

Policy

Gifts, Entertainment and Hosting

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This document applies only if it is consistent with the applicable legal and regulatory requirements. If you are within BP Bunge Bioenergy and you identify an apparent conflict of interest with these requirements, please consult BP Bunge Bioenergy Legal Area.

1 Introduction and Scope

BP Bunge Bioenergy does not directly or indirectly participate in bribery, corruption or money laundering in any form, whether in the private or public sectors.

The provision or offer of Gifts, Entertainment and Hosting, may create bribery, money-laundering, conflict of interest and/or reputational risks for BP Bunge Bioenergy, its employees and any partners involved.

This Procedure applies to all BP Bunge Bioenergy employees.

2 Terms and Definitions

3 Symbols and Abbreviations – as described in this Procedure.

4 BP Bunge Bioenergy Requirements

4.1 No BP Bunge Bioenergy employee shall:

- offer, give or receive Gifts or Entertainment (“G or E”) that are inappropriate, sexually oriented, inconsistent with BP Bunge Bioenergy’s Code of Conduct (“Code”) or Values, or that could adversely affect BP Bunge Bioenergy’s reputation; nor
- personally pay for or otherwise conceal the offering, giving or receiving of G or E that are prohibited by this Procedure.

4.2 BP Bunge Bioenergy employees shall return any Gift that is inappropriate, sexually oriented, inconsistent with BP Bunge Bioenergy’s Code or Values, or that could adversely affect BP Bunge Bioenergy’s reputation or is cash or cash equivalent and

notify their immediate manager or the Ethics and Compliance area that this has happened.

- 4.3 Where it would be insulting to decline a Gift, BP Bunge Bioenergy employees shall notify their immediate manager who will decide whether it can be retained by the employee or BP Bunge Bioenergy, donated to charity (either itself or the money from its sale) or is to be returned
- 4.4 When exchanging G or E with third parties, BP Bunge Bioenergy employees shall:
- where required, before offering or accepting any G or E, obtain BP Bunge Bioenergy Management and Ethics and Compliance approvals. These approvals shall be obtained by e-mail.
- 4.5 BP Bunge Bioenergy employees shall not give Gifts in the form of Cash or Cash Equivalents to clients, partners or suppliers and exceptions shall be reported to and approved by the immediate manager and the Ethics and Compliance area, together with the respective justifications.
- 4.6 When Hosting Government Officials, BP Bunge Bioenergy employees shall complete and submit a Hosting proposal to BP Bunge Bioenergy Legal for approval before paying travel or accommodation expenses for Government Officials. These approvals shall be obtained by e-mail.
- 4.7 Employees shall report any situations they suspect violate or could violate this Procedure or ABC or AML laws, to their immediate manager or BP Bunge Bioenergy Legal, E&C or through any other channel made available by BP Bunge Bioenergy.

Gifts and Entertainment Approval Thresholds

Note: In addition to the requirements below, BP Bunge Bioenergy employees shall obtain approval, by e-mail, from the Legal area before offering or paying for the hosting expense of a Government Official.

Gift Value (Reals)	Entertainment (including meals) Value (Reals)	Requirements for Approval	General Observations
Equal to or less than R\$ 150,00	Equal to or less than R\$ 150,00	No pre-approval required	Self-approval. No recording except for Government Officials > R\$ 50,00 (only when accepted).
Greater than R\$ 150,00 and equal to or less than R\$ 500,00	Greater than R\$ 150,00 and equal to or less than R\$ 1.000,00	Immediate Manager and E&C pre-approval required	_____
Greater than R\$ 500,00	Greater than R\$ 1.000,00	BP Bunge Bioenergy CEO pre-approval required BP Bunge Bioenergy and Board Members may self-approve.	Shall be promptly reported to E&C. In cases of giving or receiving high-value Gifts and Entertainment. BP Bunge Bioenergy Legal area advice should be sought, particularly where the G&E involves a Government Official.

* Interpretation Notes:

1. For meals/entertainment you give to others: Use the total value of meals/entertainment that you give to a third-party organization at a single event. For example, if you entertain multiple people from the same organization at a specific event, the value is the total amount you spend for the total number of guests' entertainment.
2. For meals/entertainment you accept from others: Include only the value of the meal/entertainment you personally receive (including the value of meals/entertainment that your spouse or other non-BP Bunge Bioenergy employed family member receives).

The following types of events would be required to be immediately reported to the E&C area for previous analysis:

- If the BP Bunge Bioenergy space/office is not being used for typical business activities and the event could be viewed as having a personal benefit to a government official. For example, if a government official asks to host a private party, or use our meeting rooms to host a meeting for a charity that he/she personally supports;
- If the meal provided is considered special and would not typically be appropriate for an internal meeting (e.g., catering from a nicer restaurant or chef); or
- If any "gifts" of value are provided to attendees of the meetings, the thresholds already established in the Gifts & Entertainment Procedure and guidance should continue to be honored.

Glossary of Terms and Definitions

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

Cash Equivalents are items which, while not necessarily legal tender, can be used in place of, or are easily converted into, cash. Examples include gold, cheques, gift vouchers (i.e. a Visa gift card), money orders, or other negotiable instruments. Gift vouchers that are non-transferable (i.e., can only be used by a specified individual at a specific retail location,

possibly for a specific item) would not be considered Cash Equivalents, but would still be considered Gifts.

Entertainment is where you accompany a third party and/or their family member to an event. Entertainment includes for example, business meals, invitations or tickets to recreational, cultural or sports events and venues, as well as any associated travel, accommodation, meals and refreshment. The provision of reasonable food or drink at a meeting held at BP Bunge Bioenergy's offices does not, by itself, amount to the provision of Entertainment. In circumstances where a BP Bunge Bioenergy representative does not attend the event then this is to be treated as a Gift rather than Entertainment (e.g. the giving of tickets to a sporting event where no BP Bunge Bioenergy employees are accompanying the guest).

Family Member - a Family Member of an individual is the spouse, partner, parent, child or sibling of that third party, client or supplier.

Gifts include Anything of Value offered to or received by an individual or Family Member. Gifts include cash and non-cash items regardless as to whether they are given as a present or earned through an Incentive program or won as a prize. Some examples of gifts are: artwork, watches, jewelry, equipment, preferential discounts, loans, favorable terms on a product or service, services, prizes, donations to charities, transportation, use of another company's vehicles, use of vacation facilities, stocks or other securities, participation in stock offerings, home improvements and tickets and gift certificates. Where rebates are offered as part of a program not targeted to specific individuals, they would not generally be considered a Gift.

Government Official is defined as:

- I. any executive, legislative or judicial branch official (whether elected or appointed);
- II. an employee or representative of any government (whether at a national, state/provincial or local level);
- III. any official or employee of any government agency or instrumentality (including military, police and customs);
- IV. 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 a Government Official unless there are good reasons not to do so. Such good reasons may include 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.

V. any official or employee of a public international organization (e.g., World Bank, United Nations, International Monetary Fund);

VI. Any political parties, political party officials or candidates for political office; or a member of a royal or ruling family.

Hosting means the payment or provision of transportation (other than local ground transportation), accommodation or related travel expenses including *per diem*, to or for a Government Official.

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.