

Policy

Anti-Bribery and Corruption, Anti-Money Laundering and Anti-Tax Evasion

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Introduction

It is BP's policy to fully comply with applicable anti-bribery and corruption ("ABC"), anti-money laundering ("AML") and tax evasion laws. BP Bunge Bioenergy does not directly or indirectly participate in bribery, corruption, money laundering, or the facilitation of tax evasion, in any form.

Further advice on any aspect of this Policy can be obtained from BP Bunge Bioenergy Legal or Ethics & Compliance.

1. Scope

This Policy sets out the mandatory requirements to manage ABC, AML, and tax evasion risks, and support compliance with related applicable laws and regulations.

This Policy applies to all BP Bunge Bioenergy employees.

2. Required References – N/A
3. Terms and Definitions – as defined in Annex A.
4. Symbols and Abbreviations – as described in this Policy.
5. BP Bunge Bioenergy Requirements

5.1 General

5.1.1 BP Bunge Bioenergy employees shall comply with all applicable ABC and AML laws and not assist any person to do anything which they know, or suspect will help that person unlawfully evade tax or otherwise breach tax laws.

5.1.2 Employees of BP Bunge Bioenergy who are aware of or suspect violations of this Policy, a related procedure, or ABC, AML or tax evasion laws shall, in accordance with the BP Bunge Bioenergy Code of Conduct, promptly report that matter to their immediate manager, BP Bunge Bioenergy Legal, Ethics & Compliance (“E&C”).

Breaching this Policy and related Procedures may be grounds for disciplinary action, up to and including dismissal.

5.1.3 In addition, when faced with suspicions of potential money laundering activities, BP Bunge Bioenergy employees shall:

- promptly report; and
- avoid discussions with (or otherwise “tip off”) the Counterparty about suspicions.

Exercise care regarding the accuracy of any internal written communications regarding such suspicions. In case of questions, contact BP Bunge Legal.

5.1.4 BP Bunge Bioenergy employees shall comply with the Gifts, Entertainment, Hosting and Incentives Procedures.

5.1.5 BP Bunge Bioenergy employees shall comply with the Counterparty Due Diligence Procedures and:

- implement adequate procedures, controls and resources to manage ABC and AML risks, and facilitation of tax evasion risks;
- require relevant employees to meet all basic training requirements to manage ABC and AML risks, including training in the engagement of third parties.
- The areas using Contracted Staff to perform duties shall assess ABC/AML risk associated with those duties (via the E&C training risk rating descriptors or otherwise) and require appropriate risk-based mitigation steps when warranted, potentially including: appropriate contract clauses, required policies and procedures applicable to Contracted Staff, training on ABC/AML, and monitoring of activities.

5.1.6 Leaders of BP Bunge Bioenergy shall demonstrate top-level commitment to BP Bunge Bioenergy's ABC and AML programmes, and to the prevention of the facilitation of tax evasion.

5.2 Anti-Bribery and Corruption

5.2.1 No BP Bunge Bioenergy employee shall provide, offer, authorize provision of, nor request or receive anything of value, directly or indirectly, to or from any person:

- in order to induce a person to improperly perform any duty, or reward them for doing so;
- in order to induce a Government Official to use their authority or influence (whether improperly or otherwise);
- where doing so would otherwise violate applicable ABC laws or where there is a high probability a recipient would use it to violate such laws; or
- while knowing or believing that the recipient is not permitted to accept the thing of value (e.g., per their hospitality policy).

BP Bunge Bioenergy prohibits all forms of bribery, including facilitation or "grease" payments made to secure or speed up routine non-discretionary government actions, such as issuing permits or releasing goods held in customs.

5.2.2 This prohibition does not apply if a payment is necessary to avoid an unlawful and imminent threat to personal safety; however, any such payment shall be reported as soon as practical to the Legal Officer or higher, and accurately recorded in the BP Bunge Bioenergy's books and records.

5.3 Anti-Money Laundering

5.3.1 No BP Bunge Bioenergy employee shall engage in a transaction that they know, or should reasonably suspect:

- involves money or other property derived from, or intended to promote, criminal activity or terrorism;
- is designed to hide or disguise the nature, location, source, disposition, movement, or ownership of money or other property; or
- is otherwise an attempt by a third party to engage in money laundering;

if such a transaction would be prohibited by applicable AML laws.

5.4 Risk Assessment and Mitigation

5.4.1 BP Bunge Bioenergy shall, in a risk-based and proportionate manner, assess and mitigate ABC and AML exposure risks arising from the BP Bunge Bioenergy's Joint Ventures, mergers, acquisitions, divestments, and Social Investment Sponsorships (which include charitable donations).

5.5 Monitor and Review

5.5.1 BP Bunge Bioenergy shall regularly monitor activities to reasonably assure conformance to this policy, referenced procedures, and any BP Bunge Bioenergy specific ABC and AML policies, procedures, and controls.

5.6 Books, Records, and Internal Accounting

5.6.1 BP Bunge Bioenergy shall maintain books, records, and accounts, which, in reasonable detail, accurately and fairly reflect the BP Bunge Bioenergy's transactions and use of assets.

5.6.2 BP Bunge Bioenergy shall implement a system of internal accounting controls which provides reasonable assurance that (a) its transactions and uses of assets are authorized and recorded, and (b) it maintains accountability for its assets.

5.7 Deviations and Extensions

5.7.1 Any Deviation or Extension to this Policy shall require the written approval of the Legal Officer or his/her delegate.

Annex A: Glossary of Terms and Definitions ¹

Anything of Value covers any form of benefit, which includes, but is not limited to:

- Cash or Cash Equivalents, loans, Gifts or prizes;
- Employment offers or promises of future employment (to an individual or any of his/her relatives) including temporary employment regardless as to whether compensation is given (e.g. unpaid internships);
- Favorable terms on a product or service or product discounts;
- Entertainment/hospitality (including the payment of travel, hotel or restaurant bills, living expenses, or costs of trips or resort stays);
- Use of vehicles or vacation homes;
- Discounted or free tickets to events;
- Services, personal favors or home improvements;
- Political donations;
- Securities or shares, including the opportunity to buy shares;

¹ The definitions within this section are not based on legal definitions from a specific jurisdiction.

- Transfers of value through commercial agreements or clauses, such as concession, production sharing or gas sales agreements or contracts or rebates; or
- Social Investments Sponsorships.

Cash Equivalents – as defined in the Gifts, Entertainment, Hosting and Incentives Procedures.

BP Bunge Bioenergy Contracted Staff means an individual who is engaged through a supplier to support BP staff augmentation needs. Contracted Staff are usually assigned to work at BP Bunge Bioenergy's workplace and may work under BP Bunge Bioenergy's day-to-day management and control, including receiving day-to-day work assignments from BP Bunge Bioenergy management/staff.

Counterparty means any party that BP Bunge Bioenergy does or intends to do business with, either on a regular or one-off basis. This includes beneficiaries and implementation partners for Social/Community Investment, sponsorship, Charitable Donation or scholarship activities.

Entertainment as defined in the Gifts, Entertainment, Hosting and Incentives Procedures.

Gifts as defined in the Gifts, Entertainment, Hosting and Incentives Procedures.

Government Official is defined as:

- any executive, legislative or judicial branch official (whether elected or appointed);
- an employee or representative of any government (whether at a national, state/provincial or local level);
- any official or employee of any government agency or instrumentality (including military, police and customs);
- any director, officer or employee of any government-owned or controlled enterprise (e.g., national oil company, national airline, national railway or national shipping company; or state-owned educational institution);

Where a government has an interest greater than 30% in an enterprise, that enterprise and the persons above should normally be considered as Government Officials unless there are good reasons not to do so. Such good reasons may include cases where the enterprise is publicly traded. Where a government has an interest greater than 50% in an enterprise, that enterprise and the persons above will be considered a Government Official.

- any official or employee of a public international organization (e.g., World Bank, United Nations, International Monetary Fund);
- any political parties, political party officials or candidates for political office; or
- a member of a royal or ruling family.

Hosting as defined in the Gifts, Entertainment, Hosting and Incentives Procedures.

Incentives as defined in the Gifts, Entertainment, Hosting and Incentives Procedures.

Social Investment Sponsorship means provision of anything of value (including money, equipment, employee time, sponsorships, scholarships, etc.) to a third party or project to support charitable, development or community purposes, whether or not a commercial return is expected from the provision. Receiving organizations may be charities, but may also be government bodies, non-government organizations (NGOs), informal community groups, etc.