

SECURITY MANAGEMENT PROCEDURE

AGREEMENT NO. : 09-5578-E-4

PROJECT NAME : Ruwais Refinery Expansion Project
EPC-4: Tankage & Associated
Interconnecting Piping

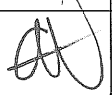
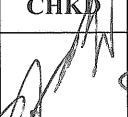


COMPANY : Abu Dhabi Oil Refining Company (TAKREER)

PMC : Mott MacDonald Ltd.

CONTRACTOR : Daewoo Engineering & Construction Co., Ltd.

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| TAKREER | RUWAIS REFINERY EXPANSION PROJECT | DAEWOO E&C | |
| | EPC-4 TANKAGE AND ASSOCIATED INTERCONNECTING PIPING | | |
| | AGREEMENT No. 09-5578-E-4 | | |
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This page is a record of all revisions of this document. All previous issues are hereby superseded and are to be destroyed.

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| SIGNED (Initials) | | |  |  |  |  | |

NOTES:

- (a) Revisions are denoted by a vertical line placed in the right-hand margin against the revised text.
- (b) PREP = Prepared by, CHKD = Checked by, REVD = Reviewed by, APP'D = Approved by.
- (c) In case of conflict between any requirements stipulated in this document with the contractual requirements, the contractual requirements shall prevail.

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REVISION INDEX DETAILS

| Rev | Location of Change | Brief Description of Change |
|------------|---------------------------|--|
| 0 | Section 6.4 | Deleted "that will" |
| 0 | Section 7.1 | Added "to ensure" |
| 0 | Section 7.1 | Changed layout of sentence as per Company comment. |
| 0 | Section 7.2 | Added "to ensure" |
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| 0 | Section 7.3 | Added "to ensure" |
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1. INTRODUCTION

1.1 General

This security management procedure shall define security measures to be in place during the PROJECT.

The procedure shall specify the minimum-security requirements applicable to the protection of employees, property and the workplace in all Daewoo Engineering & Construction Co., Ltd (“DEC” hereafter) operations, and elsewhere in connection with the execution of the project.

1.2 Scope

This procedure is based on the assumption that all of the security fencing and temporary gates are installed. Until such fencing and gates are installed, early site security arrangements will be separately established. Please refer to “Interim Access Control Procedure (Doc. No. 5578-E4-HSE-HU-00007)”, for details of interim security arrangements during site establishment.

It shall be reviewed on an ongoing basis to reflect changes in work scope, knowledge or other relevant circumstances, so as to ensure the achievement of its objectives. This procedure is applicable to all DEC, Subcontractor and Vendors on the EPC-4 package of the Ruwais Refinery Expansion Project (PROJECT) including the site and camp areas.

1.3 Objectives

The objective of this procedure is to ensure, as far as reasonably practical;

- Access control requirements are well defined and adhered to
- Access control points are identified
- Organization is defined to manage security
- Material is identified that will be required to manage security
- Communication is well defined including signage
- Training requirements are identified

DEC will undertake to ensure that all security risks are minimized through the application of a systematic well defined access control and security management program. Furthermore DEC will ensure that they meet all the Critical National Infrastructure Agency (“CNIA” hereafter) & Takreer requirements during this process.

1.4 Regulatory Requirements

DEC shall comply with all applicable laws, CNIA requirements, Company rules, standards and security guidelines, and any other requirements specified by the Client during the performance of work. The laws, rules, guidelines and standards from the client should be provided to all lower tier subcontractors and DEC shall be responsible for ensuring such compliance by subcontractors and employees, except in case where such compliance would be contrary to Law.

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2. DEFINITIONS

| | |
|------------------|---|
| Access Control | Access Control is the control of persons, vehicles, equipment and assets through designated control points, based on pre-defined procedures. |
| CCTV | Closed circuit television |
| CNIA | The Critical National Infrastructure Authority (CNIA) is the government authority tasked with handling the protection and security of Abu Dhabi's vital assets and infrastructure. The authority works the critical facilities are secure from potential threats, possible disruption and imminent destruction. The PROJEC area falls under CNIA oversight. |
| Company | Abu Dhabi Oil Refining Company (TAKREER) |
| Contractor | Daewoo Engineering and Construction Company Ltd. |
| PMC | Mott MacDonald |
| Prohibited Items | Prohibited Items, are items that are not permitted on site, unless specific requirements apply. The prohibited items include; <ul style="list-style-type: none"> - Alcohol - Drugs - Weapons - Animals - Cameras (unless CNIA camera permit is obtained) |
| PSBD | The Private Security Business Department (PSBD) is the government organization that regulates the private security industry in Abu Dhabi. It is mandatory to use a Security Contractor on the PROJECT that has a valid CNIA License issued from the PSBD. Security personnel working under the security contractor should also have passed the relevant examinations for their grades at the PSBD. |

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3. RESPONSIBILITIES

3.1 Project Manager

The Project Manager shall;

- Be held accountable for all undesired losses sustained on the project.
- Ensure that this security procedure and organization is established, and its derivative program, procedures and work practices are implemented to provide adequate and continuous security coverage to maintain the peace of the project.
- Communicate with local and governmental law enforcement bodies and security organizations in accordance with both legislative and the Client requirements.
- Evaluate the performance of the security organization and personnel.
- Ensure that all agreed recommendations arising from investigations into theft, sabotage; unauthorized entries etc. are closed out.

3.2 HSES Manager

Reporting directly to the Project Manager, he shall;

- Manage, review and develop the security operation to ensure that it fulfils project requirements.(e.g. install electronic access control system, perimeter fencing etc.)
- Prepare security procedures and associated documentation necessary to fulfill the purpose of this security procedure.
- Ensure that the security resources are adequate to cover all project needs and site security operations to reflect the requirements of the project.
- Liaise with Client and Subcontractor security management.
- Ensure that Subcontractor and the Client staff are made aware of all security issues.
- Make a report without delay to the Project Manager when any security irregularities or breaches or incidents have taken place.
- Ensure that the Security Contractor meet all PSBD and CNIA requirements.

3.3 Security Supervisor

The Security Supervisor will be a member of the DEC organization and will have lower tier Sub Contractor (Security Contractor) Supervisors supporting him in the execution of his duties. Reporting directly to HSES Manager, he shall;

- Be responsible for the day-to-day supervision of all Security Officers, to ensure that this security procedure and derivative procedures, work practices etc are implemented effectively and satisfactorily at all levels with respect to the entire work site and accommodation areas.

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- Deploy the guards effectively to maintain and audit the effectiveness of the security operations, and evaluate the performance of Security Officers.
- Establish and maintain close contact and coordination with the Client and other relative legislative authorities in regard to security matters.
- Report without delay any security irregularities, or breaches, or incident to the HSES Manager and advise any necessary measures to be taken to prevent the recurrence of such events etc.
- Investigate any breaches of security and provide a written report to the HSES Manager within 24 hours.
- Ensure that all Security Officers are competent, and provide additional training as necessary.
- Be responsible for maintaining keys and locks to all buildings, ingress and egresses.
- Responsible to man the Emergency Control Centre and handle incoming and outgoing communication during emergencies.

3.4 Security Officers

They shall report directly to the Security Supervisor who shall rotate their locations on a regular basis and shall maintain a firm, calm and courteous attitude in enforcing the rules as to command respect, thereby contributing to the public image of not only the guards themselves but also the organization behind them.

The guards shall keep themselves clean and neat and be competent to perform their duties by implementing the following;

- Shall be licensed by the Private Security Business Department (PSBD) as Security Officers.
- Check conformance to project requirements concerning security passes, in relation to both personnel and vehicles entering the project at all accesses/egresses to site.
- Explain all applicable HSE and security rules to visitors.
- Inform applicable persons or offices of the arrival of a visitors, vehicles and/or equipment and issue a temporary pass. Keep records of all visitors, vehicles and equipment daily and submit to the Security Supervisor.
- Patrol and observe those areas to which they have been assigned.
- Check integrity of buildings, sensitive areas, and fence lines during work hours.
- Assist in the control of traffic.
- Conduct searches of all vehicles entering and exiting the Project. Interrogate individuals entering or leaving the site, if necessary.
- Check Material Passes and Waste Manifests against contents in vehicles.
- Respond to alarm signals (fire alarms or other danger signals) and participate in the emergency response procedures and emergency response training and activities.
- Communicate adequately with the shift oncoming to ensure smooth turn over and to facilitate execution of the duties.

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- Enforce the Client/DEC rules and regulation regarding security.
- Maintain a control system for locks and keys used for DEC property.
- Make routine or special reports, as prescribed, concerning designated matters and unusual circumstances.
- No eating, smoking and reading while on duty. Such is only allowed at the designated time and places during rest periods.
- Never alter work-timing roster unless authorized by the Security Supervisor.
- Never resort to violence to solve any problems.
- Provide support during emergency situations.
- Change heat stress flags as designated by the Security Supervisor during hot months.

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4. SECURITY POLICY

DEC recognizes the importance of the protection of its and the Client's assets, and to this end, shall ensure so far as is reasonably practicable, that all persons, property and the environment are protected against incidents, theft, misappropriation or unauthorized disclosure.

In fulfilling this commitment, DEC shall establish and maintain an environment in which accidental losses and theft are minimized through the implementation of recognized good business practices, compliance with legislation and standards, and the elimination or containment of hazards which may otherwise result in personal injury, fire, property or environmental damage, occupational illness and material losses.

The prevention and elimination of losses is the responsibility of all persons either employed or visiting the project, and can only be achieved by the active participation and involvement of everyone concerned. DEC shall provide education, communication and commendation to facilitate this participation, this includes that all employees are required to familiarize themselves with the provisions of this Plan.

Failure to comply with its requirements may result in disciplinary action including immediate dismissal from the project.

DEC acknowledges that the optimum approach to the protection of DEC and the Client's assets may change over time and to this end, shall enhance and update its operations on an ongoing basis.

Integral to this enhancement are the ideas and inputs of its employees who shall be encouraged to actively contribute to the improvement of the security of the project and the environment in which it operates.

It is recognized that during the period before all of the security fencing and temporary gates have been installed, during this early period the objectives as defined in this procedure will remain in place.

The implementation of this procedure shall keep pace with the security needs of the expanding construction program.

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5. SECURITY ARRANGEMENTS

The following section describes the minimum security arrangements that have to be implemented on site as prescribed by CNIA. These requirements will be implemented by EPC-1 & EPC-2 CONTRACTOR on approval of the proposal by CNIA and Takreer.

The following are the minimum security arrangements as defined by CNIA;

- Issue security passes to all Contractors/Subcontractors' personnel in line with the requirements of the Supreme Petroleum Council
- Construct temporary internal roads within the construction, Laydown, Office and Camp areas
- Construct temporary lightweight road outside the fence at the periphery of Camp, Office and Construction areas to enable security patrol during day and night time.
- Segregate Camps and avoid mixing labors from different contractors within the camp area.
- Provide adequate lighting at all areas.
- Provide two marine jetties in line with the attached specifications.
- As minimum, comply with CINA specification related to:
 1. Main and branch gates
 2. Jetty
 3. Lighting
 4. CCTV
 5. Fence
 6. Metal Detectors & X-Ray Machines
- Using the service of the special security companies approved by CNIA to oversee Camps and Access Gates.
- Establish an Operation Center at the main gate to which all security systems must be connected.
- Obtain CNIA FINAL approval on Contractors consolidates proposal prior to construct the temporary facilities.
- Prior to the issuance of final acceptance certificate (FAC), Contractors must reinstate all areas remove all temporary facilities
- Provide a permanent main gate in line with CINA requirements prior to FAC
- Comply with the one way traffic for the movement of buses within the PROJECT

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- Provide a parking lot for buses outside the fence, western side of the camp area
- All Contractors/Subcontractors personnel must access the site using the main gate located at the western side of the Camp.
- Transportation of personnel to site must be via dedicated roads outside the camp area.

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6. ACCESS CONTROL REQUIREMENTS

6.1 Access Control Persons

The site may be accessed by persons working for DEC or as a subcontractor of DEC. The site may also be accessed by visitors such as deliveries. The following requirements have to be met before access is granted;

- Person must have valid CNIA
- Valid site ID, and in case of visitors temporary ID
- Minimum PPE requirements have to be fulfilled (Hard Hat, Safety Shoes, Safety Glasses, Hard Hat)
- No prohibited items may be on the person (Cameras, Alcohol, Drugs or Weapons)

6.2 Access Control Vehicles

The site may be accessed by vehicle if the following requirements are met;

- Vehicle has a valid CNIA pass
- Driver has a valid driver's license (Abu Dhabi license) and defensive driving ID.
- All safety requirements are met (No overloading, no talking on mobile phones, no speeding, safety belts etc.)

6.3 Access Control Equipment

The site may be accessed by equipment if the following requirements are met;

- Equipment has a valid CNIA pass
- Driver has a valid driver's license (Abu Dhabi license) and defensive driving ID.
- Equipment and driver has a valid third party certification, ie. TUV or BV.

Note: For visitors and deliveries, a defensive driving ID is not mandatory, however the site driving requirements have to be thoroughly explained to the driver by the Security Officer.

6.4 Personnel ID Cards

The following section details the procedure for obtaining a personnel/ site ID card;

- CNIA pass to be obtained.
- Once valid CNIA pass is obtained the person has to attend the DEC site induction program, in the off-site training centre, and provide the training centre with a passport size ID photo, or electronic file of his photo.
- On completion of the induction program the person has to visit the site clinic to complete medical screening.

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- On successful completion of the site induction and medical screening a temporary site ID will be issued that is only valid for two (2) weeks.
- During this two (2) week period the person has to attend all the required HSE training as defined by the training centre/ training matrix.
- The person has to collect his permanent site ID from the HSE training centre once all required HSE training is complete, however if this is not done within two (2) weeks the permanent site ID will not be issued under any circumstances.
- All personnel to always wear the personnel ID card on their person, and be able to produce it when requested by HSES personnel.
- Lost or stolen ID cards are to be reported to the Security Department immediately.
- The defensive driving ID will also be issued by the HSE training centre on successful completion of the course that is required for vehicle / equipment entry.

6.5 Vehicle & Equipment Passes

The vehicles and equipment that require access to site will have to first undergo an inspection that will be carried out by the Heavy Equipment department before access is granted.

Apart from the inspection the following documents have to be produced for vehicles;

- License and Registration of Vehicle
- CNIA vehicle permit
- Insurance documents
- Drivers license of regular driver of vehicle

The general documents that are required for equipment inspections may include;

- License and Registration of Vehicle
- CNIA vehicle permit
- Insurance documents
- Third party certification
- Drivers license of regular operator of equipment

Once the vehicle or equipment has successfully passed the inspection, the Heavy Equipment department will issue the equipment with an inspection sticker. The inspection sticker must be displayed in the top right hand corner of the windscreen of the vehicle or equipment. The sticker will follow the project colour coding and should be inspected on a quarterly basis.

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7. ACCESS CONTROL PROCEDURE

The following section details the access control procedure for persons, vehicles and equipment;

7.1 Access Control Persons

The following procedure has to be followed when persons enter the site;

- Person to park vehicle and present himself to the security officer
- Present valid CNIA pass and Site ID to the security officer
- The site pass may not be valid longer than the CNIA gate pass, and security should verify on every occasion that the pass is valid.
- The security officer has to ensure that the photo on the site pass matches the person carrying the card
- Security must perform a check on every access to ensure that the person is not carrying any prohibited items.
- Visitors to the site such as vendors and deliveries do not require a permanent pass. All visitors will be issued a visitors pass (subject to security screening). The visitors pass must be returned to security immediately on egress from site.

7.2 Access Control Vehicles

The following procedure has to be followed when vehicles enter the site;

- Driver has to park the vehicle and present himself to the security officer
- Present valid CNIA vehicle pass, drivers license and defensive driving ID to the security officer
- To access the site with a vehicle pass, the driver has to display the pass in the top right hand corner of the windscreen.
- The vehicle pass may not be valid longer than the CNIA vehicle pass or driver license, and security should verify on every occasion that the pass is valid.
- The security officer has to ensure that the registration number of the vehicle pass matches the vehicle.
- Security must perform a check on every access to ensure that the vehicle is not carrying any prohibited items.
- Visitors to the site such as vendors and deliveries do not require a permanent pass. All visitors will be issued a visitors pass (subject to security screening). The visitors pass must be returned to security immediately on egress from site.

7.3 Access Control Equipment

The following procedure has to be followed when equipment enter the site;

- Driver/ operator has to park the equipment and present himself to the security officer

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- Present valid CNIA equipment pass , drivers license and third party operators card to the security officer
- To access the site with a equipment pass, the driver/ operator has to display the pass in the top right hand corner of the windscreen.
- The equipment pass may not be valid longer than the CNIA equipment pass, and security should verify on every occasion that the pass is valid.
- The security officer has to ensure that the registration number on the pass matches the equipment's registration number.
- Security must perform a check on every access to ensure that the equipment is not carrying any prohibited items
- Visitors to the site such as vendors and deliveries do not require a permanent pass. All visitors will be issued a visitors pass (subject to security screening). The visitors pass must be returned to security immediately on egress from site.

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8. SECURITY FUNCTIONS

8.1 Working hours of Security Personnel

The security personnel shall be on duty for twenty (24) hours in shifts of twelve (12) hours each shift in accordance with the roster made by the Security Supervisor. In line with local legislation Security Officers shall have one (1) rest day per week, and the normal working hours are considered nine (9) hours per day, of which the remaining three (3) hours are paid as overtime.

A shift roster shall be published on a monthly basis indicating the location and work timing of Security Officers. This roster shall be approved by the Security Supervisor and shall also be used for invoicing purposes for the Security Contractor.

8.2 Geographical Layout

The location of facilities and coverage will be revised throughout the project by the HSES Manager in accordance with project requirements, and following an assessment by him of loss potential.

Key issues to be considered include;

- Perimeter fencing around the construction site and camp.
- Physical restraints between construction, commissioning and operational controlled areas
- Location of guardhouses proximate to key installations, such as substations, warehousing facilities, marshalling yards etc.
- Optimum location of accesses/egresses.
- Schedule of material and equipment delivery.
- Location of camp accommodation and nature of surrounding environment.
- Existing lighting facilities.

8.3 Security of storage yard, materials and plant

DEC shall be responsible for the security of all permanent equipment, materials, plant, and any additional property belonging to DEC.

The warehouses and lay down yard are recognized as potential areas of significant security risk areas and appropriate safeguarding facilities including fencing and lighting shall be provided.

They shall receive intensive coverage from the security team, and their layout shall reflect the need to minimize the positioning of materials close to perimeter fencing.

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The gates of storage area shall be kept locked up during night time and frequent security patrol shall be taken place.

Whilst DEC shall endeavor to protect Subcontractor from theft or damage to their property, the latter shall have ultimate responsibility for the security of such property.

Therefore, Subcontractor shall;

1. Utilize a system of identification on all of their tools, equipment and plant provides secure containers for the above.
2. Maintain an inventory of all such tools and equipment.

In support of this, DEC security personnel shall not allow any materials, tools or equipment to be taken from the work site, unless accompanied by a material pass authorized by the relevant Subcontractor supervisor.

Any removal of permanent materials from site shall be coordinated with DEC Material Manager.

8.4 Camp Accommodation

All camp accommodation shall be contained by perimeter fencing and patrolled by Security Officers.

As with the work site, access and egress shall be strictly controlled and monitored. Security lighting shall be installed where necessary.

The Security Officer shall conduct a security awareness program for the camp which shall include a number of talks, publicity etc.

8.5 Security Information

In order to prevent misuse and theft of confidential information, all such information shall be either locked up or housed in offices, which have Security Officer cover on a twenty four (24) hour basis.

All critical data (including computer data) shall be duplicated, with originals located in fire proof containers/rooms.

8.6 Communication Systems

Two way radios will be utilized as the most common type of construction security communication. In addition, telephones and/or mobile phones will be provided as appropriate to each Security Officer house.

8.7 Security Patrol

- The guards shall, particularly, but not limited to, be attentive to the following during their patrols or observations:

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1. Border/Fence lines, especially portions susceptible to intrusion from outside.
2. Inside or behind buildings, structures, etc.
3. Where doors and windows are unlocked or broken.
4. Materials or places that may cause fires.
5. Leaks of water, gases, oils or fuels.
6. Security and Construction lights.
7. Any acts violating the rules.
8. Suspicious individuals.
9. Unattended vehicle parking areas.

- The timing, frequency and routes of patrols shall vary and shall not develop into a regular pattern.
- Fence lines shall be adequately patrolled daily to ensure that there are no breaches in any way, but where so, immediate action shall be taken to re-secure.
- At any openings in the fence for construction purposes shall be manned at all times.
- Areas surrounded by fencing shall be secured by guards at guard huts, and other areas shall be secured by patrolling periodically.

8.8 Emergencies

The following are typical emergency situations that Security personnel will be involved in. Please refer to "Emergency Response Procedure (Doc. No. 5578-E4-HSE-HU-00032) for full details.

8.8.1 Fire

Any Security Officer who discovers a fire shall first try to put it out with an extinguisher available nearby or by other suitable means, then call help to his fellow guards or other persons. If the fire is uncontrollable, he shall immediately inform the Security Supervisor of further actions.

8.8.2 Theft

Any Security Officer who find thieves shall take all efforts to stop, arrest or drive away thieves. An immediate report to the Security Supervisor of the case shall be made for his decision for further actions. Upon the receipt of such information, the Security Supervisor shall take prompt actions to effectively handle the situation.

8.8.3 Altercations

In the event of a quarrel or other troubles, the Security Officer shall immediately intervene to pacify the matter. An immediate report shall be made to the Security Supervisor for necessary actions. The Security Supervisor shall investigate the reasons of quarrel or trouble and report to the HSES Manager.

8.8.4 Incident

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Any Security Officer who witnesses an incident shall make an immediate report to the HSE personnel or construction supervisor. If injury is serious, inform the First Aid Clinic for medical help. The scene of incident shall be immediately secured to prevent unauthorized entry to preserve evidences for further investigation.

8.9 Threat of site Security by circumstances

In the event that site security appears seriously threatened by circumstances outside, an extra session of the safety committee meeting shall be held to take most appropriate measures to cope with the situation. The events may include the following, but not limited to;

1. Repeatable robbery of materials by an organized group
2. Unreasonable requirements or obstruction by local personnel in organizations
3. Organized claim from local residents
4. Organized strike by labor
5. Severe weather

8.10 Records

The following records shall be kept for duration of three months.

1. Security Patrol Log
2. Applications for I.D cards
3. Applications for Vehicle/Equipment permit
4. Occurrence book

| | | | |
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9. ATTACHMENTS

- 9.1 Security Occurrence Book
- 9.2 Visitors Log
- 9.3 Typical Signs
- 9.4 Material Removal Pass

| | | | |
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TYPICAL SIGNS



STOP FOR SECURITY CHECK!



| | | | |
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**NOTICE
RESTRICTED AREA**

**THIS IS A
RESTRICTED AREA.
RIGHT OF ADMISSION
RESERVED.**

| | | | |
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MATERIAL REMOVAL PASS

PASS NO.: _____ DATE: _____

Material Owned by: _____

Removal Acknowledged by :

Name _____ Position _____ Signature _____

Name of the Person Removing Material : _____ Signature _____

Vehicle No.: _____

| NO | Items to be Removed | Quantity | Reason of removal |
|----|---------------------|----------|-------------------|
| 1 | | | |
| 2 | | | |
| 3 | | | |
| 4 | | | |
| 5 | | | |
| 6 | | | |
| 7 | | | |
| 8 | | | |
| 9 | | | |
| 10 | | | |

Endorsed by : Authorized Person:

Name : _____ Signature : _____ Date : _____

Approved by : Authorized Person:

Name : _____ Signature : _____ Date : _____

Checked by Security Officer:

Name : _____ Signature : _____ Date : _____