





Procedure for Relations with Government Officials

Versión N.º:	Prepared by:	Approved by:	Date:
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1. OBJECTIVE

PetroTal Corp. (hereinafter "PetroTal" or "the Company") is aware that it could be exposed to risks of corruption (both public and private), either by direct action of its Employees or indirectly through third parties. The Company is committed to conducting its business with the highest standards of integrity and responsibility, preventing and responding to any type of act of corruption.

This Procedure establishes the general guidelines that PetroTal Employees must adopt in their relationship with government officials and/or public servants, national or foreign, to prevent the commission of actions that could be considered illegal and/or contrary to the Compliance Program, including PetroTal Code of Ethics.


2. SCOPE

This document applies to all areas that make up PetroTal's organizational structure, including subsidiaries and affiliates, where control is exercised by PetroTal, and to all Employees, regardless of the position or function they hold. The content of this document must be communicated to all the Company's Employees, third parties, business partners, suppliers or service providers at the time of contracting and reiterated periodically.

3. DEFINITIONS

- **Employee:** All those who have an employment relationship with the Company such as Managers, Officers, Chiefs, Supervisors and Employees.
- **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).
- **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.
- **Politically Exposed Persons (PEP):** Natural persons, whether national or foreign, who have held prominent public positions or roles in international organizations within the last five years, either domestically or internationally, and whose financial circumstances may be of public interest. Additionally, a Politically Exposed Person (PEP) includes direct Employees of the highest authority within the institution. Annex 01 provides a list of positions and/or functions associated with PEPs or Government officials.
- **Meeting or interaction with officials:** Interactions that a PetroTal employee or third party representing the Company maintains or carries out with a Public Official within the framework of an activity of interest to the Company. This meeting can be held by telephone, virtually, and/or in person.
- **Third Parties:** Individuals or entities that are clients, potential clients, suppliers, or potential suppliers of goods or services to the Company.

4. ROLES AND RESPONSIBILITIES

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a. Chief Legal Counsel

- i. Ensure that the Compliance Officer has the necessary resources and empowerment to perform his duties.
- ii. Assist the Compliance Officer in more complex matters.

b. Compliance Officer

- i. Supervise the guidelines established in this Procedure.
- ii. Analyze and resolve cases of received gifts and providing recommendations for actions to be taken in each case in Peru.
- iii. Register and maintain internal control of gifts and hospitality in Peru.
- iv. Resolve any questions related to gifts received or granted from the Company in Peru.
- v. Refer any exception to the Policy to the Chief Legal Counsel and General Manager, if deemed necessary.

c. Institutional Relations Area

- i. Interface between the Company and Government officials.
- ii. Share the record of interactions with public agents with the Compliance Officer.

5. GENERAL GUIDELINES

Relations with government officials must always be conducted ethically, transparently, and in accordance with the Code of Conduct and Ethics, other Company policies and rules, and all applicable laws and regulations.

Interactions with public authorities must involve at least two PetroTal representatives. For interactions with high-level government officials, refer to Annex I of this policy for the list of required attendees.

All interactions must be registered through the link <https://petrotal.requestia.com/default.aspx>.

a. Guidelines for interaction and meetings with government officials

Any employee or third party representing the Company who meets with a public official or civil servant as part of their duties must involve at least one additional employee or representative from the Company. If the employee must attend the meeting alone, they must record it in the 'Government officials Meeting Register' and inform the Compliance Officer.

A meeting report must be completed within a maximum of thirty days from the meeting, covering situations involving decisions, requests, including improper requests, or negotiations. If multiple meetings are held on the same topic, a single record may be made within thirty days of the end of the discussions, provided they last less than a month. Records must be maintained by the Compliance Officer and should include the following information:

- Letter of Intent or documents sent to, or shared with, the public authority
- Date (in case of several meetings on a single record, all dates must be reported)
- Start and end time
- Meeting Location
- Names and surnames of the participants by PetroTal
- Names and surnames of the public official participating in the meeting
- Topics discussed
- Decisions made
- Documents provided, including the meeting minutes issued by the authority

If a Public Official makes a request for a donation (e.g., gasoline, radio communication equipment, food, vehicles, among others), it must be channeled in accordance with the Donation Procedure and immediately reported to the Compliance Officer.


Any granting of logistical support to Government officials must be previously communicated and evaluated by the Compliance Officer, the Company's Legal Counsel and the General Management.

Meetings held with ministers of the State should always be recorded, and follow-up meetings with the technical team should only be recorded if there are decisions or irregularities on the part of the public agent.

b. Guidelines for inspections and inspections of officials

Whenever a supervision or inspection procedure is conducted by government officials, the head or manager responsible for the area subject to the supervision or inspection must inform the Compliance Officer of the following information, at a minimum, for inclusion in the 'Record of Scheduled and Unscheduled Supervision/Inspection Visits':

- Date
- Start and end time
- Headquarters
- Names and surnames of the persons responsible for receiving the supervision visit

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- Positions of the people responsible for receiving the supervision visit
- Names and surnames of the public official in charge of supervision
- Position of the public official in charge of supervision
- Entity represented by the public official
- Reason for the visit
- Associated expenses
- Comments and/or observations related to supervision

In the case of inspections and audits that require multiple visits within a specified period (e.g., audits), a single record should be completed, specifying the period during which the supervising entity will conduct the oversight.

Exceptionally, due to the remoteness of the Company's facilities, Employees may offer hospitality to government officials for the duration of the inspection or audit, as well as courtesy services (e.g., water, food, coffee, toilet).

After the visit of the public official, the head of the Headquarters/Management will leave a copy of the minutes issued by the Public Official along with the corresponding record made by PetroTal. A copy of the minutes must be sent to the Compliance Officer, along with the following other information:

- Date
- Start and end time
- Meeting location
- Names and surnames of the participants by PetroTal
- Names and surnames of the public official participating in the meeting
- Topics discussed
- Decisions made
- Documents Supplied and Collected

Any files or documents relating to an inspection visit by the State must be preserved.

c. Guidelines for the Management of Licenses, Permits, Authorizations, or Other

On a quarterly basis, the Permits Department must submit documents related to the management of obtaining or renewing licenses, permits, and authorizations under its supervision (including third-party service contracts) to the Compliance Officer, who is responsible for safeguarding this information.

All information that needs to be presented to government officials or that could be subject to audit by any state authority must be kept orderly and complete.

The Compliance Officer will maintain a record of all certifications, licenses, and permits currently held by PetroTal. The record will include, at a minimum, the following information:

- Effective date.
- Renewal date.
- Participants in the renewal process.

d. Guidelines for Relations with the Peruvian National Police and the Peruvian Navy

If PetroTal is in a situation in which the physical security of PetroTal's personnel, facilities, materials or equipment is compromised, the granting of logistical support to the Peruvian National Police and the Peruvian Navy must be previously communicated to the Compliance Officer, the Company's legal advisors and the General Management.

e. Guidelines for Third Parties Acting on the Company's Behalf to Government officials

Whenever the services of a third party who will act on behalf of the Company before Government officials are required, a contract or letter of agreement must be signed, including a clause where the third party agrees to comply with current regulations, rejecting any involvement on the crimes of corruption, money laundering and terrorist financing. This contract or letter of agreement will be reviewed and approved by PetroTal's Legal Management.


Additionally, the employee must inform the Compliance Officer of the following information, at a minimum, for inclusion in the "Record of Suppliers Acting on Behalf of PetroTal":

- Name / Company Name
- DNI / RUC
- Years of experience in the market
- Areas in which the provider provides its services
- Identification of shareholders
- Identification of the legal representative

f. Inappropriate relationship

The Company strictly prohibits its Employees from engaging in the following activities in interaction with government officials:

- Offer, pay or give anything of value to a Public Official, local or foreign, to obtain an undue benefit or business for the Company.

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- Attempting to induce a public official, local or foreign, to fail to perform his or her duties, make decisions contrary to current procedures or rules, or perform any other illegal or unethical act.
- Pay any person when it is known, or have reason to suspect, that all or part of the payment can be channeled to a Public Official.
- Accepting or offering gifts or invitations from or to Public Employees in contravention of PetroTal's policy guidelines.
- Obstructing, interfering with, or hindering the supervisory activity of the Public Entity, either by concealing, segregating, or manipulating the information requested in the framework of inspections or visits.
- Inducing, aiding, or allowing someone else to violate any of these rules.

g. Reporting of irregular situations linked to government officials

Employees must inform their management, immediate supervisor and/or the Compliance Officer about any suspicion of illegal acts or breaches by other Employees or Third Parties in relation to the treatment and interaction with officials and/or public servants. Likewise, they must report if an official and/or public servant requests any favor, payment or any object of value (directly to the Employee or through an intermediary) in exchange for facilitating some management or action.

It is considered serious misconduct for an employee to be aware of and fail to report cases in which another employee or a third party engages in inappropriate conduct which is or may appear to be aimed at influencing or obtaining any benefit for PetroTal. In this regard, the corresponding measures will be taken in accordance with the Internal Work Regulations and current regulations.

h. Contingencies and Exceptions

In emergency situations, disasters, or when coordinating meetings on issues that do not involve demanding or committing obligations or responsibilities that could lead to sanctions against PetroTal, and where meetings or communications with government officials need to occur as soon as possible, less stringent requirements may be established for maintaining communications or organizing meetings.

6. VIOLATION 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.

7. COMMUNICATION AND TRAINING

When appropriate and possible, communication and awareness materials should be made available to ensure that this Policy and any supporting tools are regularly communicated to employees with direct interactions with government officials to reinforce the procedure and importance of communication.

8. REFERENCES


The legal framework to which PetroTal is subject is as follows:

- Code of Conduct and Ethics in Business of PetroTal Corp.
- Prevention of Corruption, Money Laundering and Financing of Terrorism Policy.

9. ANNEXES

Annex 01: List of PEPs or Government officials

Annex 02: List of Persons Required to Be Present at Meetings


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Annex 01: List of PEPs or Public Servants

The following people are PEPs or Government officials¹:

- Presidents, heads of state, or similar positions.
- President of the Council of Ministers, ministers, vice ministers, and general secretaries of the Executive Branch.
- Regional governors, mayors, or highest authorities of regional and local governments, regional vice governors, councilors, and managers of regional and local governments.
- Congress members, parliamentarians, or similar positions; members of the Congress's senior official staff or similar roles.
- President of the Judiciary and President of the Supreme Court; Supreme Court judges, senior judges (vocal judges), specialized or mixed judges, General Manager, General Secretary, and equivalent positions in the military judiciary.
- Attorney General, supreme prosecutors, deputy supreme prosecutors, senior prosecutors, provincial prosecutors; General Manager and General Secretary of the Public Ministry; as well as equivalent positions in the military judiciary (military justice prosecutors).
- General Commander of the Navy, General Commander of the Air Force, General Commander of the Army, and General Director of the National Police, or similar positions in the armed forces and public security forces.
- General Manager, managers or senior-level positions; that is, managers who are direct Employees of the general manager in implementing board policies and decisions; and directors of companies with majority state participation in their capital, such as the National Bank, the Housing Fund, the Development Finance Corporation, and municipal savings and credit banks.
- The highest authority, directors, members of collegiate bodies, general secretaries, cabinet chiefs, and advisors of public entities, public regulatory and/or specialized supervisory agencies, executors, and constitutionally autonomous organizations.
- Ambassadors, consuls, and plenipotentiary ministers.
- Officials and employees of a government body responsible for procurement and acquisitions, in accordance with applicable state procurement regulations for all public entities. Additionally, heads or those in charge of treasury, budget, finance, and logistics areas in the public sector.
- The highest authority of the international organization responsible for the implementation of board policies and decisions; and its directors or similar positions. International organizations are understood as entities established through official political agreements between states, which have the status of international treaties, their existence is recognized by law in their own states, and these organizations can be distinguished from the country where they are based.
- Founders, members of governing bodies, legal representatives, accountants, treasurers, and election candidates of political parties or electoral alliances.
- Direct Employees of the individuals listed above, provided they are the highest authority of their institution. "Direct Employees" are those who follow these individuals in the chain of command and have decision-making authority.

¹Source: List extracted from SBS Resolution No. 4349-2016: Norm on functions and positions held by Politically Exposed Persons (PEP) in the prevention of money laundering and terrorist financing.

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Annex 02: List of Persons Required to Be Present at Meetings



**Delegation of Authority - DOA
Government Officials**

Activity		PetroTal personal that can attend meetings with Government Officials							
Office	Interaction and meeting with high ranked Government Officials	CEO Corporate	CFD Corporate	CLC Corporate	COO Corporate	Country General Manager	VP	Director	Managers
	Interaction and meeting with other Government Officials	CEO Corporate	CFD Corporate	CLC Corporate	Country General Manager	VP	Director	Managers	Coordinator
	Management of licenses, permits, authorizations, and others	CEO Corporate	CLC Corporate	Country General Manager	VP	Director	Managers	Head of Permits	
	National Police, Navy, or Airforce	CEO Corporate	Country General Manager	VP	Managers				
Field	Field audits and inspections of officials	Field Manager	Superintendent	Managers	Coordinator	Supervisor	Engineer		
	National Police, Navy and Airforce	Field Manager	Superintendent	Managers	Coordinator	Supervisor	Engineer		

Additional Information:

- (i) For PetroTal Corp (CEO, CFD, COO, and CLC), the preferred practice is that two PetroTal representatives always attend meetings with government officials. If this is not feasible or practical, PetroTal Corp representative may attend the meeting alone, and must inform the Corporate Compliance Officer of the date, place, and topic of the meeting.
- (ii) For Subsidiaries, Interactions with public agents must always include at least two representatives from PetroTal. The presence of the Country General Manager or above is mandatory.
- (iii) For Subsidiaries and Interactions with high ranked officials, in case there is no General Manager available, it can be replaced by the VP, Directors or Managers, in this order
- (iv) For meetings related to permits, licenses and authorizations, the Head of Permits is allowed to participate, even if it is with a high ranked official
- (v) At the Lot35, at least one engineer must be present