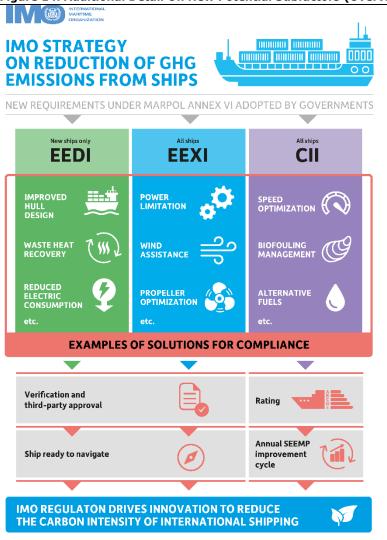
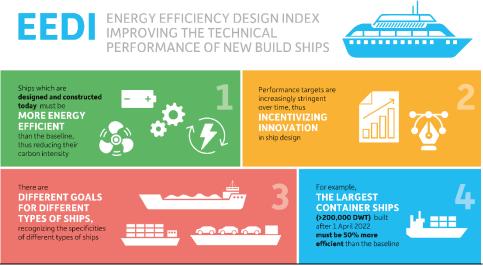


Figure 14. Additional Detail On New Potential Subfactors (Overview)



Source: IMO

Figure 15. Additional Detail On New Potential Subfactors (EEDI)



Source: IMO

Figure 16. Additional Detail On New Potential Subfactors (EEXI)



Source: IMO

Figure 16. Additional Detail On New Potential Subfactors (CII)

CARBON INTENSITY INDICATOR (CII RATING)

IMPROVING THE OPERATIONAL PERFORMANCE OF EXISTING SHIPS



B

Source: IMO

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