

# Navigator Gas Code of Conduct and Business Ethics

July 2023

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# A Message from our Chief Executive Officer

Mads Peter Zacho



Thank you for reading our Code of Conduct and Business Ethics (the “Code”). It is an important document that describes how we do our business throughout Navigator Gas. It is written to assist you in making the right and ethical decisions – both during a normal working day and when things get difficult.

Good performance and good results are important, but it is equally important how the results are achieved. High ethical standards will always lead to the best long-term results for Navigator Gas, for your colleagues and for you. Working from the same Code means that we will be working as one team towards a common goal. It should and will also allow all of us to have high expectations from each other’s work and behaviour.

At Navigator Gas, we made it part of our corporate strategy that we are among the very best within corporate governance – you can rely on us. It is critically important that our customers and other stakeholders know that we will make the right decisions, also in difficult situations, and when no one is else is watching.

This Code is ANCHORed in our Navigator Gas values: Authentic, Nurture, Collaborative, Honest, Ownership, Resourceful. In our daily work life we execute the values through our pillars of Safety, Reliability and Efficiency.

If you are in doubt or have questions, speak up! Find the way you are most comfortable with: speak to your manager, to HR, to Legal or use our Ethics Portal.

Your questions will always be treated with respect and discretion.

Please read this Code of Conduct, ask questions if you are in doubt and apply the Code’s guidance in your work. Navigator Gas’ board of directors and management hold ourselves accountable against this Code and we trust and expect you will do the same.

Thank you for your commitment to act with integrity - and keep reading.

A handwritten signature in blue ink that reads "Mads Peter Zacho". The signature is written in a cursive, flowing style.

Mads Peter Zacho  
Chief Executive Officer



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# Navigator Gas' ANCHOR Values and Pillars



Our business is to connect our customers to their markets worldwide. Everything we do at Navigator Gas to achieve this is underpinned by our ANCHOR values.

These values are our guiding principles, and they enable us to deliver a safe, reliable, and efficient service to our customers.

Our ANCHOR values set out the framework around how we conduct our business. This means taking responsibility for our impact on the world, collaborating and innovating with others and leading the way to a truly sustainable tomorrow.

## ANCHOR Values:



**Authentic**



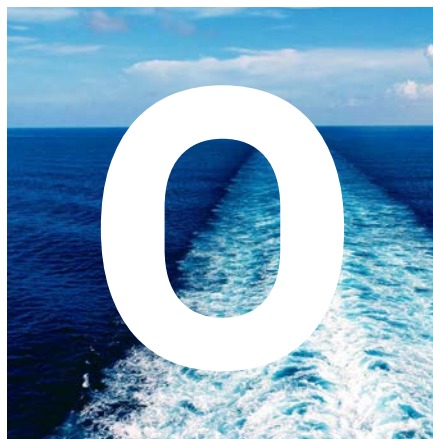
**Nurture**



**Collaborative**



**Honest**



**Ownership**



**Resourceful**

## ANCHOR Pillars:





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# Navigator Gas' Ethics Committee



# Navigator Gas' Ethics Committee

Conducting business ethically is fundamental to the identity and values of Navigator Gas.

If you have any questions concerning business ethics, this Code or if you would like to make a disclosure, you may contact the Navigator Gas Ethics Committee using the contact details below.

**The Ethics Committee is made up of three individuals at Navigator Gas:**

- (a) The Chief Executive Officer;
- (b) The Head of Legal & Communications; and
- (c) The Head of Human Resources.

Alternatively, you may use **Navigator Gas' Ethics Portal** to make a disclosure.

If your question or concern relates to any member of the Ethics Committee and you feel unable to share this with the Committee, you have the option of contacting the Chairperson of the Audit Committee by emailing:

[chairaudit@navigatorgas.com](mailto:chairaudit@navigatorgas.com)

## Navigator Gas Ethics Portal [ethics.navigatorgas.com](https://ethics.navigatorgas.com)

Navigator is committed to conducting business with honesty and integrity and we expect all of our personnel to maintain high standards, in accordance with our Code of Conduct and Business Ethics.

For more details turn to page 31





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# Background to Our Code of Conduct and Business Ethics



# Background to Our Code of Conduct and Business Ethics

The Board of Directors of Navigator Holdings Ltd. has adopted this Code of Conduct and Business Ethics (the “Code”). Our Code sets out the behaviour we expect of our employees and how that behaviour relates to our core ANCHOR values.

Our Code applies to all employees, directors and officers across all group companies, including affiliated entities. Affiliated entities are entities in which Navigator Gas controls or owns, directly or indirectly, more than 50% of the outstanding shares.

Everyone that works for us is required to read and familiarise themselves with the Code.

Our Code provides information and guidance as to how we should conduct ourselves when carrying out business on Navigator Gas’ behalf and aims to provide guidance to enable our employees to take informed decisions, ultimately so they do the right thing.

We understand that no code can address every situation faced by us in our complex, global business. While our Code covers a wide range of business practices and procedures, it does not cover every issue that may arise. We therefore expect our employees to exercise sound judgement and be guided by our Code when making ethical decisions, always bearing in mind that we are required to comply with the spirit, as well as the written words of the Code.

Navigator Gas expects any consultant, contractor or agent engaged by us to behave in accordance with our Code when acting on our behalf. We further expect and encourage our customers, business partners and other counterparties to act in a way that is consistent with our Code.

Failure to follow our Code may result in disciplinary action, up to and including termination of employment and may involve legal proceedings. Navigator Gas will take appropriate action if we consider that our business partners are not acting in the spirit of the Code or are falling short of their contractual obligations. The Code does not alter any of our terms and conditions of employment, nor does it create contractual rights for you or others.

We all have a responsibility to speak up if we know or suspect that someone is acting in a way that is inconsistent with our Code. We encourage our employees to speak up if they see something wrong. Any report made will be treated sensitively and in confidence.

If you have any questions or would like any advice regarding the Code, you may speak with your manager, Navigator Gas’ Head of Legal, Compliance Manager or Head of Human Resources. Alternatively, you may make a notification via Navigator Gas’ confidential Ethics Portal. The Ethics Portal is accessible 24 hours a day, 365 days of the year and reports may be made anonymously if desired, for more information on making a disclosure, turn to page 31.

We maintain an open culture where all concerns expressed in good faith will be investigated and, if appropriate, acted upon. You will be updated about the status of the investigation as far as is appropriate and practical. Any review and findings will be treated in confidence and shall be completed as soon as possible. Any recommendations will be reported, where appropriate, to Navigator Gas’ senior management for follow up and for any remedial action to be implemented.

## Leaders are Role Models

All directors and managers (together, “Leaders”) have an elevated responsibility to lead according to the standards set out in this Code, in both words and behaviour. We depend on our Leaders to promote our ethical standards and act as role models to set the ethical tone of our Company.

Leaders are expected to ensure that their teams understand the Code and that staff take time to complete required annual training and commitment to this Code. Leaders should be alert to violations of the Code and encourage team members to speak up if they know or suspect a violation of our Code.

If you are made aware of a violation of this Code, as a Leader, you must report it, either to the Ethics Committee, Head of Legal, Compliance Manager, Head of Human Resources or via the Navigator Gas Ethics Portal. You should not take it upon yourself to investigate the matter and must respect the protection offered to employees who disclose concerns – Navigator Gas has a zero-tolerance policy for retaliation.

## Retaliation

Retaliation can take many forms and could include intimidation, threats, exclusion, humiliation and the malicious raising of issues.

Navigator Gas does not tolerate retaliation and we will protect employees from retaliation. We will not permit retaliation of any kind against good faith reports or complaints of violations of our Code or any other Navigator Gas policy or the cooperation in an investigation by a governmental authority or by Navigator Gas, where the person cooperating has a good faith belief that a violation of law, this Code or other Navigator Gas policies has taken place.

## Annual Refresher Training and Policy Acceptance

Each year, you will be asked to complete a Code of Conduct training course. Following completion of the course, you may be asked to reaffirm your commitment to comply with the Code.

## Compliance Certificate

**The following people must execute compliance certificates in the form at Annex A to this Code:**

- Directors, officers and other employees of the Company in managerial or supervisory positions;
- Employees who, in the ordinary conduct of their duties, have regular or significant contact with government(s) or any department, agency, instrumentality or employee thereof;
- Employees whose regular responsibilities include the selection of contractors for the provision of significant goods or services to the Company;
- Employees whose regular responsibilities include the review, approval or payment of invoices for significant goods and services supplied to the Company; and
- Any other employees requested by the Head of Legal of the Company or any other officer to give a “Periodic Compliance Certificate.”

As provided above, each officer and other employee must become familiar with and agree to comply with this Code as a condition of such person’s employment. Therefore, each new officer and other employee must execute the Periodic Compliance Certificate upon employment. In addition, each newly elected director must execute the Periodic Compliance Certificate upon election or appointment to serve on the Board as set out above.

The Company’s Head of Legal is responsible for ensuring that all directors, officers and other appropriate employees of the Company execute and return the Periodic Compliance Certificate to the Company’s Head of Legal or another person delegated by the Head of Legal.



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# Workplace Environment



## Diversity, Equity and Inclusion

Diversity, equity and inclusion is a strategic priority for Navigator Gas. We make a concerted effort to hire, engage and retain a diverse group of employees. We encourage respect for the rights, culture, and dignity of all individuals. We are determined to embrace equity by treating employees as individuals with different needs and circumstances. We strive for an ever-growing inclusive working environment to make best use of this diversity of thought.

This commitment is underpinned in our ANCHOR values through which we promote bringing our authentic selves to work, nurturing ideas and talent, collaborating for success, having honest conversation, taking ownership of our development and responsibilities, and being resourceful through diversity.

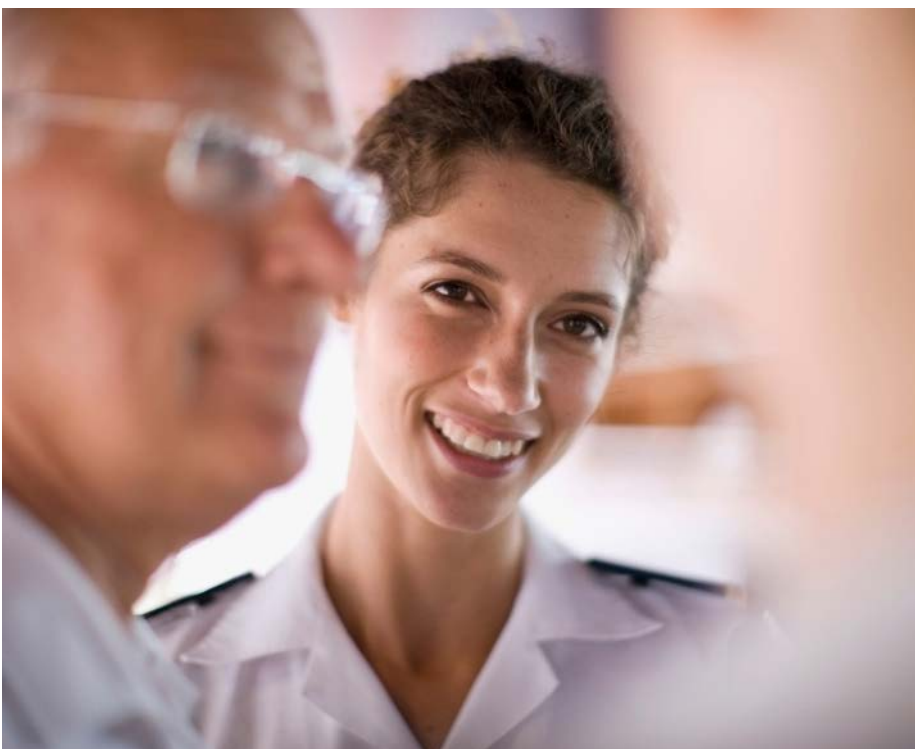
## Harassment

Harassment is unwanted conduct with the purpose or effect of violating an individual's dignity or creating an intimidating, hostile, degrading, humiliating or offensive environment for that individual. Such conduct is targeted to an individual because of their age, gender, marital status, maternity status, disability, race, religion or sexual orientation.

You must treat all others with respect and must not physically or verbally intimidate or humiliate others. You must not make inappropriate jokes or comments and must not display offensive or disrespectful material.

Navigator Gas will not tolerate harassment and aims to ensure that such unacceptable behaviour does not take place within its business. The Company is committed to equality of opportunity so that every individual can seek, obtain and continue employment without unfair treatment and expects all members of staff to be treated with respect.

Employees are encouraged to speak to their manager or HR if they experience or see this behaviour in the organisation. Notifications may also be made via Navigator's Ethics Portal. All notifications will be treated in confidence.





## Discrimination

Discrimination is the unjust or prejudicial treatment of different categories of people based on the grounds of age, gender, marital status, maternity status, disability, race, nationality, religion or sexual orientation.

Navigator Gas strives to maintain a work environment that is respectful, professional, and free from discrimination, harassment and bullying. The Company will not tolerate discrimination or harassment directed at any individual or group.

As an employee, we expect you to play your part in maintaining an inclusive culture in which the needs of others are taken into account. We should all respect the diverse beliefs, rights, cultures and dignity of our colleagues.

Navigator Gas does not tolerate any discrimination in any aspect of our business and we expect business decisions to be made on merit, without any form of discrimination based on race, gender, gender identity, gender expression, religion, age, disability, marital or family status, pregnancy or any activity specifically protected under a Navigator Gas policy or applicable law.

Employees are encouraged to speak to their manager or HR if they experience or see this behaviour in the organisation. A confidential whistleblowing platform is also available, for more information turn to page 31.



## Health and Safety

At the very heart of Navigator Gas is a fleet of versatile gas carriers and a team of dedicated and diverse professionals, working at sea and in our shore offices.

Our three pillars: Safety, Reliability and Efficiency, help us achieve an important mission: to help our customers transport cargo to consumers to enable them to cook their food, heat their homes, grow their crops and live their lives safely and comfortably.

Our overriding concerns are safety of people and protection of the environment.

At Navigator Gas, safety is one of the pillars which support our ANCHOR values, an inseparable component of all we do at work, home and as an example to others.

We recognise our legal duties and responsibilities for occupational health and safety at work. To meet our duties, we act positively to minimise the incidence of all workplace risks. We intend to undertake our work with the highest regard for the health, safety and welfare of our employees, our contractors, our visitors, and anyone else that may be affected by the work we do.

We recognise that safe operations depend not only on technically-sound vessels and equipment, but also on competent people and a culture of caring which values safety. No activity is so important that it cannot be done safely.

We conduct regular risk assessments to identify hazards, existing control measures and any additional control measures that will reduce risk to an acceptable level, as defined in our health and safety risk matrix. We will also ensure that the premises we occupy and the equipment we supply meets legal requirements.



## ESG

The term 'ESG' is often used to describe the environmental, social and governance issues that we encounter in our business activities, ranging from strategic issues to operational issues on board vessels and in our shore facilities. ESG is a key element of Navigator Gas' organisational strategy and we have committed to prioritising our efforts across key areas, including emissions reduction, climate change and DEI (diversity, equity & inclusion). As employees, we undertake to support the implementation of our ESG strategy by integrating it into our work and our decision-making.

By voluntarily disclosing our ESG performance to the public, we hold ourselves accountable to our internal and external stakeholders. This includes disclosing our environmental performance such as greenhouse gas emissions, air pollutants, waste generation and others. It also includes key elements of our social sustainability and governance performance such as DEI, anti-corruption and business ethics. We set ourselves challenging but achievable targets to ensure that we maintain our momentum and our drive towards contributing to a sustainable maritime industry.



### Environmental Issues

It is our longstanding commitment to minimise the environmental impact of our operations, to prevent pollution and to reduce our energy consumption. Our commitment also includes compliance with all relevant environmental legislation, regulations and other legal and industry requirements. We apply a range of risk assessment, risk management and risk communication approaches to ensure that we have safe systems of work in place to prevent harm to the environment.

We must also consider environmental issues in our procurement decisions by selecting our suppliers responsibly.



### Social Issues

As participants in the United Nations Global Compact, we have committed to supporting and respecting the protection of internationally established human rights and to ensuring we are not complicit in any human rights abuses.

We strive to eliminate all forms of forced and compulsory labour, including child labour in all of our operations. We also uphold employees' rights to freedom of association and the right to collective bargaining.



### Governance

There is no place for corruption in our business and we work actively to eliminate all forms of corrupt business practice, including extortion, bribery and the use of facilitation payments both at sea and in our shore operations. We actively encourage any employee, contractor, business associate, supplier or any other person to inform us if they witness any corrupt business practices at Navigator Gas.



## Drugs and Alcohol

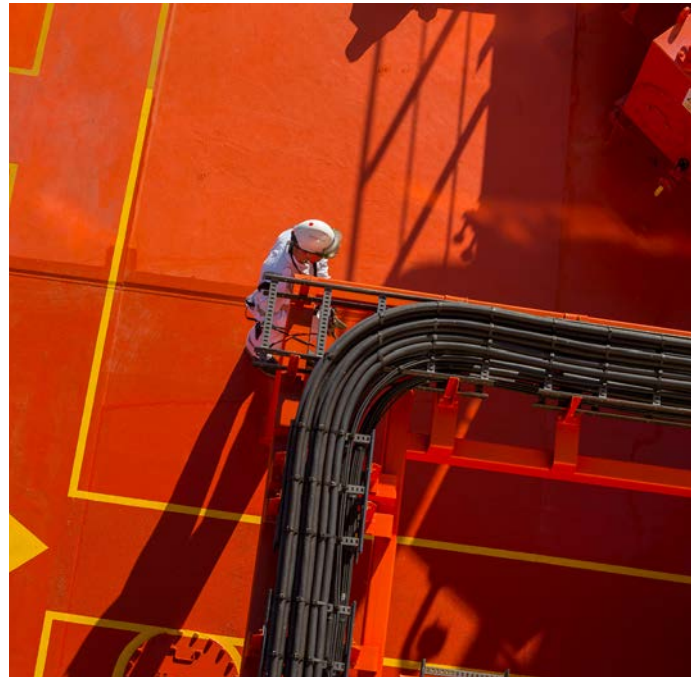
Navigator Gas is committed to providing a safe, healthy and productive work environment for all employees. Therefore, we require a drug- and alcohol-free workforce.

It is forbidden to be under the influence of alcohol during business hours, unless representing the Company at an event where alcohol is served by the host.

Employees must act in accordance with our Company values in a dignified and respectful manner on any such occasion, and the same at Company organised events.

It is forbidden to possess, be under influence of or use any kind of illegal drugs during business hours and while representing Navigator Gas.

We recognise that individuals may experience trouble with alcohol or other substances, so we provide help and support through healthcare insurance.



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# Business Practices





## Anti-Bribery and Corruption

Conducting business in an honest and ethical way is integral to the way Navigator Gas operates. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships, wherever we operate in the world.

We must all comply with all anti-bribery and corruption laws in force in all jurisdictions in which we operate, as well as those which apply on a cross-border basis, including, but not limited to, the U.K. Bribery Act 2010 and the United States Foreign Corrupt Practices Act of 1977 (as amended) and any other applicable laws, regulations or codes. Penalties and fines under these laws can be severe.

You must not offer, pay, promise, give, receive or seek any form of payment, gift or advantage in return for favourable treatment or to gain a business advantage. It is prohibited for you to accept a facilitation payment and any request for you to make a facilitation payment should be reported in accordance with Company procedure. We do however recognise that there may be instances where employees are faced with situations where there is a risk to the personal security of an employee or family member where a facilitation payment is unavoidable.

We are all under an obligation to report corruption. As well as being the right thing to do, a failure to do so could result in liability for Navigator Gas and individuals within our business. Even unsubstantiated claims of bribery and corruption could affect our reputation and the operation of our business.



## Gift and Hospitality Register

‘Gifts’ are any items of value, e.g., mementos, promotional items and merchandise, not otherwise defined as Hospitality. ‘Hospitality’ refers to meals, travel, hotel/lodgings or entertainment of any kind, including sport, cultural and recreational activities/events.

In most cultures, giving and receiving gifts and hospitality can be a legitimate way of fostering and maintaining good business relationships. However, we should never accept or provide gifts or hospitality where it may influence business decisions or in return for any form of business advantage.

**At Navigator Gas, you are expected to exercise sound judgement in the offering and the receiving of gifts and hospitality, taking into account the following guidance:**

- There must be a real or genuine business purpose for the gift/hospitality and it must be of an appropriate nature and frequency;
- Gifts and hospitality must not violate any laws or regulations;
- Gifts and hospitality must not be given, received or offered during a period where an important transaction or business decision is being made;
- Any gift/hospitality must not be given or received where it is above the prescribed limit, unless you have express approval in accordance with Navigator Gas’ Anti-Bribery and Corruption Policy; and
- The giving and receiving of gifts and hospitality must be done so transparently.

Gifts and hospitality given or received must be registered on Navigator Gas’ Gift and Hospitality Register, where the gift/hospitality given or received where is above the limits set in our Anti-bribery and Corruption Policy.

Where a government official is involved in a transaction, you must seek guidance from the Head of Legal or Compliance Manager.



## Money Laundering

Money laundering is the process where the proceeds of criminal conduct are dealt with in a way that disguises their criminal origins or where legitimate funds are used to support criminal activity, such as terrorism.

You should not take part in any money laundering activity or any business with any party that may be linked to criminal activity.

We must comply with Navigator Gas' due diligence procedures when dealing with new counterparties so we have a full understanding of the parties with whom we do business.

We expect our employees to report any suspicion of money laundering via the appropriate channels.

## Conflicts of interest

A conflict of interest exists when your private interests interfere in any way with the interests of Navigator Gas. A conflict may take the form of financial interests in a supplier's or customer's business, recruiting a close family member or engaging in employment outside Navigator Gas.

An actual, potential or perceived conflict of interest may endanger your reputation and that of Navigator Gas.

You are required to perform the duties and activities of your position with the highest level of integrity, in a professional and ethical manner. Employees are not permitted to engage in any business or conduct or enter into any agreement or arrangement that would give rise to actual or potential conflicts of interest.

The decisions you make should be made objectively and in accordance with your responsibilities to Navigator Gas. You should not allow any decision made by you in the course of your employment to be influenced by personal considerations, including relationships or outside interests.

We must all comply with Navigator Gas' Conflict of Interest Policy. You must disclose any actual or perceived conflicts of interest in the Navigator Gas Conflict of Interest Register.

## Insider Trading

Navigator Gas complies with all applicable laws in relation to insider trading or dealing.

As a publicly listed company on the New York Stock Exchange, we are subject to strict guidelines issued by the United States Securities and Exchange Commission, an independent agency of the U.S. Federal Government. During the course of your employment, you may become aware of information that is not publicly available and which may be material to an investor when making a decision regarding whether or not to trade in Navigator Gas' securities. Purchasing or selling, directly or indirectly, Navigator Gas' securities while in possession of material, non-public information is both unethical and illegal.

All directors, officers and employees and their family members are prohibited from trading in our securities while in receipt of material, non-public information regarding Navigator Gas or any other publicly traded company.

### At Navigator Gas, we must not:

- Share inside information with any external party, unless authorised to do so;
- Suggest that any third party buys or sells our securities while in possession of material, non-public information, i.e. 'tipping'; and
- Deal in any other public company's shares or securities if you became aware of material, non-public information about that company by virtue of your employment at Navigator Gas.

Navigator Gas designates a limited number of spokespeople who are responsible for communication with the media and investment community.

All directors, officers and employees will comply with Navigator Gas' Insider Trading Policy.

## Competition and Anti-Trust

Competition and anti-trust laws are in place to protect free enterprise and fair and open competition between businesses. Navigator Gas is required to comply with all applicable competition and anti-trust laws.

We are prohibited from engaging in any type of agreement, whether formal or informal, or any understanding with any competitor that may result in an unfair advantage or which may restrict trade.

### Examples of anti-competitive behaviour which is prohibited include:

- Bid or tender rigging;
- Any agreement or understanding with competitors to fix prices, or any aspect of a price, such as terms of credit, rebates or surcharges;
- Agreeing with a competitor to divide the market;
- Sharing or receiving competitively sensitive information without lawful justification.

## Trade Sanctions

Navigator Gas operates on a worldwide basis with customers across the globe. We are committed to conducting business in accordance with all applicable economic sanctions and export control laws and regulations in force in the jurisdictions in which we operate, including the United States of America, United Kingdom and European Union.

Failure to comply with sanctions and export control laws could have a significant impact on Navigator Gas' business, result in fines, reputational damage and in some instances, imprisonment.

When conducting business, we must ensure we comply with applicable sanctions and export control laws, including confirming that all third parties with whom we deal have been screened against sanctions and other relevant watchlists.

We must ensure that we do not undertake any activity in a sanctioned country, or carry out any business with any party or any commodity subject to sanctions, unless you have received express authorisation from Navigator Gas' Sanctions Compliance Officer.



## Modern Slavery

Modern slavery and human trafficking may take many forms across an organisation, including trafficking of people, forced labour, servitude and slavery.

Navigator Gas is committed to ensuring that there is no modern slavery or human trafficking in any part of our business, including our supply chains. We have a zero tolerance approach to modern slavery and human trafficking in our commercial dealings and relationships.

## Fair Dealings

Navigator Gas' reputation is built on the value created by each of us in our daily interactions with our customers, suppliers, competitors and fellow employees. We should all endeavour to deal fairly with those with whom we transact.

We can build the value of Navigator Gas by meeting the highest standards of professional conduct. We will never act in a way that might embarrass Navigator Gas and will not take unfair advantage of anyone through manipulation, concealment, abuse of privileged information, misrepresentation of material facts or any other unfair practice.

We seek to create mutual advantage in all our relationships so that people will trust us and want to do business with Navigator Gas.





07

# Company Assets and Information



## Company Assets

Navigator Gas' assets come in many different forms, physical and intangible, including vessels, facilities, operations-related equipment, office supplies, technological equipment (such as computers and telephones), financial assets, confidential information and intellectual property.

We are each responsible for safeguarding and using Navigator Gas' assets appropriately. We must protect Company assets against loss, damage, waste, theft, fraud, misappropriation, infringements or other forms of misuse.

Navigator Gas' equipment should not be used for non-business-related purposes and we should never use Company computers or networks in a way which could compromise the security or integrity of Navigator Gas' information.

Navigator Gas monitors the use of Company property, facilities and equipment to promote safety, prevent unlawful activity and comply with applicable legal requirements.

The Company reserves the right to monitor the use of Navigator Gas property, premises and resources (including computers, email, telephones, proprietary information etc.) in accordance with applicable law and as required to protect the interests of Navigator Gas.

## Confidential Information

Confidential information includes all non-public information that might be of use to competitors or harmful to Navigator Gas or its customers if disclosed.

In the course of employment at Navigator Gas, employees are given access to confidential information, the unauthorised disclosure of which could have an adverse impact on our business and reputation. We will maintain the confidentiality of information entrusted to us by Navigator Gas and our customers, except when disclosure is authorised or legally mandated.

Navigator Gas' confidential information must not be disclosed to any third party without permission. Where permission is given, it is the relevant employee's responsibility to ensure a suitable non-disclosure or other confidentiality agreement is in place.

Confidential information should be treated carefully and only disclosed to agreed recipients. Any such information should be encrypted where possible. Obligations of confidentiality continue to apply even after employment or agency with Navigator Gas ends.

You should consult with the Head of Legal if you believe there is a legal obligation to disclose confidential information.





## Intellectual Property

Intellectual property refers to intangible property rights which come about due to intellectual effort and might include patents, trademarks, know-how, trade secrets, designs and copyright.

We will always respect and avoid infringing the IP rights of others and will not use the IP of others without permission.

Any question about intellectual property rights should be directed to the Head of Legal.

## Personal Information

Data protection laws ensure that personal information about individuals is safeguarded. At Navigator Gas, we respect the privacy rights of individuals and are committed to protecting the personal data of our employees, customers and others with whom we conduct business, ensuring personal data is managed in a professional, ethical and lawful manner.

Access to personal information within Navigator Gas will generally be restricted to those employees with legitimate business reasons to review this information.

The collection and use of personal data must only be for legitimate and necessary purposes and we must be open and transparent with individuals about how their personal data will be used.

Personal data should not be shared with others without a legitimate reason. If shared with third parties, personal data must always be protected. You must ensure that any such data in your possession is stored securely, kept up to date and deleted when no longer required.





08

# Use of Company IT Equipment and Systems

# Use of Company IT Equipment and Systems

Navigator Gas will supply all employees with IT and electronic communications equipment, in most cases in the form of a Company-supplied PC, and in some instances, a mobile telephone.

**If you are provided with business IT equipment or systems access, you must agree:**

- To comply with Navigator Gas' IT security and usage requirements;
- To be vigilant against cyber-attacks and scams, including phishing. Any cyber-related incident must be reported;
- To not click on any links or open any attachments of unsolicited or suspicious seeming emails. These messages could affect your PC and may affect Navigator Gas' wider systems;
- To use computer equipment and systems access only for business purposes;
- If you have a Navigator Gas mobile phone, you must follow Navigator Gas' acceptable use policy;
- Use only approved services to store, process or share Navigator Gas' information; and
- Immediately report the loss of any Navigator Gas IT equipment to the IT Team.

Navigator Gas' IT equipment and any device connected via Navigator Gas' networks is monitored and logged.



## Records Management

We must make sure that we are accurate and honest in every part of our business. Like all organisations, Navigator Gas relies upon the exchange of information to enable us to make sound business decisions, and to enable us to provide accurate and transparent disclosures to our stakeholders.

At Navigator Gas, we maintain accurate and complete records in all areas of our business and will each fully cooperate with our internal and independent auditors, as well as any governmental investigator or regulator that may request information in connection with any audit or investigation.

We must follow all applicable laws and internal policies when creating, maintaining, retaining or destroying documentation. Data should be retained in accordance with Navigator Gas's Data Retention Policy.

If you are requested to retain data by Navigator Gas' legal team, you are obliged to ensure it is retained as directed.

## External Communications

It is essential to Navigator Gas that our public communications are clear, accurate, honest and responsible. Everything we say or write is a reflection of Navigator Gas' reputation.

Navigator Gas is committed to promote the full, fair, accurate, timely and understandable disclosure of information about the Company in accordance with all applicable legal and regulatory requirements.

Only certain designated employees may discuss Navigator Gas with the media and investment community. Employees who are not authorised to do so must not respond to enquiries from the news media, investment community or others, unless given specific authority to do so by an authorised spokesperson of Navigator Gas.

We will use social media with discretion and post respectfully. Employees should be aware that social media posts and related comments are not anonymous and have the potential to negatively impact Navigator Gas' business and our work environment. You must never use personal social media accounts to disclose confidential information or other for other business purposes.

When giving external presentations on behalf of Navigator Gas, you should ensure that you have any required approvals before accepting the invitation. You must not disclose information about Navigator Gas' business activities without authorisation to do so.





09

# Community, Environmental and Social Responsibility



## Human Rights

We are committed to conducting our business activities in a way that is respectful to human rights. Navigator Gas encourages its employees to contribute to the well-being of the communities in the areas in which we operate.

You should report any suspected violation of human rights, whether in Navigator's operations or those of our business partners, through the usual channels or via Navigator's Ethics Portal.

## Political Activity and Charity

We have the right to give our personal time and funds to support lawful political activity. However, you must keep your personal political activities separate from your role at Navigator Gas and make it clear that your personal views and actions are not those of the Company.

We must not use Navigator Gas funds, resources, assets or the Navigator Gas name, directly or indirectly, when making contributions to or involving ourselves in political activities, unless expressly authorised by our Chief Executive Officer.

Permission must also be sought before engaging in any form of lobbying activity. Personal political activities may result in a conflict of interest with Navigator Gas. You must speak with your line manager and obtain approval if you or a close relative intends to stand for public office. You must also declare your interest in our Conflict of Interest Register.

We support a wide range of charities which help people to achieve a better quality of life, create equality of opportunity and help those who are disadvantaged or marginalised in society. We must always ensure that any charitable donation is legal and ethical under local laws and practices.

## Volunteering

Employees are permitted to take up to 2 days in a calendar year, on full pay, to take part in volunteer activities arranged by their local Social Committee.





# 10 Code Administration



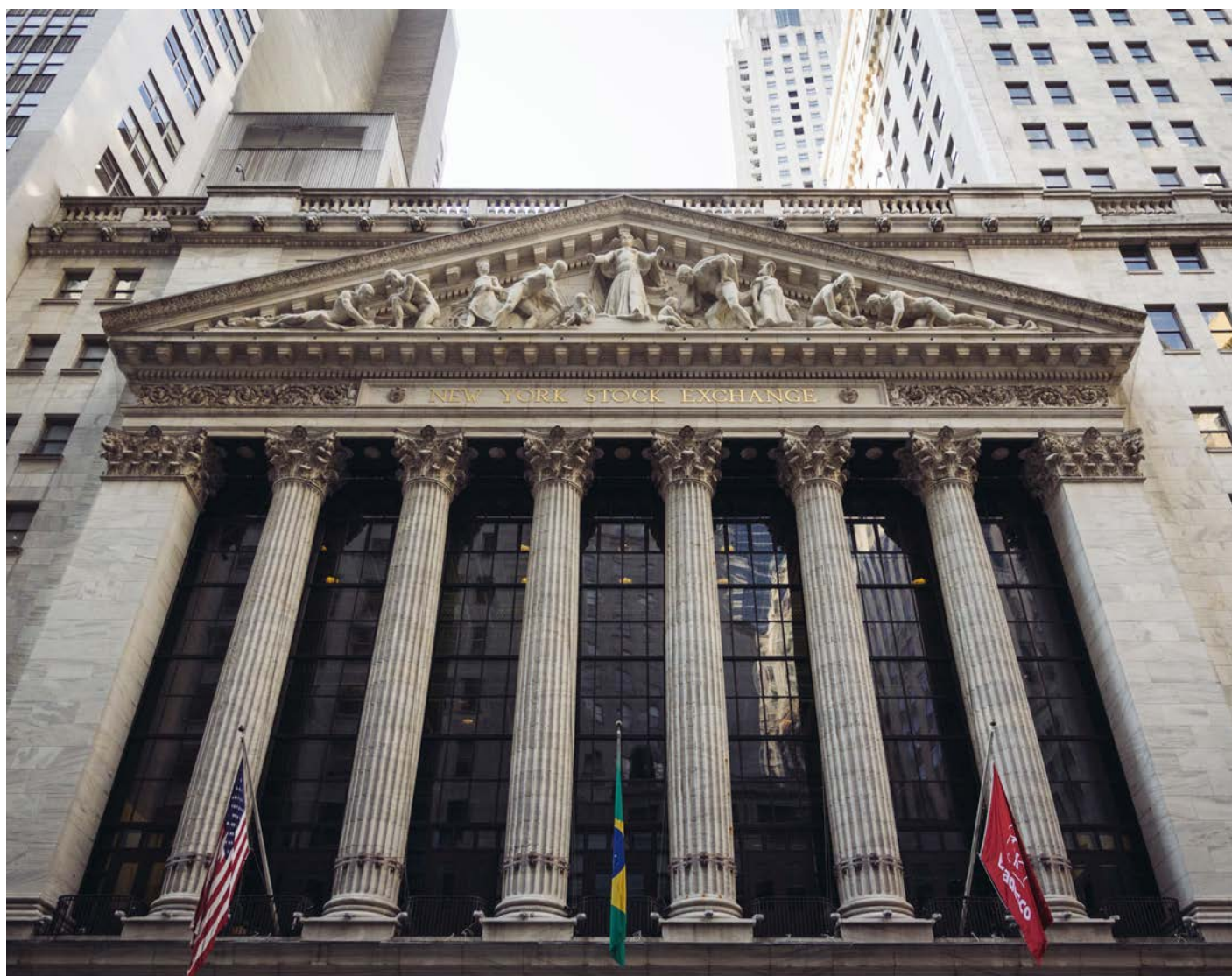
# Code Administration

Due to the importance of the issues detailed in our Code, any waiver of a provision will be granted only in limited circumstances and may be made only by the Board.

Any waiver will be promptly disclosed if and as required by law and the listing requirements of the New York Stock Exchange. All requests for waivers should be made in writing to the Head of Legal.

Any amendment to this Code will be made only with the Board's approval. If an amendment is made, appropriate disclosure will be made in accordance with legal requirements and the listing rules of the New York Stock Exchange.

This version of the Code is effective from July, 2023.





# Navigator Gas Ethics Portal

[ethics.navigatorgas.com](https://ethics.navigatorgas.com)

**Navigator is committed to conducting business with honesty and integrity and we expect all of our personnel to maintain high standards, in accordance with our Code of Conduct and Business Ethics.**

## Speak Up

We all have a responsibility to speak up if we know or suspect that someone is acting in a way that is inconsistent with our Code. We encourage our employees to speak up if they see something wrong. If you want to raise a concern, you are not alone and we have several ways for you to speak up.

The Navigator Gas Ethics Portal is an anonymous reporting tool that enables you to raise concerns regarding misconduct, including any suspected violation of the Code. The Portal is provided by an independent third party and is available at any time, every day of the week, in the majority of locations around the world.

The Portal allows reports to be made independently on the internet using an online form, or by telephone. The Portal is available in most locations and supports over 340 languages. It is open to use by anyone, including employees,

contractors, partners, customers and suppliers. You may also raise concerns to your manager, Navigator's Legal and Compliance team, the HR team or the Ethics Committee.

We will ensure any report will be kept confidential to the fullest extent possible in accordance with applicable law and good business practice.

Navigator is committed to protecting the rights of any individual making a report and will not tolerate any form of retaliation against anyone who raises a concern about a suspected violation of the Code in good faith.

## Confidential Hotline Contact Numbers

UK: 0808 189 1053

Denmark: 80 82 00 58

Poland: 00 800 111 3819

Philippines: 2 8626 3049

USA: 800 461 9330



# Annex A: Compliance Certificate

## Annex A

I have read and understand the Code of Conduct and Business Ethics (the “Code ”) of Navigator Holdings Ltd. (the “Company”). I agree that I will comply with the policies and procedures set forth in the Code. I understand and agree that, if I am an employee of the Company or one of its subsidiaries or other affiliates, my failure to comply in all respects with the Company’s policies, including the Code, is a basis for termination for cause of my employment with the Company and any subsidiary or other affiliate to which my employment now relates or may in the future relate.

In addition, I agree to promptly submit a written report to the Company’s Head of Legal describing any circumstances in which:

- 1. I have reasonable basis for belief that a violation of the Code by any person has occurred;
- 2. I have, or any member of my family has or may have, engaged in any activity that violates the letter or the spirit of the Code;
- 3. I have, or any member of my family has or may have, an interest that violates the letter or the spirit of the Code; and
- 4. I or any member of my family may be contemplating an activity or acquisition that could be in violation of the Code.

I am unaware of any violations or suspected violations of the Code by any employee except as described below or on the attached sheet of paper. (If no exceptions are noted, please check the space provided below.)

To the best of my knowledge and belief, neither I nor any member of my family has any interest or affiliation

or has engaged in any activity that might conflict with the Company’s interest, except as described below or on the attached sheet of paper. (If no exceptions are noted, please check the space provided below.)

I am aware that this signed Certification will be filed with my personal records with the Company.

Signature

Type or Print Name

Date



NAVIGATOR GAS

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[www.navigatorgas.com](http://www.navigatorgas.com)