



SONATRACH PETROLEUM CORPORATION

Craigmuir Chambers, Road Town, Tortola, British Virgin Islands

ALGIERS

Tour B-El Hamma,
168, Avenue Hassiba Ben Bouali
BP:141A, 16012 Algiers
Tel.: +213 (0) 23 82 43 35
Fax.: +213 (0) 23 82 43 31

LONDON

Panton House
25 Haymarket
SW1Y 4EN
Tel: 020 7484 2900
Fax: 020 7925 1486
Tlx: SPC UK G 922827
925335

ANTI-CORRUPTION AND ANTI-BRIBERY POLICY

**SONATRACH PETROLEUM CORPORATION
(THE "COMPANY")**



SONATRACH PETROLEUM CORPORATION

1. Introduction

Constant economic development resulting in globalisation with high requirements of compliance with laws, regulations, guidelines and recommendations concerning markets, the environment and security has made it even more important for all companies to establish effective policies and systems in order to achieve compliance.

In this context, SPC has adapted its organisation, system and procedures and the Management of SPC views this requirement for compliance with laws, regulations, guidelines and recommendations as a fundamental necessity for the future of SPC.

In response to this challenge, SPC has adopted this Anti-Corruption Policy, drawing from the Code of Conduct of the SONATRACH Group, with a view to promoting the values of ethics and integrity and prohibiting any act and/or attempted act of corruption.

SPC is committed to pursuing its business aims fairly, openly and with integrity. The Company will not tolerate bribery in any capacity by any member of staff and will never permit or authorise the offering, making or receiving of a bribe.

This zero risk tolerance policy concerning corruption in all of the Company's activities will be enacted through the implementation of an effective and permanent internal control system, which will require all employees, regardless of their rank in the company, to make a commitment and play an active role in the development of an Anti-Corruption Culture.

If any changes are made to this policy, the updates will be notified to employees by email and placed on the Intranet and website of the Company.

2. Objective

The objective of the Anti-Corruption Policy of SPC is to give all employees a Reference Set of Principles to respect and to ensure respect thereof, as well as Professional Behaviour Standards to apply and promote, in order to ensure that this policy is respected and to safeguard SPC's brand and reputation.



SONATRACH PETROLEUM CORPORATION

3. Scope of Application

This Policy applies to everyone who works for us at all levels within the Company. It applies to all Directors, Managers, Employees as well as anyone who is not an employee (such as consultants, sub-contractors and agents) and Partners with whom the Company works in the context of its commercial or administrative relationships: Suppliers, Clients, Subcontractors, Consultants, Administration, etc.

Any employee who breaches this Policy will face disciplinary action, which could result in dismissal for gross misconduct.

We reserve our right to terminate our contractual relationship with other workers if they breach this Policy.

4. Responsibilities

All members of SPC Staff are affected by this Anti-Corruption Policy.

SPC's Directors and Management will be responsible for establishing, overseeing and updating the Anti-Corruption Policy and the associated arrangements for its implementation.

5. Définitions

Corruption is the act of directly or indirectly promising, offering, granting, receiving, accepting or soliciting a bribe, regardless of the form of such a bribe, in order to carry out an improper act or refrain from carrying out a proper act falling directly or indirectly within the context of the position, mission or mandate of the person in question.

The act of corruption as includes active and passive corruption, which are severely punished by law, the regulations of the Company and the Code of Conduct of SPC and the Sonatrach Group.

Influence peddling, which is a form of corruption, is the act of unduly offering, soliciting or accepting offers of promises, gifts, presents or bribes of any kind whatsoever, directly or indirectly, with the aim of abusing this influence in order to obtain accolades, jobs, deals or any other kind of favourable decision from an authority or administration.

A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.



SONATRACH PETROLEUM CORPORATION

Bribery is a crime and if you offer, make or receive a bribe, you will be breaking the law. Bribery carries a severe sentence of imprisonment for the individual involved.

The Company takes its legal responsibilities very seriously as it can also be liable for your activities. If SPC is found to have taken part in corruption, it could face an unlimited fine, be excluded from tendering for public contracts and face damage to its reputation.

6. PLAN FOR THE FIGHT AGAINST CORRUPTION

6.1 Commitment from SPC's Directors, and Managers that they will promote the Anti-Corruption Plan and Policy and provide an example of "Tone at the Top".

They must convey the message of zero tolerance at all times and remind everyone of their role in strict accordance with and application of the Anti-Corruption Plan and Policy.

6.2 Anti-Corruption Toolkit implemented and regularly updated and improved, using the guidelines set out in the Handbook, the contracts and the procedures of the Company.

This will primarily concern:

- Risk assessment mapping which, following analysis, will allow the company to identify the risks of fraud and corruption related to the Company's activities and the monitoring measures put in place.
- The rules concerning the due diligence relating to commercial sale and purchase transactions, in particular through the implementation of the KYP (Know Your Partner) Procedure with the Suppliers and Clients, as well as the introduction of key provisions concerning compliance with the anti-corruption laws.
- The rules relating to Gifts, Benefits and Hospitality through their framework in the Handbook, in order to ensure that they cannot constitute or be perceived as acts of corruption.
- The rules on conflicts of interest through their framework in the Handbook, in order to avoid any situation that could present a risk of conflicts of interest, to the detriment of the Company's interests.



SONATRACH PETROLEUM CORPORATION

- Employees' employment contract: Incorporation of provisions regarding the respect and implementation of SPC's Anti-Corruption Plan and Policy in the employment contract signed by each employee.

6.3 Awareness and Training

Ongoing communication of the Anti-Corruption Plan and Policy, both internally and externally, through the Company's website, suitable communication media, and meetings and gatherings.

Training activities will be provided for the employees, regardless of their rank in the company, in order to raise awareness of the risks of corruption and the fight against corruption.

6.4 Reporting System

An alert mechanism covering the fight against corruption and influence peddling is implemented and defined in the SPC's Handbook in the Whistleblowing Policy.

6.5 CONTROL

Procedures for control and ongoing evaluation in order to ensure compliance with the Anti-Corruption laws will be implemented and maintained.

In particular, these procedures will rely on the effectiveness of internal control, through the segregation of duties, supervision, and reviews of accounts and commercial documents between SPC and third parties.

For and on behalf of Sonatrach Petroleum Corporation BVI
C/O Sonatrach Petroleum Corporation

M. R. DEMMAK
Directeur Général