

<b>CODE OF ETHICS</b>
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**1. Purpose: This Ethics Code (hereinafter the Ethics Code)** aims to detail the values that should inspire and define the guidelines of conduct and behavior of the people reached by it in the performance of their work and professional tasks, so that these values govern the internal and external relations of those who perform functions in the companies of the Essential Energy USA Corp group (hereinafter "ESSENTIAL ENERGY USA CORP"), creating standards of conduct and ethical scheme of reference and mandatory compliance.

**2. Scope of the Code:** The **Ethics Code** is applicable to all those who perform functions, whatever their hierarchy and functions within the companies of the ESSENTIAL ENERGY USA CORP group; both employees with fixed-term and indefinite contracts, interns and interns, members of the Board of Directors and the Supervisory Commission, of ESSENTIAL ENERGY USA CORP (all of them hereinafter referred to as the "Personnel"). Likewise, it will apply to the Stakeholders linked to ESSENTIAL ENERGY USA CORP composed of suppliers, customers, users, distributors, external professionals, representatives of the majority shareholders and the Public administration, shareholders and non-profit entities, and that may significantly affect the activities of ESSENTIAL ENERGY USA CORP. and their ability to successfully develop their strategies and achieve objectives. In the event that suppliers or contractors of ESSENTIAL ENERGY USA CORP have their own Code of Ethics, ESSENTIAL ENERGY USA CORP must review it in order to detect if it is in opposition to that of the company. It will be a case of termination of the contract with the supplier or contractor and through the fault of the latter, of incurring the latter in a breach of this **Ethics Code**.

**3. Guiding Principles:** The guiding principles that will govern the performance of tasks in ESSENTIAL ENERGY USA CORP are: a) honesty; b) commitment, c) mutual respect, d) organization and planning, e) generosity and solidarity, f) excellence, g) transparency in all internal and external relations, h) integrity, i) respect for applicable regulations, avoiding direct or indirect conflicts, j) treatment of information with maximum rigor, j) the protection of assets, j) equal opportunities, k) non-discrimination, l) the commitment not to retaliate before consultations/notifications for non-compliance with the **Ethics Code** (hereinafter the "Principles"), m) respect for the environment and natural resources and n) been aligned with the Sustainable Development Goals, mainly with the N 7, 11 and 13; as well as the principles of System B International Corporation.

**4. Application: In the performance of their duties, the** Personnel must adjust their behaviour to the current legislation of the countries where the companies of ESSENTIAL ENERGY USA CORP carry out activities, the internal rules and procedures, and to the Principles and other stipulations established in the Code of Ethics. Failure to comply with the provisions of the previous paragraph, as well as any conduct derived from actions or omissions that, in any way, could bring about an unauthorized benefit, cause or not damage to the interests of ESSENTIAL ENERGY USA CORP or to persons related to it (whether shareholders, users, suppliers, other employees, the State and/or community), will be considered an infringement of the Code of Ethics and may lead to the pertinent disciplinary sanction, and eventually - depending on the seriousness of the issue - reported to the competent authorities. Any doubt or conflict regarding the execution and/or interpretation of the Code of Ethics may only be resolved by the Board of Directors of ESSENTIAL ENERGY USA CORP, following a report from the Local Committee on Ethics and Criminal Prevention and the Executive Committee of ESSENTIAL ENERGY USA CORP, BEING PROHIBITED THE INTERVENTION OF OTHER LOWER LEVELS OF SOCIETY. The managers of ESSENTIAL ENERGY USA CORP must encourage the observance of this Code of Ethics, without ignoring the breaches that come to their knowledge, under warning of incurring a disciplinary observable fact.

**5. Implementation of the Code:** The Board of Directors, through the Local Committee on Ethics and Criminal Prevention that it designates, which will be chaired by a President and will meet periodically, is the body in charge of implementing the implementation of the Code and proposing improvements to it, for which it will issue the rules and procedures it deems necessary. The Head of Human Resources should integrate and assist the aforementioned Local Committee on Ethics and Criminal Prevention in the preparation of those internal rules and procedures that are issued in order for the aforementioned Head of Human Resources to carry out the dissemination and compliance with the Code of Ethics. Likewise, all Area Managers and Headquarters of ESSENTIAL ENERGY USA CORP must take the necessary precautions so that the Staff knows and accepts the Ethics code, as well as illustrate it regarding its application. Personnel who require more information than is provided, or make inquiries should contact the Local Committee on Ethics and Criminal Prevention, responsible for providing information on the Code.

The Human Resources Manager is responsible for communicating the EC, and must collect annually, from the hands of the Staff, the conformity form signed or not subscribed. Likewise, it must be disseminated to all persons subject to it and these to Interest Groups.

The members of the Local Committee of Ethics and Penal Prevention will be obliged to:

- (i) Operate under criteria of independence and equity,
- (ii) preserve the confidentiality of all the actions in which they intervene and
- (iii) ensure non-retaliation to Employees or third parties involved in inquiries or notifications.

The Local Committee on Ethics and Criminal Prevention shall ensure that the application of this Code is carried out in a complementary manner to the Code of Ethics of shareholders ....

**6. Conduct Guidelines:** Staff performance will be subject to the following guidelines of conduct:

**6.1. Compliance with applicable legislation:** The Personnel, hierarchical or not, must observe compliance with the applicable legislation of the countries where ESSENTIAL ENERGY USA CORP companies carry out activities, in particular that referred to accounting / financial regulations that faithfully reflect the economic, financial and patrimonial reality, in an accurate and truthful manner and based on the accounting principles of local and international application. Likewise, compliance with tax/fiscal regulations must be observed, promoting all the actions that are necessary for the reduction of all significant tax risks and the prevention of those behaviors likely to generate them, data protection, intellectual and industrial property, defense of competition, by virtue of the matter and jurisdiction at all times and in any place in which they may be fulfilling functions. Personnel must take precautions to ensure that ESSENTIAL ENERGY USA CORP is not directly or indirectly involved in criminal acts or acts of any kind. Regarding the Intellectual and Industrial Property created by the Personnel, it will be the property of ESSENTIAL ENERGY USA CORP, AND MUST BE PROTECTED BY PATENTS, TRADEMARKS, COPYRIGHTS, RESPECTING THE LEGITIMATE INTELLECTUAL AND INDUSTRIAL PROPERTY RIGHTS OF THIRD PARTIES. Regarding the Defense of Competition, any agreement of ESSENTIAL ENERGY USA CORP that may be signed with third parties, must be previously supervised by the legal advice of ESSENTIAL ENERGY USA CORP, in order to analyze the risk of negative impact on the market.

**6.2 Transparency:** The information prepared and used must be truthful and the decisions taken in accordance with the guidelines established in the Code of Ethics. The Staff must adopt the necessary precautions to ensure the transparency and veracity of the information, respecting professional secrecy, which must last until after the cessation of work activities. Information is considered transparent when it correctly interprets the reality of the facts and contains the following conditions: (a) Has approval at the level of the organization that has sufficient competence, in accordance with internal rules and procedures; (b) It is based on a reasonable analysis of the existing risk; (c) Records the reasons for the decision; (d) Places the interests of ESSENTIAL ENERGY USA CORP above their own individuals.

**6.3 Conflict of Interest, Due Loyalty and Lack of Competence:** A conflict of interest is deemed to occur when the interests of a Staff member interfere in any way with the interests of ESSENTIAL ENERGY USA CORP. The Staff must prioritize the interests of ESSENTIAL ENERGY USA CORP over any situation or circumstance that could result in a personal benefit or that of their relatives or acquaintances (the latter covering persons united by a relationship of affectivity analogous to the conjugal one and those other relatives who live with them or are dependent on them at least one year before the date of the operation), whether this potential or concrete. Any conflict of interest involving staff must necessarily be declared to the Criminal Ethics and Prevention Committee in writing on a form drawn up for this purpose, and must be dated and signed. The lifting of the conflict of interest should also be communicated in the same way. In relation to possible conflicts of interest, Subject Persons must avoid: a) taking advantage of personal advantages by reason of their position, b) developing professional activities similar to those they may provide in their work if this may interfere with the interests of ESSENTIAL ENERGY USA CORP or its majority shareholders, and c) participate directly or indirectly, personally or through third parties, in governing bodies of other entities that may collide with the interests of ESSENTIAL ENERGY USA CORP or its majority shareholders.

**6.4 Gifts:** The Staff may receive courtesy gifts as gifts of little value and that are not in cash, when they are received on the occasion or in connection with the functions that develops in ESSENTIAL ENERGY USA CORP, only when this comes from a decision of their own, in good faith, and voluntary of the person who performs it and from the point of view of an impartial third party, does not respond to an intention to obtain any undue advantage. Likewise, it is forbidden to require or promise the delivery of gifts or actual or potential benefits to persons outside ESSENTIAL ENERGY USA CORP, whether or not they are public officials. Employees who receive gifts must inform their superior in order to receive instructions as to the final destination of the gift. Under no circumstances may money or goods easily convertible into money be received as a gift. The aforementioned restrictions on the acceptance of gifts also extend to the family members of employees.

**6.5. Use of ESSENTIAL ENERGY USA CORP property:** The property and other assets of ESSENTIAL ENERGY USA CORP must be protected and used with the diligence and responsibility that every person would observe with respect to their own property. The Personnel must ensure that the goods of ESSENTIAL ENERGY USA CORP are used for the purpose for which they were acquired and by those persons authorized for such purposes. Every person covered by the Code is obliged to protect the property owned by ESSENTIAL ENERGY USA CORP, WHETHER TANGIBLE OR INTANGIBLE. The Personnel shall be liable for any damage or loss caused by their fault to the property of ESSENTIAL ENERGY USA CORP. The use of information and communications systems must be mainly professional, reserving the company the right to monitor and regulate the use thereof, in accordance with the provisions of applicable legislation.

**6.6. Information Management:** Information relating to its activities constitutes a valuable asset for ESSENTIAL ENERGY USA CORP. In that sense, the information must be safeguarded and protected by the personnel who have access to it. It is the duty of the ESSENTIAL ENERGY USA CORP personnel to take due precautions to safeguard the information of ESSENTIAL ENERGY USA CORP from any damage or loss, compromising its proper custody for the period of time established in the internal procedures. Any information that is not intended to be disclosed is confidential, understood as confidential written or oral information containing technical, financial, commercial information, names of customers / users or shareholders, proposed commercial operators, plans, market projections, analytical data, working papers or other documents whose disclosure may harm, directly or indirectly, the owners of it. The confidential information of ESSENTIAL ENERGY USA CORP is reserved from generalized access, and can only be accessed by duly authorized persons. Failure to comply with the obligation of confidentiality constitutes a serious breach of the Code, without prejudice to the measures that ESSENTIAL ENERGY USA CORP may take in its capacity as employer, as well as the initiation of additional civil and/or criminal legal actions that may arise. The commercialization of ESSENTIAL ENERGY USA CORP information, whether confidential or not, is strictly prohibited.

**6.7 Quality of public information:** The Company has the responsibility to establish effective communication with all its shareholders, so that they have truthful, complete, accurate, timely and easily understandable information on all material aspects related to the financial position, the results of their operations and all relevant events that affect or may affect the Company.

**6.8. Trading with privileged information:** It is not authorized and is considered a violation of the provisions of this Code of Ethics, the use of privileged information, understood as confidential information relating to ESSENTIAL ENERGY USA CORP, ITS OPERATIONS, ITS FINANCIAL SITUATION, ITS RESULTS OR RELEVANT EVENTS INVOLVING THEM, FOR THE PURCHASE OR SALE OR ANY TYPE OF OPERATION WITH SHARES, marketable debentures or any marketable securities issued by ESSENTIAL ENERGY USA CORP or its shareholders. It is also not authorized and considered a violation of the provisions of this code to provide such privileged information or provide advice or suggestion to any person for the same purposes. All non-public information will be considered inside information and should never be used for personal gain or for the provision of it to a third party. Both information and public data are not considered privileged or confidential information.

**6.9 Use of Technological and Informational Resources:** The use of software and hardware of ESSENTIAL ENERGY USA CORP systems for a use other than its operational line is prohibited, and the procedures established in the matter by ESSENTIAL ENERGY USA CORP must be respected. The Staff must

refrain from introducing and/or using illegal or unlicensed software into ESSENTIAL ENERGY USA CORP systems.

**6.10 Intellectual Property Rights:** ESSENTIAL ENERGY USA CORP reserves the rights and intellectual property over any task, report, program, opinion or product that is developed by virtue of its own requirement and is linked to its corporate purpose, either inside or outside the scope of its facilities, or that it is developed by its employees, interns, contractors and/or subcontractors, unless expressly provided in writing otherwise by a competent officer of ESSENTIAL ENERGY USA CORP. Any right over any type of product or information developed within the scope of ESSENTIAL ENERGY USA CORP belongs to ESSENTIAL ENERGY USA CORP, WHICH IMPLIES ITS RIGHT TO USE, MARKET OR DISPOSE OF IT , IN ACCORDANCE WITH THE APPLICABLE CURRENT LEGISLATION . The domain of intellectual property includes plans, systems, procedures, methodologies, courses, reports, forecasts, plans or any other type of activity that is executed or contracted by ESSENTIAL ENERGY USA CORP.

**6.11 System of Internal Controls:** ESSENTIAL ENERGY USA CORP has developed a policy aimed at spreading a culture at all levels of the organization oriented to the need for controls. To this end, it is necessary to convey a proactive attitude in the exercise and compliance with such internal controls. Internal controls are all those general or particular procedures, policies, instructions, etc. that contribute to the operation and verification of the main activities of ESSENTIAL ENERGY USA CORP, WITH THE PURPOSE OF ENSURING COMPLIANCE WITH ITS INTERNAL RULES, PROTECTION OF ITS GOODS AND ASSETS, CORRECT MANAGEMENT OF OPERATIONS AND EXTENSIVE PROVISION OF ACCOUNTING INFORMATION. Staff are responsible for appropriate compliance with internal controls.

**6.12 Scope of work:** All personnel must cooperate to maintain an environment of respect for work and coexistence, even if personal differences are verified.

**6.13 Requirements for services with suppliers, contractors and sponsors:** Agreements for the provision of services and / or acquisition of goods, must be written and reliable, respecting the following guidelines and minimum contents:

- That there is a real need to take these benefits.
- Verify that there are no conflicts of interest with those invited to bid, or potential irregularities with them.
- If the counterparty is a shareholder of ESSENTIAL ENERGY USA CORP, THE REQUIREMENTS OF LOCAL REGULATIONS SHOULD BE VERIFY.
- In the case of consultants or independent freelance persons, they must be evaluated from the perspective of the Code.

- An evaluation of the bidder must be carried out, with prior due diligence in the case of services of economic and/or technical importance
- Detailed description of services and payment terms.
- Regulation of a control system in order to inspect its execution preventing violations of the agreement.
- They must approve this Code
- They must respect and ensure compliance with the various applicable regulations in force (legal, tax, labor)
- Provision should be made for the possibility of conducting an audit of the firm in the event of suspicion of improper operations under this Code.
- Do not recognize consideration or payments that are out of market.
- A contract should guarantee:
  - 1) an effective provision of the service.
  - 2) the supplier is the final recipient of the payments or, where appropriate, must inform whom.
  - 3) An award procedure that identifies roles, responsibility, fair conditions, transparent selection of the supplier.

**6.14 Political Contributions:** The possibility of making payments such as direct or indirect contributions to political parties, committees or other organizations or their representatives, without the knowledge and prior authorization of the Chair of the Board of the company in whose country the contribution is intended to be made, is prohibited.

**6.15 Donations:** the following precautions and directions should be verify before:

- They must be linked to solidarity, humanitarian, scientific, educational, environmental, artistic destinations, with ethical values, according internal manual
- They must not have as consideration the delivery of services to ESSENTIAL ENERGY USA CORP, EXCEPT FOR JUSTIFIED REASONS IN THE OPINION OF THE Executive Committee of ESSENTIAL ENERGY USA CORP.
- They must have a budget.
- They must be notified according to the procedure detailed in the donation manual
- It must be verified that there are no conflicts of interest.
- All contributions must be made with non-transferable means of payment and accompanied by a note from the Beneficiary informing the destination of the donation. If appropriate, the beneficiary should

be required to provide guarantees related to the use of the donation. The transaction must be traceable, with respect to value, of the recipient and the donor.

**6.16 Community Relations:** Intervention on behalf of ESSENTIAL ENERGY USA CORP in any public or governmental matter is restricted to persons authorized to intervene in them. The opinion on public affairs of persons not authorized to speak in them must always be made in a personal capacity. In order to comply with the guidelines of conduct described, the following is a set of questions that the Staff must ask before making any decision related to the activity to be carried out, with the intention of clarifying what conduct they must adjust:

a) If the conduct to be assumed is in accordance with: i) the legislation in force; ii) the Principles, iii) the bylaws of ESSENTIAL ENERGY USA CORP, IV) THE BYLAWS AND BYLAWS OF ESSENTIAL ENERGY USA CORP, v) the Board Policy, and vi) the internal rules and procedures of the ESSENTIAL ENERGY USA CORP quality system;

b) If the conduct to be adopted may, in the case of becoming public, compromise and / or damage the reputation of ESSENTIAL ENERGY USA CORP or its prestige in the Community. To resolve the questions referred to in point a), subpoints i), iii) and iv), the Staff may consult the Local Committee on Ethics and Criminal Prevention.

**6.17 Proactivity:** Staff must carry out their activities proactively, responsibly and efficiently, with integrity and transparency.

**6.18 Terrorism:** Personnel must act in the prevention of money laundering and the prevention of terrorism, not establishing business relationships with persons or entities that do not comply with the regulations, or that do not provide adequate information in relation to compliance with them.

**6.19 Equal opportunities:** Staff should respect the principles of equal opportunities and non-discrimination.

**6.20 Global Compact:** Majority shareholders of ESSENTIAL ENERGY USA CORP, have committed themselves to compliance with the United Nations Global Compact, regarding human rights, labor, environment and the fight against corruption. With respect to labor rights, ESSENTIAL ENERGY USA CORP guarantees (i) freedom of association and effective recognition of the right to collective bargaining, (ii) the elimination of all forms of forced or coerced labor, (iii) the eradication of child labor, and (iv) the abolition of discriminatory practices in employment and occupation. Regarding the environment, any act that could imply a damage / threat to it, must be immediately communicated to the Local Committee of Ethics and Penal Prevention. With respect to acts of corruption, it is understood to: (i) the performance of any act that may generate the appearance of committing a crime of corruption, in accordance with the applicable law and (ii)



offer, receive any kind of advantage to any person, whether belonging to the public or private, national or international sector, and / or perform any act that aims to compromise the objectivity and transparency of any decision-making, that may directly or indirectly benefit ESSENTIAL ENERGY USA CORP or its majority shareholders and/or any person subject to compliance with the Code of Ethics.

**6.21 Complaints and Inquiries:** ESSENTIAL ENERGY USA CORP guarantees that it will adequately attend and will not retaliate against the Personnel who make complaints, inquiries, or make notifications regarding the application of this Code of Ethics (notifications being understood as communications made by the Staff or by the Stakeholders, regarding cases of non-compliance with the Code of Ethics, its internal regulations and/or rules).

**7. Employee Relations:** ESSENTIAL ENERGY USA CORP is governed by the following rules of conduct:

- Does not tolerate harassment.
- It does not tolerate any act contrary to the Code of Ethics.
- Respect for equal opportunities for access to work and promotions, and non-discrimination between subject persons and interest groups, on grounds of sex, race, religion, beliefs, age, sexual orientation, nationality, ideology, marital status and disability.
- Implementation of work-life balance policies for work-life balance.
- Mutual respect, integrity, transparency and trust, in a spirit of collaboration.
- Respect for selection and promotion guidelines, where competence, performance and professional integrity and trajectory must be accredited.
- Mandatory training in legislation and internal regulations for all employees up to the maximum responsible, depending on the activities they perform.
- Formulation of clear communication.
- Safe working conditions and in a healthy environment. He does not allow drug or alcohol consumption at work, except the latter in moderation at celebrations.

**8. Customer Relations:** ESSENTIAL ENERGY USA CORP is governed by the following guidelines of conduct:

- Provide services of the highest quality.
- Contribution of a differential value with respect to the rest of the market.
- Providing the necessary resources.
- Through fair treatment, with rigorous information and in the pursuit of excellence.

**9. Supplier Relations:** ESSENTIAL ENERGY USA CORP is governed by the following guidelines of conduct:

- Selection process: with fairness, objectivity and transparency.
- Application of quality, cost and deadlines criteria.
- Incorporation in all contracts of anti-corruption clauses, and acceptance of this Code of Ethics and its regulations and in the case of the scope of the object of the contract, full respect for environmental and social clauses.
- In the event of a collision of the interests of the Subject Persons with the interests of the majority shareholder companies, the Local Committee on Ethics and Criminal Prevention must be informed.
- Anti-corruption and acceptance clauses of the Code of Ethics must be included in agreements with suppliers, and where appropriate, depending on the nature of the service, environmental and social clauses must be included, and all suppliers must respect the principles of conduct and action established in the United Nations Global Compact.

**10. Relationship with Public Administrations:** ESSENTIAL ENERGY USA CORP is governed by the following pattern of conduct:

- Acting scrupulously, transparently, collaboratively and in full compliance with regulations.

**11. Relationship with shareholders/investors and non-profit entities:** ESSENTIAL ENERGY USA CORP is governed by the following guidelines of conduct:

- Require them to have conduct guidelines similar to those of ESSENTIAL ENERGY USA CORP.

**12. Knowledge and training of the Code of Ethics:** The person in charge of the Head of Human Resources must carry out in particular the following actions:

- The annual confirmation of reading and declaration of knowledge by the Staff of ESSENTIAL ENERGY USA CORP of this Code of Ethics and its future amendments.
- Obtain the Declaration of Knowledge from the Stakeholders.
- Incorporation of this Code on the website of ESSENTIAL ENERGY USA CORP, as well as its regulations and that of the Local Committee on Ethics and Criminal Prevention.

**13. Code Information Channels: Information channels on the EC** will be those established by ESSENTIAL ENERGY USA CORP at the following contact By phone, email, or in person, to:

Dr. Agustin Borgatello

Estudio Viñals - Lawyers

Córdoba 1452, 7th Floor Of. 14

TH: +543415289876

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C.P. 2,000 – Rosario - Santa Fe - Argentina

Email: [agustin@estudiovinal.com.ar](mailto:agustin@estudiovinal.com.ar)

This Code of Ethics will be uploaded to the website of ESSENTIAL ENERGY USA CORP [www. ESSENTIAL ENERGY USA CORP com.ar](http://www.ESSENTIALENERGYUSA.COM.AR) and to the ESSENTIAL ENERGY USA CORP website [www. ESSENTIAL ENERGY USA CORP com.ar](http://www.ESSENTIALENERGYUSA.COM.AR).

**14. File:** All supporting documentation of inquiries / notifications, investigation, resolutions originated on the occasion or on the occasion of the application of the EC and the declarations of conflicts of interest of Subject Persons will be filed by the Local Committee of Ethics and Criminal Prevention.

**15. Compliance: In the event of an infringement of the EC,** the person who commits it will be prevented from alleging ignorance or obedience due to an order from their superiors. Staff must assume an active and participatory attitude in compliance with the Code, so that, if they suspect that a violation of the Code has been committed, they must act and cooperate with any internal investigation if required. The higher hierarchical levels of ESSENTIAL ENERGY USA CORP must not under any aspect approve, tolerate or consent to violations of the Code, and must immediately report any conduct that could be framed in a situation of non-compliance at the time of becoming aware of it. Taking into account the seriousness of the verified infraction and the applicable labor and/or criminal legislation in the matter with respect to the Personnel, ESSENTIAL ENERGY USA CORP may apply disciplinary measures against the offending Administrator, Director or Employee that, even taking into account the seriousness of the circumstances, may lead to the dismissal of the employee and / or initiation of legal actions against the Personnel.

**16. Infractions: The preparation and implementation of the procedures to be** followed in the investigation of alleged violations of the Code, the declaration of the infraction or its dispensation, among other aspects that make compliance with this Code, will be subject to the operating procedures of the Local Committee of Ethics and Criminal Prevention approved by ESSENTIAL ENERGY USA CORP.

**17. Modifications: Modifications to the** EC must be resolved by the Board of Directors of ESSENTIAL ENERGY USA CORP and will apply to all Personnel upon approval."

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Annexes:

Link: <https://www.un.org/sustainabledevelopment/es/>

**18. DOCUMENT HISTORY**

<b>Revision N°</b>	<b>Date</b>	<b>Page N°</b>	<b>Description of Change</b>	<b>Made by:</b>	<b>Reviewed and Approved by:</b>
0	1/8/2022		Creating the document	Camila Altamira	Juan Facciano
01	14/12/2022				