Driving Change

Corporate Social Responsibility Report 2013

About Our Report

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About our Report

Agility's first CSR report was published in 2011, covering the evolution of Agility's Corporate Social Responsibility commitments and achievements through the end of 2010. That report can be viewed on Agility's website.

This second report builds on the information presented during the last reporting cycle, focusing specifically on performance in the years 2011 and 2012. This report is both a progress update and a "look ahead" at priority areas.

Data appearing in the report covers Agility branded organizations – namely the core commercial business division of Global Integrated Logistics (GIL) and the corporate organization, unless otherwise stated. These entities account for more than 80 percent of the company's workforce and revenue. All of Agility's Infrastructure companies are independently managed and operate with their own boards. Those companies are for the most part excluded from this report. All data covered is current through the end of 2012, unless otherwise stated.

We have made every effort to ensure the accuracy of information presented, and we are continuously working to improve the quality of the data and data management systems used to capture and report on non-financial information. Where relevant, the limitations of the data, measurement techniques and basis of calculation are described in the report.

We have not pursued external validation for this report. Information presented here has been reviewed by subject matter experts within Agility and reviewed and approved by the senior management team.

We have used the Global Reporting Initiative (GRI) Sustainability Reporting Guidelines, version G3.1, and the GRI Reporting Framework for guidance in putting together this report.

We welcome your feedback and questions. To contact Agility's Corporate Social Responsibility team, please email us at csr@agilitylogistics.com.

Performance Highlights: Who We Are and How We Make a Difference

70,000 customers

- Only global logistics industry leader with roots in an emerging market
- Serve 70,000 customers by transporting more than 2.65 million shipments a year
- Invest socially and economically in emerging markets in the Middle East, Asia Pacific, Latin America, and increasingly, Africa
- Reduce costs, minimize risks and create access to new opportunities for customers operating in, to, and between emerging markets.

750 community projects

- Donated logistics support in more than 30 natural disasters since 2006
- Invested in more than 750 community projects in 75 countries since 2006 (300+ projects launched 2011-2012)
- Reached more than 120,000 people in need in 2011-2012
- Empowered 6,320 employees to volunteer in 2011-2012
- Deployed logisticians to support humanitarian supply chain for refugee camps in South Sudan; transported relief supplies to Philippines, Pakistan, Horn of Africa

22,000 ethics courses

- Uphold high standards enshrined in Agility Code of Ethics and Business Conduct
- Participate in World Economic Forum Partnering Against Corruption Initiative
- Enrolled employees in over 22,000 ethics courses in 2011-2012

20,000 people

- Employs 20,000 people in our global enterprise, nearly 80% based in emerging markets
- Trained 3,000 migrant workers in Middle East on fair labor standards, including "zero tolerance" for forced labor, payment of bribes to recruitment agencies, and illegal retention of passports. Conducted first-round social audits in region for the first time.
- Invested in more than 10,500 training courses for employees in 2011-2012
- Launched new company intranet with social media and collaboration features to enable more personalized, two-way dialogue

70% mapped carbon footprint

- Mapped carbon footprint in 70% of operations for first time, most in emerging markets
- Pursuing global ISO 14001 certification. Today, nearly 40% of employees work in ISO 14001 certified sites
- Partnered with major customer to reduce carbon emissions by 9% on over 1 million kg of air freight, by consolidating goods in transit
- Offer free carbon emissions reporting for customer shipments
- Empowered 2,000 employees to participate in environmental activities to celebrate Earth Day in 2011 and 2012

16 CSR Awards

- Won 16 CSR and sustainability awards since 2008 (7 awards in 2011-2012).

Agility

- Community investments
- Disaster response logistics
- fair labor protections
- Facilitating trade in emerging markets
- Greener supply chains
- Ethical business practices

Message from the Chairman and Managing Director

At Agility, we take giving back seriously -- and personally. I believe that it is the commitment of our people that makes our community and environmental work so powerful.

In 2011 and 2012, Agility volunteers in 60-plus countries launched more than 300 community projects. With the company's support, our people built schools in Cambodia, Indonesia and Sri Lanka, raised money for underprivileged children in the Americas and Europe, and helped kids get access to education and entrepreneurship opportunities in the Middle East.

We also maintained our ongoing commitment to disaster response. We have supported the humanitarian community with pro bono logistics and expertise in more than 30 emergencies around the world. In 2011 and 2012, our logisticians helped the International Medical Corps get aid relief to more than 480,000 people living in refugee camps in South Sudan; transported life-saving relief supplies after natural disasters in the Philippines, Pakistan, and Italy; and supported the humanitarian community in its famine relief efforts in the Horn of Africa.

As a company, we are making progress in our sustainability efforts, although we recognize that we still have work ahead. In 2011 and 2012, we mapped the carbon footprint of more than 70% of our operations for the first time. We expanded our internal awareness campaign to drive energy efficiency and waste management efforts. And we worked closely with our customers on sustainability issues. Agility offers customers free carbon

emissions reporting for its shipments and is doing pioneering work to help "green" our customers' supply chains. Starting in 2013, Agility will be working more closely with its suppliers on sustainability issues.

We continue to work to maintain high standards for employment, and we are strengthening our health and safety focus company-wide. Agility has invested in a framework that provides protection and safeguards for its migrant workers in the Middle East, training more than 80% of our people and conducting fair labor audits for the first time. We also hold ourselves to the commitments we make in our Code of Business Ethics and Conduct, setting the expectation that every individual is accountable for his or her actions, training our people in the fundamentals of ethical behavior, and providing employees with the ability to report grievances.

Resourceful, personal, and tailored service to our customers is the bedrock of our business. Agility continues to maintain its focus on customer service and quality. We work closely with our customers to drive efficiencies, reduce costs, mitigate risk, and improve resilience in global supply chains. As one of the leading logistics providers in emerging markets, we are also helping to facilitate trade to, from and between emerging markets – creating access to new opportunities in the process.

We believe that our commitment to being a good citizen is good for our customers and good for our business. It strengthens the communities where we work, contributes toward a cleaner

planet, and adds to the sense of pride and collective spirit among our employees. Giving back is part of our company culture of taking personal ownership, delivering personal service, and going above and beyond.

Like all companies, we know that we have more to learn and more to do. This report is about our journey -- the steps we have taken since we published our first CSR report in 2011, and the road ahead. We encourage you to join us on that journey, and we invite you to share your feedback. Your input is invaluable in helping us along the path ahead.

Tarek Sultan,
Chairman and Managing Director
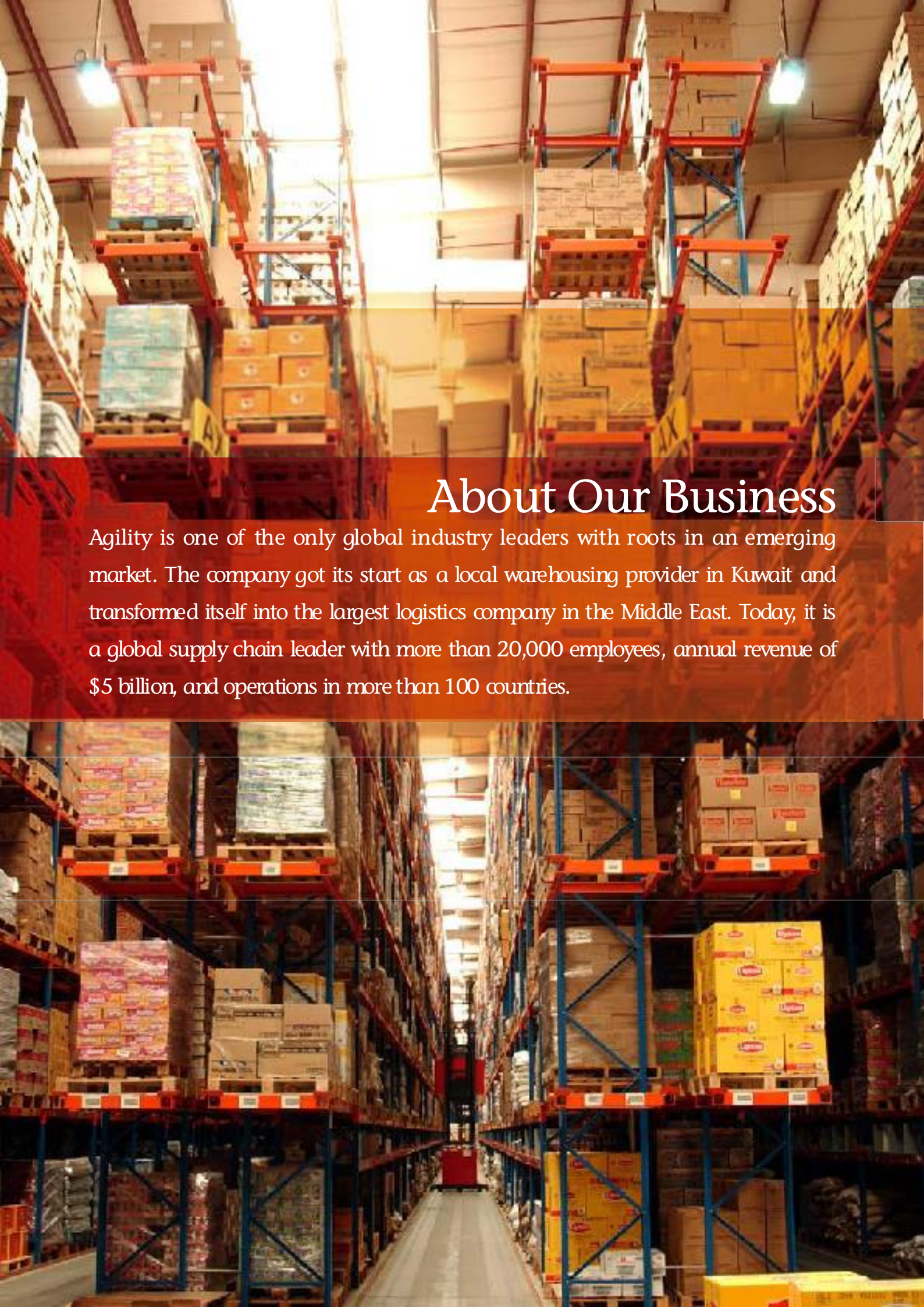
About Our Business

Agility is one of the only global industry leaders with roots in an emerging market. The company got its start as a local warehousing provider in Kuwait and transformed itself into the largest logistics company in the Middle East. Today, it is a global supply chain leader with more than 20,000 employees, annual revenue of $5 billion, and operations in more than 100 countries.

Company Overview

Agility brings efficiency to supply chains in some of the globe's most challenging environments, offering unmatched personal service, a global footprint and customized capabilities in developed and developing economies alike. Agility is one of the world's leading providers of integrated logistics.

Agility's core commercial business, Global Integrated Logistics (GIL), provides supply chain solutions to meet traditional and complex customer needs. GIL offers air, ocean and road freight forwarding, warehousing, distribution, and specialized services in project logistics, fairs and events, and chemicals.

Agility's Infrastructure group of companies manages industrial real estate and offers logistics-related services, including e-government customs optimization and consulting, waste management and recycling, aviation and ground-handling services, support to governments and ministries of defense, and remote infrastructure and life support.

History

1997
- PWC Logistics (Public Warehousing Company) is privatized in Kuwait; current management takes the helm.

1997-2004
- PWC expands its regional presence, becoming largest logistics provider in the Middle East
- In 2003, PWC wins the first of a series of major US government contracts.

2004-2009
- Aggressive period of mergers and acquisitions, designed to grow commercial freight forwarding business.
- PWC acquired many global brands, including GeoLogistics, Transoceanic, Trans-Link, Natural, Matrix and Lassen. Some of the acquired brands date to the 1800s.
- In 2006, company is renamed as "Agility," unifying all brands into one network.

2010-2011
- Company restructures to move away from US government business.
- Two main lines of business: the core commercial logistics business (Agility Global Integrated Logistics); and a portfolio of companies operating independently in logistics-related businesses, mainly in emerging markets (Agility Infrastructure).

2012-Present
- Agility resumes growth from its 2011 baseline.
- Agility GIL focuses on business process and IT transformation, improved cash management, financial discipline, and strategic sales initiatives as the keys to future growth.
- Agility Infrastructure companies grow, expand, and diversify.

Agility at a Glance

2012 Revenue:
KD 1.42 billion (USD 5.06 billion)

2012 Net Profit:
KD 34.3 million (USD 112.5 million)

Market Position:
Global top 15 logistics provider; Leading position in emerging markets

Lines of Business:
- Core freight forwarding business (Agility Global Integrated Logistics);
- Specialized capabilities in project, fuel and chemical logistics, and fairs and events
- Portfolio of logistics-related businesses (Agility Infrastructure)

Operations:
100+ countries; 500+ offices

Employees:
20,000+

Ownership:
Publicly traded in Kuwait and Dubai

Global Footprint

Agility has a global network, differentiated by strong presence in emerging markets. Agility's corporate headquarters are in Kuwait. Agility GIL headquarters are in Switzerland, with regional headquarters in Dubai, Switzerland, the USA, and Singapore. Each Agility Infrastructure company has its own headquarters locations, most in Kuwait or Dubai.

Ownership

Agility is a publicly-listed company on the Kuwait Stock Exchange and the Dubai Financial Market. It has more than 15,000 shareholders.

Among those owning the largest stakes are the National Real Estate Company, a publicly-listed company in Kuwait and Dubai, and the Public Institution for Social Security, a representative of Kuwait's government pension fund.

Governance

Agility is an integrated company with varied businesses operating within the framework of the policies established by the Agility parent organization. This operating model is designed to drive accountability for results by putting each differentiated business in charge of execution against established objectives.

Agility's parent company is governed by an elected Board of Directors and provides global policy and strategy guidance. The Board is elected every three years. The Chairman of the Board of Directors, Tarek Sultan, also acts as the Managing Director of the company.

Agility's Board of Directors is currently comprised of seven members, one of whom is a woman.

Agility's Board of Directors convenes two major committees: one that decides on compensation and incentives for top management, and an investment committee that approves investment proposals.

Agility holds an annual General Assembly meeting for all shareholders to discuss the company's performance and offer investors an opportunity to make recommendations, offer feedback or express concerns to the company's Board of Directors.

Additionally, shareholders are welcome to contact the company's Investor Relations team by email, phone, or in-person to provide input. The Investor Relations team prepares a monthly report of market, analyst, and shareholder feedback for the Board and the company's top management.

Each Agility business, including the core commercial (GIL) business and each of the Infrastructure companies, is also governed by an internal management board. These boards prepare a "quarterly business review" that is then compiled and presented to the Corporate parent.

Business Structure

Agility has two main lines of business: the core commercial logistics business, Agility Global Integrated Logistics (GIL), and a portfolio of complementary logistics-related businesses, Agility Infrastructure.
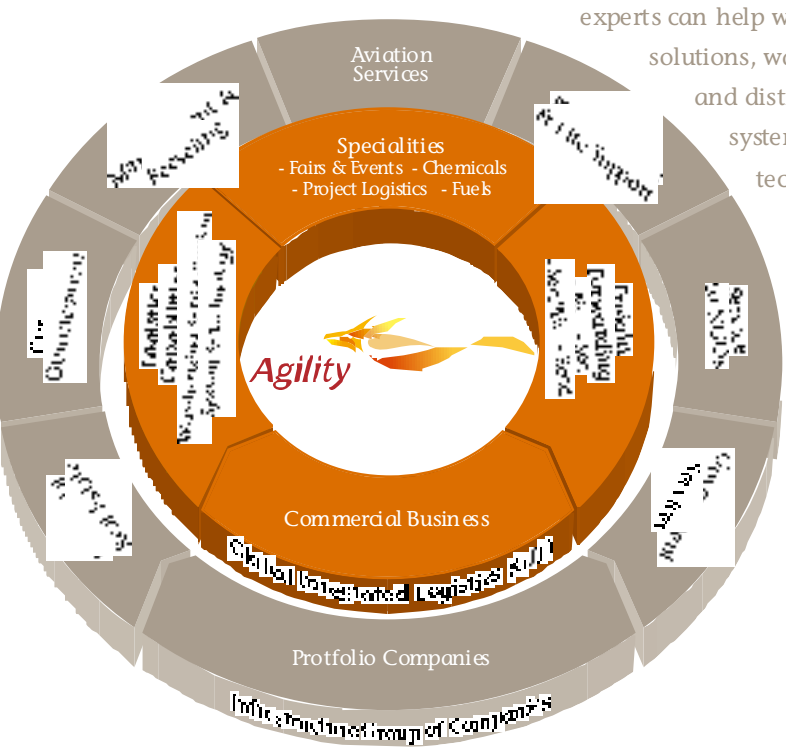
Agility GIL accounts for 79% of the company's headcount and 83% of its revenue. Agility Infrastructure accounts for 20% of the company's headcount and 17% of its revenue.

## Agility Global Integrated Logistics (GIL)

Agility's core commercial business offers customers ready access to:

■ **Freight forwarding products:** Agility GIL offers standard freight forwarding products (air, ocean, ocean/air and road) to balance urgency and cost effectiveness for customers' day-to-day shipments.

■ **Logistics capabilities:** When supply chain demands require a greater depth of knowledge and higher level of customization, Agility's experts can help with logistics solutions, warehousing and distribution, systems and technology.

■ **Specialty services:** Supported by a worldwide network of freight forwarding and logistics experts, our specialty businesses shape end-to-end solutions, from large-scale projects to detailed collaboration.

• **Project Logistics:** Agility provides logistics solutions for large-scale, heavy-lift projects. Agility Project Logistics is one of the leading providers of services for energy and mining mega-projects around the world.

• **Fairs & Events:** Agility ensures smooth handling of fairs and exhibitions around the world. Agility Fairs & Events manages cargo for more than 1,000 events a year worldwide.

• **Chemicals:** Agility serves customers in the chemical, petrochemical, polymer, bio-fuels, oil and pharmaceutical sectors, offering a range of integrated solutions. Agility Chemicals operates the largest bulk polymer import and packing hub in China, offers freight management of tens of thousands of TEUs of chemical containers globally, and delivers accredited dangerous-goods training courses.

Americas
24 Countries
104 Offices
1,500 Employees

Europe
29 Countries
145 Offices
3,000 Employees

Middle East & Africa
23 Countries
80 Offices
8,600 Employees

Asia Pacific
24 Countries
160 Offices
7,900 Employees

Breaking Down Revenue by Line of Business

In 2012, Agility GIL posted revenue of USD 4.2 billion and Agility Infrastructure companies posted revenue of USD 860 million

83%
GIL Revenue

17%
Infrastructure Revenue
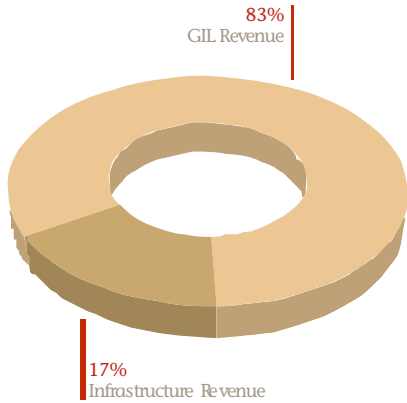
Facilitating Global Trade

Agility assists its thousands of customers, from the world's largest corporations to small and medium enterprises, by delivering millions of their shipments around the world.

Agility has grown its customer base by more than 15% since 2010. In 2012, Agility GIL served almost 70,000 customers, transporting a total of 2.65 million shipments, composed of 266,000 tons of airfreight, and 3.5 million tons of ocean freight.

Agility Infrastructure

Agility's unique portfolio businesses include:

Agility Real Estate:
Agility's real estate business has developed more than 12 million square meters of industrial properties and manages 21 million square meters of industrial land throughout the Middle East, North Africa and South Asia.

Tristar:
Tristar provides transportation of bulk and packaged fuels and petrochemical products for a wide range of regional and multinational customers. It operates in 12 countries in the Middle East, Africa, and Asia.

Inspection and Control Services (ICS):
ICS provides governments around the world with customs modernization, trade facilitation and e-government solutions.

National Aviation Services (NAS):
NAS is an airline ground handling company providing ground support, passenger handling, cargo management, engineering, and lounge services. NAS currently operates in Kuwait, Jordan and India, and is looking to expand in Africa.

Agility Defense & Government Services (DGS):
Agility's public sector logistics arm serves governments, ministries of defense and international organizations around the world.

GCC Services:
GCC Services focuses on providing life support, catering and worldwide camp facility construction and management. GCC is active in Africa, the Middle East, and Asia Pacific.

United Projects for Aviation Services Company (UPAC):
UPAC manages real estate at Kuwait International Airport and provides ground handling and facilities maintenance services for the private terminal at the airport.

Global Clearinghouse Systems (GCS):
GCS is joint venture with the Kuwait General Administration for Customs (KGAC), working to modernize, optimize and support Kuwait customs operations for a period of 25 years.

Metal and Recycling Company (MRC):
MRC serves industrial, commercial and governmental clients in the Middle East with waste management, scrap trading and recycling solutions.

Group Strategy

In 2009 and 2010, Agility faced a number of challenges, including an uneven recovery from the global economic recession that hurt the core commercial business, and a troop drawdown in Iraq and legal dispute with the US government that affected the company's government contracting business.

Over the course of 2010 and 2011, the company restructured to move away from U.S. government business and to improve the profitability of its core commercial GIL business.

In 2012, the company began to see the results of the actions it took as part of the restructuring. Net profit rose 27 percent in 2012 vs. 2011, the first year that the company operated without significant U.S. government business. Today, the company has a net cash position of $228 million.

Going forward, the company's strategy is two-fold:

Complete the GIL transformation with an emphasis on technology and productivity:
Agility's goal is to realize GIL's full potential over the next three to five years by maintaining momentum in the execution of our commercial strategy, maintaining financial discipline, and accelerating technological transformation to drive productivity and customer-service. GIL's competitive advantage is its strong platform in emerging markets, which continue to drive global growth.

Accelerate growth in the Infrastructure portfolio:
Agility's Infrastructure companies occupy profitable niches in the marketplace and, as a group, serve as a healthy hedge against volatility in the global economy because they are in relatively stable, high-growth sectors in emerging markets.

Agility's Real Estate business remains the main contributor to the Infrastructure group and is focused on improving occupancy and developing its land holdings in the Middle East and India. Tristar, a fuel transport company, and National Aviation Services, a ground handling company, are also significant contributors to the Infrastructure group. Both are focused on geographic and customer diversification in frontier economies, particularly in Africa. Other entities within Agility's Infrastructure portfolio have also shown growth over the last several years. The company is taking steps to further enhance their potential and performance.

Agility also remains open to investing in businesses that are operationally and financially healthy.

Throughout this process to drive improvement, Agility will continue to remain focused on our customers. Efficient, personal, customized service, especially in emerging markets, is the bedrock of our business.
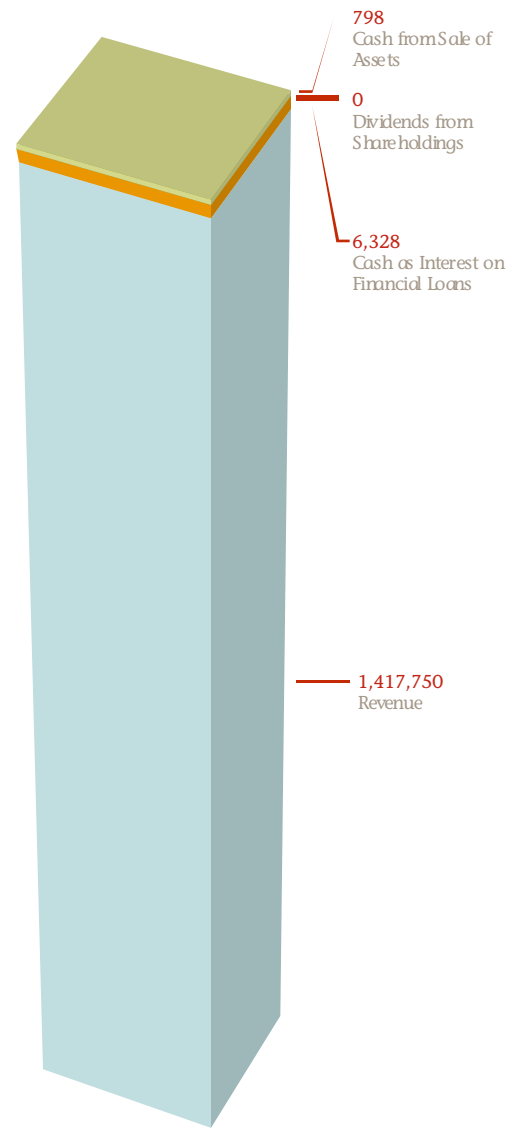
Group Financial Performance

Full details about Agility's financial performance can be found in the company's latest annual report and quarterly earnings releases, which are available on Agility's website.
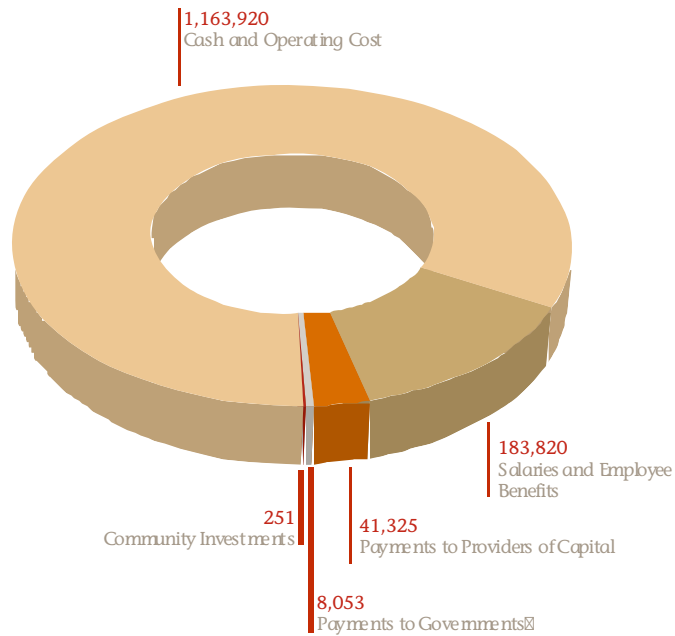
Group Financial Performance (2010 – 2012)

Million Kuwaiti Dinar (KD)	FY 2012	FY 2011	FY2010
Revenue	1,417.75	1,330.90	1,605.70
Net Revenue	370.1	375.08	487.95
Net Revenue Margin	26.10%	28.18%	30.39%
EBITDA	79.45	74.43	80.18
EBITDA Margin	5.60%	5.59%	4.99%
Net Income	34.3	27.04	25.11
Net Income Margin	2.42%	2.03%	1.56%
Total Assets	1,432.82	1,402.42	1,494.60
Total Liabilities	522.92	503.33	572.73
ROA	2.39%	1.93%	1.68%
ROE	3.83%	3.03%	2.75%

Direct Economic Value Generated (2012)
(Figures are in Kuwaiti Dinars 000's)
Agility generated KD 1,424,876,000 in 2012

798
Cash from Sale of Assets

0
Dividends from Shareholdings

6,328
Cash as Interest on Financial Loans

1,417,750
Revenue

Direct Economic Value Distributed (2012)
(Figures in Kuwaiti Dinars 000's)
Agility distributed KD 1,397,369,000 in 2012

1,163,920
Cash and Operating Cost

183,820
Salaries and Employee Benefits

251
Community Investments

41,325
Payments to Providers of Capital

8,053
Payments to Governments*

* Includes a KD 718,000 contribution to the Kuwait Foundation for the Advancement of Science (KFAS) and the country's religious charity - "Zakat" - fund.

Vision

To be a new type of logistics leader meeting the challenges of global trade

Mission

To facilitate trade through innovative supply chain solutions

Values

Excellence

Building a culture based on excellence in thought and in execution to better serve customers. Demonstrate excellence in safety to protect our staff and the communities we serve.

Personal Ownership

Taking personal responsibility for the outcome of our actions by acting safely and anticipating needs, being resourceful and following through until the job is done.

Integrity

Building trust with customers, communities, suppliers and one another by doing what is right, working safely, keeping our promises, being a good citizen, complying with regulations and laws, and honoring rules of engagement.

Teamwork

Working across organization and cultural boundaries to achieve extraordinary performance and deliver personal service to customers.

Awards

2012

- Global 3PL of the Year 2010 - 2012 (Supply Chain Asia Logistics Awards)
- Best Sustainability Solutions 2012 (Asian Manufacturing Awards)
- 2012 Green Award (Supply & Demand Chain Executive Magazine)
- Gold Award for Company Website in Logistics (Lebanon Web Awards)
- CSR Leadership (Asia CSR Awards)
- Climate Certification 2012 (Green Cargo, Sweden)
- Campaign of the Year (Institution of Occupational Safety and Health)
- Gold Award (The Royal Society for the Prevention of Accidents)
- Best Business Partner (Dubai Customs Department)
- Freight Forwarder of the Year (Dubai Trade)
- Best Logistics Service & Solutions Company, Asia (World Finance Oil & Gas Awards 2012)
- Logistics Efficiency Award 2011 - 2012 (Brazilian Airport Authority)

2011

- Supplier of the Year (Emerson Network Power)
- Best European 3PL for Chemical, HazMat and Oil and Gas (eyefortransport, European 3PL Customer Choice Awards)
- The Logistics Award 2008 – 2011 (Lloyds List Asia Awards)
- Global HR Excellence Award 2011 (Pakistan Federal Chamber of Commerce)
- Best Corporate Social Responsibility Practice (Asian Leadership Awards)
- Operational Excellence Award 2011 (Asian Leadership Awards)
- Best Supply Chain Solution Provider 2011 (Pakistan Brand of the Year Awards)
- Best Corporate Social Responsibility Practice Award 2011 (Asia's Best CSR Practices Awards)
- CSR National Excellence Award 2011 (CSR Association of Pakistan)
- Top Logistics Company 2011 (Arabian Business Awards)
- Best Client 2011 (Dubai Customs Department)
- Green and Corporate Social Responsibility Award 2011 (Vietnam Supply Chain Community)
- Best Green Service Provider, Logistics Operator 2010 - 2011 (Asian Freight and Supply Chain Awards)

Spotlight on Agility in Emerging Markets

Agility's Investments in Emerging Markets

Agility is an emerging markets leader. The company is one of the five largest logistics players in dynamic developing economies such as China, India, and Brazil. It is the largest integrated logistics provider in the Middle East with offices throughout the Arabian Gulf, Levant, and North Africa. It also is one of the market leaders in Southeast Asia with operations in Singapore, Malaysia, Indonesia, Vietnam, Cambodia and the Philippines. The company has also built a solid foundation in vibrant frontier markets, investing in countries such as Pakistan, Papa New Guinea, and Uganda.

Facilitating Trade in Emerging Markets

Agility helps facilitate trade to and from emerging markets, creating social and economic value by making some of the world's most challenging environments accessible to trade. Agility serves major multinationals that are expanding their international footprint and helps small and medium enterprises as they tap into growing consumer demand in these dynamic markets.

2012 Operations Start Date
Presence in Major Cities
# of employees
Warehousing

Pakistan 2001
Faisalabad, Islamabad, Karachi, Lahore, Multan, Peshawar, Sahiwal, Sialkot
64,000 square meters
700 employees

Bangladesh 1982
Chittagong, Dhaka
10,000 square meters
150 employees

Russia 1993
Moscow, St. Petersburg, Yekaterinburg
Local strategic partnerships for warehousing
140 employees

Saudi Arabia 2004
Dammam, Jeddah, Jubail, Riyadh, Yanbu
40,000 square meters
390 employees

Kuwait 1979
Doha, Mina Abdullah, Sulaibiya
700,000 square meters
4,800 employees

India 1998
Ahmedabad, Bangalore, Chennai, Hyderabad, Kandla, Mumbai, Mundra, New Delhi, Pune
300,000 square meters
1,340 employees

China 1987
Beijing, Chongqing, Dalian, Foshan, Futian, Guangzhou, Hong Kong, Jiangmen, Kunshan, Nanjing, Ningbo, Qingdao, Shanghai, Shantou, Shenyang, Shenzhen, Shunde, Suzhou, Tianjin, Wuhan, Xiamen, Xian, Zhongshan, Zhuhai
200,000 square meters
1,290 employees

Turkey 2004
Ankara, Istanbul, Izmir, Mersin, Silopi
22,000 square meters
100 employees

Iraq 2003
Basra, Baghdad, Erbil
27,500 square meters
120 employees

Vietnam 1994
Hanoi, Ho Chi Minh City
4,000 square meters
130 employees

Colombia 1999
Barranquilla, Bogota, Buenaventura, Cali, Cartagena, Medellin, Santa Marta
41,000 square meters
900 employees

Lebanon 2004
Beirut
35,000 square meters
250 employees

Philippines 1979
Bataan, Cavite, Cebu, Davao, Manila, Subic Bay
36,000 square meters
300 employees

Mexico 1984
Campeche, Guadalajara, Mexico City, Monterrey
Local strategic partnerships for warehousing
50 employees

Egypt 2008
Alexandria, Cairo
43,000 square meters
300 employees

Indonesia 1992
Bali, Balikpapan, Bandung, Cirebon, Jakarta, Jogyakarta, Medan, Semarang, Solo, Surabaya
20,000 square meters
460 employees

Brazil 1921
Campinas, Curitiba, Guarulhos, Manaus, Recife, Rio de Janeiro, Santos, Sao Paulo, Campinas, Salvador, Vitoria
Local strategic partnerships for warehousing
330 employees

UAE 2003
Abu Dhabi, Dubai
110,000 square meters
1,600 employees

Oman 2004
Muscat
12,000 square meters
250 employees

Papua New Guinea 1989
Lae, NLB, Port Moresby
1,500 square meters
200 employees

Chile 2006
Iquique, Santiago
Local strategic partnerships for warehousing
60 employees

Uganda 2010
Entebbe, Kampala, Malaba
26,000 square meters
150 employees

Argentina 1976
Buenos Aires, Campana, Ezeiza, Rosario
9,000 square meters
230 employees

Kenya 2008
Malaba, Mombasa, Nairobi
90,000 square meters
275 employees

Sri Lanka 1992
Colombo
Local strategic partnerships for warehousing
30 employees

Thailand 1989
Bangkok, Chiang Mai, Chonburi, Prachinburi
14,000 square meters
910 employees

Malaysia 1985
Kuala Lumpur, Johor Bahru, Malacca, Penang, Petailing Jaya, Port Kelang, Shah Alam
41,000 square meters
570 employees

Cambodia 2010
Phnom Penh
Local strategic partnerships for warehousing
10 employees

Customer Challenges Working in Emerging Markets

- Dense, ambiguous, or inconsistently applied regulations, complex bureaucratic processes, delays at customs

- Connectivity challenges related to infrastructure

- Ever-present need for talented, professional, and customer-oriented human resources

- Security considerations, supply chain resilience in parts of the world that are often at higher risk for natural disasters or political change

- Challenges of managing a diverse set of suppliers

- Fast-changing cost structures, escalating labor and property prices

- Strained capacity

- Finding a logistics partner who truly "gets it" – not just during the good times, but also when things get tough

How Agility Reduces Risk

Strong understanding of local regulations and relationships with local authorities. Proactive approach to securing correct documentation in advance. Committed to compliance with international regulations like the Foreign Corrupt Practices Act (FCPA) and UK Bribery Act (UKBA)

Creativity in finding effective routes and modes of transport to move goods

Experienced logistics professionals with a strong understanding of the local market

A safety-oriented approach, and ability to respond quickly to external events to minimize disruptions

Strong supplier relationships, project management capabilities, and systems and technology support

Well-established network in emerging markets, commitment to helping customers manage costs, and proven ability to provide innovative solutions

Existing investments in capacity, strong local relationships to scale as needed, and track record of "building to suit" investments for major customers

Can-do attitude, flexibility in tailoring solutions to individual customer needs, and a deeply held belief in personal service

Case Studies: How Agility Helps Create Access to Goods and Services in Emerging Markets

Moving fuel by barge in Africa during the rainy season

Fuel is a vital necessity in humanitarian relief operations in Africa. However, poor infrastructure exacerbated by rainy seasons makes fuel transport nearly impossible at certain times of the year. Agility uses river barges to reach remote locations when roads are inaccessible, ensuring that more than 20 humanitarian customer sites are continuously supplied with the diesel and jet aviation fuel that powers their relief operations.

Opening new routes in Southeast Asia through a Cross-Border Trucking Service

Agility pioneered road freight transportation across the ASEAN region by developing an integrated trucking network that links major cities, ports and airports to one another and to major destinations in China. Agility gives customers the flexibility of new routes, visibility, security, additional capacity and the option of combined land, air and sea transportation for raw materials and finished goods. Regular road service connects Vietnam and Cambodia with Malaysia, Singapore, Laos and Thailand, offering customers up to 40% savings with significantly less environmental impact compared with air freight. In addition to offering transportation within the region, Agility offers customers a truck-air solution when faced with air export capacity bottlenecks in Southeast Asia. Agility's fleet is equipped with the latest GPS technology and in-container cameras connected to a command center in Bangkok.

Building Knowledge: Agility Emerging Markets Logistics Index

Agility is committed to building knowledge about management of effective supply chains in emerging markets. An important example is the annual Agility Emerging Markets Logistics Index, developed in partnership with Transport Intelligence (Ti), a leading source of research and news about the global logistics industry. The Agility Emerging Markets Logistics Index gives companies insights into the strengths and weaknesses of individual markets from a logistics perspective, and the factors behind the growth in the fastest-growing economies.

The Index compares 45 key emerging markets by size and growth; market compatibility (foreign direct investment, security, urbanization, wealth distribution); and market connectedness (international and domestic transport infrastructure). The Index also highlights the importance of individual trade lanes connecting emerging markets countries with their customers.

To view the latest Agility Emerging Markets Logistics Index, visit: www.agilitylogistics.com/emergingmarkets

"As an emerging markets leader, Agility contributes to the creation of shared value through its business activities. First, we facilitate trade in emerging and frontier markets in which trade and sustainable development are directly linked. Second, we have made significant social and economic investments in these new markets, through our hiring and development practices and community outreach. And third, we bring greater productivity to the value chain in these markets – helping improve quality, security, reliability, and the cost of doing business. We are helping tap the true potential of emerging markets on the global stage."

– Tarek Sultan, Chairman and Managing Director

CSR Materiality, Stakeholders, and Management

At Agility, we believe in building trust with employees, customers, communities, suppliers, and shareholders by doing what is right, being a good citizen, working safely, honoring rules of engagement, and giving back to our communities and planet.

Our Priorities

Our Corporate Social Responsibility priorities are driven by the feedback of our key stakeholders – our shareholders, customers, employees, local governments, communities, and civil society partners; by the mega-trends in our industry; and by the nature of our company and the geographies where we work.

The materiality matrix below provides more information on issues most relevant to us and why, what we are currently working on, and what the future holds.

Environment

Community

Business Ethics

Our People

Environment

Why does it matter?

It's the right thing to do: Logistics and transportation is a polluting industry, and we have a responsibility as an industry leader to be a part of the solution.

Customer requirements: Our customers want and need to understand their carbon footprint to make informed choices

Compliance: Environmental regulations are changing worldwide, affecting Agility and its customers

Competitive advantage: We are in the business of building more efficient supply chains, which can often mean "greener" supply chains as well

What is our focus and why?

Partnering with customers to drive informed choices: With 90% of Agility's carbon footprint being outsourced, working with customers to help them understand the implications of their purchasing decisions is key.

Measuring our carbon footprint: As everyone knows, if you can't measure it, you can't manage it. Improving the quality and breadth of our carbon emissions tracking across our geographically dispersed operations is an ongoing priority.

Reducing energy consumption internally: 76% of Agility's emissions come from electricity use in offices and warehouses, 24% from fuel consumption. Operations in the Middle East are the highest contributors to total emissions. We focus on reducing our impact by improving awareness and management practices.

Waste management, especially packaging waste: As a logistics provider, Agility processes high volumes of packaging and pallet waste. Working to recycle, reuse or reduce this waste is an opportunity.

What progress have we made?

Ongoing customer partnerships around leaner, greener supply chains: Agility is working with some of the world's largest companies to improve efficiencies and reduce environmental impact in the supply chain. Examples range from consolidating goods in transit for a global telecommunications company, to managing the supply chain for one of the world's largest natural gas plants in an environmentally protected zone, to offering closed-loop logistics for one of the world's largest hard drive manufacturers. Agility also recycles pallets and packaging waste for a global sports apparel retailer in Indonesia and the Philippines.

Offering free carbon reporting to customers: Agility offers customers free carbon reporting through its freight management system, as well as a quick emissions transport calculator on its mobile apps for iPhone, Windows, and Android.

Expanding our internal environmental awareness campaign: Agility is now in the third year of its internal "Think Green, Act Green" campaign, to raise awareness of environmental management issues.

Expanding the quality and scope of our carbon emissions mapping: Agility is now tracking carbon emissions in 70% of its operations for the first time, and has recorded an 8% reduction in emissions in 2012.

Pursuing global ISO 14001 certification: Today, nearly 40% of all Agility employees work in an ISO 14001 certified site.

Participating in industry dialogue with the World Economic Forum: Agility continues to engage with customers, non-profit organizations, and other industry leaders on industry-relevant sustainability issues, via its strategic partner, the World Economic Forum

What's next?

Better managing CSR issues in our supply chain: Agility will start collecting baseline sustainability information from its strategic airline and shipping carriers, and plans eventually to create a management system that takes sustainability issues into account.

Modifying our systems to capture more detailed environmental reporting data: Over the next three to five years, we believe that technology investments we are making in our core business will also provide us with a richer, more detailed picture of our environmental impact and allow us to make better decisions for ourselves and our customers.

Creating a global framework for managing and reporting waste management issues: Currently, there are pockets of excellence in the company in regards to waste management, but no global tracking systems to measure waste recycled, reused, or reduced.

Adding more countries/operations to our ongoing carbon mapping exercise: Agility will continue to broaden our carbon footprint tracking, adding significant operations.

Community

Why does it matter?

It's the right thing to do: We have a strong presence in emerging markets, where sustainable development is a priority

Employee commitment: Our people come from the local community and are deeply committed to giving back

Talent recruitment and retention: Having the opportunity to be personally involved in making a difference in our communities gives additional meaning and satisfaction to our employees' work. It builds pride in the brand, and unifies our people around the world.

Ability to add value: We have the skills, experience, and resources to support humanitarian and non-profit partner organizations, particularly when it comes to rapid-response emergency logistics after natural disasters.

Investment in our future: Building strong communities builds future markets and talent for our business

What is our focus and why?

Emerging markets: The bulk of our community investments are made in emerging markets for two reasons. First, the needs are often enormous, and second, Agility is heavily invested in emerging markets. The company's social investments mirror its economic investments and interests.

Disaster response: Natural disasters such as floods, earthquakes and tsunamis pose enormous logistics challenges. As a leading logistics supplier with expertise and assets already on the ground in many high-risk countries, Agility has the know-how to help provide "surge" capacity during the early, critical phases of an emergency response.

Community volunteerism: Agility employees are committed to giving back, and the company strives to provide them with opportunities to lead in their communities. The company usually makes volunteerism and personal engagement a condition of investing in social projects, because we believe it adds value and impact.

We also believe that projects are more sustainable in the long-term, if employees are personally vested in the outcome.

Youth and education, health, environmental volunteerism: With huge diversity in the needs of our local communities around the world, Agility strives to stay flexible in terms of the type of projects it supports. Our vision is that our employees in the local community take the lead on establishing priority areas and screen issues likely to drive the greatest impact. The areas of youth and education, health, and environment are umbrella topics designed to provide loose guidance, while being open enough to still put employees in the driving seat.

What progress have we made?

Strong and innovative public-partnerships: Agility is a founding member of the Logistics Emergency Teams (LETs) initiative in which four leading logistics companies contribute private sector expertise to the humanitarian community during times of major natural disasters. The partnership covers operational deployments, donated services, and training and preparedness. Agility also has a separate partnership with the International Medical Corps.

More than 300 community investments: In 2011 and 2012, employees led more than 300 community projects around the world, mostly in emerging markets. Through their efforts, we reached more than 120,000 people in need with some form of service activity over two years.

Empowered volunteers across the world: 6,320 employees in more than 60 countries volunteered to take part in a CSR activity in 2011-2012. More than 17% of the total workforce volunteered for a CSR activity in 2012.

Built or sponsored all costs of schools in 5 countries – Indonesia, Sri Lanka, Cambodia, India, and Pakistan.

Responded to disasters on three continents: Agility deployed logisticians to support the humanitarian supply chain for refugee camps in South Sudan during the rainy season. It transported relief supplies to Philippines, Pakistan, and the Horn of Africa in 2011 and 2012.
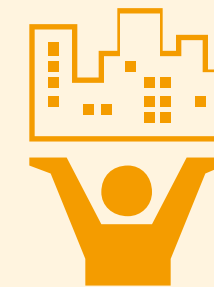
What's next?

Continue to drive social investments: We continuously seek to engage the hearts and minds of our employees, urging them to give back -- with company support. We will continue to invest in our communities, particularly in educational projects in emerging markets. We will pay particular attention to projects and initiatives aimed at giving girls and women access to education.

Continue to engage in disaster response with our humanitarian partners: We will build on long-term relationships with our humanitarian partners to provide assistance during the critical emergency phase of natural disasters. We will also work closely with our partners to drive preparedness by assisting with ongoing logistics capacity assessments, training, prepositioning of supplies, and knowledge sharing.

Engage more deeply with our customers on social issues: We aspire to jointly invest with our customers on some of our larger projects in emerging markets. We believe that partnership allows us to bring greater scale and long-term impact. We will be inviting our stakeholders to join us so that together we can make an even bigger difference.

Our People

Why does it matter?

It's the right thing to do: Being responsible starts at home. We employ more than 20,000 people around the world.

Our people affect our ability to perform: We are in a "people" business; our people are at the heart of our ability to deliver.

Geographic scope: We employ a large number of migrant workers in parts of the world where regulations can at times be laxly enforced. That obligates us to ensure that we hold ourselves accountable.

Stakeholder expectations and trust: Our stakeholders, whether they are employees, customers, shareholders, suppliers, or public and private partners, have the right to expect that Agility will treat its workers with dignity and fairness.

What is our focus and why?

Diversity in the workforce: As a multinational company with roots in an emerging market, we understand that not all countries are the same. We believe that a diverse global workforce, rooted in local markets where we operate, is a competitive business advantage for the company.

Integrated approach to human capital management: With the acquisition of more than 40 logistics companies in less than a decade, we know we must take an integrated approach to human capital management. It is essential that we maintain visibility over our global workforce and continue to grow as a unified company.

Human rights issues: For the most part, Agility is comprised of professional freight forwarding staff working in offices. However, in some parts of the world, we have an extensive operational footprint and employ drivers and warehousemen who could face fair labor issues because of weak regulations, language issues, or lack of awareness of company standards. Agility seeks to prevent human rights issues by setting high standards, training employees at all levels, providing anonymous grievance mechanisms, and auditing for compliance.

Health and safety: Working safely to protect our people, customers and communities is critical. We are taking a fresh global approach to health and safety, scrutinizing global operations and identifying areas where we need to further invest.

Training and education: In order for our people to continue to grow, develop and deliver excellence to our customers and partners, it is essential that we invest in their ongoing training and education at all levels of the company.

Employee engagement: We believe that employees should have a voice, in addition to being informed. Agility uses several means to encourage dialogue between employees and management and to encourage collaboration in virtual teams around the world.

What progress have we made?

Employ over 120 nationalities: Nearly 80% of Agility's workers are based in emerging markets, and more than 120 nationalities are represented on our global team. The majority of Agility's top and mid-level country management is local.

Women hold almost one-third of management positions: Logistics globally is a male dominated industry, but women make up one-third of Agility's core commercial business overall, and nearly one-third of management, professional, sales, and support roles.

Ongoing focus on fair labor standards for migrant workers based in the Middle East: We trained 3,000 employees in the Middle East who are migrant workers (mostly from Asia) on fair labor standards, including "zero tolerance" for forced labor, payment of bribes to recruitment agencies, and illegal retention of passports. We also trained country management, human resources teams, and operations supervisors in six countries, and conducted first-round social audits in region for the first time. We are now implementing the recommendations stemming from the audits.
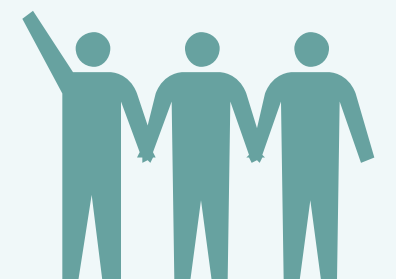
Training and education: We invested in more than 10,500 industrial, technical, and skill development training courses for employees in 2011-2012. Employees averaged 3.97 training hours each in 2011 and 2012.

Increased employee engagement: Launched new company intranet with social media and collaboration features to enable more personalized, two-way dialogue with management. Intranet usage has increased by more than 130% in 2012.

What's next?

Treat our people as our core assets, and invest in them strategically: We have to retain talent, hire smartly for our future, and grow our capabilities on individual and group levels. This means knowing our workforce and being able to recognize top performers; incentivizing people appropriately; investing in training and development; keeping succession plans up to date; focusing on in-house growth; and promoting from within.

Sharpen our focus on health and safety: Agility hired a new Global Director for Health and Safety in 2013. This individual will provide top management with quarterly health and safety reports, and will lead efforts to ensure that we improve our safety record.

Business Ethics

Why does it matter?

It's the right thing to do: Integrity is one of Agility's core values. Doing business with integrity is essential to us.

Stakeholder expectations and trust: We build trust with our employees, customers, communities, shareholders, suppliers, and public and private partners by honoring rules of engagement, following laws, and being transparent.

What is our focus and why?

Competitive business practices: Agility's Competition Policy and training program is designed to ensure a marketplace free of collusion and abuse of market position, along with other unfair business practices. This is particularly important in light of recent cases of price fixing in the industry.

Anti-corruption and bribery: Anti-corruption efforts are gaining emphasis in the logistics industry. Agility's Code of Business Ethics and Conduct has been amended to reflect the strong anti-corruption standards set by both the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Anti-Bribery Act.

Compliance with global sanction laws: Agility's Code highlights important international regulations, including US, EU and UN sanctions, and guides employees on how to comply. This is critical given our role as a multinational company facilitating trade around the world.

Ethics training and awareness: In order for employees to understand their ethics and compliance obligations, we must invest in training and awareness that focuses on key topics for our industry and business. Agility's ethics courses concentrate on real world situations. Topics include anti-trust, anti-corruption, conflicts of interest, competition law, environmental protection, health and safety, human rights, intellectual property, government procurement, and sanctions compliance.

Grievance reporting mechanisms: Agility encourages employees to report possible violations of our Code of Business Ethics and Conduct and offers several ways for employees to elevate their concerns.

What progress have we made?

Ensure high standards are enshrined in Agility's Code of Ethics and Business Conduct: Every employee receives training on our Code, which covers topics such as competition and fair selling practices; bribes gifts, and conflicts of interest; financial integrity and controls; record keeping and reporting; employee rights and working conditions; health, safety, and environment protection; and government controls and sanctions. Two new ethics policies and guides were introduced, including an operational level guide to UN, US and EU sanctions, as well as an EU-focused "Europe Anti-Bribery Policy." The Code was also amended to include tougher anti-bribery language.

Anti-corruption initiatives: Agility participates in the World Economic Forum Partnering Against Corruption Initiative (PACI) as well as a private sector initiative, the Committee to Address Facilitation Payments (CAFP). In 2011 and 2012, nearly 2,700 employees received anti-corruption training, which outlined definitions of bribery, identified activities that might constitute bribes and bribery of foreign officials, and explained how to appropriately work with agents.

Ethics and compliance training for more than 85% of all employees: Agility employees took more than 22,000 ethics courses in 2011-2012. More than 85% of employees participated.

Empowering employees to report grievances through training and an ethics hotline: In 2012, nearly 60% of employees were enrolled in our new online whistleblower training; nearly 37% of our total headcount completed the training. Our various grievance reporting mechanisms remain in place, including an anonymous hotline that is answered in ten languages by a third-party provider.

What's next?

Ongoing training and awareness: We will be widening and deepening our training program, especially at operational and local levels.

Improving our internal audit program: We need to address a wide range of new or evolving ethics and compliance issues.

CSR Management

Agility's Chairman and Managing Director is deeply and personally engaged in shaping the company's CSR strategy.
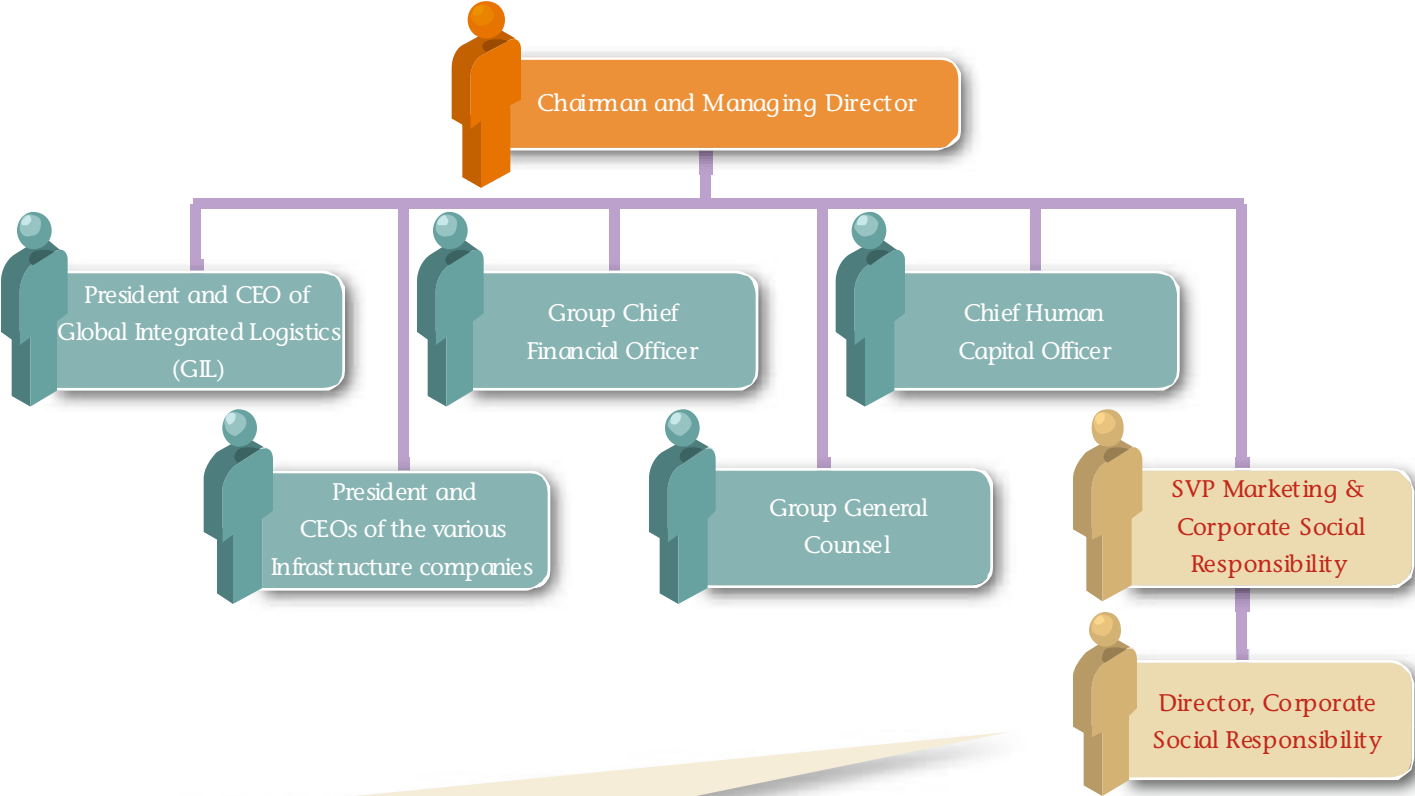
Reporting to the Chairman is a Senior Vice President of Corporate Social Responsibility and Marketing. The two portfolios of CSR and Marketing are kept separate and are staffed by different teams.

Agility has a dedicated Director of Corporate Social Responsibility and CSR team based in corporate headquarters in Kuwait.

Because of the diverse nature of our various CSR initiatives, a different management approach is used for each program.

Chairman and Managing Director

President and CEO of Global Integrated Logistics (GIL)

President and CEOs of the various Infrastructure companies

Group Chief Financial Officer

Group General Counsel

Chief Human Capital Officer

SVP Marketing & Corporate Social Responsibility

Director, Corporate Social Responsibility

Regionally-managed community volunteer program: A regional CSR coordinator, one each in the Americas, Asia, Europe and the Middle East, manages networks of volunteer leaders in each country of operations. Projects are executed locally by country offices with financial and program support from the corporate CSR team.

Global, multi-stakeholder collaboration in the environment program: Key players in our core logistics business drive the environmental program. These "green champions" tend to come

primarily from quality and operations, although there is also close collaboration with the sales organization on customer-facing projects. The CSR team acts as an internal consultant to the business, providing general guidance, group reporting, and strategic focus company-wide.

Centralized management, local implementation for humanitarian assistance: Agility's CSR Director works with our humanitarian partners to determine the need and feasibility of deploying Agility expertise and assets in disasters.

Resources for disaster relief are allocated centrally but these efforts usually draw on local offices for support in execution.

Collaborative approach for fair labor: The company's fair labor practices are managed collaboratively. CSR partners with the Human Resources and Compliance departments in the management of our fair labor program. The three groups work together to define priorities, drive awareness, implement program elements, and measure results.

Stakeholder Engagement

Engagement with our stakeholders helps us to shape our CSR priorities and program execution, as well as our CSR reporting. Our strategy includes:

We debrief our community and civil society partners after major joint projects to understand lessons learned, both in terms of what went well and where we can improve next time. Our formal partnerships with the Global Logistics Cluster and International Medical Corps enable us to have ongoing engagement and build relationship that strengthen our ability to contribute in the area of humanitarian logistics.

We work with account management leaders to understand the perspective of our biggest customers on environmental and social issues. We have found that our global accounts -- large multi-national corporations -- have the most robust environmental and social responsibility requirements and needs. They help set standards for engagement with our other customers.

Stakeholder Engagement

Civil society partnership

Customer dialogue

Employee engagement

Memberships in multi-stakeholder bodies
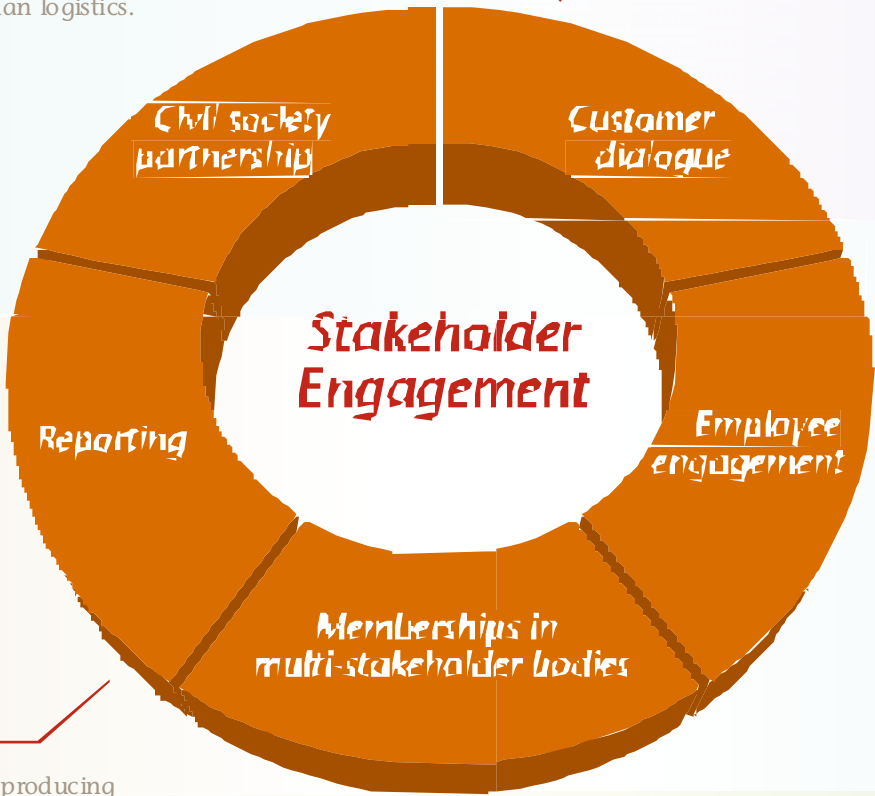
Reporting

We are committed to producing a corporate social responsibility report either every three years or in the form of a "living report" that will be available any time via our corporate website. We are also committed to soliciting feedback from internal and external resources to ensure our reporting meets stakeholder requirements.

We are a strategic partner of the World Economic Forum. This partnership and others afford us the opportunity to regularly engage with customers, the public sector, and other members of our industry on priority topics.

We actively engage employees through our network of CSR leaders in all our operating countries. We use our intranet and a CSR blog to publicize initiatives, and we offer employees a chance to contribute their experiences.

Our Ethics and Compliance Program

Agility has an uncompromising commitment to integrity, fairness and accountability. We ensure this commitment is reinforced at all levels of the organization by setting high standards in our Code of Business Ethics and Conduct; maintaining an ethics and compliance management structure that reports to the highest level of the company; ensuring that Agility employees receive comprehensive ethics training; and encouraging and empowering employees to identify and report ethical concerns.

Our Commitment to Integrity

At Agility, we strive to incorporate high standards of business ethics into our everyday decisions and operations. We create clear policies and procedures, train our employees in ethical business practices, provide employees with clear guidance on how to report ethical concerns, and follow up to reinforce a culture of accountability that is of utmost importance to us.

> "All of us at Agility have a professional and moral obligation to do business honestly, ethically and lawfully. By doing business with integrity, we safeguard our reputation and strengthen the bond of trust that we have worked so hard to develop with customers, employees, suppliers, communities and shareholders."
>
> – Chairman's Message, Agility Code of Business Ethics and Conduct

Code of Business Ethics and Conduct

Agility's Code of Business Ethics and Conduct is the foundation of our compliance program. It details Agility's commitment to employees, shareholders and our local communities. It sets forth standards of behavior and expectations regarding adherence to doing what is right and observing regulations and laws.

The Code, first issued in 2007, is a living document that is regularly updated to reflect new regulatory changes and market practices. It offers detailed advice on topics such as:

- **Competition & Fair Selling Practices:** Agility's Competition Policy is designed to ensure a marketplace free of collusion, abuse of market position, and other unfair business practices.

- **Bribes, Gifts & Conflicts of Interest:** Agility's Code reflects the strong anti-corruption standards set by both the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Anti-Bribery Act.

- **Financial Integrity and Controls:** Financial controls exist to protect the rights of companies and shareholders, and Agility takes them seriously.

- **Record Keeping and Reporting:** Agility's Code mandates that company records must be administered strictly in accordance with applicable law and company policy. Agility preserves all records required to be kept by law, retains them for as long as required and discloses them to authorities when appropriate.

- **Employee Rights and Working Conditions:** Respect for one another and a high regard for the rights of employees is one hallmark of an ethical company culture. Agility maintains standards designed to foster fair working conditions for all. Agility expressly forbids discrimination, harassment, forced labor, and child labor.

- **Health, Safety & Environmental Protection:** Agility's Code requires that offices and workplaces be safe for employees, and that our products and services are not injurious to public health, safety or the environment.

- **Government Investigations, Controls, and Sanctions:** Agility's Code highlights many important international regulations, including US, EU and UN sanctions, and guides employees on how to comply. It also offers employees guidance on how to comply with a government investigation.

Accountability at the Highest Levels

Agility's General Counsel leads the ethics and compliance program, chairing the Corporate Compliance Board that reports to Agility's Board. Agility's Chief Compliance Officer reports to the General Counsel, who in turn reports to Agility's Chairman and Managing Director.

The Corporate Compliance Board is responsible for setting, reviewing, and updating ethics and compliance policies and procedures; and overseeing the implementation of those policies in Agility's various businesses, which includes monitoring the Compliance training program.

Chairman and Managing Director

Group General Counsel

Chief Compliance Officer

Compliance board (composed of regional/ general counsels from the business)
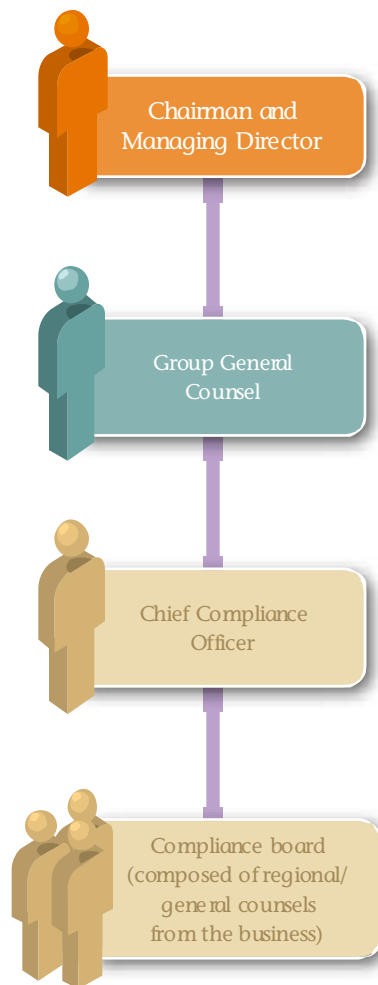
Ethics Training

Agility's ethics training program is designed to provide employees with access to courses appropriate to their work. Training in ethics and compliance is delivered online and in classroom sessions.

Agility's ethics courses concentrate on real world situations. Topics include anti-trust, anti-corruption, conflicts of interest, competition law, environmental protection, health and safety, human rights, intellectual property, and government procurement. For some of our business units and operations, there is a special focus on laws and regulations that apply to doing business in the US and EU, and also on conducting business in compliance with international trade sanctions. Agility employees also take "whistleblowing" training courses to ensure that they know how to report ethical concerns.

ANTITRUST

Ethics Training (2011 and 2012)

Over 22,000 ethics training courses were completed or are in progress in this reporting cycle, with over 85% of all employees paticipating

12,694
Ethics courses completed

9,485
Ethics courses in progress
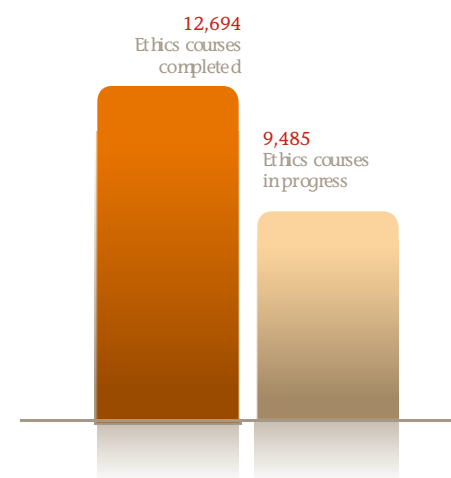
Ethics Courses Offered at Agility

- Agility Code of Conduct
- Foreign Corrupt Practices Act (FCPA) / Anti-Bribery
- Government Procurement Antitrust
- UK and EU Competition Law
- Human Rights

- EEO & Workplace Conduct for Managers
- Global Mutual Respect
- Preventing Sexual Harassment
- Data Privacy and Protection
- Whistleblowing: Reporting Concerns

Whistleblowing and Reporting Ethical Concerns

Our reputation for integrity remains an asset in which every employee takes pride. Agility encourages employees to report possible violations of our Code of Business Ethics and Conduct and offers several ways for employees to elevate their concerns:

- By calling the Agility Alert Line, a toll-free number that enables employees in to make anonymous reports through multi-lingual third-party operators. The U.S. number is answered 24 hours a day, seven days a week, in more than 10 languages.

- By notifying their supervisor or manager if they are comfortable doing so.

- By sending an email to the personal email box of any member of the Ethics team or to ethics@agilitylogistics.com.

- By entering a report on our secure website from our employee intranet.

Any employee who submits a report in good faith will be protected from retaliation.

To Make a Report

You may use either of the following two methods to submit a report:

- Dial toll-free, within the United States, Guam, Puerto Rico and Canada:
  800-472-6986

  Outside of the United States, Guam, Puerto Rico and Canada:
  Click here for dialing instructions

  OR

- Select the **"Make a Report"** link at the left of this web page.

After you complete your report you will be assigned a unique code called a "report key." Write down your report key and password and keep them in a safe place. After **5-6** business days, use your report key and password to check your report for feedback or questions.

EthicsPoint is NOT a 911 or Emergency Service: Do not use this site to report events presenting an immediate threat to life or property. Reports submitted through this service may not receive an immediate response. If you require emergency assistance, please contact your local authorities.

Investigations and Consequences

Incidents reported are reviewed and investigated by the Ethics and Compliance team. Investigations are fully documented, and include gathering facts, reviewing all available records, conducting witness interviews, and interviewing the people against whom complaints have been made.

A confidential written report is generated, complete with specific recommended actions, as well as guidance on how to prevent a recurrence of the incident in the future. That report is then sent to the members of the Corporate Compliance Board, who decide on the legal next steps and work with the business (for example, country management or regional management and so on) to implement the agreed-upon actions.

A summary of all ethics and compliance investigations and outcomes is presented quarterly to Agility's most senior management by the Corporate Compliance Board.

Legal Issues and Response

Agility has faced legal issues in two areas:

Industry-Wide Freight Forwarding Investigation:

For several years, authorities in several jurisdictions have been conducting an industry-wide price-fixing investigation of the freight forwarding industry. GeoLogistics, a company acquired by Agility, is one of more than 15 freight forwarders under investigation for conduct that allegedly occurred prior to the acquisition. In 2012, the company reached agreement to resolve some of these proceedings in Switzerland, the UK and Hong Kong.

Agility is committed to competing fairly in all markets in which it operates, and will continue to cooperate fully with authorities during the course of these investigations. Agility has also committed to a renewed focus on training employees in competition law and in the company's competition policies.

Legal dispute with the U.S. government over the Prime Vendor contract:

In November 2009, the U.S. Department of Justice made public an indictment alleging that Agility overcharged and committed fraud in connection with its Prime Vendor contracts to supply food to U.S. troops and contractors in Iraq and Kuwait.

Agility's position is that this should be a civil contract dispute, and not a criminal matter. The company acted responsibly and transparently in developing pricing, selecting suppliers, and establishing the policies and practices used to perform the two contracts. Agility's prices, suppliers and practices were put in place with the knowledge and approval of our customer, the U.S. Defense Logistics Agency (DLA).

At the time of publication, this issue was an ongoing legal matter, and updated information on the latest status can be found on our website.

Spotlight on Anti-Corruption

Agility is a signatory of the World Economic Forum's Partnering Against Corruption Initiative (PACI). Signatories of PACI are committed to having a zero-tolerance policy towards bribery and to developing and implementing anti-corruption programs. More information about PACI can be found on the World Economic Forum website.

Agility is also an active member of the Committee to Address Facilitation Payments (CAFP), a private initiative led by global companies that are working together to address future demand/risk of facilitation-type payments in a thoughtful, proactive and appropriate manner.

Just as Agility's Code of Business Ethics and Conduct reflects the strong anti-corruption standards set by both the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Anti-Bribery Act, Agility's training program reinforces anti-corruption practices in both classroom sessions and through online courses. In 2011 and 2012, nearly 2,700 employees received anti-corruption training, which included definitions of bribery, activities might constitute bribes, bribery of foreign officials, how to appropriately work with agents, "do's" and "don'ts," and possible red flags. This training has been mandatory since 2008, and it is our goal that every employee takes the course at least once, and subsequently receives refresher training.

Partnering Against
Corruption Initiative
Annual Report 2012
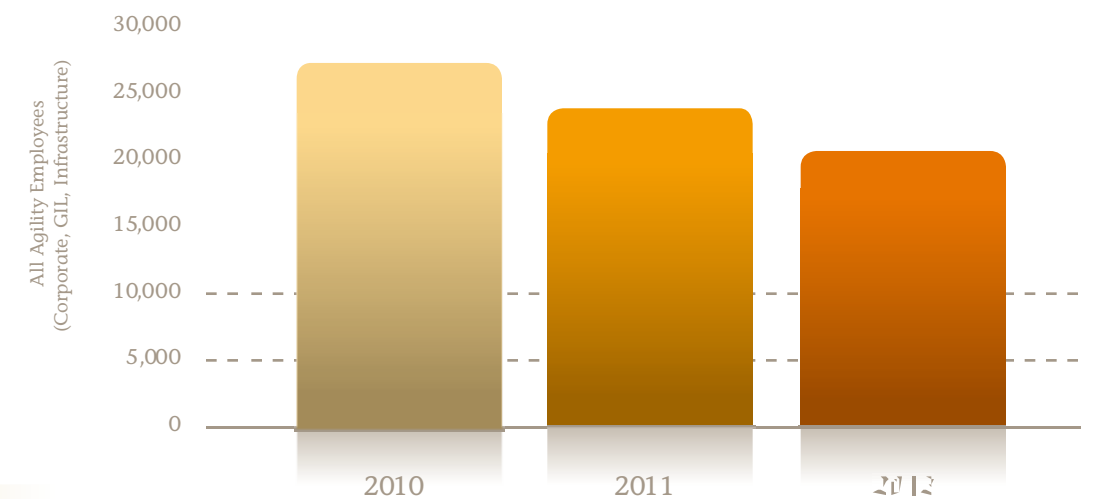
Our Commitment to Employees

Agility employs more than 20,000 people around the world, the majority working for our core commercial logistics business in emerging markets where job creation and professional growth are sustainable development priorities. We take our responsibilities as an employer seriously: We strive to provide a safe environment, meaningful work, competitive wages, and numerous growth prospects for our employees. Our standards are clearly stated in our Code of Business Ethics and Conduct, along with this promise: "We will respect the dignity of each Agility employee."

A Period of Change

Agility went through a period of transition in 2010 and 2011 that saw the company shrinking its workforce to adjust to a global recession and the loss of significant U.S. government contracts. Although restructuring presented difficult challenges, we strived to make organizational changes thoughtfully and in accordance with local regulations protecting employee rights. The company's structure and headcount have stabilized, and Agility is looking to the future.

Total Headcount (2010 to 2012)
Agility restructured to move largely out of US government business during this time

All Agility Employees (Corporate, GIL, Infrastructure)

	2010	2011	2012
30,000			
25,000			
20,000			
15,000			
10,000			
5,000			
0			

Our People

The commitment and resilience of our people over the last few years at Agility have played a critical role in positioning the company for success. As always, we owe them our thanks. Our people define our character, deliver our performance, and possess the specialized knowledge that differentiates us a company.

"We will respect the dignity of each Agility employee."

Our Workforce at a Glance

Agility Global Integrated Logistics is the single largest employer within the Agility group, accounting for nearly 80% of the total employee population. The Infrastructure group of companies employs most of the remainder of the workforce. Corporate employees account for less than 1% and number fewer than 150.

The majority of our people are employed in emerging markets. Agility encourages local hiring at all levels of the company, because we know that it makes good sense to hire managers and employees who understand local business protocol and can respond effectively to the local environment. We consider the multicultural and multinational nature of our global team to be one of the company's core strengths.

We strive for a diverse workforce when it comes to gender as well as nationality. Currently, nearly one-third of the core commercial logistics business is made up of women, who also hold roughly one-third of management and professional positions. The percentage of women in the workforce is 25% company-wide. We recognize we still have work to do to bridge the gender gap at the executive and director levels of the company.

Our workforce is relatively young. Company-wide, 20% of our employees are under the age of 30, and 55% are between the ages of 30 and 49. The breakdown is very similar in the core commercial business, with 71% of employees under the age of 50. As an employer, Agility reflects the demographics of the countries in which it operates. In many of our largest operations in the Middle East and emerging Asia, our workforce is consistent with the youthful composition of the local populations.
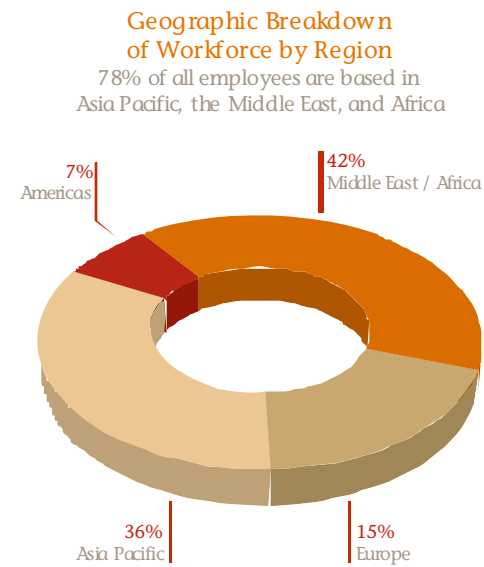
Most Agility employees work for the company full-time, although we do employ seasonal and/or day workers in some of our larger warehousing facilities in Asia Pacific. Our biggest use of contract labor is in India, where we employ approximately 2,200 people on a part-time or seasonal basis.
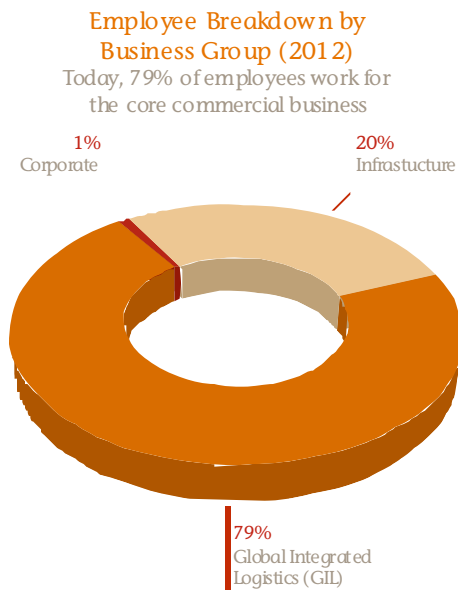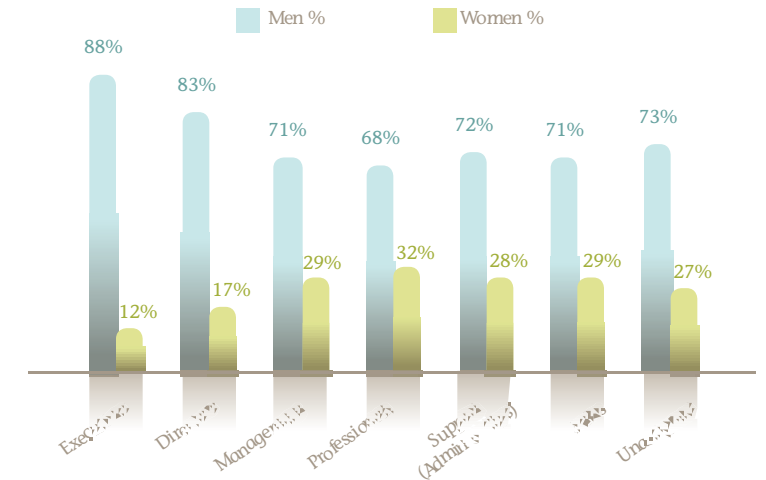
Geographic Breakdown of Workforce by Region
78% of all employees are based in Asia Pacific, the Middle East, and Africa

- 7% Americas
- 42% Middle East / Africa
- 15% Europe
- 36% Asia Pacific

Employee Breakdown by Business Group (2012)
Today, 79% of employees work for the core commercial business

- 1% Corporate
- 20% Infrastucture
- 79% Global Integrated Logistics (GIL)

Breakdown by Gender in Core Commerical Business (2012)
In Corporate and GIL, women are nearly one-third of the workforce
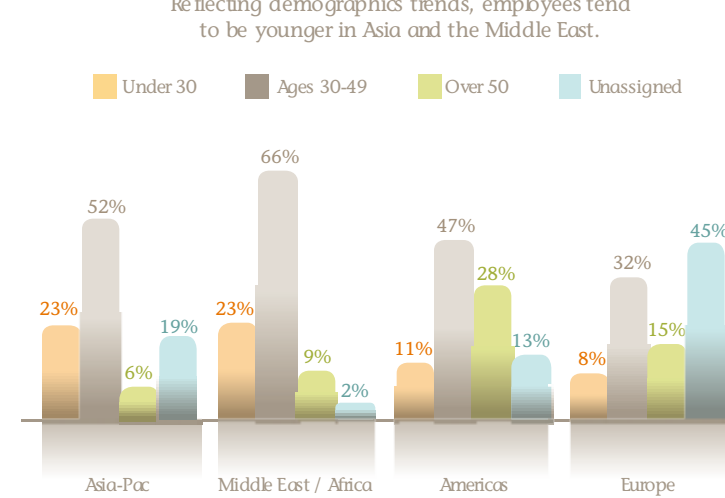
- 71% Male
- 29% Female
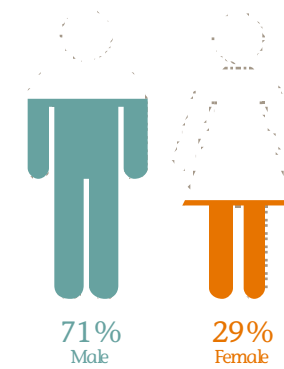
Gender Breakdown by Employment Level in Core Commercial Business (2012)
Women make up roughly one-third of management, professional, sales and support roles in Agility Corporate and GIL
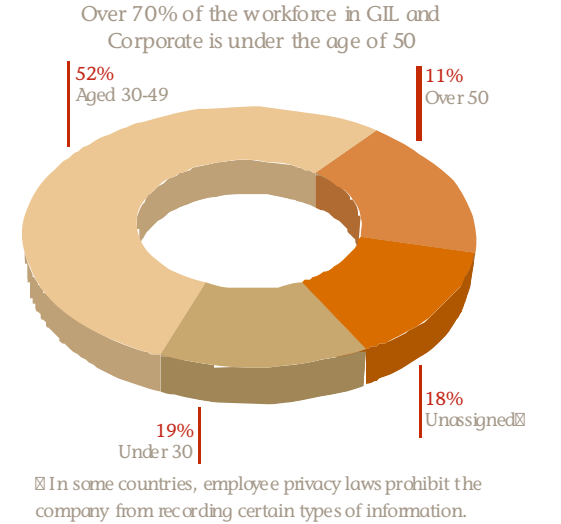
Men %   Women %

- 88% / 12%
- 83% / 17%
- 71% / 29%
- 68% / 32%
- 72% / 28%
- 71% / 29%
- 73% / 27%

Age of Workforce by Region (Corporate & GIL, 2012)
Reflecting demographics trends, employees tend to be younger in Asia and the Middle East.

Under 30   Ages 30-49   Over 50   Unassigned

- Asia-Pac: 23%, 52%, 6%, 19%
- Middle East / Africa: 23%, 66%, 9%, 2%
- Americas: 11%, 47%, 28%, 13%
- Europe: 8%, 32%, 15%, 45%

Empolyee Breakdown by Age in Core Commercial Business (2012)
Over 70% of the workforce in GIL and Corporate is under the age of 50

- 52% Aged 30-49
- 11% Over 50
- 18% Unassigned⌘
- 19% Under 30

⌘ In some countries, employee privacy laws prohibit the company from recording certain types of information.

Full-Time Employees vs. Part-Time Employees
The majority of our workforce are full-time employees

- 82% Full-Time employees
- 18% Part-time or contract employees
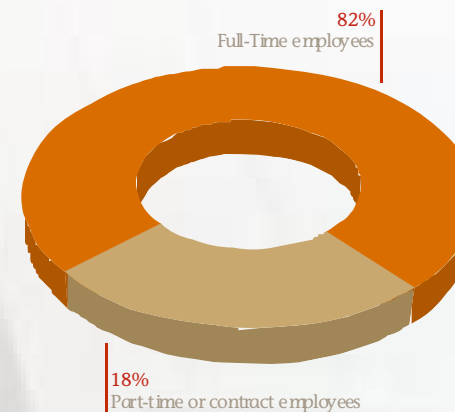
Note: The data in this section is current as of the end of 2012. It is drawn from Agility's human capital management system. Like the rest of the report, the charts showing the breakdown of the workforce by region, gender, age, and full time equivalents is based on the core commercial business + Corporate, which accounts for 80% of the company's headcount and revenue.

Tracking Women by Employment Level Over Time
In the last three years in GIL and Corporate, women's participation at various employment levels has remained relatively flat; rising very slightly at the executive, professionals, support and sales levels

2010   2012

- 10% / 12%
- 17% / 17%
- 29% / 29%
- 31% / 32%
- 25% / 28%
- 27% / 28%
- 27% / 28%
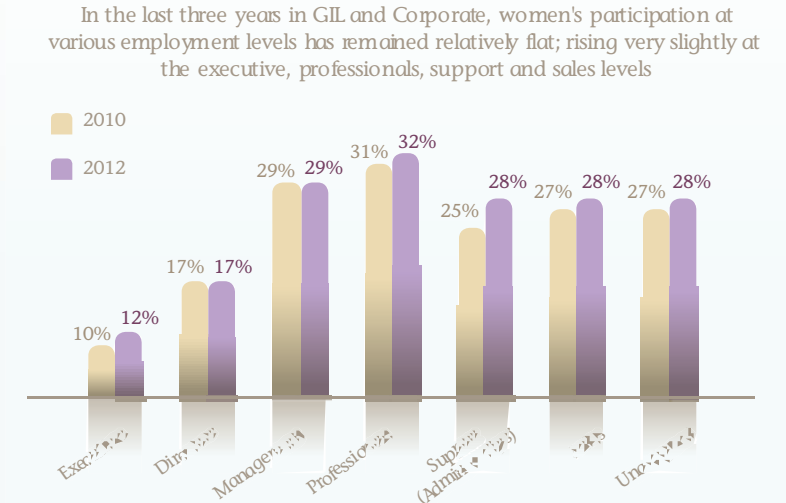
Investing in Our Employees

Leading from the Top: Appointing a Chief Human Capital Officer

Recognizing the need to refocus on our people strategy after a period of transition, Agility's people programs are led by a Chief Human Capital Officer (CHCO) who reports directly to the Chairman and Managing Director of the company.

An Integrated Approach to Human Resource Management

As Agility grew through the acquisition of more than 40 different companies worldwide over the last decade, efforts have focused on creating an integrated human resources platform with more centralized policies, systems and processes for our entire workforce for the first time. Tremendous progress has been made in this regard. As of 2010, Agility's human resource management system, "PeopleWise," covers more than 90% of all employees globally. It serves as the central database for managing employee information, performance reviews, and career path planning – bringing accountability, quality control, and transparency to our HR processes.

Developing Our Workforce: Training and Education

Agility has ongoing investments in various training programs for employee development. Although some of the company's programs were scaled back for cost reasons over the last two years, we anticipate growing these programs once again from 2013 and beyond.

At the heart of our development efforts today is an "e-learning" training platform that is accessible to all employees. In 2011, Agility employees took over 8,500 courses online, and in 2012, employees took nearly 2,000 courses covering industrial, technical and skill development topics.

Throughout the company, we also have "pockets of excellence" in training and development that we are looking to learn from and expand on. One strong example is the Management Development Program (MDP) conducted for mid-level managers in the Greater China area. This rigorous twelve-month program combines in-classroom learning with on-the-job assignments. To date, more than half of the participants in the MDP program have formally taken on greater responsibilities since graduating, motivating other employees to participate in this program. The MDP program will serve as a model for an Asia-wide leadership development program that will be rolled out starting in 2013.

Approach to Collective Bargaining

Agility values its relationships with its employees and is committed to providing a work environment where employees can bring concerns about pay, benefits and working conditions directly to management and have their concerns addressed in a fair manner.

Agility is largely a non-union environment. The main exception involves a small number of employees (less than 2%) in the United States who are covered by collective bargaining agreements that pre-date Agility's acquisition of operations where these agreements are in place. Within the European Union countries, employees have the right to be consulted and informed about company decisions through country and EU-level works council representation. Agility management is committed to meeting its responsibility to engaging in the works councils processes and procedures.

Employee Engagement

Agility believes it is important for employees to be engaged in the business objectives and strategy of the company. To that end, the company's leadership conducts worldwide meetings and issues announcements to inform employees about the state of the company, its financial outlook, its business priorities and objectives and the important role each employee has in contributing to Agility's success.

Agility's intranet, "Connections," also serves as a powerful platform to connect employees across the world and enable two-way dialogue between employees and management. The company intranet has been designed as a an interactive and personalized corporate engagement platform that creates space for employees to post personal profiles and use collaborative team sites in which geographically dispersed colleagues can share vital information. Agility's senior leadership blogs regularly; and employees are actively encouraged to provide their feedback on the company's strategic direction.

> ### Excerpt from CHCO's First Blog to Employees
>
> As we stabilize our structure and look to the future, what can employees expect?
>
> For me, it's a question of remembering the fundamentals. We have to retain our talent, hire smartly for our future, and grow our capabilities on both an individual and a group level. This means knowing our workforce and being able to recognize our top performers; incentivizing people appropriately; investing in training and development; keeping succession plans up to date; focusing on in-house growth; and promoting from within. In other words, we have to develop strategic plans for our people and treat them as our core assets.
>
> These things all take work: in the form of concentrated management attention, structure, and supporting programs. And that's where I see my role: to keep a strategic eye on our future to ensure we are developing the right leadership and motivation for the great people we have in Agility.

Personal profiles on company intranet help connect people in 100 country offices around the world

Leadership "blogs" provide timely, informally written, and accessible information on company direction

Employees encouraged to "comment" and give feedback to management

Case Study: Protecting Migrant Workers in the Middle East

The Middle East, particularly the Arabian Gulf region, relies heavily on migrant workers from Asia for labor-intensive industries. Numerous human rights organizations have noted that "forced labor" is a widespread problem – from workers paying recruitment agencies bribes that force them to work in indentured servitude, to companies withholding worker passports illegally, to non-payment of wages.

Given the high number of migrant workers in Agility's transport and warehousing operations in the Middle East, Agility has been working for a number of years to build protections and safeguard employee rights. Agility has invested in a management structure to enforce the high standards enshrined in our Code, conducted human rights training at all levels, and completed a region-wide audit of our labor program's performance.

The following case study provides additional details on our ongoing journey in this space.

1 Step One: Creating a Labor Task Force with Implementation Authority

In 2007, Agility created a "fair labor task force" composed of leaders from human resources, ethics and compliance, and corporate social responsibility to monitor and report directly to Agility's Chairman and Managing Director.

The labor task force was given authority to: refine Agility's fair labor policies and processes; assess risks related to migrant labor in the Middle East; create a global training and awareness program to ensure that Agility meets our fair labor commitments; and put in place a framework for auditing compliance and driving corrective actions.

2 Step Two: Making Fair Labor Principles a Core Part of Agility's Code of Business and Ethics Conduct

Agility's Code today includes the following core principles:

- **Forced Labor:** Agility expressly prohibits and will not tolerate the use of involuntary, forced or bonded labor. Employees should not pay recruitment fees to work for Agility. Agility does not retain passports, except as required by law or local authorities. Agility's practice is to compensate employees competitively relative to the industry and the local labor market, and to guarantee adequate rest periods.

- **Discrimination and Harassment:** Agility is an equal opportunity employer and does not discriminate on the basis of race, color, religion, gender, age, nationality, sexual preference, or disability. Agility is committed to providing a work environment that is free from harassment.

- **Child Labor:** Agility expressly prohibits and will not tolerate the use of child labor.

- **Protection for Complainants:** Agility does not discriminate against employees who have opposed an unlawful or unethical practice. It provides opportunities for all employees to raise ethical concerns either in person or through an anonymous hotline.

- **Personal Data Confidentiality:** Agility respects the confidentiality of its employees' personal data. Access to personal records is limited to personnel who have appropriate authorization and a clear business need for such information, and information is treated appropriately and confidentially.

3 Step Three: Combating Corruption in the Recruitment Process

One of the most common and serious problems faced by migrant workers in the Arabian Gulf is that they often have to pay fees to local recruitment agencies in their countries of origin in order to get the necessary visas and paperwork to work in countries such as Kuwait, UAE, or Saudi Arabia. These fees, which workers are told will cover travel and visa processing costs, are actually exploitative because employers, rather than employees, are legally obligated to assume these costs under local labor laws.

Although Agility has little direct control over the recruitment agencies in workers' home countries, the company made a decision to assert its influence to the extent possible. First, Agility contracts with recruitment agencies contain explicit clauses forbidding processing "fees" from workers and imposing financial penalties for companies that violate this contractual agreement. Agencies that violate the terms of these contracts are to be immediately terminated, and prosecuted to the full extent of the law. Agility has permanently banned three recruitment agencies for unethical practices.

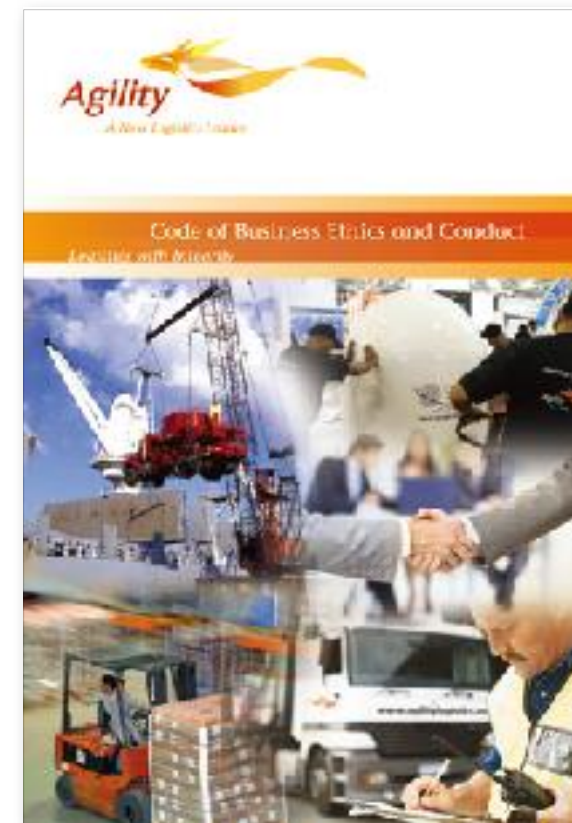Second, Agility sends its own human resources representatives to recruitment sessions in-country, and clearly explains to prospective workers that it is against company policy to work with recruitment agencies that solicit or accept bribes. Workers are reminded that such fees are illegal, and are encouraged to inform Agility if they have incurred them. All prospective employees are also required to sign a document stating that they have not paid any fees to work for Agility.

To ensure that employees in the Middle East understand their jobs upon arrival, Agility has a clear "transparency policy." Agility gives workers a presentation on all aspects of their jobs and living conditions in a local language before they sign the employment contract.

Taking Action: Minimizing Corruption

1. Zero tolerance towards "fees" from workers is written into all recruitment agency contracts

2. Prospective workers are clearly told that payment of bribes is unnecessary, and against company policy

3. Unethical agencies terminated and prosecuted, and permanently disbarred from doing business with Agility

Agility
A New Logistics Leader

Code of Business Ethics and Conduct

4 Step Four: Creating Toolkits to Manage a "Zero Tolerance" Policy towards Withholding of Passports

Another widespread business practice in the Middle East is the retention of employees' passports for the duration of the employment contract, to protect the company from potential financial and legal liabilities that may be incurred as the official "sponsor" of an employee.

Agility set clear polices stating that no Agility employee can require other employees to relinquish their passports for any reason, unless it is required by local law. All human resources (HR) personnel, as well as employees themselves, were notified in writing that the company maintains a "zero tolerance" policy towards holding passports.

However, we soon found that putting this policy into practice required some additional practical steps. For one thing, some employees asked Agility HR personnel to hold onto their passports

If employees need to give Agility passports for legal reasons, or choose to do so for safety reasons, they sign a consent form. They are also guaranteed that their passports will be returned within 24 hours, upon request – no questions asked.

for safety reasons, as they were living in shared accommodations. In certain other cases, we found that under local law, the company was required to hold onto passports in order to process official paperwork.

As a result, the company instituted a "passport toolkit" to help manage these selective issues. In cases in which employees need or wish to give their passports to Agility, employees sign a document stating that they are giving their passports into Agility's care voluntarily. They receive a document in return committing that the passports will be returned within one working day of a written request for them back – no questions asked. The document lays out a clear process for how to request return of a passport, the timeline in which it will be returned, as well as instructions on how to lodge an official complaint through the hotline or with the ethics team, if a passport is not returned within the required time period.

5 Step Five: Training Management, HR Teams, and Employees

Changing the migrant worker management culture requires investment in training to build awareness of Agility's fair labor policies, at all levels.

Fair labor training videos have been created in eight languages commonly spoken by Agility employees

Agility has created a "fair labor" training program that covers the company's policies and provide scenarios to help employees understand what this means for them. Training videos in the main languages spoken by our employees - Arabic, English, Hindi, Malayalam, Urdu, Tagalog, Bengali, and Turkish – are available today.
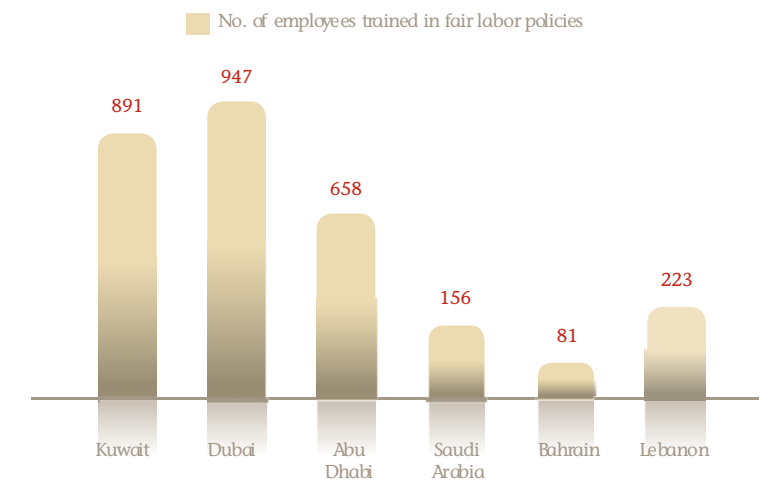
We set clear goals for our training program: to train all HR teams in the Middle East region and 80% of managers, operational supervisors, and workers over the course of 2011 and 2012.
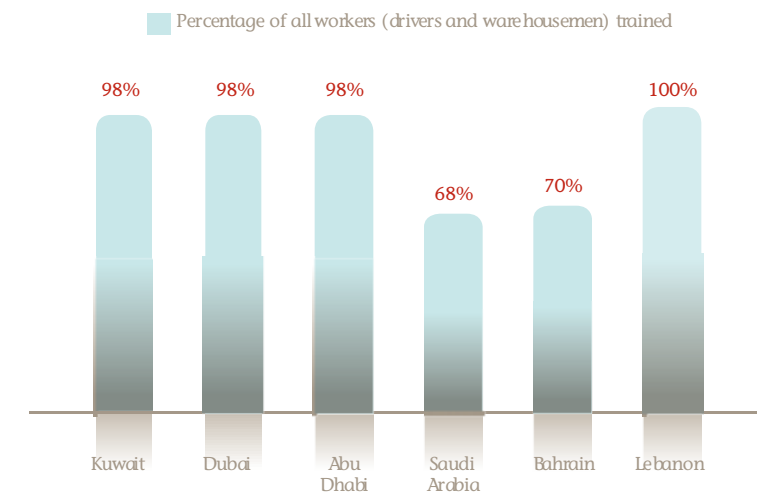
Training takes three forms:

- Workshops for in-country HR professionals and operational supervisors to go over the fair labor policies in-depth and get feedback on the best way to implement them.

- Online human rights training for managers through Agility's ethics e-training platform.

- Group training sessions for workers, in which the training videos are shown in local languages, followed by a debrief/discussion facilitated jointly by HR and Corporate Social Responsibility teams in order to get a first round of corrective actions identified.

Training has been rolled out to more than 1,300 managers via the online platform, and to a further 2,953 workers during in-person sessions in Kuwait, Lebanon, Abu Dhabi, Dubai, Saudi Arabia, and Bahrain. Training will be rolled out in Oman, Jordan and Egypt in 2013.

Workers Trained in 2011 and 2012
Almost 3,000 migrant workers trained in total

■ No. of employees trained in fair labor policies

Kuwait	Dubai	Abu Dhabi	Saudi Arabia	Bahrain	Lebanon
891	947	658	156	81	223

Training Targets Achieved in 2011 and 2012
Exceeded training targets in Kuwait, Abu Dhabi, Dubai, Lebanon; must complete training in Saudi Arabia, Bahrain

■ Percentage of all workers (drivers and warehousemen) trained

Kuwait	Dubai	Abu Dhabi	Saudi Arabia	Bahrain	Lebanon
98%	98%	98%	68%	70%	100%

6 Step Six: Maintaining Ongoing Awareness

In addition to the training, Agility created a communications campaign, relying on posters that graphically represent Agility's "fair employment promise" and provide contact details for the ethics hotline. Workers are encouraged to call if they feel that a violation of Agility's Code of Business Ethics and Conduct is taking place. These posters are displayed in offices, warehouses, and worker accommodations throughout the Middle East.

7 Step Seven: Auditing for Compliance

In the last quarter of 2012, Agility began a fair labor audit process in the Middle East – its first. Over the course of 2013, Agility will complete the first-round audits of its operations in the region. The audit covers:

1. Completion of Labor Training: assess whether all managers, employees, and HR personnel have been trained in the labor policies and ensure that policy training is part of the on-boarding process for new employees.

2. Workplace Health & Safety: ensure workplace safety policies are established in warehouses and

fleet operations; ensure policies on child labor, discrimination, harassment, fair and timely wages are followed; and ensure contracts with recruitment agencies have "zero tolerance" for employee fees.

3. Labor Accommodations: ensure that minimum standards for sanitation, maximum occupancy, fire safety, adequate living conditions with clean and private toilet and bathing facilities, and clean and free potable water are being enforced.

The audits involved a mixture of random worker interviews, site visits, and review of documentation.

8 Step Eight: Taking Corrective Actions

Both the worker training sessions and the audits have resulted in corrective action reports being issued to respective country operations. Countries are provided with a dashboard that summarizes their risk level in various areas, a written analysis of the issues, and a list of corrective actions that must be taken, along with the timeline and action owner.

Sample dashboard that summarizes risk levels in a country

Forced Labor

Discrimination

Harassment

Protection for Complainants

Personal Data Confidentiality

Child Labor

Work Hour and Wages

Labor Accommodations

Workplace Health & Safety

High Risk   Some Risk   Low Risk

Although the audit process is still in a relatively early phase, we are already seeing actions at the country level. For example, Agility changed its labor accommodations in both Kuwait and Dubai as a result of employee feedback.

9 Step Nine: Keep Doing All of the Above and Simultaneously Widen the Net

Agility will continue to roll out all aspects of the program, focusing on ongoing training and auditing for compliance. We will broaden this initiative to include all countries in the Middle East and North Africa, as well as some of our operations in the Asia Pacific region.

Our Community Investments

Agility has invested in more than 750 community projects in 75 countries in the last six years, reaching more than 600,000 people in need. Our community investments are driven by the commitment of our people. We are proud of the fact that our employees are making a difference in nearly every community in which we do business, including many emerging markets around the world.

Our Social Commitment

As a player in the world marketplace, with a strong presence in emerging markets, we recognize that our global presence in business requires a corresponding serious commitment to social responsibility. We invest in social programs led by our employees, primarily in the areas of youth and education, health, and environmental action.

Making a Difference in Emerging Markets

Our community investments, like our business investments, are made primarily in emerging markets. More than 60 percent of our social projects are executed in the developing world.

Our Employee-Led Community Volunteer Program

Agility's Community Volunteer Program enables employees to initiate and lead humanitarian projects in local communities around the world. Every Agility employee can apply for a company grant to support a community project that he or she believes will make a difference.

By empowering employees to shape the company's community investment strategy, we believe that we achieve greater impact, in terms of the scope and scale of projects we can undertake, the number of employees that volunteer to be a part of them, and the local relevance they have.

The criteria for an Agility-sponsored community grant are straightforward:

- **Partnership:** First, projects must support registered charity partners who adopt a humane, neutral and impartial approach to service. We work in partnership with civil society organizations and invest in long-term relationships over time.

- **Priorities:** Second, projects should meet priority focus areas of youth and education, health, disaster response, or environmental action. These focus areas are deliberately designed to be broad enough to enable employees to interpret them in ways that are relevant to their local communities. For example, under the auspices of "youth and education," projects have ranged from supporting entrepreneurship training in public schools in Jordan, to supporting a shelter for street children in Thailand, to collecting school supplies for underprivileged children in the United States.

- **Passion:** Third, employees must be prepared to lead the project in cooperation with a humanitarian partner organization. It is Agility's philosophy that in addition to financial or in-kind contributions, the time and passion of our people is critical in both making a difference and building a culture of giving back. Employees are encouraged to nominate projects that they feel personally passionate about and to get their colleagues to join their efforts.
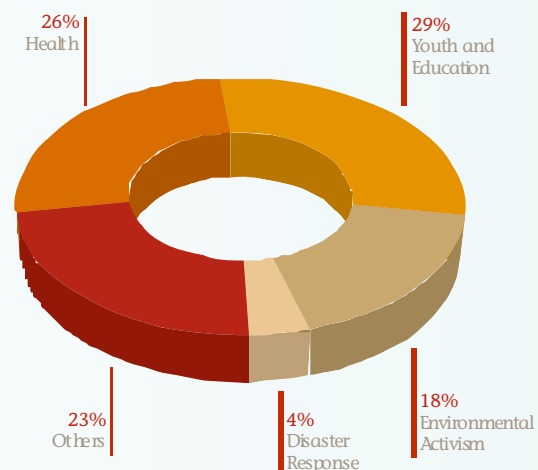
Partnership · Priorities · Passion
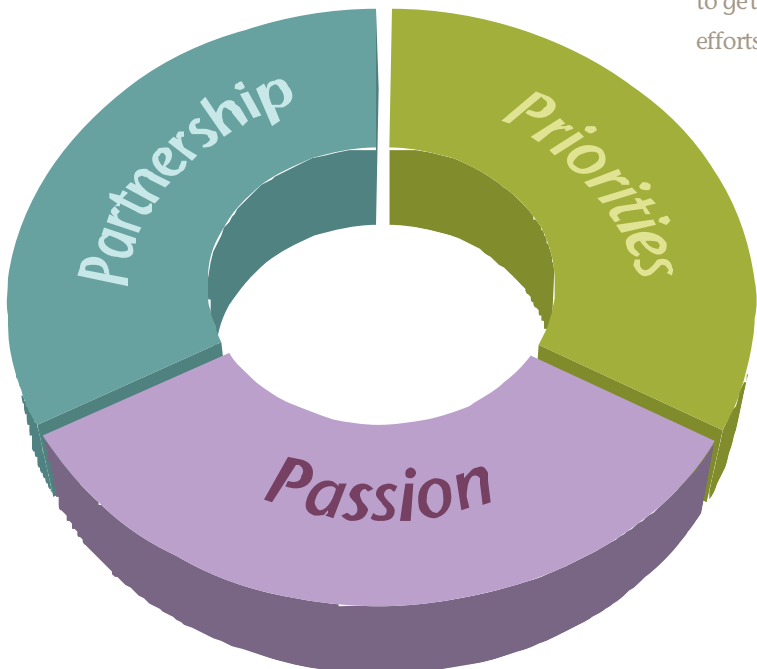
Employee Volunteerism
More than 17% of all Agility employees volunteered to participate in a CSR activity in 2012

■ No of Employees who Volunteered

2,838 — Year 2011
3,482 — Year 2012
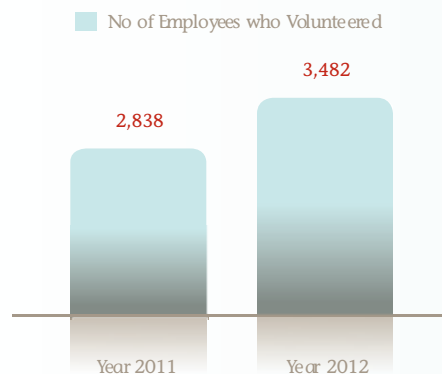
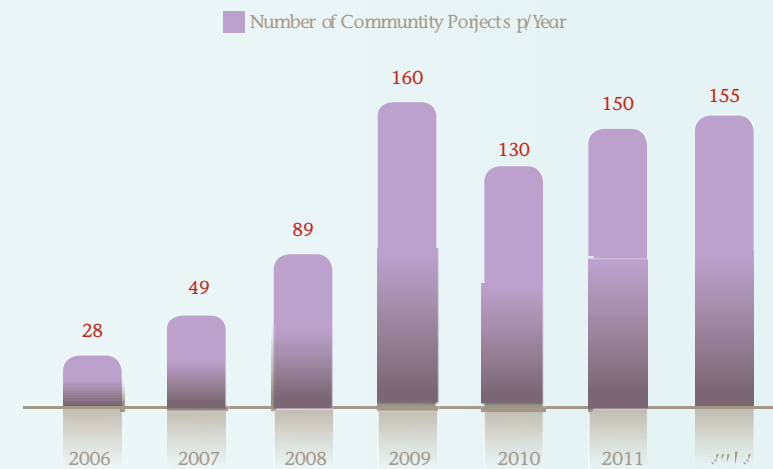## Community Projects by Focus Area (2012)
Roughly one-third of all projects led by employees worldwide focus on youth and education

26% Health
29% Youth and Education
23% Others
4% Disaster Response
18% Environmental Activism

Impact of CSR Activities
We estimate that we have reached almost 120,000 people with some form of service activity in 2011 and 2012

■ People-in-need reached through CSR activities

83,523 — Year 2011
36,319 — Year 2012
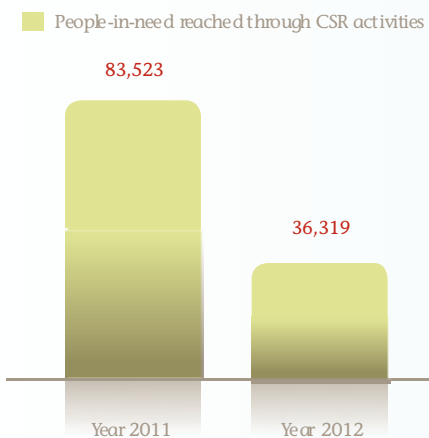
Community Volunteer Projects by Region (2012)
The bulk of community volunteerism occurs in Asia Pacific and the Middle East, where our largest employee populations are based, but there is a strong volunteering culture in our Americas operations as well.

28% Middle East & Africa
1% Global
13% Europe
33% Asia Pacific
25% Americas

Growing the Community Volunteer Program Over the Years
Agility employee have led over 750 community projects in more than 75 countries

■ Number of Community Porjects p/Year

28 (2006), 49 (2007), 89 (2008), 160 (2009), 130 (2010), 150 (2011), 155 (2012)
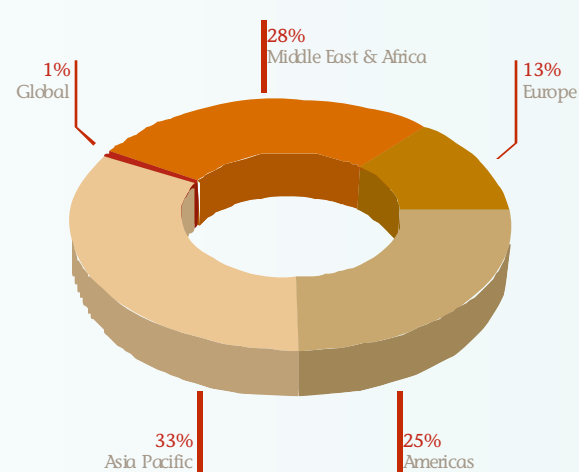
Employee Fundraising and Corporate Matching
Agility has joined with the AidMatrix Foundation, as well as its long-term partner, the International Medical Corps, to provide online fundraising opportunities for Agility employees. Additionally, many of our largest offices around the world offer employees the opportunity to raise funds through payroll donations or collection boxes. Agility matches all contributions at least dollar for dollar, and usually more.

Employee Fundraising
Agility employees raised nearly $175,000 for charity over the last two years, which was further matched dollar for dollar by the company

■ Employee contributions (Cash, Payroll, Online Donations)

$99,912 — Year 2011
$74,448 — Year 2012
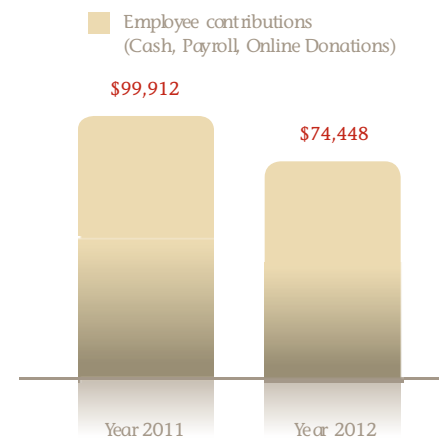
Examples of Agility's Volunteer Efforts in Action in 2011 and 2012

Egypt:
Agility installed three water treatment stations in a small town in rural upper Egypt, ensuring 500 children now have improved access to clean water.

Europe:
Employees from Germany, the Netherlands, France, Poland, Switzerland, Ireland, Sweden, Italy and Spain collected more than 2,000 pairs of eyeglasses for the charity, Lunettes Sans Frontier.

Lebanon:
Agility worked with International Medical Corps to renovate a clinic serving underprivileged Lebanese and vulnerable Iraqi refugees.

Switzerland:
Agility handled the logistics to ship dental equipment from Basel to Cambodia for a non-profit organization that treats 1,800 children a year with free dental services.

Pakistan:
Agility sponsors a primary school that educates 200 children a year, through The Citizen's Foundation.

Cambodia:
Agility sponsored construction of six pre-schools that reach over 400 children a year - and their moms - with education, nutrition, and child development services, through Caring for Cambodia.

USA:
Agility has helped raise more than $1.5 million to support paralyzed veterans and their families over the last five years, through Paralyzed Veterans of America.

Philippines:
Agility sponsored an empowerment and education program that reached more than 5,000 young women at risk of dropping out of school, in partnership with the local Department of Education.

Americas-wide:
Agility employees in the US, Canada, Peru and Brazil participated in a regional education drive to collect school supplies for underprivileged children in the region; donating books, crayons, educational toys and backpacks to more than 1,000 students in need.

Indonesia:
Agility helped build a rural school that will allow 200 children a year to access education near their homes for the first time, in partnership with the Salvation Army and the Qantas Helping Hands Community.

Sierra Leone:
Agility employees throughout the Middle East have been raising funds to support the All as One orphanage in Sierra Leone, for more than five years. The orphanage looks after 100 children.

Australia:
Agility has been working with the Fred Hollows Foundation for more than six years, supporting the organization through fundraising and the transportation of equipment. The Foundation seeks to prevent blindness and improve sightedness in developing countries.

Malawi and Zambia:
Agility transported 220 cartons of footballs, netballs and pumps to Malawi and Zambia for the Great Football Giveaway, a non-profit organization that brings hope to children in Africa through the distribution of footballs. Agility has transported footballs reaching more than 10,000 children with the Great Football Giveaway in the last five years.

Kuwait:
Agility employees have helped mentor more than 150 students in the last two years, through long-term partner INJAZ, the Kuwaiti chapter of the global youth empowerment organization Junior Achievement.

India:
Agility sponsors a vocational night school in Pune for underprivileged youth, which has now graduated more than 600 young people with our support over the last six years.

Malaysia:
Employees collected education materials for more than 70 children of Borneo plantation workers who have no access to formal education. Agility also made a financial contribution to the Humana Child Aid Society, which provides learning centers for the plantation children.

Sri Lanka:
Agility renovated two schools, including installing water tanks and a motor to pump water from a well, eliminating the need for 230 children to walk more than a kilometer for clean drinking water.

Our Humanitarian and Emergency Logistics Program (HELP)

Natural disasters such as floods, earthquakes and tsunamis pose enormous logistics challenges. As a leading logistics supplier, Agility has the know-how and commitment to help. In support of our humanitarian partners, Agility has donated logistics support and expertise in more than 30 different disaster response operations in the last six years.

Our Commitment to Disaster Response

When a major emergency strikes, humanitarian organizations must quickly reach those affected with food, medicine, and shelter at a time when roads, ports, and telecommunication infrastructure might be badly damaged.

At Agility, we have resources that can support the humanitarian community during this time of need. Our commercial reputation is built on reliably delivering goods and services for customers in some of the world's most challenging environments. We make these same capabilities – experienced people, warehousing facilities, and transportation assets – available to our humanitarian partners in crisis situations.

Our Humanitarian and Emergency Logistics Program (HELP) takes a robust and systematic approach to disaster response. The program is built on our partnership with the International Medical Corps and a multilateral partnership with other private sector partners and the humanitarian community.

Rules of Engagement

■ **Type of emergency:** We deploy response teams to natural disasters. We try to avoid complex emergencies with poor security situations so as to minimize risks to the safety of our employee volunteers.

■ **Partnership:** We respond only when invited to participate by our humanitarian partners or local government emergency relief bodies. We work at the request of our partners, and we take our operational cues from the humanitarian organizations that specialize in this work and lead our efforts.

■ **Local capacity and availability:** We respond where we have local capacity. We believe that on-the-ground knowledge, people, and transportation and warehousing assets are an important part of the value we offer to the humanitarian community. At the same time, we must balance our desire to help against the available capacity of our local offices. Before we commit resources, we consider the health and welfare of our local office staff, as well as available capacity to support a disaster response operation.

■ **Timeframe:** The first few weeks of a disaster response operation tend to be critical. That is when the distribution of emergency relief can help save lives, and typically, it is the period when there is a "resource gap" between donor pledges and receipt of funds at the disaster site. We get involved for a finite period during this emergency phase, typically donating services for periods of three to six weeks before transitioning out. In some cases, we will deploy to ongoing emergencies if we are able to allocate resources required.

■ **Commercial/pro bono firewalls:** We clearly distinguish between the work that we do commercially and the work that we do on a pro bono basis in disaster response operations. To the extent possible, different personnel are involved. If we are approached by our partners after a disaster response operation to continue work on commercial terms, we get involved only after a competitive tendering process.

■ **Trained volunteers:** As part of our commitment to our humanitarian partners, we ensure that when we deploy employee volunteers to the field, they are experienced logisticians and trained disaster responders. We collaborate with our humanitarian partners in this training process. Agility has trained more than 75 volunteers to date.

Spotlight on Training and Preparedness

Our volunteers receive training in the curriculum required by humanitarian organizations. Training includes ethics, health, safety and security; UN, humanitarian and NGO organizations; the Humanitarian Code of Conduct; cultural awareness; and humanitarian logistics systems and practices.

To improve effectiveness and increase cooperation, the Logistics Emergency Teams (LETs) member companies jointly train their rapid response volunteers on a yearly basis. The first LET training exercise took place in Indonesia, and volunteers were fully embedded into an existing humanitarian operation. Since that time, Agility has participated in the joint training sessions by providing a lead facilitator to present training content to the LET volunteers.

Agility has also worked with humanitarian partners to bring private sector best practices to humanitarian logistics training. For example, deployed logisticians worked with International Medical Corps to review and improve local processes and practices used for logistics operations in IMC's South Sudan operations.

Long-Term Partnership with International Medical Corps

Agility formalized a bilateral partnership with International Medical Corps in 2009. International Medical Corps is a global, humanitarian, nonprofit organization dedicated to saving lives and relieving suffering through healthcare training and relief and development programs. It is a non-governmental organization that works to relieve the suffering of those affected by natural disasters, conflict and disease by delivering vital healthcare services and providing training to local medical practitioners. (For more information, please visit International Medical Corps' website.)

Agility has supported International Medical Corps in the delivery of medical aid to Iraq, South Sudan, Pakistan, the Democratic Republic of Congo, Haiti and Indonesia, through the pro bono transportation of life-saving supplies and deployment of trained volunteers to support the International Medical Corps' logistics operations.

International Medical Corps

""We are extremely grateful to Agility for bringing its unparalleled expertise in global logistics to International Medical Corps' emergency response in South Sudan. Due to Agility's critical support, our team was able to more efficiently and effectively deliver humanitarian relief in an extremely challenging environment, ultimately saving lives."

Sean Casey,
South Sudan Country Director for the International Medical Corps
(After Agility deployed four volunteers
to support IMC's efforts on the ground in 2012)

Logistics Emergency Teams: A Unique Public-Private Partnership

Four leading logistics companies, Agility, UPS, TNT and Maersk work together through the Logistics Emergency Teams (LETs) initiative, a cross-company partnership to support humanitarian relief efforts during natural disasters. The LETs initiative is the first-ever multi-company commitment to the humanitarian sector made by players in a single industry.

The Logistics Emergency Teams initiative was launched in Davos in 2008 under the auspices of the World Economic Forum. It is designed to allow the humanitarian community to make a single phone call to obtain access to the combined and coordinated services of four major logistics corporations.

The Logistics Cluster, led by the U.N. World Food Program, coordinates the logistics response to the humanitarian community in times of disaster. To activate the LETs, the head of the Cluster simply asks the Chairperson of the LET companies for support in the form of trained logistics personnel, or donated warehousing, transportation, and aviation services. The companies then commit resources within 48 hours of the request.

The LETs initiative has increased the scale and efficiency of relief operations, while reducing the transaction costs associated with humanitarian response.

To date, the Logistics Emergency Teams have successfully deployed to respond to disasters in Japan, Pakistan, Haiti, Philippines, Myanmar and the Philippines. They have also been deployed to Indonesia, Nigeria, Kuwait and Turkey to assist humanitarians in preparing staging areas for regional disaster operations.

The Way the LET's Partnership Works

Preparedness
The LETs companies and the Global Logistics Cluster meet regularly and conduct joint training.

Humanitarian Assessment
Disaster stikes; Cluster assesses logistics needs on the ground.

Invitation
Cluster invites LETs companies to assist and outline scope of pro bono operations

Company Capacity Assessment
LETs companies confer with local offices and determine what services and assets they are able to donate.
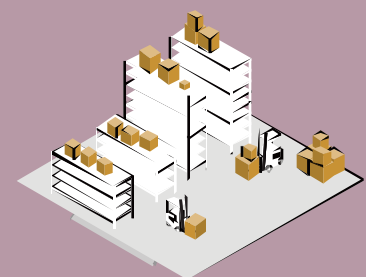
Deployment
Logistics services, assets and expertise offered and accepted by cluster. Companies deploy for a period of 3 to 6 weeks.

Transition
After emergency phase, LETs companies transition out, The humanitarian community continues to lead recovery and reconstruction operations.

Blog: The Logistics of Getting Aid into South Sudan Camps

By Will Holden
Source: Reuters Alert Net and Thomson Reuters Foundation

Global logistics company Agility donates in-kind services and expertise to the humanitarian community in major emergencies. Its partner International Medical Corps asked the firm to deploy staff to South Sudan last year to help manage the movement of relief supplies to crowded refugee camps cut off by the rainy season. Volunteers from Agility's offices in Ireland, Switzerland and Malaysia worked in South Sudan for four to six weeks each. This blog, compiled from the experiences of Will Holden, Matthias Hurst and Saiful Bahri Bin Abbas, and written by Will Holden, gives a flavor of the challenges of getting aid into such a remote area.

The refugee camps on South Sudan's northeastern border are spilling over with 110,000 people and their animals, which are often the only source of livelihood people have left and are too valuable to leave behind on the long walk to safety.

The overcrowded conditions make the camps breeding grounds for sickness, especially waterborne diseases during the rainy season. Outbreaks of Hepatitis A and E, acute jaundice, cholera and malaria are increasingly common.

International Medical Corps (IMC) has been working hard to reach refugees from the conflict in Sudan's border areas with medical services. Aid staff show local village elders and tribe leaders how to recognise signs of jaundice. They test kids, young mothers and pregnant women for malnutrition. They vaccinate people, set up cholera treatment units and build latrines.

Three of us from Agility spent August and September on the ground in South Sudan, helping IMC set up its humanitarian supply chain. Our job was to manage the transport and freight functions. That meant making sure IMC had fuel, spare parts for vehicles and generators to power the refrigerators that store vaccines and medication. We also helped move relief supplies to the camps - a real challenge given the rain and mud that makes roads impassable.

The camps in the central and northern regions of South Sudan sit atop vast swamp lands. With torrential rains for nearly eight months of the year, this

or air charters are the only feasible means of transport.

Some of our toughest work involved arranging and executing airlifts of aid supplies into the camps. Take, for example, an air charter headed for Walgak, a small village on the eastern side of South Sudan that's particularly difficult to get to because it is located on a flood plain.

We had to move one tonne of freight, composed mostly of medicines but also basic emergency food like milk formula and Plumpy'Nut peanut paste. It sounds simple, but little did I know this would be the hardest task I had yet to face in my 20-year logistics career.

Everything was contingent on the weather. Airports in South Sudan are basic, and outside of the main airport in Juba, they are more or less dirt strips. When it rains, the runways quickly become unsuitable for landing. And because the rains are so heavy, even after it stops pouring, you need several days of dry weather to safely use the runways again.

You soon learn to make the most of Skype, as that is the quickest and most

terrain is treacherous, if not impossible to navigate. Refugees, medical staff and animals can easily become stranded. And in many cases, barges, helicopters

efficient way of staying in contact with the outposts and keeping a tab on weather forecasts throughout the day.

I have lost track of how many times we were ready to go over the course of a month. We had everyone on standby - the loaders ready, the goods weighed and packed, the vehicles and drivers to take the supplies to the airport, the charter company confirming the flight, the customs officials notified, only to have to call everyone at 7 am to say it had rained overnight in Walgak, and we had to stand down.

We were so close on one occasion that the plane was loaded and on its way, only to have to turn back mid-flight because it had started to rain. We had to offload everything and go back to square one.

The pressure was intense - we were all extremely conscious of the fact that people in Walgak had been cut off without supplies for weeks at this point. In our commercial day jobs, we work hard to avoid delays to meet our contractual obligations and win our customers' loyalty. But in the humanitarian community, delays can literally cost lives.

One day, my IMC counterpart in Walgak told me in our usual phone conversation that there had been no rain for three days and it looked like

it was going to stay dry. I put everyone on standby again and set the alarm for 7. I was too nervous to sleep, and woke at 5:30 am expecting to hear it had rained overnight. But this time it hadn't, and we had to jump on the opportunity. We could not let them down!

I was so determined to make sure it was a success that I got a mild case of sunstroke waiting on the runway while the plane was loading because I didn't want to leave even for a few minutes!

Finally, I got the call. The plane had landed safely in Walgak, and the emergency relief items had arrived. This was the first delivery the IMC team had received in nearly eight long weeks. That was a good day.

Tough conditions day in, day out

Our deployment to South Sudan was extremely difficult, both professionally and personally. Yet while we faced some tough situations, ultimately we all were heading home in a month or two.

That isn't the case for the IMC workers who live in these conditions day in and day out. When I think back on my experience, the main thing that comes to mind is the people I met.

IMC aid workers are doing their best to improve the quality of life for people in the camps. They work long hours in extreme conditions. They are susceptible to illness and disease, and usually come down with something that would

mean hospitalization anywhere else, but over there it means just a day or two of rest and then back into the mix.

I also think of the local men and women doing their best to help others and improve their own lives, as their brand-new nation establishes itself. The general laborers live on approximately 200 South Sudanese pounds per week, which is about $40. It seems so little compared to other places around the world, and yet they work so hard. I am happy we were able to arrange logistics training for the local team because long after we have gone, they will still be there.

I am thankful to have had the opportunity to be part of this amazing experience. We worked through many hurdles and hassles, survived illnesses big and small, were frustrated, exhausted, dirty and in need of clean water. But we all agree that Agility (and other logistics specialists) should continue to lend our expertise in humanitarian emergencies.

When we share our practices and standards, we increase the speed and efficiency of aid distribution. When corporations provide additional hands and knowledge to support these operations, we allow organizations like IMC to focus on their critical life-saving work.

Disaster Response in Action

Italy Earthquake, 2012:

A devastating earthquake struck the Emilia-Romagna region, taking lives, rendering thousands homeless, and causing widespread damage to infrastructure, homes and historic buildings. Agility Italy employees organized a collection drive to raise much-needed funds to procure humanitarian supplies and materials, including tents and camp beds for people who had lost their homes. In coordination with the Italian Civil Protection National Service, Agility delivered the relief items to a Civil Protection distribution center

Democratic Republic of Congo, 2011:

Agility partnered with International Medical Corps to transport 100 bicycles from the United States to the Democratic Republic of Congo (DRC). Agility donated the container used for the transportation so the International Medical Corps could use it for storage of medical supplies and materials in the DRC. The bicycles are used by International Medical Corps staff to deliver much-needed medical services to the population in the Eastern DRC where passenger vehicle road travel is impossible. Without the bicycles, thousands of people, including children, pregnant women and the elderly, would not receive vital medical care.

Philippines Support, 2011:

In December, a massive typhoon struck Mindanao. Alongside our LET partners, Agility deployed a warehouse supervisor to the World Food Program's warehouse to help manage the warehouse operation. The volunteer was deployed for one month and worked alongside another volunteer from one of our LET partner companies.

Pakistan Flooding, 2011:

Agility organized a flood relief drive to help victims affected by flooding in the district of Sindh. Volunteers distributed the donated items at the Tando Bhago camp and spent time at the flood site with affected children.

Philippines Flooding, 2012:

Typhoon-related flooding affected over one million people in the Pasig area north of Manila, and in the Cagayan de Oro region in Mindanao. In response to the flooding in Pasig, Agility worked with community leaders to provide assistance to flood victims by donating used pallets and transporting them to the disaster area. The pallets were used by community members to build a pedestrian footbridge allowing people to move in flooded areas that were previously inaccessible. After the massive typhoon struck the Cagayan de Oro region in Mindanao, Agility provided free transportation to the Philippines Red Cross to enable the delivery and distribution of desperately-needed relief supplies.

South Sudan Refugee Crisis, 2012:

Agility mobilized four volunteers to support the International Medical Corps in setting up a humanitarian supply chain to overcrowded refugee camps during the height of the rainy season. Agility supported logistics operations reaching some 500,000 refugees.

Our Environmental Journey

Increasingly, we understand the impact of supply chains on the environment and the importance of measuring and minimizing that impact wherever possible. It's a complex, long-term, multi-faceted commitment; involving hard work, continuous learning and adaptation of new practices. At Agility, we know that we do not have all the answers, but we are making progress in our journey. We have mapped our carbon footprint in 70 percent of our core logistics operations for the first time. We are working with customers on high-impact programs to manage environmental issues. Lastly, we are continuing to participate in dialogue on important environmental issues with industry and civil society partners.

Our Environmental Commitment

At Agility, we are working with customers, employees, industry partners and non-governmental organizations to address our part in ensuring a more sustainable future. Our efforts are focused on:

Building greener supply chains with customers:

We estimate that the majority of Agility's emissions are "outsourced" emissions related to managing our customer's supply chains. We have made it a priority to collaborate with like-minded customers to help measure and reduce emissions and packaging waste in their supply chains.

Greening Agility's operations:

We have continued an environmental awareness campaign to educate our team members on how to think and act green. Our awareness efforts are focused on reducing energy use, incorporating sustainable design features into our major warehousing facilities, better managing our vehicle fleets, and reducing business travel. We also are tracking our carbon footprint in our largest operations worldwide.

Multi-stakeholder dialogue on the environment:

We are actively engaged in global dialogue about industry-related topics related to the environment. We feel that these issues are particularly acute in many of the emerging markets where we operate, and that we have unique insights to offer those leading the policy dialogue. Agility leverages its strategic partnership with the World Economic Forum for these discussions.

Agility's Carbon Footprint

What We Measure and How

Since the publication of our last CSR report, Agility has expanded its carbon footprint tracking to encompass our largest country operations, which together account for almost 70% of our headcount and more than 80% of revenue for the core commercial Global Integrated Logistics (GIL) business. Agility uses its Shared Services Center in India to consolidate utility and fuel bills in each country and to produce country-level and company-wide carbon footprint reports on a quarterly basis.

Agility also tracks its outsourced carbon footprint using two sources. First, we use our freight tracking database to understand distances and corresponding emissions related to air, ocean, and overland freight moved by Agility through subcontracted carriers. This provides us with a working estimate of outsourced carbon emissions. (It is not an exact measurement because of the fact that our database does not currently distinguish between fuel and vessel types -- i.e. a large or small vessel or aircraft.) Second, we use a central database to capture miles and corresponding emissions related to business travel by Agility employees. This database covers approximately 80% of all employee travel.

Agility uses UK Department of Environment, Food and Rural Affairs (Defra) 2011 Guidelines and Conversion Factors as the accounting standard for our carbon footprint analysis.

Our priorities for the future include improving the IT systems we use to track emissions and broadening the scope of what we measure to include more country operations. Over the next three to five years, we believe that technology investments we are making in our core business will also provide us with a richer, more detailed picture of our environmental impact and allow us to make better decisions for ourselves and our customers.

Let's improve our environmental footprint

Reduce
Paper, electricity, water, and fuel
Reuse
Paper, packaging, pallets, and boxes
Recycle
Paper, plastic, and metal

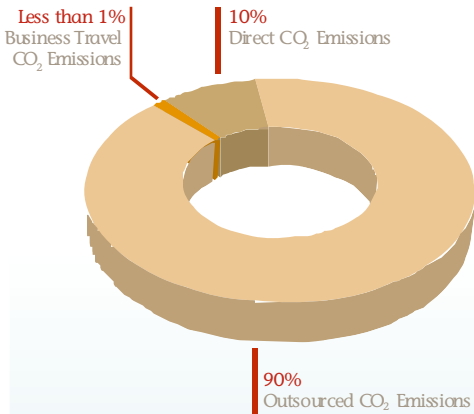## Key Finding: The Majority of Agility's Carbon Footprint is Outsourced

As a freight forwarding company, Agility works closely with a number of air and ocean carriers, and trucking companies, in order to execute its customers' requirements. With the exception of assets in certain emerging markets, Agility does not usually own and operate transportation assets, but rather acts as the supply chain manager, working with a number of subcontractors to execute a shipment.

Not surprisingly, most of Agility's overall carbon footprint is outsourced, meaning that it is generated by shipments on airplanes, ships, trains or trucks that Agility does not own or operate. Of the 2,522,779 tons of carbon emissions produced by Agility in total in 2012, Agility only has direct control of 240,221 tons, or about 10%.

There are two important implications to this analysis. First, working with customers to help them understand their purchasing decisions is critical. Customers make the decision to move a shipment by mode and route, which in turn directly affects the environmental impact. That's why Agility has invested in free carbon reporting for customers as well as transport-mode comparison tools.

Second, developing a subcontractor management system that accounts for environmental criteria will be important for Agility in the long-term. In 2013, Agility will ask its strategic carriers, which handle over 80% of its total freight volumes, to take a sustainability questionnaire, the first time this has been done. It will allow the company to start collecting basic information and make more informed choices over time.

Breakdown of Emissions by Direct and Outsourced Operations (2012)
90% of Agility's carbon footprint is "outsourced" - meaning that shipments are transported on planes, ships, trains, or trucks that Agility does not own or operate.

Less than 1%
Business Travel
CO$_2$ Emissions

10%
Direct CO$_2$ Emissions

90%
Outsourced CO$_2$ Emissions

Modal Breakdown of Outsourced Emissions (2012)
70% of Agility's outsourced carbon footprint comes from air freight - making this a key priority area for subcontractor management and tracking.

8%
Outsourced Overland

22%
Outsourced Ocean

70%
Outsourced Air
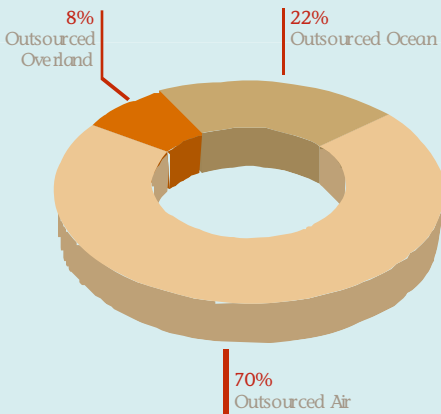
Key Finding: Electricity Consumption in the Middle East Continues to Be Major Driver of Direct Emissions

With 500 branch offices in approximately 100 countries throughout the world, measuring our internal carbon footprint continues to be a major challenge. However, we continue to make progress, adding more operations to our analysis during each reporting cycle.

The first key finding in this reporting cycle is that our direct emissions dropped substantially in 2012 from 2011.

There are three potential causes. First, many countries have targeted emissions reductions goals as part of their pursuit of ISO 14001 certifications. Second, trade volumes in Europe and China experienced a decline in 2012 because of a weaker global economy. And third, Agility reduced its headcount and rationalized its operational footprint as part of company-wide restructuring.
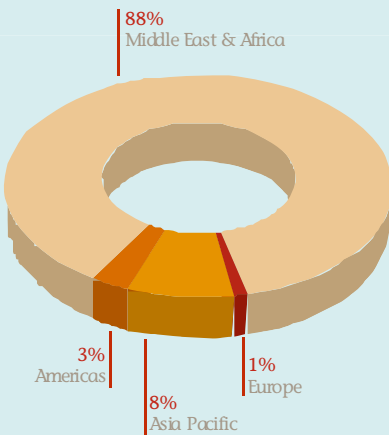
Carbon Emission From Agility's Own Operations
Agility's direct carbon footprint was reduced by 8% in 2012, when compared with 2011.

Direct CO$_2$ emissions

262,224 tons — 2011
240,221 tons — 2012
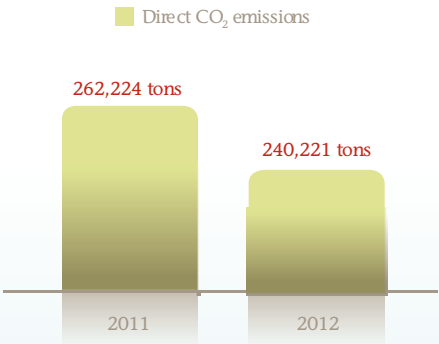
The second key finding is that operations in the Middle East generally, and Kuwait, Abu Dhabi and Dubai, in particular, are the largest CO2 emittors for Agility. This reflects the fact that the company has several large warehouses in this part

of the world. Raising awareness and reducing environmental impact in this region is a priority for the company.

Finally, the bulk of emissions come from electricity use in offices and warehouses, not from vehicle fleets, not surprising given the company structure. In most of the world, Agility relies on subcontracted transport for local distribution. There are some exceptions to this, in Thailand and Pakistan for example, and this report will showcase examples of actions taken to reduce fuel emissions in these countries. This report will also showcase design features built into warehouses, especially in the Middle East, to reduce overall electricity use.

Regional Breakdown of Agility's Direct Carbon Emissions (Fuel and Electricity Consumption, 2012)
The Middle East and Africa account for almost 90% of Agility's measured carbon footprint, due to a large operational footprint in the region.

88%
Middle East & Africa

3%
Americas

8%
Asia Pacific

1%
Europe

Breaking Down Direct Emissions by Type of Consumption (2012)
76% of Agility's direct carbon footprint is composed of electricity used in its facilities, and 24% comes from fuel usage in its vehicle fleet.

24%
Fuel

76%
Electricity
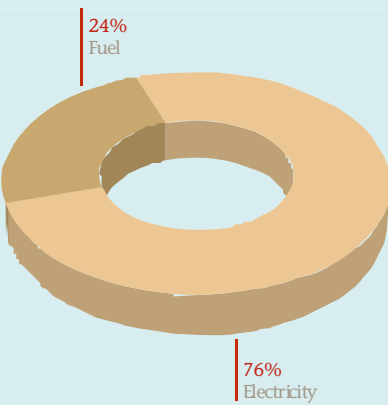
Driving Environmental Action in Partnership with Customers

Key Finding: Emissions from Business Travel Have Dropped by 44% in Last Four Years

Although business travel accounts for less than 1% of Agility's overall outsourced and direct carbon footprint, managing business travel for cost and environmental reasons is important to the company. Agility has set clear goals for reduction of business travel for internal meetings and encourages managers and other employees to rely on alternatives such as video conferencing and collaboration technologies. Between 2008 and 2012, Agility reduced emissions related to business travel by approximately 44%.

Working in partnership with customers to find more effective and efficient ways of managing supply chains is critical for Agility. Below are some examples.

Free Carbon Reporting for Customer Shipments

Agility has improved its freight management system to allow for carbon emissions tracking data. All customers have the opportunity to request and receive free reports about emissions associated with their shipments. Agility currently provides this service to a number of the world's largest multinational corporations.
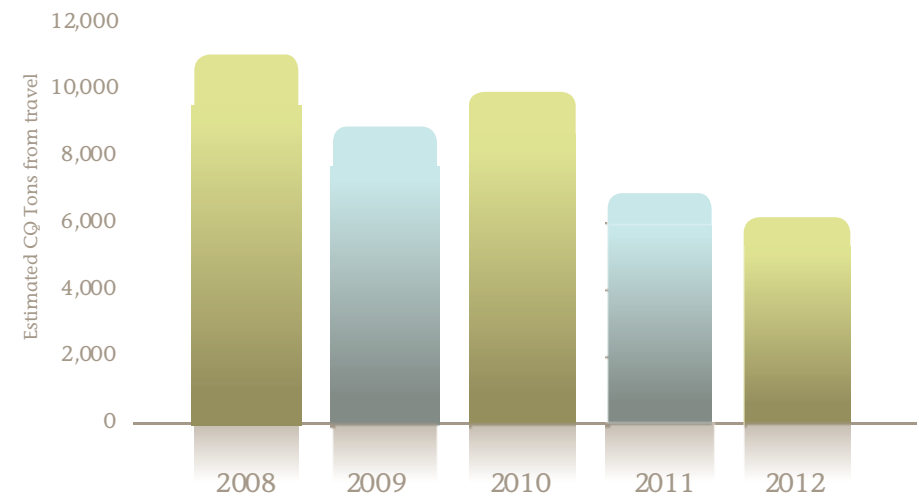
Agility Mobile App Includes CO_2 Calculator

Agility's mobile application for Windows, Android, and iPhones has a free carbon calculator included, so that customers can get a snapshot of their shipments' environmental impact while on the go.
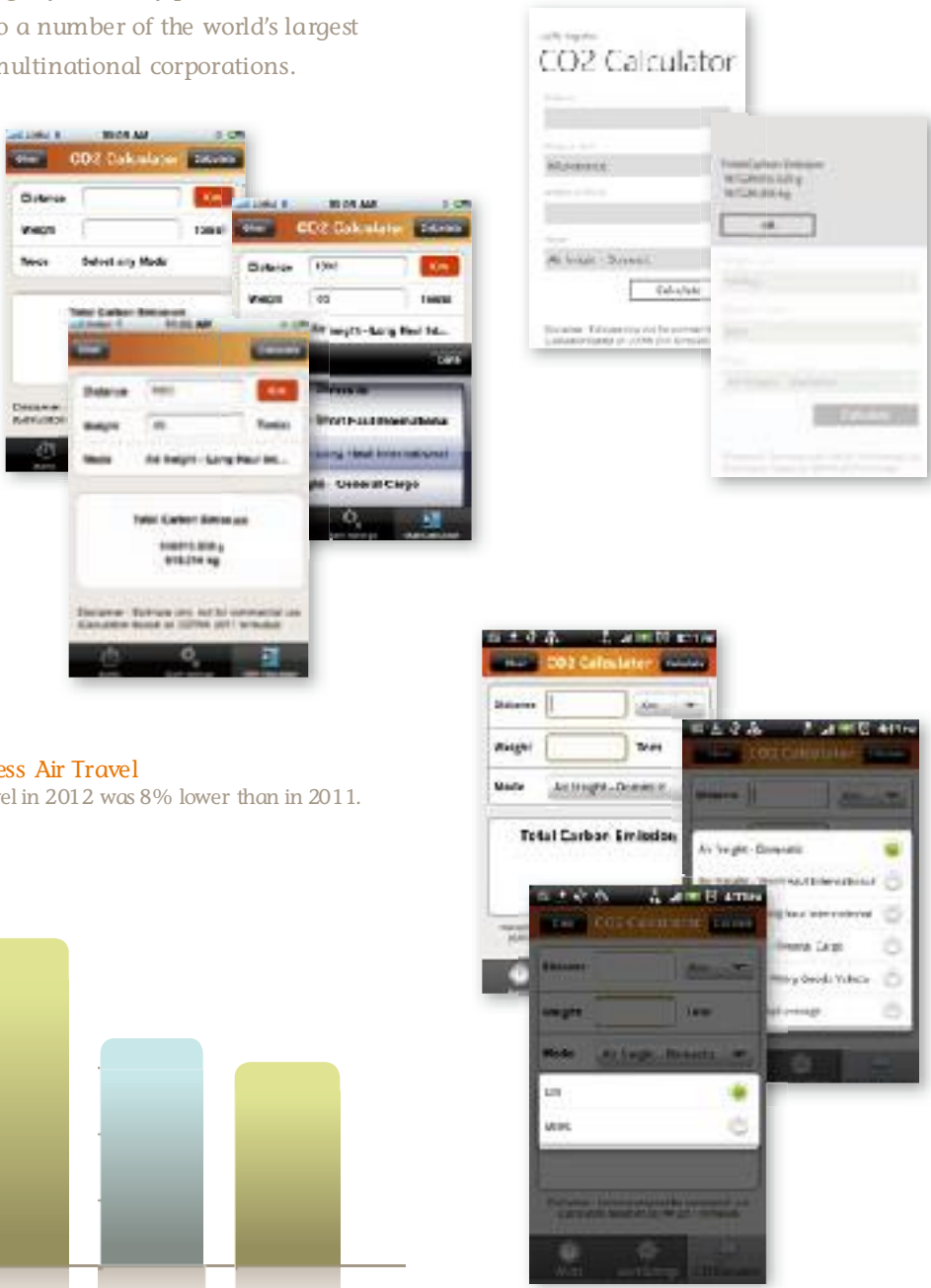
Case Study: Reducing Annual Emissions by 9% for a Leading Global Telecommunication Company

Agility partnered with a global telecommunications provider on creating a "Goods in Transit Center" (GIT-C) that reduces air cargo weight, transport costs, and carbon emissions on shipments originating in mainland China, Hong Kong, and India.

Agility packs consumer electronics cargo more densely on air pallets to reduce volumes and improve the efficiency in the use of aircraft. This reduces packaging weight, the number of pallets used, and "dead space" on planes.

In order to make it happen, Agility modified its information management systems to get detailed understanding of each consignment's freight characteristics and requirements. We set up dedicated teams and facilities to manage the consolidation operations.

GIT-C saves 9% or more on cargo weight and CO_2 emissions for over one million kilograms of air freight per year. That translates to a big boost to the customer's bottom line and our joint

> Emissions were reduced by about 9% a year, on over 1 million kg of air freight through consolidation of goods in transit

environmental initiatives. Transit times remained the same, and there was no disruption to manufacturing processes.

Case Study: Managing Logistics for the World's Largest Natural Gas Projects in an Environmentally Protected Area

Agility is the primary logistics provider for one of the world's largest natural gas projects on an island off the coast of Western Australia. The island is a "Grade 1" environmental heritage site, which means that Agility must follow strict regulations in terms of how freight is moved to and from the project.

Agility provides domestic supply-base operations, which include general warehousing, long-term storage areas, staging areas for materials, and quarantine compliant facilities. It handles domestic transport for the project and supports marine transportation. The project is enormous: every month, Agility moves 4,000 twenty-foot-equivalent units (TEUs). Agility employs 443 people directly on the project and has deployed 70 trucks and more than 250 committed trailers, which have already traveled a combined 17.3 million kilometers (equal to 415 trips around the world).

Due to the region's unique biodiversity, Agility's work must comply with detailed quarantine regulations. No alien biological organism or foreign material can be allowed into the work site. Every employee working on the project undertakes training on environment and safety, and every piece of freight

Agility moves is subject to stringent quarantine. Each container, flatrack and trailer that goes to the island is pressure washed and fumigated, while many items of freight are shrink-wrapped to prevent the introduction of non-indigenous plant and animal species. The project has a dedicated quarantine group, and so far there has been no successful breach.
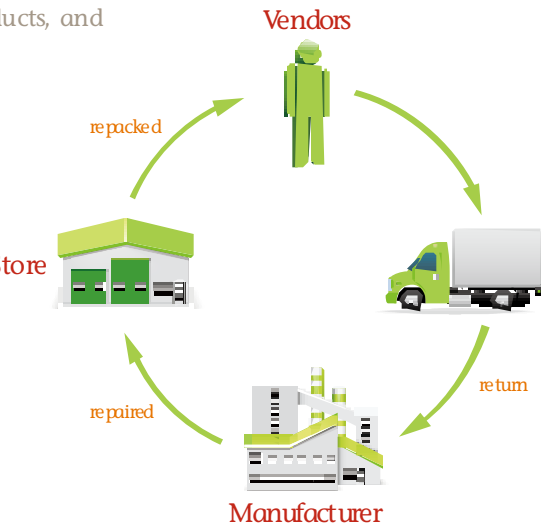
Agility also records the fuel, electricity and resources we use on a monthly basis, so that the customer can have an accurate understanding of the project's overall environmental impact. To help control emissions related to transportation activities, all subcontractors are required to procure new trucks for the project and to change them every two years. Agility also works with subcontractors to optimize trucking routes by using onboard GPS to ensure that deliveries are made with the least amount of time on the road.

Safety is another critical aspect of this major project. Agility operates within a KPI target set by the customer: 0.2 incidents or fewer per 200,000 man hours. During the last safety assessment period for 2012, Agility was regarded as the top-performing project contractor in the area of health and safety with no recordable incidents and no "days away from work" cases.

CO_2 Tons from Business Air Travel

Substantial year-on-year reductions. Business travel in 2012 was 8% lower than in 2011.

Driving Sustainability in Agility's Owned Operations

Case Study: Managing Closed-Loop Logistics for Consumer Electronics in Thailand

In Thailand, Agility works closely with one of the world's largest hard drive manufacturers to manage its end-to-end supply chain, including the reverse logistics of returned or used items. This type of "closed loop" system ensures that products are either recycled or returned to the consumer market, rather than ending up in a landfill.

When products are returned for being faulty, and subsequently repaired, Agility manages the product returns to the store, including recycling the packaging that the consumer electronics came in, repacking the products, and returning them to the vendor. Agility processes almost 3,000 shipments weighing over a combined three million kilograms per year for either return or recycling.

Agility knows that environmental action has to start at home. Below are some examples of how we are driving sustainability in our own operations.

Setting Global QHSE Standards

Agility's QHSE policy commits Agility to "delivering high standards of service to our customers; maintaining environmentally-friendly operations, protecting the health, safety, security and assets of all of our stakeholders, fostering a culture of continuous improvement and innovation, and practicing good corporate citizenship in the communities in which we operate." This will be done through compliance; pollution, incident, and security breach prevention; training; communication, and continuous improvement.

Working Towards Global ISO 14001 Compliance

The company's goal is for all major operations to be compliant with ISO 9000, 14001, and 18000 standards in coming years.

> Almost 40% of employees work in an ISO 14001 certified site; most in emerging markets in the Middle East and Asia

Currently, all sites in Kuwait, as well as major operations in Abu Dhabi, Qatar, Australia, New Zealand, China (Shanghai Logistics Hub), Indonesia, Malaysia, Singapore, Vietnam, India, Pakistan, Italy, Germany, Finland, and Sweden have achieved ISO 14001 certification. Operations in Thailand, Philippines, Norway and Denmark are in the process of obtaining certification.

Vendors

repacked

Store

repaired

return

Manufacturer

Building Sustainability Principles into Major Warehousing Facilities

Electricity use in our warehousing facilities accounts for the majority of our direct carbon footprint. Throughout the Middle East, where some of our largest facilities are located, we have incorporated sustainability features into warehousing design and management. The diagram below shows some of the features we track, and the operations where they are in use.

1 Double glazed windows (Kuwait, Dubai, Saudi Arabia, Oman, Turkey, Pakistan)

2 Filon Skylights to stop UV and reduce heat by 85% (Kuwait, Dubai, Saudi Arabia, Oman, Egypt)

3 Factory made aluminum sandwich walls and roof panels for better insulation (Kuwait, Bahrain, Dubai, Saudi Arabia)

4 Xeriscaping incorporated with planting draught resistant trees with drip irrigation system (Dubai, Saudi Arabia)

5 Dock shelters and sealed dock levelers (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey, Pakistan)

6 Light exterior paint colors for better reflection (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey, Bahrain, Pakistan)

7 Paved roads are made of locally manufactured asphalt that has low embodied energy of 4930 MJ/m3 as opposed to commonly used the concrete interlock bricks which have 5170 MJ/m3 (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey, Bahrain, Pakistan)

8 Locally available natural sand is used to achieve road leveling which avoids back filling and import of external back filling material (Dubai, Kuwait, Saudi Arabia, Oman)

9 Warehouse orientation is considered to avoid direct sun light and maintain low thermal heating (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey, Bahrain)
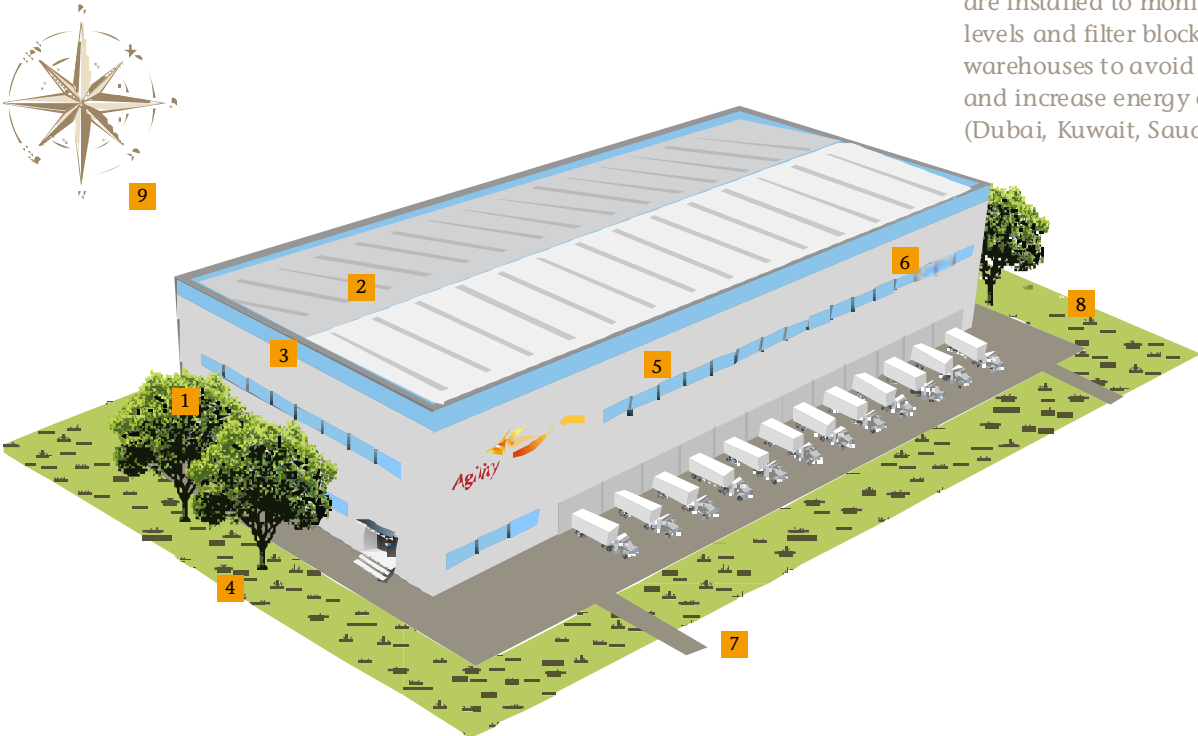
Additional features include:

- The use of locally available materials such as cement, concrete, interlocks, ceramics, HV cables, steel structures, etc., reduces transport emissions. (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey, Bahrain, Pakistan)

- Wind driven heat extraction fans in the ambient 30,000sqm portion of the warehorse, provides Oman, Egypt, Jordan, Turkey, Bahrain, Pakistan) natural flow of air into the building and reducing electrical consumption. (Dubai)

- Water overflow warning alarms. (Kuwait, Saudi Arabia, Dubai, Qatar, Bahrain, Oman, Egypt, Jordan, Turkey)

- Water from ACs collected through a network of drain lines into a collection tank, water is reused in water cooled chillers. (Dubai, Saudi Arabia, Bahrain, Qatar, Jordan, Turkey, Pakistan)

- Water cooled chillers used instead of air cooled chillers, reduce electricity consumption (Dubai, Saudi Arabia, Bahrain, Qatar, Jordan, Turkey)

- Water recycling plant with 10m3/day capacity, treats water from chillers and is reused in the water cooled chillers. (Dubai, Kuwait)

- Building management systems are installed to monitor high AC levels and filter blockage levels in warehouses to avoid filter blocks and increase energy efficiency. (Dubai, Kuwait, Saudi Arabia)
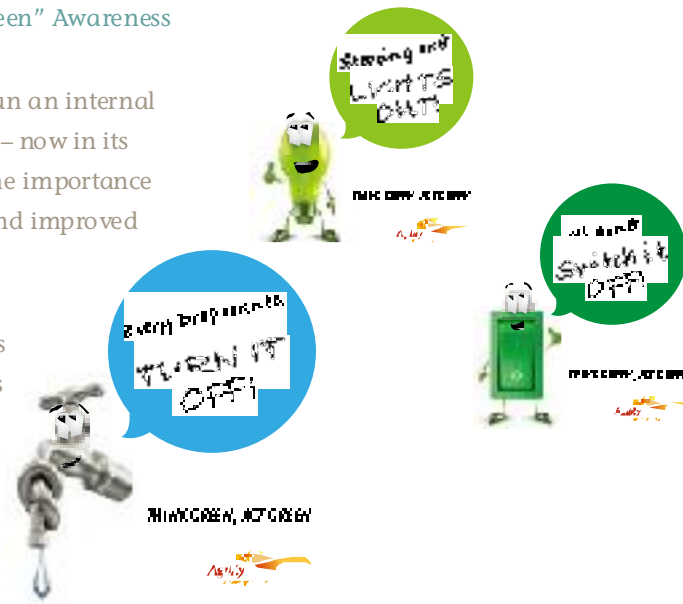
Better Managing our Vehicle Fleets

Agility owns a fleet of approximately 1,000 vehicles, mostly in Asia, and subcontracts road transport in most other operating regions. To better manage our direct CO2 impact, we:

- Train drivers to reduce idling time and monitor fuel consumption.

- Convert our fleets to CNG where it makes good business sense.

- Ensure our trucks meet local emissions standards.

- In certain countries, we give preference to subcontracted road partners who have proven environmental management systems. Our goal is globalize this practice in coming years.

Case Study of Environmental Action in Emerging Markets: Fleet Management in Pakistan and Thailand

Agility is distinguished by its commitment to environmental action in emerging markets, which may not have the same infrastructure and regulatory framework as more developed markets in Europe and the United States.

For example, Agility Pakistan runs a voluntary vehicle inspection and emissions program to ensure that 100% of its 200+ fleet is in compliance with local environment law. Agility uses higher-grade engine lubricants to extend the lubricant life cycle and equipment lifespan; inspects vehicles for road safety and operability before any transportation operation; conducts monthly safety tests; ensures that all vehicles pass NOX testing every six months; and uses route optimization procedures. In 2013, Agility Pakistan will also retread its tires.

In Thailand, almost 70% of Agility's fleet is now running on compressed natural gas (GNG) rather than diesel. Drivers are trained in safe and efficient vehicle operation on a monthly, quarterly and annual basis. Training covers topics like idling reduction, fuel saving, braking, and not speeding. All vehicles use retread tires and are maintained in accordance with local regulations. As a matter of policy, Agility also integrates environmental impact into its vehicle procurement program for its own fleet and its subcontractors.

"Think Green, Act Green" Awareness Campaign

Agility continues to run an internal awareness campaign – now in its third year – to raise the importance of the environment and improved performance within our own operations. The campaign focuses on helping employees understand how to reduce resource consumption, reuse resources, and recycle unusable waste.

The "Think Green, Act Green" campaign uses policies, work instructions, posters, podcasts, newsletters, and a green pledge to encourage employees to follow environmental principles.

Reuse

Reusing materials means less pollution and more efficient use of resources.

Reduce

Reducing electricity means less pollution and more efficient use of resources.

Recycle

Recycling materials means less pollution and more efficient use of resources.

Eco-Volunteerism to Engage Employees

For the past six years, Agility has marked Earth Day (on April 22nd) with activities in different offices across our network. Agility-organized beach clean ups, tree planting, carpooling, school visits, household recycling and other projects are all geared towards raising awareness about the environment, internally and externally.

In 2011 and 2012, more than 2,000 employees participated in Earth Day activities in more than 30 countries.

Cleaning up a park in Montreal, Canada

Planting trees in Sumatra, Indonesia

Participating in the "National Geographic Earth Day" run in the Philippines

Planting more than 300 trees in Lebanon

Planting trees in Houston, weeding out non-native plants in the wetlands in California

Restoring a river in Germany

Planting 350 trees in Kuwait and sponsoring a recycled art competition

Collecting e-waste for recycling in Abu Dhabi

Planting trees in partnership with a local school in Pakistan

Cleaning up roads and planting trees in Indonesia

Collecting and selling recycled goods to raise funds for newborns in need in Chile

Cycling to raise awareness of the environment in India

Multi-Stakeholder Dialogue on the Environment

Today's environmental challenges are too great for Agility to address alone. We recognize the importance of participating in global dialogue to stimulate broader action and get ideas on the way forward for our industry and our company. The World Economic Forum is a key channel for engaging in the global community's debate on sustainable business operations.

Some of our specific engagements in dialogue through the World Economic Forum include:

- WEF Supply Chain Decarbonization Research: Agility participated in development of the report "Supply Chain Decarbonization: The role of Logistics and Transport in Reducing Supply Chain Carbon Emissions". The report highlights and prioritizes the leading opportunities for the logistics and transport sector to lower CO2 emissions.

- WEF Consignment Level Reporting working group: Agility has worked with industry partners to study the impact of emissions from shipping consignments and decide how they should be accounted for in measuring CO2 and other environmental impact. These recommendations can be read here.

- WEF Consignment Carbon working group: Agility continues to engage with industry partners and customers to better understand how logistics and supply chain organizations should measure, manage and report consignment-level emissions.

- WEF Sustainable Consumption: Agility engages with this consumer product working group to provide logistics industry input and better understand how consumer interests and behavior will affect the industry in the future.

Green Certification in Sweden

In 2011 and 2012, Agility Sweden was awarded Green Cargo's Climate Certification 2012 by the logistics company Green Cargo for its sustainable and environmental friendly supply chain in Sweden. Since 2002, Green Cargo has awarded this certificate to its partners, recognizing their efforts to minimize their environmental footprint to 10 grams of carbon dioxide per net ton kilometer.

Awards and Recognition

Agility has been recognized for its performance in reducing its environmental impact over the last two years.

- **Asian Manufacturing Awards**
  "Best Sustainability Solution"– 2012

- **Supply and Demand Chain Executive Magazine**
  "Green Supply Chain Award"– 2012

- **Asian Leadership Award**
  "CSR Leadership Award"– 2012

- **CSR Association of Pakistan**
  "CSR National Excellence Award"– 2011

- **Asian Leadership Award**
  "Best Corporate Social Responsibility Award"– 2011

- **Vietnam Supply Chain Community**
  "Green and Corporate Social Responsibility Award"– 2011

- **Asia's Best CSR Practices Award**
  "Best Corporate Social Responsibility Practice Award" – 2011

- **Asian Freight and Supply Chain Awards**
  "Best Green Service Provider Award" -- 2010 & 2011

GRI Index

Strategy and Analysis

Indicator	Description and Response
1.1	**Strategy and Analysis** Please refer to the Message from Our Chairman and Managing Director and About Our Business sections of this report.
1.2	**Description of Key Impacts, Risks and Opportunities** Please refer to the CSR Materiality, Stakeholders, and Management section of this report.

Organizational Profile

Indicator	Description and Response
2.1	**Name of the Organization** Please refer to the About Our Business section of this report.
2.2	**Primary Brands, Products, and Services** Please refer to the About Our Business section of this report.
2.3	**Operational Structure of the Organization** Please refer to the About Our Business section of this report.
2.4	**Location of Organization's Headquarters** Please refer to the About Our Business section of this report.
2.5	**Number of Countries where Organization Operates** Please refer to the About Our Business section of this report.
2.6	**Nature of Ownership and Legal Form** Please refer to the About Our Business section of this report.
2.7	**Markets Served (geographic/types of customers)** Please refer to the About Our Business section of this report.
2.8	**Scale of the Reporting Organization** Please refer to the About Our Business section of this report.
2.9	**Significant Changes During the Reporting Period** Please refer to the Our People and About Our Business sections of this report.
2.10	**Awards Received During the Reporting Period** Please refer to the About Our Business section of this report.

Report Parameters

Indicator	Description and Response
3.1	**Reporting Period** Please refer to the About Our Report section of this report.
3.2	**Date of Most Recent Report** Please refer to the About Our Report section of this report.
3.3	**Reporting Cycle** Please refer to the About Our Report section of this report.
3.4	**Contact Point or Questions Regarding the Report** Please refer to the About Our Report section of this report.
3.5	**Process for Defining Report Content** Please refer to the About Our Report and CSR Materiality, Stakeholders, and Management sections of this report.
3.6	**Boundary of the Report** Please refer to the CSR Materiality, Stakeholders, and Management and About Our Business sections of this report.
3.7	**Scope Limitations** Please refer to the About Our Report and About Our Business sections of this report.
3.8	**Reporting of Activities Not Under Operational Control** We are not reporting on activities not our under operational control.

Report Parameters

Indicator	Description and Response
3.9	**Data measurement techniques and the bases of calculations, including assumptions and techniques underlying estimations applied to the compilation of the Indicators and other information in the report.** Where required, data measurement techniques and the bases of calculations underlying estimations applied to the compilation of indicators can be found in different sections of this report.
3.10	**Explanation of the effect of any re-statements of information provided in earlier reports, and the reasons for such re-statement (e.g., mergers/acquisitions, change of base years/periods, nature of business, measurement methods).** No restatements of information from our earlier report.
3.11	**Significant changes from previous reporting periods in the scope, boundary, or measurement methods applied in the report.** No significant changes from previous report. For more information, please refer to the About Our Report section of this report.
3.12	**Table identifying the location of the Standard Disclosures in the report.** Please refer to the GRI Index of this report.
3.13	**Report Assurance Approach** Please refer to the About Our Report section of this report.

Governance, Commitments, and Engagement

Indicator	Description and Response
4.1	**Governance Structure of the Organization** There is one female member on our Board of Directors, meaning 14% of the Board is female, and all are Kuwaitis.
4.2	**Indicate whether the Chair of the highest governance body is also an executive officer** Yes, the Chair of the highest governance body is an executive officer. Tarek Sultan is the Chairman of the Board of Directors and the Managing Director of the company.
4.3	**Independent Board Members** Four of our seven board members are independent.
4.4	**Mechanisms for shareholders and employees to provide recommendations** Please refer to the About Our Business section of this report.
4.5	**Linkage between compensation and performance** There is currently no linkage between social and environmental performance and executive/board compensation.
4.6	**Processes in place to avoid conflict of interest** The company's Articles of Association and Kuwait laws governing publicly traded companies require strict processes to be followed to avoid conflicts of interest.
4.7	**Process for determining board qualifications** Board members are elected by the General Assembly. A rigorous due process is carried out on all board members to ensure no conflict of interest exists as per the company's Articles of Association and Kuwaiti law.
4.8	**Mission, values, codes of conduct and principles** Please refer to the Our Ethics and Compliance Program, CSR Materiality, Stakeholders, and Management and About Our Business sections of this report.
4.9	**Procedures for board overseeing management of economic, environmental and social performance** The Senior Vice President of Corporate Social Responsibility reports to the Chairman and Managing Director quarterly on sustainability related issues. For more information please refer to the CSR Materiality, Stakeholders, and Management section of this report.

Governance, Commitments, and Engagement

4.12	Endorsement of charters, principles or other initiatives Agility is a strategic partner of the World Economic Forum (WEF) and is an active member in the WEF's social, environmental, and anti-corruption initiatives. More information about our WEF activities can be found throughout the report.
4.13	Memberships in associations (such as industry associations) and/or national/international advocacy in relevant organizations Agility is a strategic partner of the World Economic Forum.
4.14	List of stakeholder groups engaged by the organization Please refer to the CSR Materiality, Stakeholders, and Management section of this report.
4.15	Basis for identification and selection of stakeholders with whom to engage Please refer to the CSR Materiality, Stakeholders, and Management section of this report.
4.17	Key topics and concerns that have been raised through stakeholder engagement, and how the organization has responded to those key topics and concerns, including through its reporting Please refer to the CSR Materiality, Stakeholders, and Management section of this report.

Economic Performance

Indicator	Description and Response
EC1	Direct economic value generated and distributed, including revenues, operating costs, employee compensation, donations and other community investments, retained earnings, and payments to capital providers and governments Please refer to the About Our Business section of this report.
EC7	Procedures for local hiring and proportion of senior management hired from the local community at significant locations of operation. Please refer to the Our People section of this report.

Environment

Indicator	Description and Response
EN3	Direct energy consumption by primary energy source Please refer to the Our Environmental Journey section of this report.
EN4	Indirect energy consumption by primary source Please refer to the Our Environmental Journey section of this report.
EN5	Energy saved due to conservation and efficiency improvements Please refer to the Our Environmental Journey section of this report.
EN6	Initiatives to provide energy-efficient or renewable energy based products and services, and reductions in energy requirements as a result of these initiatives Please refer to the Our Environmental Journey section of this report.
EN16	Total direct and indirect greenhouse gas emissions by weight Please refer to the Our Environmental Journey section of this report.
EN17	Other relevant indirect greenhouse gas emissions by weight Please refer to the Our Environmental Journey section of this report.
EN18	Initiatives to reduce greenhouse gas emissions and reductions achieved Please refer to the Our Environmental Journey section of this report.
EN26	Initiatives to mitigate environmental impacts of products and services, and extent of impact mitigation Please refer to the Our Environmental Journey section of this report.
EN28	Monetary value of significant fines and total number of non-monetary sanctions for non-compliance with environmental laws and regulations None
EN29	Significant environmental impacts of transporting products and other goods and materials used for the organization's operations, and transporting members of the workforce Please refer to the Our Environmental Journey section of this report.

Labor Practices and Decent Work

Indicator	Description and Response
LA1	Total workforce by employment type, employment contract, and region broken down by gender Please refer to the Our People section of this report.
LA4	Percentage of employees covered by collective bargaining agreements Please refer to the Our People section of this report.
LA7	Rates of injury, occupational diseases, lost days, and absenteeism, and number of work-related fatalities by region Please refer to the Health, Safety and Environment section of this report.
LA13	Composition of governance bodies and breakdown of employees per employee category according to gender, age group, minority group membership, and other indicators of diversity Please refer to the Our People section of this report.

Human and Workplace Rights

Indicator	Description and Response
HR2	Percentage of significant suppliers, contractors, and other business partners that have undergone human rights screening and actions taken Please refer to the Case Study: Protecting Migrant Workers in the Middle East under the Our People section of this report.
HR3	Total hours of employee training on policies and procedures concerning aspects of human rights that are relevant to operations, including the percentage of employees trained Please refer to the Case Study: Protecting Migrant Workers in the Middle East under the Our People section of this report.
HR6	Operations identified as having significant risk for incidents of child labor, and measures taken to contribute to the elimination of child labor We do not have any operations identified as having significant risk for incidents of child labor.
HR7	Operations and significant suppliers identified as having significant risk for incidents of forced or compulsory labor, and measures to contribute to the elimination of all forms of forced or compulsory labor Please refer to the Case Study: Protecting Migrant Workers in the Middle East under the Our People section of this report.

Society

Indicator	Description and Response
SO1	Percentage of operations with implemented local community engagement, impact assessments, and development programs Please refer to the Our Community Investments section of this report.
SO3	Percentage of employees trained in organization's anti-corruption policies and procedures Please refer to the Our Ethics and Compliance Program of this report.
SO4	Actions taken in response to incidents of corruption Please refer to the Our Ethics and Compliance Program of this report.
SO6	Total value of financial and in-kind contributions to political parties, politicians, and related institutions by country No financial or in-kind contributions have been made to political parties, politicians, or related institutions.
SO7	Total number of legal actions for anti-competitive behavior, anti-trust, and monopoly practices and their outcomes Please refer to the Our Ethics and Compliance Program section of this report.

Product Responsibility

Indicator	Description and Response
PR3	Type of product and service information required by procedures, and percentage of significant products and services subject to such information requirements Not Applicable
PR4	Total number of incidents of non-compliance with regulations and voluntary codes concerning product and service information and labeling, by type of outcomes Not Applicable
PR9	Monetary value of significant fines for non-compliance with laws and regulations concerning the provision and use of products and services None

For more information on Agility's Corporate Social Responsibility efforts, please feel free to contact:

Mariam Al-Foudery

SVP, Marketing, Communication, and Corporate Social Responsibility

 +65 6463 9802,

malfoudery@agilitylogistics.com

Frank Clary

Director, Corporate Social Responsibility

+965 2498 1288,

fclary@agilitylogistics.com

Or email us at: csr@agilitylogistics.com