

ADIB Group Environment, Social and Governance (ESG) Risk Management Policy



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01. INTRODUCTION

Environmental, Social and Governance (ESG) related risks as well as the impact they create are becoming more and more relevant for financial institutions. ESG risks are broadly defined as potential exposure to adverse financial and non-financial impacts from environmental, social and governance factors on ADIB Group's internal business activities and its customers.

Abu Dhabi Islamic Bank ("ADIB", the "Bank" or "ADIB Group") recognises that managing ESG risks and opportunities is a critical area in which the Bank can contribute towards the UN Sustainable Development Goals (SDGs) and deliver long-term value for all its stakeholders.

02. PURPOSE

ADIB's Environmental, Social and Governance Risk Management (ESG Risk Management Policy or the "Policy") is designed to integrate ESG risks, emanating from credit customers and investees, within its Enterprise Risk Management framework to ensure ADIB Group remains within the risk appetite whilst being fully aligned with ADIB Group's ESG strategy and targets and the strategic business objectives of ADIB Group. The Policy is aligned with the relevant UAE laws and regulations, Shari'a principles (as determined by ADIB's Internal Shari'a Supervisory Committee and CBUAE Higher Shari'ah Authority), as well as international guidelines, standards and industry best practices such as Equator Principles, International Finance Corporation (IFC), Basel Committee on Banking Supervision (BCBS) and European Bank for Reconstruction and Development (EBRD).

03. OBJECTIVE

The key objectives of the ESG Risk Policy are as follows:

- Incorporate material ESG risks into the overall risk appetite framework of ADIB Group;
- Establish an effective ESG risk governance structure and oversight with clear responsibilities across the Three Lines of Defence;
- Create a common definition for ESG risks and related terminologies across ADIB Group;
- Define the framework to identify, assess, monitor, and report material ESG risks faced by ADIB Group;
- Promote capacity development for ESG risk management as and when required;
- Develop ESG risks awareness and understanding at all levels as well as embed the importance of sustainability in the existing risk culture.

04. SCOPE OF THE POLICY

The ESG Risk Policy lays out the principles of ESG risk management and addresses, solely, the indirect ESG risks and impacts emanating from customers. It does not cover the direct ESG risks arising from ADIB Group's own internal business activities. These are covered as part of other policies within ADIB Group.

The ESG Risk Policy is applicable to ADIB Group entities (Head Office, domestic and international branches and subsidiaries) across all countries of operations. Internal stakeholders are expected to know the framework and policy instruction and act accordingly.

The ESG Risk Policy shall cover all financing and investing activities of ADIB Group. The Policy shall be effective from 1 April 2024 and implemented in a phased manner across the following segments:

- Investment banking
- Wholesale Banking
- Retail Banking (Real Estate & home finance)
- Investments in sukuk and equity
- Private banking
- Financial Institutions (e.g., banks, investment funds, insurance/Takaful companies and pension funds)

05. CONVERGENCE WITH ISLAMIC VALUES AND BANKING

As a Shari'a-compliant financial institution, ADIB Group believes that integrating ESG factors in financing and investment decisions in alignment with Shari'a principles will support it in identifying key ESG related risks and opportunities.

06. CONTROL, REVIEW AND MAINTENANCE OF THE POLICY

The ESG Risk Policy shall be reviewed annually or more frequently if required to ensure it remains relevant and covers all aspects that may have a material impact on ADIB Group.

07. ESG RISK GOVERNANCE

ADIB Group has endeavoured to establish an effective governance structure to help the Board of Directors fulfil its governance responsibilities – including setting up of management level committees – to embed ESG across ADIB Group's operations.

ADIB Group manages ESG risk at three levels as follows:

- Transaction and customer level;
- Portfolio level; and
- Enterprise level (stress testing and scenario analysis).

Board Risk Committee (BRC)

- BRC ensures a robust ESG risk management culture within ADIB Group by delegating responsibilities for decision making and controls to appropriate personnel, units, and committees. BRC shall approve Group's ESG Risk Management Policy, including ESG Risk appetite, and further delegating ESG Risk oversight and management activities as required.
- The BRC shall review and approve any amendments to the ESG Risk Management framework proposed by the Enterprise Risk Committee.
- BRC shall delegate the responsibility for ESG risk oversight to the Enterprise Risk Committee (ERC).
- The BRC through the GCRO shall promote awareness on ESG risks across different levels in ADIB Group.

Board ESG Committee (BESGC)

- The BESGC shall oversee ADIB Group's ESG strategy and policies with the objective of setting the tone from the top from an ESG perspective and embedding ESG across ADIB Group's operations.
- Ensuring ADIB Group's ESG policies and practices are aligned with the relevant laws, regulations, Shari'a requirements and standards;
- Monitoring ADIB Group's ESG performance including but not limited to business ethics, data privacy and security, and human rights.

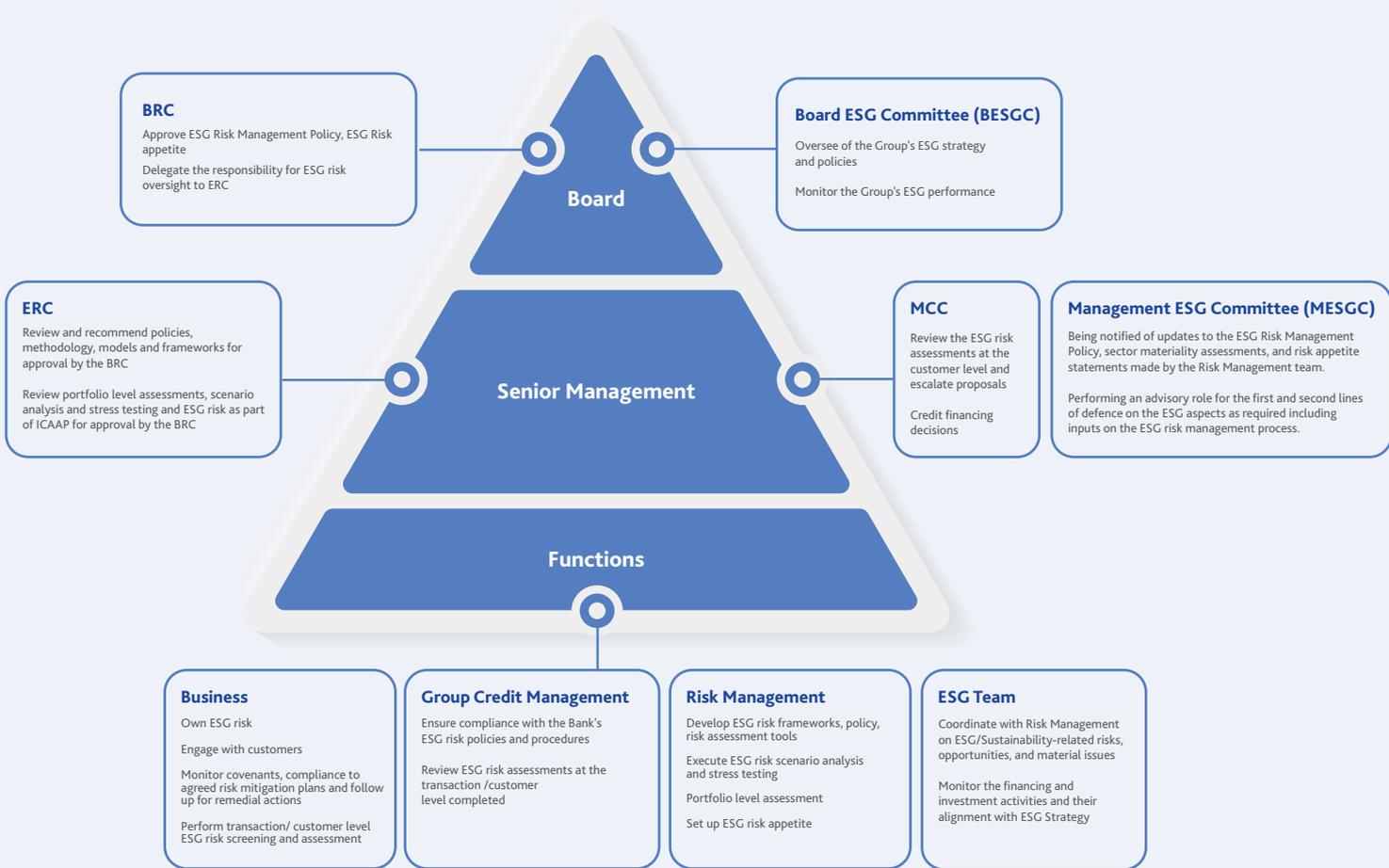
Enterprise Risk Committee (ERC)

- ERC shall be responsible for reviewing and recommending ADIB Group's ESG Risk Management Policy, including ESG Risk appetite for approval by the BRC.
- The Committee is responsible for reviewing and recommending the ESG risk assessment methodology, models, and frameworks for approval by the BRC.
- Reviewing ESG-related risks and opportunities within ADIB Group's operations, investments, and financing activities, including risks related to climate change, social responsibility, and governance issues.
- Reviewing and recommending the portfolio level assessments, scenario analysis and stress testing results and ESG risk as part of ICAAP for approval by the BRC.
- Setting the direction and expectations on ESG risk management under guidance by the BRC.
- ERC shall ensure that adequate resources and sufficient skills and expertise are devoted to managing ESG risks.
- Authorise studies for the assessment of impact of ESG risks on ADIB Group's business resilience and long-term value creation.
- The Committee shall be apprised of the ESG risk profile of ADIB Group.
- The Committee shall ensure fair representation of disclosures on ESG risks to the relevant stakeholders.
- ERC shall review any escalations related to breaches or exceptions to the ESG Risk Policy, take action in line with its charter, and report them to the BRC as necessary.

ESG Management Committee

The key roles and responsibilities of the team are as follows which will be performed in coordination with the Risk Management team:

- Being notified of updates to the ESG Risk Management Policy, sector materiality assessments, and risk appetite statements made by the Risk Management team;
- Performing an advisory role for the first and second lines of defence on the ESG aspects as required including inputs on the ESG risk management process.



08. ESG RISK STRATEGY

ADIB will assess the various ESG risks and opportunities and their impact in the short, medium, and long term. Such information will be helpful in appraising different stakeholders on the preparedness of ADIB Group in tackling current and future ESG driven risks.

The ESG risk appetite will be aligned with and integrated into the risk appetite statement. Based on the key ESG risks, their materiality, opportunities identified by ADIB Group and their impact on the business, ADIB Group will define the risk acceptance, avoidance, transference, and mitigation strategy for ESG risks across customers, sectors, and product categories.

09. ESG RISK APPETITE

The Group Risk Management shall establish the ESG risk appetite indicators to give effect to the strategic plans and include the same in the overall risk appetite statement of ADIB Group. The ESG risk appetite indicators will be a mix of qualitative and quantitative criteria.

The ESG risk appetite statement and metrics will be reviewed and approved by the BRC on an annual basis and monitored on a quarterly basis.

10. ESG RISK IDENTIFICATION

The ESG risks cut across the principal risk categories and can materialise from both direct (through operation of ADIB Group's own premises, infrastructure, and organisational culture) and indirect (the financial services and support that ADIB Group provides to its customers who may be exposed to ESG risks) channels.

The ESG Risk Policy primarily aims to identify, assess, and manage the indirect ESG risks emanating from customers.

11. DEFINITION OF ESG RISKS AND TRANSMISSION CHANNELS

Environment Risks

Environmental risks refer to any negative impact to ADIB Group's premises, reputation and credit exposures to customers that may potentially contribute to or be affected by climate change and other forms of environmental degradation (such as air pollution, water pollution, scarcity of freshwater, land contamination, biodiversity loss and deforestation).

Climate-related and environmental risks are commonly understood to comprise two main risk drivers:

a. Physical Risk:

refers to the financial impact of a changing climate, including more frequent extreme weather events and gradual changes in climate, as well as of environmental degradation, such as air, water and land pollution, water stress, biodiversity loss and deforestation. Physical risk is therefore categorised as "acute" when it arises from extreme events, such as droughts, floods, and storms, and "chronic" when it arises from progressive shifts, such as increasing temperatures, sea-level rises, water stress, biodiversity loss, land use change, habitat destruction and resource scarcity. This can directly result in, for example, damage to property or reduced productivity, or indirectly lead to subsequent events, such as the disruption of supply chains.

b. Transition Risk:

refers to an institution's financial loss that can result, directly or indirectly, from the process of adjustment towards a lower-carbon and more environmentally sustainable economy. This could be triggered, for example, by a relatively abrupt adoption of climate and environmental policies, technological progress or changes in market sentiment and preference.

Social Risks

Social risks refer to any negative impact to ADIB Group's business activities and reputation due to its financing to customers due to social factors, such as violation of human rights, unfair labour practices, unsafe working conditions and mishandling of customer privacy.

Governance Risks

Governance risks refer to any negative impact to ADIB Group's business activities and reputation, its financing to customers who have weak governance structure and failures in business ethics. For example: the risk of default and/or financial loss by the exposure to customers who are affected by the disruptions in business, reputational damage, and regulatory fines due to acts of negligence from their board of directors.

Examples of ESG risks transmitted into conventional risk types are as follows:

- Transmission of Environmental risk into Credit risk: The risk of default/loss of customers that may potentially be negatively affected by the physical effects of climate change or other environmental factors
- Transmission of Environmental risk into Market risk: The risk of changes in the level of profit rates, the rate of exchange between currencies, or the price of securities or other financial transaction contracts due to environmental degradation (water use, biodiversity, land use and pollution) acute climate events and
- Transmission of Social risk into Operational risk: The risk of disruptions to ADIB Group's business continuity, caused by unsafe work condition and insufficient investment into employee well-being;
- Transmission of Social risk into Reputational risk: The risk of reputational damage due to human right violations and unfair labour practices.

ESG Risk Materiality Assessment at the portfolio level

Materiality assessment is conducted to gather insights into ADIB Group's exposure to ESG risks and to proactively manage the identified risks. The assessment helps identify the sectors and issues that are the most material and relevant to the business and stakeholders from an ESG perspective.

Under the materiality assessment, ADIB Group's financing and investments exposure at the portfolio level will be analysed across the following dimensions:

- Concentration of the exposure in restricted and high-risk sectors as per ADIB Group's classification;
- Concentration of ADIB Group's exposure across internal credit ratings and maturity buckets;
- Impact of the Transition risk (based on industry classification), Physical risk (based on geographic location), and external ESG ratings as applied in the ESG Due Diligence Toolkit on the concentration of the exposure in the restricted and high-risk sectors.

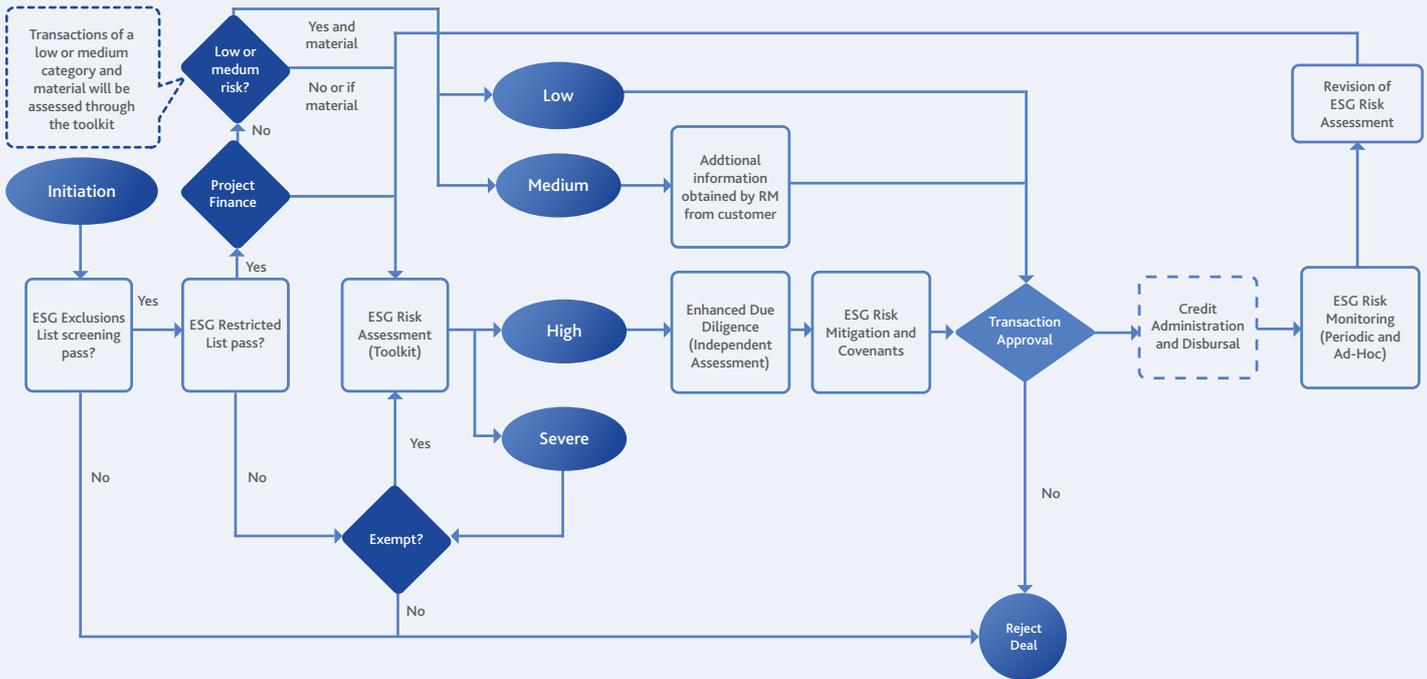
The outcome of the materiality assessment will guide credit decision-making through identification of the high-risk sectors and enabling senior management to define corrective or proactive measures and apply checks at both the portfolio and customer levels. The application of the measures and checks will ensure ADIB Group's exposure and concentration remain in accordance with the ESG risk appetite.

12. ESG RISK ASSESSMENT AT THE CUSTOMER AND TRANSACTION LEVEL

Overview of ESG Risk Assessment process

ADIB Group is committed to identifying, evaluating and managing ESG risks in financing and investment processes. ESG risk assessment at the customer and transaction level shall begin with front line units conducting screening for Exclusions and ESG Restricted areas, and then determining the ESG risk exposure of potential customers through an ESG risk assessment. Please refer to the appendices for the Exclusion, ESG Restricted Sectors and the ESG High Risk Sectors Lists.

ESG risk assessment and approvals will be conducted as a supplement to the customer credit assessment and approval process. This means that any existing exclusions or criteria that are part of the existing credit process will be applied in parallel.



ESG Risk Assessment using the ESG Due Diligence Toolkit

Customers or transactions that are not eliminated as part of the screening will be considered for further ESG risk assessment and evaluation as per the ESG Due Diligence Toolkit.

ESG Due Diligence Toolkit includes quantitative and qualitative assessments, which collectively, provide a combined ESG risk rating outcome for customers at a company level.

Risk rating	Description
Low Risk	No further action required. Business units can proceed with standard credit approval process steps.
Medium Risk	The risk is acceptable. Based on the view of the RM and Group credit, collection of further ESG information may be proposed to derive additional comfort that the risk is unlikely to escalate to High or Severe levels
High Risk	In such cases, ADIB Group shall perform Enhanced Due Diligence as per the process defined.
Severe Risk	Transaction not allowed unless approved as part of the Enhanced Due Diligence, Exceptions and Exemptions mechanism, and Risk Mitigation.

ESG Risk Enhanced Assessment and Due Diligence

ADIB Group recognises that certain sectors and activities are more likely to be exposed to higher ESG risks. ADIB Group will engage with current and prospective customers even if the customer is classified as High or Severe risk as part of ESG risk assessment process. For such cases, ADIB Group will conduct enhanced due diligence assessment, reviewing the customer's exposures to high ESG risk sectors and reviewing risk mitigation actions.

ESG Risk Monitoring and Review

ADIB Group will actively monitor ESG risk at both the customer and portfolio level. At the customer level, ADIB Group shall monitor on an ongoing basis for any adverse ESG risk related activity, or potential non-compliance with ADIB Group's policies. Business units and relationship managers in coordination with Credit will be responsible for monitoring of ESG risk at customer level.

13. ESG RISK MITIGATION

ADIB Group will adopt prudent measures and controls as part of ESG Risk mitigation for the identified material ESG risks. These will include the following:

01. At a Portfolio Level:

- a. Establishing an ESG risk appetite;
- b. Setting thresholds in vulnerable sectors and geographies;
- c. Negative screening based on ESG risk critical activities.

02. At a Customer Level:

- a. Front line units (Business Units and Relationship Managers) will review the customer's ESG risk mitigation plan and factor it in their ESG risk profile. This will be adequately documented as part of process documentation and reviewed and approved as part of credit approval.
- b. In determining the extent of such mitigating actions, ADIB Group will be driven by the following:
 - i. Materiality of the ESG risk exposure;
 - ii. Customer relationship and its willingness and ability to improve its environmental risk profile;
 - iii. Availability of alternative options to effectively mitigate ADIB Group's exposures to ESG risks.

14. ESG RISK REPORTING

External Reporting and Disclosures

ADIB Group publishes sustainability reports based on international standards and expectations set out by Global Reporting Initiative (GRI), Sustainability Accounting Standards Board (SASB), ADX ESG Disclosure Guidance for Listed Companies, and the SCA sustainability disclosure requirements. ESG risk related information will be included as part of such disclosures. The Bank will continue to report in line with industry standards.

Internal Reporting

ESG risk reports will be prepared by Risk Management and will be presented to the ERC and the BRC on a quarterly basis.

The reports will combine a list of quantitative metrics and qualitative assessment to provide the Board and senior management with a comprehensive view of ESG risk exposure within ADIB Group. The content and frequency of internal reports shall be decided by the Group Chief Risk Officer (GCRO) subject to data availability and in line with implementation road map of the Policy.

15. STRESS TESTING AND SCENARIO ANALYSIS

In line with the regulatory requirements, ADIB Group will conduct Climate Risk Scenario Analysis and Stress Testing to assess the resilience of the exposures to climate-related risks. The Scenario Analysis and Stress Testing will be conducted by Risk Management with support from other relevant groups within ADIB Group.

Stress Testing may be conducted by identifying and simulating scenarios, which are plausible and relevant to ADIB Group, while factoring in the interlinkages between climate risk and other risks. The results of the stress tests will be used to assess climate risk management policies and practices within banks and motivate mitigating actions.

16. TRAINING AND AWARENESS

Global Learning and Development (L&D) will publish training programs along with a training calendar for ESG related trainings annually identifying the intended audience for each program.

17. APPENDICES

Appendix 1: ESG Exclusion List

ADIB Group believes that considering ESG factors in the financing and investment decisions and in alignment with Islamic principles will support ADIB Group in hedging ESG related risks. ADIB excludes certain sectors from its portfolio and any industry that is deemed forbidden by the Shari'a rulings and the UAE regulations.

The exclusions are also guided by the IFC Exclusion List and the EBRD Environmental and Social Exclusion List. Please note that this list is in addition to and will supplement any exclusions being made as part of other existing policies of ADIB Group:

- Activities prohibited by Islamic Shari'a and any activity exposes ADIB Group to Shari'a Non-compliance Risk.
- Alcohol (brewers, distillers & vintners, packagers, transporters, sellers, and resellers)
- Tobacco
- Pork-related products (food products, food retailers & wholesalers, hotels, restaurants & bars)
- Offering conventional financial services (banking, insurance, investment services, insurance brokers, mortgage finance, etc.)
- Weapons and defense that are not for governmental use
- Entertainment (casinos/gambling, cinema, pornography, music, etc.)
- Coal
- Fracking and unconventional oil and gas - shale oil and gas or coal bed methane, due to concerns about the environmental and health impacts of these extraction methods
- Tar sand extractions
- Genetically modified organisms
- Genetic cloning
- Deforestation
- Palm oil
- Activities that involve human trafficking
- Production or trade in any product or activity deemed illegal under host country laws or regulations or international conventions and agreements or subject to international bans
- Potential negative impact on critical natural habitats and areas protected including e.g., UNESCO World Heritage Sites
- Illegally infringe ownership of land or resources without Free, Prior and Informed Consent (FPIC)
- Production or activities involving harmful or exploitative forms of forced labour/harmful child labour;
- Production or activities that impinge on the lands owned, or claimed under adjudication, by Indigenous Peoples, without full documented consent of such peoples.
- Activities prohibited by host country legislation or international conventions relating to the protection of biodiversity resources or cultural heritage
- Production or trade in radioactive materials (except for use in generation of electricity). This does not apply to the purchase of medical equipment, quality control (measurement) equipment and any equipment where the radioactive source is determined to be trivial and/or adequately shielded.
- Production or trade in unbonded asbestos fibers. This does not apply to purchase and use of bonded asbestos cement sheeting where the asbestos content is less than 20%.
- Shipment of oil or other hazardous substances in tankers which do not comply with International Maritime Organisation (IMO) requirements
- Trade in goods without required export or import licenses or other evidence of authorisation of transit from the relevant countries of export, import and, if applicable, transit.

- Animal Welfare and Fur:
 - Use of endangered species or non-human primates for any testing/experimental purposes;
 - Animal trade involving endangered species for commercial purposes;
 - Support of any type of animal fights for entertainment;
 - Operating fur farms;
 - Animal testing for non-medical purposes.

Appendix 2: ESG Restricted List

In addition to the Exclusions list, ADIB Group will exercise significant caution and in general refrain from engaging in activities as part of the ESG Restricted List unless approved under the Exceptions and Exemptions process defined.

Please note that this list is in addition to and will supplement any restrictions under other existing policies of ADIB Group:

1. Energy

- a. Companies engaged in thermal coal power production and subsequent distribution to 3rd parties.
- b. New thermal coal-fired power plant (or extending the useful life of an existing plant) for general electricity purposes except thermal coal-fired power plants dedicated to a specific project, such as an aluminum smelter or a steel mill (these are often small, i.e., < 100MW), where an ESG assessment has evidenced that no cost-efficient alternative is available.
- c. Mining, exploration and upgrading of oil including pipeline infrastructure dedicated to exclusive use of transporting oil
- d. Oil trading
- e. High-level nuclear waste processing, transportation, or storage activities.

2. Mining

- a. Mining, trading, and processing diamonds where there is no explicit evidence of compliance with the Kimberley Process Certification Scheme;
- b. Mining, trading, or processing of asbestos;
- c. Mining, trading, or processing dedicated to uranium or thermal coal.

3. Ship recycling

4. Drift net fishing in the marine environment using nets in excess of 2.5 km. in length
5. Commercial logging operations for use in primary tropical moist forest
6. Production or trade in wood or other forestry products other than from sustainably managed forests
7. Production, trade, storage, or transport of significant volumes of hazardous chemicals, or commercial scale usage of hazardous chemicals.

- 8. Fisheries:
 - a. Shark Finning
 - b. Commercial Whaling
- 9. Forestry and Agro-Commodities:
 - a. Timber from illegal logging operations
 - b. Deforestation and/or burning down tropical rainforest, primary or High Conservation Value forests
- 10. Mining
 - a. Mountain-top removal

Appendix 3: ESG High Risk Sectors List

In addition to the Exclusions and the Restricted lists, the following sectors have been classified as High risk from an ESG perspective by the European Bank for Reconstruction and Development (EBRD). As outlined previously, financing for activities related to the sectors listed below will be subject to an enhanced due diligence as part of the ESG risk assessment. Please note that this list is in addition to and will supplement other existing policies of ADIB Group:

Sector	Subsector – Level 2	Subsector – Level 3
Agriculture, Forestry, Fishing and Hunting	Forestry and Logging	Timber Tract Operations
Mining, Quarrying, and Oil and Gas Extraction	Oil and Gas Extraction	Oil and Gas Extraction
	Mining (except Oil and Gas)	Non-metallic Mineral Mining and Quarrying
	Support Activities for Mining	Support Activities for Mining
Utilities	Utilities	Electric Power Generation, Transmission and Distribution
		Natural Gas Distribution
Construction	Construction of Buildings	Residential Building Construction
		Non-residential Building Construction
	Heavy and Civil Engineering Construction	Utility System Construction
		Land Subdivision
		Highway, Street, and Bridge Construction
		Other Heavy and Civil Engineering Construction
Specialty Trade Contractors	Other Specialty Trade Contractors	

Sector	Subsector – Level 2	Subsector – Level 3
Manufacturing	Food Manufacturing	Seafood Product Preparation and Packaging
		Other Food Manufacturing
	Textile Product Mills	Textile Furnishings Mills
		Other Textile Product Mills
	Apparel Manufacturing	Cut and Sew Apparel Manufacturing
		Apparel Accessories and Other Apparel Manufacturing
	Leather and Allied Product Manufacturing	Leather and Hide Tanning and Finishing
	Paper Manufacturing	Converted Paper Product Manufacturing
	Printing and Related Support Activities	Printing and Related Support Activities
	Petroleum and Coal Products Manufacturing	Petroleum and Coal Products Manufacturing
	Chemical Manufacturing	Basic Chemical Manufacturing
		Resin, Synthetic Rubber, and Artificial and Synthetic Fibres and Filaments Manufacturing
		Pesticide, Fertilizer, and Other Agricultural Chemical Manufacturing
		Pharmaceutical and Medicine Manufacturing
Paint, Coating, and Adhesive Manufacturing		
Soap, Cleaning Compound, and Toilet Preparation Manufacturing		
Other Chemical Product and Preparation Manufacturing		
Plastics and Rubber Products Manufacturing	Plastics Product Manufacturing	

Sector	Subsector – Level 2	Subsector – Level 3
Manufacturing	Primary Metal Manufacturing	Iron and Steel Mills and Ferroalloy Manufacturing
		Steel Product Manufacturing from Purchased Steel
		Alumina and Aluminium Production and Processing
		Nonferrous Metal (except Aluminium) Production and Processing
		Foundries
	Fabricated Metal Product Manufacturing	Machine Shops; Turned Product; and Screw, Nut, and Bolt Manufacturing
		Coating, Engraving, Heat Treating, and Allied Activities
		Other Fabricated Metal Product Manufacturing
	Electrical Equipment, Appliance, and Component Manufacturing	Electric Lighting Equipment Manufacturing
Miscellaneous Manufacturing	Other Miscellaneous Manufacturing	
Wholesale Trade	Merchant Wholesalers, Durable Goods	Metal and Mineral (except Petroleum) Merchant Wholesalers
		Miscellaneous Durable Goods Merchant Wholesalers
	Merchant Wholesalers, Nondurable Goods	Paper and Paper Product Merchant Wholesalers
		Chemical and Allied Products Merchant Wholesalers
		Petroleum and Petroleum Products Merchant Wholesalers

Sector	Subsector – Level 2	Subsector – Level 3
Retail Trade	Gasoline Stations	Gasoline Stations
	Nonstore Retailers	Direct Selling Establishments
Transportation and Warehousing	Water Transportation	Deep Sea, Coastal, and Great Lakes Water Transportation
	Support Activities for Transportation	Other Support Activities for Transportation
Administrative and Support and Waste Management and Remediation Services	Administrative and Support Services	Investigation and Security Services
		Other Support Services
	Waste Management and Remediation Services	Waste Treatment and Disposal
		Remediation and Other Waste Management Services

