





## **Policy and Procedure for the Granting and Acceptance of Gifts and Hospitality**

<b>Versión N.º:</b>	<b>Prepared by:</b>	<b>Approved by:</b>	<b>Date:</b>
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## 1. OBJECTIVE

PetroTal Corp., and its subsidiaries, hereinafter “PetroTal” or “Company,” conduct business legally, responsibly, and ethically in all its operations and businesses. To maintain these practices, to obtain the best value for the Company, and to operate always with transparent processes, PetroTal develops this Procedure.

PetroTal Employees and consultants must follow this Procedure for granting or accepting of gifts and hospitality to ensure that gifts or hospitality do not influence their judgment in seeking the best interest of PetroTal on all business decisions.


## 2. SCOPE

This document applies to all areas that make up the organizational structure of PetroTal, including subsidiaries and affiliates where control is exercised by PetroTal, and to all Employees, regardless of their position or function. The content of this document must be communicated to all Company Employees, Third Parties, clients, suppliers, or service providers at the time of hiring and reiterated periodically.

## 3. DEFINITIONS

- **Public official:** A person who provides services within Public Administration entities, at any hierarchical or functional level, whether appointed, hired, designated, trusted or elected, who performs activities or functions in the Public Administration. For such purposes, the legal framework of the entity where services are provided or the employment or contracting regime to which the person is subject will not be relevant. The following are government officials or servants:
  - Those who are included in the administrative career.
  - Those who hold political or trust positions, including those that emanate from popular elections.
  - Anyone who, irrespective of their employment status, holds an employment or contractual relationship with state entities, agencies, or state-owned or mixed-economy companies involved in state business activities, and performs functions within these entities or agencies.
  - Administrators and depositaries of assets seized or deposited by a competent authority, even if they belong to private individuals.
  - Members of the Armed Forces or National Police.
  - Those appointed, elected or proclaimed, by competent authority, to carry out activities or functions in the name or in service of the State or its entities.
  - Others indicated by the Political Constitution and the law (According to Article No. 425 – Peruvian Penal Code).
  
- **Gifts:** Voluntary or customary gifts given freely. They can be in the form of goods or services as a symbol of friendship or appreciation or to promote good personal, professional, and commercial relationships. Gifts include, but are not limited to, promotional items, food baskets, consumption vouchers, tickets to sports and cultural events, trips, and any other valuable items given to an individual or group where the host is not present.
- **Commercial Promotional Gift:** A merchandising tool for the company, personalized with the name or logo. They can include items such as pens, mugs, keychains, t-shirts, backpacks, and similar items.
- **Hospitality:** Includes travel (air, sea, and/or land), accommodation, meals, and reception services, whether related to business activities or not. Exclusive tourist or leisure hospitality is considered a ‘Gift.’
- **Conflicts of Interest:** Any situation that represents a conflict between the personal interests of an Employee and the interests of PetroTal, which may, in a concrete or apparent way, compromise or unduly influence the performance of the functions of the Worker in question, to the detriment of the interests of PetroTal.
- **Corruption:** Corruption is the act of compromising integrity to secure an illegal or improper advantage. In the public sector, it includes offering or promising an undue benefit to a public official in exchange for the execution, omission, or delay of an official duty. In the private sector, corruption involves soliciting or accepting, directly or indirectly, an undue advantage for oneself or others against the interest or patrimony of a nongovernmental organization. This advantage may relate to one’s position or influence and can occur both before and after assuming a relevant role.
- **Bribery:** For the purposes of this Procedure, bribery means offering or accepting any type of gifts, loans, fees, compensations, or any other advantage promised or offered by or to any person, intending to induce them to perform an action that is dishonest, illegal, or that may cause a loss of trust in business conduct or otherwise (e.g., PetroTal).

## 4. ROLES AND RESPONSIBILITIES

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**a. Chief Legal Counsel**

- i. Ensure the Compliance Officer has the necessary resources and empowerment for the proper implementation of identified risk mitigation measures.
- ii. Assist the Compliance Officer in Peru with more complex issues.
- iii. Responsible for analyzing and resolving cases of gifts received at PetroTal Corp. and providing actions to be taken.
- iv. Resolve any doubts related to the granting and acceptance of gifts at PetroTal Corp.

**b. Compliance Officer**

- i. Responsible for supervising the guidelines established in this Procedure in Peru.
- ii. Responsible for analyzing and resolving cases of received gifts and providing actions to be taken.
- iii. Register and maintain internal control of gifts and hospitality in Peru.
- iv. Resolve any doubts related to gifts received or granted by the Company in Peru.
- v. Elevate any exceptions to the Procedure to the Corporate Legal Consultant and General Manager, if deemed necessary.

**5. GIFTS AND HOSPITALITY**

Gifts, courtesies and hospitality that may be offered, depending on the situation and value, can give the impression of being given or received to unduly persuade or influence the decisions of the recipient.

For this reason, PetroTal prohibits the acceptance of gifts and courtesies except for those that qualify as commercial gifts or merchandise. Therefore:

- Receiving gifts or courtesies is acceptable only if it is:
  - A Commercial Promotional Gift.
- Always keep in mind:
  - For an appropriate purpose and occasion.
  - They are occasional and reasonable according to the circumstances.
  - They are provided in an open and transparent manner.
  - They comply with PetroTal's internal procedures.

The following gifts and courtesies are considered a Commercial Promotional Gift that would be appropriate:


- Promotional items such as T-shirts, pens, calendars, agendas, among others.
- Non-alcoholic beverages, modest food or refreshments provided during a business meeting, in non-exorbitant quantities.
- Breakfasts, lunches, or dinners that are occasional, modest, and have a business purpose.

All received gifts or courtesies must be communicated to the Compliance Officer or the Chief Legal Counsel, as appropriate, to be recorded in the "Register of received gifts and courtesies" through the link: <https://petrotal.requestia.com/default.aspx> - Gifts and Courtesies.

Additionally, if the Compliance Officer or the Chief Legal Counsel determines that a gift or courtesy offered to an employee is not acceptable, in case the gift may not be returned, the gift will be sent to Human Resources Management for handling.

In case of doubts, employees should consult their immediate supervisor, the Chief Legal Counsel, or the Compliance Officer.

- Non-acceptable ("inappropriate") gifts and hospitalities:
  - Gifts and courtesies that are not Commercial Promotional Gift.
  - Gifts and courtesies received from Public Officials or a close family member of a Public Official.
  - Gifts or courtesies that may be perceived as compromising an Employee independence (e.g., lavish lunches or dinners, trips, or invitations to events abroad, tickets to theaters, concerts, or sports events, among others)

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should be rejected.

- Gifts and courtesies during negotiation processes, obtaining licenses or permits, or any other situation that could give the appearance of influence to obtain a specific benefit.
- Gifts received at addresses other than PetroTal offices.
- Cash or negotiable securities.
- Inappropriate gifts and courtesies that may negatively affect PetroTal's reputation.
- A gift that, even if habitual, does not comply with the guidelines established in this procedure.

Sensitive areas, such as Purchasing and Contracts, Community Relations, Audit, Compliance, and Finance, are prohibited from receiving any type of gifts and courtesies.

Between the months of October and November, the Human Resources management will be responsible for sending communications to suppliers, contractors, consultants and clients, informing them that PetroTal's policy does not allow the receipt of gifts, presents, and/or hospitality that are not business-related.

If the rejection of a gift could be offensive or could affect the relationship with the person or entity offering it, it may be accepted if it is received on behalf of PetroTal and reported to the Chief Legal Counsel or the Compliance Officer as appropriate, who will coordinate with Human Resources Management for handling.

#### **b. On the offering of gifts and hospitality**

The offering, delivery, or promise of a gift or courtesy to a Public Official or a close member of a Public Official presents greater risks, and this practice is prohibited. In exceptional cases, these must be previously discussed with the Compliance Officer and subsequently submitted for express approval by the Chief Legal Counsel.

For the offering of gifts and courtesies, the following provisions must be considered:

- Only commercial gifts can be offered.
- Sensitive areas, such as Purchasing and Contracts, Community Relations, Audit, Compliance, and Finance, can only offer gifts and courtesies after obtaining express written authorization from their respective Manager and Compliance Officer before doing so for a person who is not a Public Official or a close member of a Public Official.
- It should never attempt to influence decision-making.

The details of the offered gifts or courtesies and their approvals, as applicable, must be recorded in detail and accurately with the Compliance Officer and the Chief Legal Counsel through the link: <https://petrotal.requestia.com/default.aspx> - Gifts and Courtesies.

#### **c. On the transportation and logistical support of public officials**

- If a Public Official requires PetroTal's assistance for transportation, the person responsible must have prior authorization from the Compliance Officer and General Management.
- Public Officials receiving these courtesies must be transported under the same conditions as PetroTal employees.


#### **d. On food provided to public officials**

- If a Public Official is at PetroTal's facilities or premises, food may be provided if it is of the same type provided to PetroTal employees and with prior authorization from the Compliance Officer and General Management.
- Any exception will require express authorization from the Compliance Officer and General Management.

### **6. ACCURATE BOOKS AND RECORDS**

All expenses incurred related to Gifts, Entertainment, Meals, or Hospitality must be recorded in a sufficiently detailed, complete, and adequate manner by the Compliance Officer, ensuring that the record includes the incurred expense, the recipient, and the value of the act, paying minimum attention to the following aspects

- Establish accounting controls to ensure the accuracy of recorded transactions.
- Properly record all transactions faithfully and accurately, according to all original documents, including invoices,

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receipts, and expense reports, and not just in the accounting books.

- Under no circumstances should false or misleading documents appear in PetroTal's books and records.
- Inadequate, ambiguous, or fraudulent accounting entries, or any other procedure, technique, or accounting artifice that may conceal or otherwise cover up illegal payments, are not allowed.

## 7. VIOLATIONS AND INVESTIGATIONS

In case of suspicion of possible violations of this policy, which have occurred, are occurring or may occur, it must be reported directly to your boss, the Human Resources Manager or the Compliance Officer, through 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)

USA: 844-816-7727

PetroTal does not permit or tolerate any form of retaliation against any person who files a complaint for violation of this policy. No Employee or Supplier shall suffer a sanction or other disciplinary action for reporting an alleged violation of this Policy.

## 8. COMMUNICATION AND TRAINING

All employees must be informed of this Procedure, especially during the integration of new employees. Additionally, when appropriate and possible, communication and awareness materials should be made available to ensure that this Procedure and any supporting tools are regularly communicated throughout the organization.

## 9. REFERENCES

The legal framework to which PetroTal is subject includes:

- PetroTal Corp.'s Code of Conduct and Business Ethics.
- Policy for the Prevention of Corruption, Money Laundering, and Terrorist Financing.