





CODE OF CONDUCT AND ETHICS

Versión N.º:	Prepared by:	Approved by:	Date:
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MESSAGE FROM THE CEO

Dear PetroTal Team,

I hope this message finds you well and energized for the future we are building together. As CEO of PetroTal Corp, I am privileged to introduce our newly updated *Code of Ethics*. This document embodies our shared values, and more importantly, it serves as a guiding framework for how we conduct ourselves—both as individuals and as a collective team.

(The Importance of Our Code of Ethics)

The *Code of Ethics* is not just a set of rules but a reflection of who we are and what we aspire to become. Operating with integrity and transparency is critical to our growth and success in today's business landscape. It outlines the principles that will guide our decision-making processes and interactions with clients, partners, government entities, the environment, and each other. By adhering to this Code, we reinforce our commitment to excellence while building a sustainable future for the benefit of our team, our community, and the world around us.

(A Strong Ethical Commitment)

At PetroTal, we are deeply committed to fostering a culture prioritizing ethical behavior in every aspect of our operations. Our success depends on trust between colleagues, trust from our regulators, and trust from the communities we serve. The foundation of that trust is compliance with the ethical standards we have set for ourselves, ensuring that every action we take aligns with our core values.

(The Role of Everyone in Shaping Our Culture)

Building a compliance-driven culture requires the participation of everyone. Upholding our ethical standards is not the responsibility of a single department or individuality belongs to all of us. I encourage you to familiarize yourself with the *Code of Ethics* and actively apply it to your daily work. When we all commit to doing the right thing, we create an environment where innovation, integrity, and responsibility can thrive together.

(Individual and Collective Responsibility)

It is important to remember that ethical behavior is both an individual and collective responsibility. Every decision we make—no matter how small—impacts our company's reputation and long-term success. When we hold ourselves accountable to the highest standards, we protect our brand and foster a culture of respect and fairness that benefits everyone. As we move forward, let us each take personal ownership of upholding the ethical values that define us while supporting and encouraging our colleagues to do the same.


(We All Have a Role)

In closing, I want to emphasize that each one of us has a crucial role in shaping PetroTal's ethical culture. Together, we have the power to build a company that is successful and a positive force for our community and the environment. Our new *Code of Ethics* is a roadmap for ensuring that we grow responsibly, respecting each other and the world we operate in.

Thank you for your ongoing dedication, integrity, and commitment to our shared success. I look forward to seeing the positive impact we will continue to make—together.

Warm regards,

Manolo Zúñiga
CEO
PetroTal Corp.

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1. INTRODUCTION

At PetroTal, we value honesty, integrity, and compliance with the law. This Code of Conduct and Ethics (hereinafter the “Code”) has been designed to provide a clear understanding of the expected conduct of everyone at PetroTal. Additionally, this Code promotes and fosters the values of ethics and integrity in all our operations and relationships with stakeholders.

This Code of Conduct and Ethics is the primary instrument for the practices and behaviors expected by PetroTal Corp. and its subsidiaries (“PetroTal” or the “Corporation”). The purpose of this Code is to define the standards of conduct expected from each Director, employee, business partner, contractor, or in general any third party or person that has a relationship with PetroTal. All these related parties must act in accordance with the guidelines established in this Code, other applicable internal regulations and standards of PetroTal, as well as the legislation in force in the places where PetroTal conducts its activities.

This Code defines violations and establishes the consequences of not complying with the Code. Senior Management, Committees, Directors, and Managers must be the main promoters of the Code and have the responsibility to apply it in their daily activities and disseminate its principles and rules throughout PetroTal, so that everyone may follow their example and apply these guidelines daily.

PetroTal recognizes that the conduct and effectiveness of an organization depends on the quality of the relationships and the ethics of its people. The Corporation’s ability to follow internal guidelines and achieve its objectives requires capable Employees, aligned with the organization’s values.

a. Principles and Values

This Code is a guide that includes principles and practices that should be the basis of all daily interactions and decisions at PetroTal.

The most important principles of PetroTal are:

- Working in a safe work environment.
- Respect for people and cultural differences.
- Honest conduct and open communication.
- Being professional in everything you do.
- Accepting personal responsibility; and
- Being action-oriented.


The five values that define us as the PetroTal team and set the standard for how we work and make decisions are:

- Safety: People come first. We proactively participate in the care of people, the environment, and PetroTal’s assets.
- Integrity: We act with rectitude and honesty, always keeping our values in mind.
- Responsibility in everything we do: We take charge, fulfill our obligations to the environment, to safety, and to our communities, and do so with respect.
- Trust in our people: We are a team of excellent professionals, with experience, potential, and human quality, working to fulfill our purpose.
- Commitment to our work: Our effort and dedication are focused on giving our best and striving for excellence in all we do.

These principles and values not only strengthen the work environment but also drive innovation, collaboration, and the overall well-being of all members of the Corporation.

- **Culture of Respect**

The culture of respect is based on valuing everyone, recognizing their dignity and rights. In the workplace, this is shown by treating all employees with consideration, regardless of their position, experience, or background. Fostering an environment where everyone feels valued and heard is essential for building strong relationships and positive morale.

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- **Diversity and Inclusion**

It is about creating an environment where differences are celebrated and seen as a strength. This includes not only gender, race, and ethnicity diversity but also diversity of thoughts, experiences, and perspectives. An inclusive culture ensures that all voices are heard and valued, allowing creativity and innovation to flourish. Organizations that prioritize diversity and inclusion are more adaptable and better equipped to serve a diverse customer base.

- **Communication and Transparency**

Involves keeping all members informed about goals, changes, and important decisions. Transparency fosters trust and commitment, as Employees feel they are an integral part of the process and not mere spectators. Additionally, clear and honest communication helps prevent misunderstandings and conflicts, creating a more harmonious work environment.

If after this analysis, you still have doubts, consult PetroTal's specific policies on the subject, consult your manager, or the Compliance area for guidance. If you are a service provider, talk to your company's representative and, if you do not find an adequate solution, seek help from the Compliance area.

b. Code Violations

Violations of the Code will not be tolerated. A violation may be any non-compliance with the provisions of the Code or any other policy, internal procedure, internal guidelines of PetroTal, the laws, breach of good morals and public decency. If you become aware of any possible violation of this Code that has been committed, is being committed, or may be committed, it must be reported directly to your supervisor, the Human Resources Manager, the Compliance Officer, or through PetroTal's ethics hotline at the following address: <https://petrotal.compliancelinemcr.com/>. Alternatively, complaints may be submitted by calling the following toll-free numbers:

Peru: 0800-78313. *(Spanish operators available Monday through Friday from 8:00 am to 5:00 pm, Lima Time)*


USA: 844-816-7727

The ethics hotline is an external and independent platform that provides a tool to report, register, and follow up allegations of violations to this Code with anonymity and independence. PetroTal does not retaliate against those who report situations that violate the Code or other company policies in good faith.

Non-compliance with this Code will be considered an infraction for labor purposes, in accordance with PetroTal's Internal Work Regulations.


2. DEFINITIONS

- **Public Official:** A person who provides services in public administration entities, at any hierarchical or functional level, whether appointed, contracted, designated, trusted, or elected, performing activities or functions in public administration. For these purposes, the legal regime of the entity in which services are provided or the labor or contracting regime to which it is subject will not be relevant. Public officials include, but are not limited to:
 - Public administration career officers.
 - Officers holding political or trusted positions.
 - Anyone who, regardless of the nature of the relationship with a governmental entity, maintains a labor or contractual relationship of any nature with state entities, mixed economy companies, or state's owned companies, and who, by virtue of this, exercises functions in these entities or organizations.
 - Administrators and custodians of funds seized or deposited by competent authority, even if they belong to private individuals.
 - Members of the Armed Forces and National Police.
 - Those designated, elected, or proclaimed by competent authority to perform activities or functions on behalf of or in the service of a state or its entities.
- **Conflict of Interest:** Any situation that represents a discrepancy between an Employee's personal interests and PetroTal's interests, which may, in a real or apparent way, endanger or unduly influence the performance of the

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Employee's functions in question, to the detriment of PetroTal's interests.

- **Kickback:** A payment, promise of payment, or authorization of payment of a portion of a contract to a person employed, representing or in association with the contracting party. It usually involves a portion of the contract's value being secretly paid to a person employed or representing the contracting party at the deal, to secure favorable treatment. This includes the improper use of subcontracts, purchase orders, profit-sharing, consultancy contracts, gifts, or anything of benefit to channel these payments.
- **Third Party:** Any natural or legal person contracted to assist in activities or act on behalf of this, interest, or benefit, such as representatives, subcontractors, suppliers, consultants, service providers, among others.
- **Employees:** Any natural person who maintains an employment contract with PetroTal. This includes all employees, interns, managers, officers, and executives of PetroTal.
- **Politically Exposed Persons (PEP):** Natural persons, national or foreign, who hold or have held prominent government functions or prominent functions in an international organization in the last five (5) years; whether in domestically or abroad, and whose financial circumstances may be subject to public interest. Persons who are direct reports to the highest ranking Officer of a government organization and have decision-making capacity, shall also be considered PEPs.
- **Workplace Harassment:** The practice of abusive behaviors committed by one or more persons against an individual, generally in a repetitive and prolonged manner, with the aim of coercing, humiliating, disrespecting, belittling, or embarrassing them during the workday. This refers to verbal or physical conduct of humiliation, coercion, or threat to Employees. It also refers to the creation of a hostile work environment that interferes with individual performance or affects the working conditions of others involved.
- **Sexual Harassment:** This occurs when a person feels embarrassed by someone seeking to obtain sexual advantage or favor, or who places them in an unwanted sexual context. It happens through inappropriate sexual insinuations, indecent comments, or obscene remarks. This includes promising or providing employment, promotion, remuneration, or special treatment in exchange for sexual favors. It also includes inappropriate or unwanted contact, as well as the publication or sharing of obscene images, objects, or materials.
- **Corruption:** The act of giving, or promising to give, something of value to a government official in exchange for a business advantage. This includes the act of offering or promising an undue advantage to a public official, for the practice, omission, or delay of an act that should be performed (Public Corruption), and requesting or receiving, directly or indirectly by a manager, Director, or executive of a business organization, even if unrelated to the function or before assuming it, but because of it, an undue advantage or accepting a promise of it (Private Corruption).
- **Bribery:** For the purposes of this Code, bribery is understood as the offering or acceptance of any type of gifts, loans, fees, rewards, or any other advantage promised or offer by any person with the intention of inducing a person to perform a dishonest or illegal action. Bribery can also be a payment to a public official to secure, expedite, or delay the execution of an action or service to which a person or company is normally and legally entitled. For example, payments for permits, licenses, and other official documents; processing of government documents, such as the granting of visas and work orders, provision of telephone services; supply of water and electricity, among others.
- **Fraud:** The intentional act of deception, misrepresentation, or concealment of truth for the purpose of obtaining an unfair or unlawful advantage. This includes falsifying records, manipulating data, or engaging in dishonest practices that harm PetroTal, its employees, clients, or stakeholders.
- **Money Laundering:** Concealing or hiding the nature, origin, location, disposition, movement, or ownership of money, goods, rights, or values derived directly or indirectly from an illicit or unlawful economic or financial activity.
- **Chief Legal Counsel:** The Chief Legal Counsel and Compliance Officer of PetroTal Corp.
- **Compliance Officer:** The person nominated in each PetroTal subsidiary for monitoring and addressing issues related to compliance with applicable ethical standards and legal principles, who will have the necessary independence and authority to perform her duties. The Compliance Officer will report directly to the General Manager of the PetroTal subsidiary and functionally to the Chief Legal Counsel.

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3. GENERAL GUIDELINES

PetroTal has the duty to demand and ensure that its directors, employees, contractors, shareholders, business partners, and third parties:

- I. Refrain from offering or receiving payments, favors, other incentives, or advantages of an undue, improper, or illegal nature, for their own benefit or for the benefit of PetroTal.
- II. Ensure that all financial transactions are duly recorded in the accounting books in accordance with internationally accepted accounting principles.
- III. Ensure that PetroTal accounting books and procedures are supported and strengthened by a comprehensive system of internal controls and are available for review by their directors and Auditors.
- IV. Do not trade PetroTal securities and products while in possession of material information about the Corporation that has not been publicly disclosed, and do not disclose such information to third parties unless expressly authorized to do so.
- V. Avoid commitments and relationships that involve a Conflict of Interest.
- VI. Act independently and in PetroTal's best interest in all business situations affecting business conditions and avoid practices that restrict competition.
- VII. Do not offer or provide anything of value directly or indirectly to any government official, at any level of the public administration, to influence an administrative act or induce any person to perform their duties unfairly or improperly.
- VIII. Do not tolerate or accept the occurrence of acts characterized as harassment, in any way, in the workplace.


All directors, Employees, and managers are responsible for understanding and behaving in accordance with this Code and disclosing any actual or potential non-compliance with the provisions contained herein. Similarly, contractors, business partners, and third parties are expected to conduct their activities within the framework of the Code.

4. RESPONSABILITIES

PetroTal Directors, Employees, business partners, and contractors must always fully comply with applicable laws and avoid any situation that may be perceived as inappropriate or unethical.

PetroTal requires trust, ethics, and honesty in relationships among its members, where the commitment to transparency and respect prevails, regardless of any hierarchical position, role, or function. In this regard, the following rules are mandatory:

- All Employees must comply with applicable laws and regulations and with all standards adopted by PetroTal and established in PetroTal Policies.
- It is prohibited to deal, manipulate, publish, or have unauthorized access to any confidential matters of the Corporation.
- Discrimination based on gender, physical or mental disability, age, marital status, sexual orientation, religion, race, or place of origin is prohibited.
- Any form of harassment, bullying, or physical, sexual, psychological, or verbal abuse is not allowed.
- Informal hiring of local or foreign residents is prohibited.
- Creating, promoting, or engaging in conflicts with residents of areas neighboring operations is prohibited.
- Consuming and/or transporting alcoholic beverages or drugs is prohibited.
- Showing up to work under the influence of alcohol or drugs is prohibited.
- Engaging in fishing, hunting, or gathering activities in operational areas is prohibited.
- Trading natural resources and other products with community residents is prohibited.

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- All Employees are obligated to respect the cultural expressions of the local population where PetroTal operates.
- Non-local or foreign Employees are prohibited from entering populated centers without authorization from the Social and Sustainability Management area.
- No Employee may request or accept gifts, favors, loans, or preferential treatment from any person, community, or entity.
- Audiovisual recording (photos and videos) of the work area and taking photographic records of people, houses, or cultivation spaces without the consent of those involved is prohibited.

Additionally, it is expected that PetroTal Employees and Third Parties do not seek or engage in acts driven by purely personal interests, especially those that conflict with PetroTal's interests.

Employees entrusted with managing and leading teams must ensure that the people under their responsibility know, understand, and comply with this Code. They must also lead by example. When Employees, business partners, and contractors, have any doubts about how to handle a given situation, they should seek clarification from their manager or the Compliance Officer. Directors and Employees of PetroTal Corp, should seek clarification from the Chief Legal Counsel.

a. Responsibilities of the Board and Managers

The Board is responsible for monitoring compliance with this Code. The Corporation is responsible for transmitting this Code to all directors, employees, business partners, contractors, and third parties.

All personnel, including employees, are responsible for reporting all actual or potential violations of this code to the Compliance Officer, to its supervisor, or to PetroTal's ethics hotline.

b. Responsibilities of the Chief Legal Counsel

Provide expert advice on interpretations or violations of this Code to the Board President, CEO, COO, CFO, as well as any Employee who requests it, and communicate new policies, procedures, and relevant updates to PetroTal.

c. Responsibilities of the Compliance Officer

The Compliance Officer is responsible for establishing appropriate policies, guidelines, procedures, and processes for the administration of this Code, communicating new policies, procedures, and updates to Employees and Managers.

d. Responsibilities of Employees and Third Parties


Contractors whose services are used by PetroTal must follow the Principles and Values, policies, and this Code. It is the responsibility of contract administrators, including procurement, commercial, logistics personnel, and anyone requiring the use of goods or services suppliers, to ensure that service suppliers agree and accept to comply with this Code in all transactions with PetroTal or third parties they interact while providing services, goods or equipment to PetroTal. In fulfilling their duties, all employees, consultants, and contractors are obligated to act honestly, ethically, in good faith, and always considering PetroTal's best interest.

Employees and third parties will act in good faith in conducting business and in their relationships with each other, business partners, contractors, government representatives, and community members they interact with, in addition to:

- Dedicating all their time, effort, and skills during working hours to the proper performance of their tasks.
- Employing their efforts to conduct, improve, expand, develop, promote, protect, and preserve PetroTal's interests and reputation, always performing their duties correctly, with integrity, and efficiently.

PetroTal requires trust, integrity, dignity, and honesty in relationships among its members, where the commitment to transparency and respect prevails, regardless of any hierarchical position, role, or function. Therefore, the following will not be tolerated:

- Conducting activities illegally.

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- Using slave, child, forced, illegal, or degrading labor.
- Sexual exploitation of children and adolescents.
- Forced or compulsory labor.
- Discrimination against diversity (race, color, sex, sexual orientation, religion, political opinion, social origin, appearance, age, regional origin, people with special needs).
- Corruption or Fraud.
- Any form of discrimination.
- Any form of moral or Sexual Harassment.
- Offering benefits or cash payments to PetroTal Employees.
- Forging documents, brands, or products.
- Concealing or misreporting accidents or safety incidents.
- Adopting inhumane, degrading, enslaving, humiliating, oppressive, segregating, and imprisoning treatments.
- Participating in illegal activities or conduct such as tax evasion, smuggling, or other similar acts.

Additionally, it is expected that Employees and third parties do not seek or engage in acts driven by purely personal interests, especially those that conflict with PetroTal's interests.

5. ETHICAL CONDUCT AND ANTI-CORRUPTION MANAGEMENT

a. Anti-Corruption Laws

Managers, Employees, and third parties of PetroTal must be aware of any domestic and international anti-corruption laws and conventions to ensure compliance. Anti-corruption laws must never be violated.

PetroTal does not authorize or tolerates the use of illegal practices, especially acts of Corruption, Bribery, or Fraud, both in internal processes and in conducting business with the third parties. PetroTal does not accept the claim of ignorance of the rules of this Code and other internal regulations as justification for committing acts of this nature.

Every Employee or third-party rendering services or providing goods to PetroTal has the obligation to inform their superior, the Compliance Officer or PetroTal's ethics hotline, of possible violations of anti-corruption laws, or any violation of this Code by any Employee, contractor, service provider, or business partner of PetroTal.

For more details on applicable laws on this subject, access the Policy on "PREVENTION OF CORRUPTION, MONEY LAUNDERING, AND TERRORISM FINANCING."

b. Conflict of Interest


Directors, Employees, and contractors must avoid Conflicts of Interest with PetroTal. A Conflict of Interest can be real, apparent, or potential and exists when a person's personal interests interferes, directly or indirectly, with the interest of PetroTal. A Conflict of Interest exists whenever an Employee or a third party in PetroTal's service uses their functions in the company to obtain personal advantages.

No Employee or contractor should maintain a significant financial interest, either directly or indirectly or through a family member or associate, or hold or accept a position as an Officer or Director in an organization that has a current or future commercial relationship with PetroTal, where by virtue of their position with PetroTal, the Director, Employee, or contractor can in any way benefit the other organization by influencing PetroTal's purchase, sale, or other decision, **unless that interest has been fully and appropriately disclosed to PetroTal.**

It is the duty of Employees or third-party rendering services or providing goods to PetroTal, to perform their functions impartially, honestly, and professionally, always in accordance with this Code and PetroTal's objectives and core values.

Directors or Employees may not accept other jobs or interests that fill or may require the time they should dedicate to their work, nor participate in any business directly or indirectly as a partner, shareholder, or in any other way that may represent a Conflict of Interest, without PetroTal's prior knowledge and express consent.

Additionally, directors or Employees may not engage in direct or indirect transactions or accept appointments to positions or roles of any nature, that result or may result for the Director or Employee in question, or persons in their family relationships, in the receipt of income or any pecuniary benefit that may conflict with this policy or PetroTal's business.

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Common conflicts include:

- Seeking, granting, or maintaining business opportunities for personal benefit or for the benefit of close family or friends.
- Making investments, directly or indirectly, in assets/companies that have been contracted to do business with PetroTal.
- Receiving money, goods, services, or other personal and financial benefits, directly or indirectly, from suppliers or third parties doing business or proposing to do business with PetroTal. In this case, see also “*Procedure for granting and accepting gifts and hospitality.*”
- Influencing the outcomes of tenders/competitions involving supply proposals.

Disclosure of the real, apparent, or potential conflict of interest of a manager, or directors or Employees to the Compliance Officer allows directors, Employees, business partners, and contractors to resolve ambiguous situations and provides an opportunity to dispose of conflicts of interest before difficulties arise. Directors must also make timely disclosures.

Directors, Employees, or contractors who perceive a conflict between this Code and any other professional code of conduct or ethics to which they are subject should consult with the Compliance Officer. Employees should consult the Compliance Officer for clarification of a perceived conflict between the Code and any professional code of conduct or ethics to which they are subject.

More detailed information on conflicts of interest is provided in the *Conflict-of-Interest Policy*.

c. **Accounting**

PetroTal and its Employees and contractors must follow applicable rules and controls required by the securities commission of each jurisdiction in which PetroTal is an authorized issuer and any stock exchange on which its securities are listed.


All financial transactions involving or affecting PetroTal must be duly authorized and approved and fully and correctly recorded in PetroTal’s financial books and records in accordance with applicable laws and regulations, PetroTal’s controls and procedures, International Financial Reporting Standards, and the highest standards of integrity.

Employees responsible for establishing and managing PetroTal’s financial information systems (the “Finance Employees”) must ensure that:

- All business transactions are properly authorized.
- All records fairly and accurately reflect the transactions or occurrences to which they refer.
- All records fairly and accurately reflect PetroTal’s assets, liabilities, income, and expenses in reasonable detail.
- Accounting records do not contain any false or intentionally misleading entries.
- No transaction is misclassified in accounts, departments, or accounting periods.
- All transactions are supported by accurate documentation in reasonable detail and recorded in the appropriate account and period.

Employees responsible for establishing and managing PetroTal’s financial information systems must define and maintain procedures to:

- Educate Finance Employees about applicable laws and regulations and monitor their compliance.
- Identify any possible violations of applicable laws and regulations and report them to PetroTal’s CFO, Compliance Officer, or to the Chief Legal Counsel.
- Encourage and reward professional integrity.
- Eliminate any pressure to achieve specific financial results by altering entries or other records, misapplying accounting principles, or conducting transactions designed to circumvent accounting controls or others by concealing the true nature of the transaction; and
- Encourage Finance Employees to report deviations from accounting practices and procedures.

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d. Confidentiality, Information Integrity, and Data Privacy

Directors, Employees, business partners, and contractors must always maintain the confidentiality of all PetroTal sensitive internal information, in whatever form it is stored or transmitted, and must not access or use this information or records except as required for the performance of their duties, or if the information becomes public knowledge.

Similarly, directors, Employees, business partners, and contractors must not use confidential information obtained through their association or employment with PetroTal for improper purposes, including promoting their own interests or the private interests of friends, family, or associates. Such conduct would be potentially harmful to PetroTal, its Employees, consultants, contractors, customers, or security holders and, in some cases, it may be illegal.

PetroTal Confidential Information should only be disclosed to those parties authorized to receive it. Directors, Employees, business partners, and contractors must maintain the confidentiality of Confidential Information, in whatever form it is stored or transmitted, and must not access or use this information or records, except as required for the performance of their duties or if the documents become public knowledge.

Directors, Employees, business partners, and contractors must exercise caution and prudence in handling confidential information and should be careful to discuss confidential information in social or public contexts and should not trade PetroTal securities if they are in possession of material information that has not been disclosed to the market.

Directors, Employees, business partners, and contractors will strive to keep business records, financial records, and accounting records scrupulously accurate and complete. No Director, Officer, Employee, consultant, or contractor should create or condone the creation of a false record or destroy or condone the destruction of a record, except as stipulated in PetroTal's policies.

Directors, Employees, business partners, and contractors should not trade PetroTal securities if they are in possession of material information that has not been disclosed to the market.

More instructions on this topic can be found in our *Information Security Policies*.

e. Entertainment, Gifts, and Hospitality


Offering, giving, or receiving improper gifts of any value from contractors, business partners, or government officials may endanger PetroTal's growth and reputation. PetroTal Employees should not offer or give gifts to Public Employees, including candidates for Public Employees, business partners, and/or contractors, nor receive them from the same, when such gifts could reasonably be perceived as incentives or commitments, or when such action could affect PetroTal's good image and reputation.

Occasionally, modest entertainment, or corporate presents (such as a business meal or company merchandizing) may be received or given to directors, Employees, business partners, or contractors, but it must be a customary courtesy that would not influence, or give the impression of influencing, the judgment of the PetroTal employee in relation to the third party that provides the entertainment. The entertainment should be considered a mere courtesy or merchandizing and never an incentive or reward that creates, or may give the impression of creating, a favorable decision or business advantage. Any present received from third parties by PetroTal Employees, must always be communicated to the immediate supervisor or to the Compliance Officer.

When in doubt, Employees, consultants, or contractors should review the circumstances with their manager or consult with the Compliance Officer and/or Chief Legal Counsel.

Likewise, directors, Employees, and contractors cannot offer, or request gifts or favors from any third parties or governmental bodies, to secure preferential treatment for themselves or for PetroTal.

Directors, Employees, consultants, and contractors who immediately inform management or the CFO of borderline cases will always be considered as making a good faith effort to comply with this Code. Employees should make their disclosure to the

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Chief Legal Counsel or Compliance Officer.

More detailed information on gifts, hospitality, and entertainment is provided in the Gifts and Hospitality Policy.

f. Government Officials

Special care and vigilance are necessary when dealing directly or indirectly with Government Officials, ensuring an ethical relationship and compliance with the country’s anti-corruption laws.

PetroTal values ethical and responsible conduct in relationships established with the Government, prohibiting any illegal practice and acting strictly in accordance with applicable laws. More detailed information on the relationship with the Government is provided in the “*Relationship with Government Officials*” Policy.

g. Improper Payments

The Corporation has a zero-tolerance approach to Bribery and corruption, regardless of whether this conduct occurs in the public/governmental sector or the private/commercial sector. Relationships with Government Officials, business partners, and the Corporation’s contractors must align with this policy and not compromise the integrity or reputation of the Corporation or any of its representatives.

Directors, Employees, and contractors of the Corporation are expressly prohibited from participating in “Business-to-Business Bribery.” Directors, Employees, and contractors are strictly prohibited from making direct or indirect payments, offers, promises, or authorizations of a Bribe, as well as receiving or accepting a Bribe, including for the purposes of:

- Influencing any act or decision of private parties.
- Inducing anybody to perform any act in violation of their legal duties.
- Securing an improper business advantage.
- Exercising improper influence with private parties or institutions.

Directors, Employees, and contractors of the Corporation are expressly prohibited from participating in or receiving Kickbacks, directly or indirectly.

h. Environment and Safety


PetroTal is committed to complying with all environmental legislation, regulations, permits, and licenses and maintaining a healthy environment.

PetroTal establishes the following principles within the framework of this document to avoid and/or reduce potential negative impacts that PetroTal activities could generate in the areas of influence of the projects conducted by PetroTal, its contractors, and subcontractors; as well as to maintain harmonious work with the local population and the environment that surround PetroTal, generating shared value with the surrounding populations, such as:

- Protection of human safety and health.
- Respect for the dignity of the person and human rights.
- Environmental management demanding a high level of performance in terms of environmental standards and mitigating our impact on the environment.
- Participation and involvement of stakeholders, forging lasting and trusting relationships with the communities and interest groups PetroTal operates.
- Socioeconomic development, putting key efforts into contributing to the long-term development of the communities located in the areas where PetroTal operates.
- Respecting the rights of people and communities PetroTal operates.
- Prevention of incidents and proper management of environmental impacts.

PetroTal is also committed to interacting with the communities where it operates harmoniously and respectfully, protecting their traditions, cultures, values, and the best practices in terms of responsibility.

To achieve this, PetroTal strives to actively collaborate with local communities to generate a positive and sustainable impact, seeking to understand how its activities can affect community members, managing identified risks and impacts.

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6. WORKPLACE CONDUCT

PetroTal recognizes and shares responsibility on behalf of all Directors, Employees, and contractors to exercise the basic principles of respect and dignity in all work relationships. All Employees and contractors must treat each other, and all parties involved in business or other relationships with PetroTal with dignity and respect.

PetroTal insists that Directors, Employees, and contractors do not engage in degrading, offensive, harassing, or discriminatory behavior in any form and is committed to promoting equal opportunity and respect in all interactions and business activities of PetroTal. All Employees and consultants of PetroTal, its contractors, and subcontractors must treat each other, and all parties involved in business or other relationships with PetroTal, with dignity and respect.

Additionally, PetroTal is committed to providing a safe and healthy work environment. If an Employee, business partner, or contractor has any concerns regarding safety issues, they must report them immediately to their manager, focal point in the organization or to the PetroTal's ethics hotline at the following address: <https://petrotal.compliancelinemcr.com/>. Alternatively, complaints may be submitted by calling the following toll-free numbers: Peru: 0800-78313; (*Spanish operators available Monday through Friday from 8:00 am to 5:00 pm, Lima Time*), or USA: 844-816-7727.

7. INTERPERSONAL RELATIONS CONDUCT

PetroTal believes that a good work environment, with competent, valued, and committed people, enhances business results. PetroTal seeks a diverse and inclusive work environment that values innovation and does not tolerate any form of disrespect or discrimination. PetroTal provides a respectful and fair workplace with opportunities for professional growth. PetroTal values synergy between areas, cooperation among Employees, and the exchange of knowledge to learn and disseminate best practices.

a. Harassment

PetroTal considers any form of harassment or aggressive behavior, related to race, sex, or other personal characteristics, that aims to and results in undermining the dignity of the person against whom these abuses or behaviors are directed, to be completely unacceptable.

b. Discrimination

Directors, Employees, consultants, and representatives of companies contracted by PetroTal must practice fairness, avoid any form of discrimination, and respect the inherent characteristics of race, religion, age, origin, gender, sexual orientation, social background, disability, and political affiliation in hiring, promoting, providing training, remuneration, and dismissal.

c. Drug and Firearm or Weapon Use


The possession or use of illegal drugs is prohibited. Alcoholic beverages are not allowed on PetroTal premises. It is prohibited to enter PetroTal premises under the influence of alcohol or any substances that interfere with behavior affecting the safety and activities of others.

PetroTal Employees are encouraged to direct PetroTal Employees who need it, to participate in Alcohol or Other Drug Use Control Program.

d. Professional Development

PetroTal promotes and supports the professional development of its directors and Employees. Where directors and Employees are members of a recognized profession, it is expected that they

- Stay up to date with professional developments in their area.
- Perform their duties in accordance with the standards of that profession; and
- Comply with any code of ethics adopted by their professional association.

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e. Professional and Non-Profit Associations

PetroTal supports its directors, Employees, business partners, or contractors who contribute to their community through participation in community service and professional organizations. If directors, Employees, consultants, or contractors require PetroTal resources for these activities, they may only do so after complying with the corresponding internal donation procedure.

In this context, directors, Employees, consultants, and contractors must ensure that they act in their individual capacity and not as a Director, Officer, Employee, or representative of PetroTal, unless duly authorized.

f. Political Participation

Directors, Employees, consultants, and contractors are encouraged to actively participate as private citizens and in their own name in the democratic process at any level.

Directors, Employees, consultants, and contractors involved in the political process will do so in their own time and must take care to separate their personal activities from their association with PetroTal.

g. Accounting and Auditing

PetroTal complies with all financial reporting and accounting rules and regulations in all jurisdictions where it conducts business.

If any Director, Employee, consultant, or contractor has concerns or complaints regarding questionable accounting or auditing matters, they should refer them to the Chairman of the Audit Committee and to the Chief Legal Counsel in accordance with the procedures described in *PetroTal's Whistleblower Policy*. The Audit Committee and the Chief Legal Counsel will handle these reports confidentially, subject to applicable laws.

h. Public Disclosure

PetroTal is committed to delivering information about PetroTal publicly in a manner consistent with all legal and regulatory requirements promoting investor confidence by facilitating fair, disciplined, and efficient behavior.

PetroTal's reports and documents filed with or submitted to securities regulators, and all other PetroTal public communications must include full, fair, accurate, timely, and understandable disclosures. All Employees, consultants, or contractors involved in the disclosure process, including the CEO, the CFO and the Chief Legal Counsel, are responsible for ensuring that PetroTal strives to meet these requirements.

i. Data Privacy


PetroTal complies with applicable laws and regulations governing the privacy of personal information and respects the personal privacy of directors, Employees, business partners, and contractors.

j. Use of PetroTal Property

PetroTal assets should only be used in the execution of PetroTal's business in good faith. Directors, Employees, and contractors are responsible for the care, management, and efficient use of PetroTal's property, including the use of PetroTal's name, and:

- They must not use these resources for personal gain or purposes.
- They cannot dispose of PetroTal's property except in accordance with PetroTal's established guidelines.
- They must ensure that all PetroTal property assigned to them is kept in good condition and, while assigned to them, they must account for such property.
-

Intellectual Property: Any research materials or inventions, improvements or any knowledge with value conceived, developed, or contributed by Directors, Employees, and contractors on the Corporation's premises or using the Corporation's property and/or assets will be considered PetroTal's Proprietary Information, (hereinafter referred to as "Proprietary Information").

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Directors, Employees, business partners, and contractors must maintain extensive and accurate records, accessible at any time to the Corporation, in relation to the Proprietary Information and must immediately notify and deliver all Proprietary Information to the Corporation. All information or any intellectual property related to PetroTal's business, including, without limitation, ideas, inventions (whether patented or not), techniques, documentation, and records, regardless of the form or medium in which they have been stored will be the property of PetroTal. Directors, Employees, and contractors shall assign to PetroTal all rights they may have or obtain in or to Proprietary Information.

k. Client Relations

The use of information provided by clients and entrusted to PetroTal must always respect internal Information Security standards. PetroTal does not tolerate the unauthorized use of client information for any purpose other than that which motivated the exchange.

l. Competitor Relations

The competitiveness of PetroTal's products must be based on free and fair competition and respect for the reputation of competitors, so we must not make statements that could affect their image.

We believe that the presence of competitors in the market helps in our learning process and promotes a constant and healthy challenge to our ability to innovate. We do not admit to entering into agreements with competitors aimed at fixing prices and sales conditions, accepting or adopting uniform or coordinated commercial conduct, or dividing product markets.

For more information, consult the Procurement and Contracts Policy.

m. Family and Affective Relationships

Family and affective ties are permitted if there is no Conflict of Interest. There are various situations or relationships that can give rise to conflicts of interest. The following are some examples, although not the only ones, that can give rise to conflicts:


- With a team member, when one party plays a leadership role with the other, direct subordination between people who have a degree of kinship, or affective or sentimental relationship is not allowed.
- Romantic relationships between Employees are not allowed. In exceptional cases, at the discretion of the corresponding supervisor, romantic relationships may be allowed at Company's sole discretion, provided the Employees declare their relationship and commit to abstaining from participating in processes related to the other Employee, such as their hiring, supervision, progression, promotion, or dismissal. In this case, the relationship must be declared in the potential Conflict of Interest form. In case of personnel based in the Corporate Office, the matter must be approved by the Chief Legal Counsel.
- With colleagues from other areas, where the concept of segregation of duties is addressed (buying vs. paying; defining credit vs. selling; auditing vs. activities with financial impact, etc.).
- With an employee of PetroTal's competitor in the segment or a company belonging to PetroTal's corporate structure.
- With a service provider or business partner of PetroTal, when they have the power to influence the decision to hire them, especially if that person is the owner or executive of the associated company.
- With an employee of the financial area of a contracted company, when the PetroTal Employee is the contract manager with that company.
- With public agents, who work in government agencies with which PetroTal maintains a relationship, especially if that person holds a managerial position with decision-making power or influence in situations involving PetroTal.

If the situations mentioned here or other potential conflict of interest situations occur, they must be immediately reported to the immediate supervisor and to the Compliance Officer.

More guidance on the subject in our *Conflict-of-Interest Policy*.

8. COMMITMENT TO REPORT

PetroTal is determined to act and be perceived as an ethical corporation. Each Director, Employee, business partner, and contractor must adhere to the standards described in this Code and the standards established in applicable policies,

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guidelines, or legislation.

In case of suspicion of possible violations of this Code or PetroTal's Internal Policies that have occurred, are occurring, or may occur, every Employee has the express obligation to report such suspicion or potential violation directly to their supervisor, the Human Resources Manager, and/or the Compliance Officer, through PetroTal's ethics hotline at the following address: <https://petrotal.compliancelinemcr.com/>. Alternatively, complaints may be submitted by calling the following toll-free numbers:

Peru: 0800-78313 (*Spanish operators available Monday through Friday from 8:00 am to 5:00 pm, Lima Time*)

USA: 844-816-7727

Even if a person is careful and responsible for their own actions, they should not be complacent with the incorrect behavior of others. Therefore, all Employees have the active obligation to inform directly to their supervisor, the Human Resources Manager, and/or the Compliance Officer, through the Whistleblower Channel, about any behavior they consider a violation of the provisions of this Code.

When violations are reported, detected irregularities or violations must be promptly interrupted, and PetroTal's Compliance area is responsible for timely handling and remediation of the damage caused. PetroTal does not allow or tolerate any form of retaliation against any person who files a complaint for violation of this policy. No Employee, business partner, or contractor will suffer a sanction or other disciplinary action for reporting an alleged violation of this Code. Any Employee who retaliates will be subject to disciplinary measures.

However, PetroTal may act firmly in the case of false or bad faith reports, knowingly made with the intention of harming people, disrupting the work environment, causing turmoil, or any other illegitimate reason. Disciplinary measures may involve sanctions, including dismissal.

9. EXCEPTIONS OR WAIVERS TO THE CODE

In extraordinary circumstances and when it is clearly in PetroTal's best interest, the Board, or, in some cases, the CEO, may grant a waiver of the requirements of this Code to allow the continuation of circumstances that would otherwise have been considered a violation of the Code.

Any waiver of the Code granted in favor of directors or senior Employees will be granted by the Board. Employees, business partners, and contractors, other than directors or Employees, must request an exception to a requirement of the Code through the Chief Legal Counsel. These requests and approvals must be documented and finally approved by the Chief Legal Counsel. Requests and approvals for Employees and directors must have Board approval. All exceptions, waivers, or modifications in favor of any Officer or Director must be disclosed as required by law.

If an Employee, business partner, or contractor is exempted from a requirement of this Code, they must refrain from participating in any form of decision-making regarding the exception or waiver.

Conditions must be attached to the exception or waiver. Full and detailed disclosure of all material and relevant circumstances regarding the matter will be handled by the CEO and reported periodically to the Board.


10. CODE OF CONDUCT CLARIFICATION

Directors, Employees, business partners, and contractors who require advice on a particular point of the Code should seek clarification of the Code from the Compliance Officer or the Chief Legal Counsel. The privacy of a Director, Employee, business partner, or contractor who discloses a violation or potential violation of the Code will be respected as much as possible under the circumstances, subject to applicable laws.

The Compliance Officer and the Chief Legal Counsel of PetroTal are responsible for ensuring that any individual who in good faith has disclosed a potential violation of this Code does not suffer any adverse consequences because of their disclosure.

11. ACKNOWLEDGMENT

It is essential that all directors, Employees, business partners, and contractors of PetroTal understand and adhere to this Code. Directors, Employees, business partners, and contractors must acknowledge in writing that they have reviewed and

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agree with this Code as a condition of their employment/contract or continued employment/contract. This acknowledgment also applies to:


- New Employees and Employees upon starting their employment and then annually.
- New consultants and contractors upon starting their contracts and then annually; and
- New directors after their election to the board and then annually.

The certification form attached as Appendix "A" will be used by each Director, Officer, Employee, consultant, and contractor to disclose facts or transactions they believe do not comply with the Code.

12. REFERENCES

Directors, Employees, business partners, and contractors of PetroTal must remember that they are subject to all applicable anti-bribery and anti-corruption laws, including:

- Foreign Corrupt Practices Act (FCPA/USA)
- UK Bribery Act (UK)
- Public Function Code of Ethics Law (Law No. 28024/Peru)
- Law regulating the administrative responsibility of legal entities (Law No. 30424/Peru)
- Peruvian Penal Code
- Conflict of Interest Policy
- Anti-Bribery and Anti-Corruption Policy
- Gifts and Hospitality Policy

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Appendix "A"
Declaration of Awareness of the Code of Conduct and Ethics in Business
(To be completed by all directors, Employees, consultants, and contractors of PetroTal).

I have recently read the Code of Conduct and Ethics in Business (the "Code"), and I certify that except as specifically noted at the end of the document:

Content

I understand the content and the consequences of violating the Code and agree to comply with the Code.

Acceptance

I agree with the Code.

Full Disclosure

All facts and transactions of which I am aware and believe do not comply with the Code have been communicated to the appropriate PetroTal representative and are detailed at the end of the document.

Continuous Acceptance

I have exercised and will continue to exercise my best efforts to ensure my full compliance with the Code and (if applicable) that of all Employees and/or independent contractors under my direct supervision.

Name:

Position:

Signature:

Date:

The facts and transactions that I believe do not comply with the Code (including potential conflict of interest situations) are described below - *If you have nothing to declare, please strike through the lines below:*
