

Documento	01 Compromiso	Nombre	Compliance Program against Bribery & Corruption		
Sistema	01 Governance	Sub-Sistema	01 Compliance	País 01. Corporativo	
Código	01-01-103				
Fecha Emisión	09/03/2021	Preparado por	Compliance & Internal Control	Aprobado por	Audit Committee
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I. PURPOSE

This Compliance Program against Bribery and Corrupt Practices (the "Compliance Program") is intended to ensure that all Employees and Agents, as these terms are defined in document 01-01-102 "Anti-Bribery Policy", and the Members of Joint Ventures and suppliers of the Company, strictly comply with all anti-bribery and anti-corruption laws and treaties in the countries where we do business at a national and international level, and with the policies and procedures of the Company.

II. SCOPE

This Compliance Program applies to GeoPark Ltd., its subsidiaries, affiliates and/or companies under its control, its employees and third parties engaged (hereinafter, the "Company"), and its suppliers and Agents.

III. GENERAL CONSIDERATIONS

The Company's principles and values include the compliance with all laws applicable in any jurisdiction where we operate and we expect that every person doing business on behalf of GeoPark comply with these laws. Based on these principles, the Company, through the Legal & Governance Department, has developed and implemented this Compliance Program to prevent breach of any anti-bribery and anti-corruption law and treaty, both at a national and international level. The terms "anti-bribery" and "anti-corruption" are used indistinctively in this document.

All Employees and Agents are required to and we expect that all Employees and Agents, as these terms are defined in document 01-102 "Anti-Bribery Policy", including Members of Joint Ventures and suppliers, regardless of their nationality or country of origin, strictly comply with the UK Bribery Act, the US Foreign Corrupt Practices Act (FCPA), and all applicable anti-bribery and anti-corruption treaties.

In particular, Employees, Agents, Partners, or suppliers shall not pay, offer, authorize or promise to pay, whether directly or indirectly, any object or anything of value to a Government Official, as defined in document 01-01-102 "Anti-Bribery Policy", political party, or candidate to a political position, with the intention to exercise influence on or induce said person or entity to act in a way contributing to or assisting the Company to obtain or retain a commercial operation or business activity, to conduct business with another person and/or entity, or to obtain an improper advantage.

The following sections describe the main elements of the Compliance Program.

IV. COMPLIANCE MANAGER AND ETHICS COMMITTEE

a. Definitions

Compliance Manager – The Director of the Legal & Governance Department is responsible for managing and coordinating all officers and members of the Compliance, Internal Control and Legal division, and of the external legal advisers.

Ethics Committee – It is responsible for supporting the activities carried out by the Compliance Manager for the development, implementation and application of the Compliance Program. This Committee also applies its experience and knowledge of the Company in the different situations that might arise.

b. Members of the Ethics Committee

This Committee is composed of:

- The President / CEO
- The Compliance Manager
- A Director of the Company

The secretary of the Ethics Committee will be the Compliance Manager.

c. Duties and Obligations

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- i. The Compliance Manager will be responsible, among other things, for:
 - Supervising the development and implementation of the Compliance Program, and administering the Program.
 - Monitoring due diligence in any matter related to the anti-bribery and anti-corruption law.
 - Being the principal contact person between the Company's personnel and the Ethics Committee, and between the Ethics Committee and the Company's Directors.
 - Monitoring the relationship existing with Agents, advisers, or other representatives of the Company, controlling their employment and all related contracts.
 - Controlling the qualification of all potential members of Joint Ventures for the purpose of complying with anti-bribery laws.
 - Answering the questions made by Employees about any compliance-related matter.
- ii. The Ethics Committee will be responsible, among other things, for:
 - Monitoring the Compliance Program and making the changes that may be required, if applicable.
 - Creating a system (Ethics Line) by means of which the employees can report irregularities, anonymously, if necessary.
 - Giving recommendations as regards the investigation of irregularities.
 - Performing and assuming the other duties and obligations that the Company's Directors may request.

d. Meetings

The Ethics Committee will meet at the request of any of its members. Minutes of the meetings may be drawn, including the business transacted and the decisions taken, unless total confidentiality is required.

V. EMPLOYEE EDUCATION PLAN

A fundamental objective of the Compliance Program is to promote the Company's ethical principles, comply with the highest professional and ethical standards and meet the requirements prescribed by law. The implementation of an adequate Employee Education Plan (hereinafter, the "Plan") is part of the Compliance Program.

a. Responsibility for the Education Plan

The Compliance Manager is responsible for implementing the Plan. The Plan is intended to supply an adequate level of information and instruction to the Company's Employees about the ethical principles, and to raise the Employees' consciousness about the Program.

b. Training and Education Methods

- The Company will hold training sessions (hereinafter, "Roadshows") which will be mandatory for Directors and/or Managers, all administrative Employees, and any other staff member directly involved in any matter related to the compliance with anti-bribery laws.
- The Roadshows will include contents covering: Code of Ethics, Ethics Line, Compliance Program, Anti-Bribery issues, summary of the policies and procedures in force, practical cases, among others.
- The training methods may also cover: Training or specific and/or individual talks, information notices/instructions by email or via intranet, among others.
- The Compliance Manager may recommend that certain employees attend seminars or courses available to the public covering specific aspects of the law.

The induction course for the Company's new employees will include an explanation of the Program, and disclosure of the Code of Ethics and Ethics Line. During this course, special emphasis will be given to the importance of keeping a high performance level and following the ethical standards.

VI. ETHICS LINE & REPORTS FOR EMPLOYEES

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The Company will develop a system (hereinafter, the "Ethics Line") by means of which employees will be able to report the irregularities detected in the workplace, without fear of reprisals, guaranteeing anonymity and confidentiality.

a. Specific Employees' Obligations

Duty to Report – Employees are expected to report immediately any suspected or actual irregularity (whether relying on their personal knowledge or not) as regards the anti-bribery law and/or the Company's policies to their Supervisor, Compliance Manager or any other member of the Ethics Committee. The suspected or actual irregularity may also be reported through the Company's confidential and anonymous Ethics Line. The details of this line are available in the Company's Intranet.

Statement of Knowledge – Upon receiving relevant documents such as the Code of Ethics and the Ethics Line, Employees will also receive a document detailing the main characteristics and guidelines, as well as a subscription form to adhere to said documents. This subscription form will be signed by the Employee and kept on in his/her personal file.

b. Specific Corporate Obligations

Upon receiving a report of a suspected or actual irregularity, the Ethics Committee:

Will apply the procedure in force **01-01-101 Ethics Line Protocol**;
 Will document and investigate the report, whether internally or by hiring the services of experts to do the job;
 If an irregularity is detected, it will analyze the immediate measures to be taken to mitigate the irregularity.

VII. DUE DILIGENCE

The Compliance Program establishes the following guidelines, which will be applied on a regular basis for the control and validation of:

a. Agents, Advisers, Representatives and Members of Joint Ventures

Due Diligence questionnaire – Request for information, such as: Owners and the organization of their companies; relationships or interaction with government agencies or officials; former participation of the agent in any governmental non-routine inquiry; knowledge of the agent of the requirements imposed by anti-bribery laws; fees structure, among others.

Verification of References – References may be requested to verify: The professional reputation; the ability to comply with the corporate procedures and anti-bribery laws; the fees structure; ability to accept supervision by the company of the activities performed or, in general, any concern about the agent.

Contract Revision – Check the agency, joint venture or similar contracts, whether drawn or proposed, giving special attention to the pertinent warnings or potential problems, mainly to the fees structure (commissions, requests for funds, financial agreements), the responsibilities that the agent has the intention to assume, and if the contract includes a provision promising compliance with the requirements set forth in anti-bribery laws.

Documentation – Every step of the due diligence process will be documented.

b. Transactions that may be Subject to Control

The compliance measures require every Employee to report any bribery request or suspicious situation to the Compliance Manager.

The guidelines regarding the application of anti-bribery laws are described in **01-01-102 Anti-Bribery Policy**.

The guidelines applicable to gifts, sponsorships, donations and contributions are stated in the policy **01-01-104 Gifts, Sponsorships, Donations and Contributions**.

VIII. MONITORING & INTERNAL CONTROL

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Compliance with all the Company’s internal controls is a process that must be constantly followed and monitored. All accounting records, receipts, business gifts, donations, and any other business record must be reported and accounted in an accurate and reliable manner.

a. Compliance Evaluation

Applicable Laws – The Legal & Governance Department will analyze the measures to be taken if the applicable laws are infringed by an Employee.

Compliance Program – All Employees are expected to collaborate and adhere to the Compliance Program implementation and to comply with every item of this Program.

b. Monitoring Procedures

Checks on irregularities regarding which we can suspect that the Program, the policies and the Company's procedures, the anti-briber law or any other law in force or policy of the Company has been breached, will be supervised by the Ethics Committee, and managed jointly with the Director of the Legal & Governance Department.

IX. RESPONSIBILITY

The Director of the Legal & Governance Department and the Ethics Committee of the Company are authorized to modify and update the Compliance Program, as necessary, to comply with all applicable laws and treaties.

REFERENCES

- Our Code
- 01-01-101 Ethics Line Protocol
- 01-01-102 Anti-Bribery Policy
- 01-01-104 Gifts, Sponsorships, Donations and Contributions

