



Environmental, Social, and Health Impact Assessment (ESHIA) for Vista Onshore Operations



Environmental and Social Management System (ESMS)

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Environmental and Social Management System (ESMS)

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9. ENVIRONMENTAL AND SOCIAL MANAGEMENT SYSTEM (ESMS)

9.1 ESMS Description

In alignment with the International Finance Corporation (IFC) Performance Standard 1 (PS1) Vista will establish an Environmental and Social Management System (ESMS) including the following elements: policy; identification of risks and impacts; management programs; organizational capacity and competency; emergency preparedness and response; stakeholder engagement; and monitoring and review.

The ESMS is an upper level management document, which is focused on integrate the existents and former systems by Vista operations, such as the Environmental Management Systems (certified by ISO 14001:2015), the Health and Safety Management System (certified by OHSAS 18001:2007). In addition, the Social Management System comprised by the elements developed as part of social mitigation measures as well as the social sections included below on the ESMS, those guidelines have been developed in alignment with the Sustainability Plan under development by Vista.

9.1.1 ESMS Objective

The objective of this ESMS is to establish management measures to be developed and implemented by Vista in order to minimize the Project's activities related impacts.

The ESMS seek to promote a continuous improvement of E&S project performance through the effective implementation of the defined environmental and social project mitigation measures.

9.1.2 Application Scope

The ESMS will be applicable to all construction, operations and abandonment activities from Vista Project, including the development of unconventional oil & gas production and midstream facilities to gather, process and transportation. This system will be applicable to Vista workers own and third parties.

9.1.3 ESMS Framework

The ESMS was designed based con international standard references, as well as, the corporate standards adopted by Vista:

- International Finance Corporation, Performance Standards on Environmental and Social Sustainability (2012);¹
- International Finance Corporation's Guidance Notes (2012);²
- Environmental, Health, and Safety Guidelines Onshore Oil and Gas Development (2007);³
- ISO 14001 Environmental Management System Standard; and
- OHSAS 18001 Occupational Health and Safety (OHS) Management System Standard.
- International Labor Organization (ILO) and the United Nations (UN)⁴

¹ https://www.ifc.org/wps/wcm/connect/PS_English_2012_Full-Document

² https://www.ifc.org/wps/wcm/connect/GN_English_2012_Full-Document

³ <https://www.ifc.org/wps/wcm/connect/O&GOnshoreDevelopment>

⁴ ILO Convention 87 on Freedom of Association and Protection of the Right to Organize. ILO Convention 98 on the Right to Organize and Collective Bargaining. ILO Convention 29 on Forced Labor. ILO Convention 105 on the Abolition of Forced Labor. ILO Convention 138 on Minimum Age (of Employment). ILO Convention 182 on the Worst Forms of Child Labor. ILO Convention 100 on Equal Remuneration. ILO Convention 111 on Discrimination (Employment and Occupation). UN Convention on the Rights of the Child, Article 32.1. UN Convention on the Protection of the Rights of all Migrant Workers and Members of their Families

9.2 Policy

Vista has a General Policy for all its facilities which covers the topics of "Health and Safety, Environment, Integrity and Ethics" (IMS Policy), as well as a policy statement called "Our health, safety and environmental commitments". This IMS Policy promotes the sustainable development of operations, establishing a culture of continuous improvement and expressing its commitment to comply with all applicable national and local regulations. In addition, Vista declares that they are committed to aligning their objectives with those of their contractors and suppliers, converting them into strategic partners.

Also, Vista has a "Code of Conduct and Ethics" that establishes its high ethical standards that include labor matters; measures against discrimination, sexual assault, drug abuse, violence; respect for human rights; and health and safety principles.

9.2.1 E&S Policy

Vista IMS Policy states: "To develop a solid culture of business ethics and safety, within a framework of respect for the environment, the health of the people and the communities in which we carry out our operations. That is why we are committed to align these objectives with those of our contractors and suppliers, turning them into true partners for the fulfilment of the following principles:

- Establish a culture of continuous improvement for the management of our assets, based on the development of knowledge of their resources.
- Comply with and enforce our code of ethics.
- Promote sustainable development and operate within the framework of the principles and procedures related to the health and safety of people and the care of the environment.
- Ensure the integrity of our facilities as the pillar for the safety of our operation.
- Comply with the legal obligations established in the scope of our operations.

Vista Chief Operations Officer has approved the current IMS Vista Policy in October 2018.

In order to ensure all employees, subcontractors, suppliers and others directly involved in the project receive and understand ESMS Policy, Vista will implement and ensure an y spread out process including:

- IMS Policy training sessions for all new employees, including own and third parties;
- IMS Policy must be shared with contractors and suppliers into the project documentation shared in the framework of a service.

As well as, maintaining the current dissemination practices in place as they are:

- Through printed brochures and available for use;
- Through pictures that are placed in public places such as meeting rooms, offices and entrance hall to administrative and operational buildings;
- Through training activities; and
- It is available to interested parties through its publication on the website and intranet of Vista Oil & Gas.

The ESMS Policy or also known as IMS Policy must be reviewed, updated and signed by upper management in case of significant operation changes occurs, significant legislation changes or if required as part of Vista's management system revision process. In case a new Policy version the defined spread out mechanisms must be ensured for those new versions.

9.2.2 Human Resources Policy

Regarding Human Resources aspects, in alignment with the IFC PS2 “Human Resources Policies and Procedures”, Vista will develop and implement an appropriated HR Policy approached to managing workers consistently with the IFC requirements and national and local regulation.

The HR Policy seek to be a strategic document in which Vista states its commitments with the following:

- Working Conditions and Management of Worker Relationship (including outlines for working relationship, working conditions, terms of employment, workers’ organizations, non-discrimination & equal opportunity, retrenchment, and grievance mechanism)
- Protecting the Workforce (considering, child labor and forced labor)
- Occupational health and safety of workers
- Workers Engaged by third parties
- Supply chain

Once approved the HR Policy, this must be trained to all workers, own and third parties, Vista must ensure that policy is being received and understand by entire workers.

9.3 Identification of Risk and Impacts

Vista has an implemented process for identifying the environmental and social impact and aspects for each one of the activities executed on the project. Depending of the project stage this identification process is included as part of the Environmental Impact Assessment (EIA) Studies, with a predictive approach and for operation stage identification risks process is aligned with Environmental, Health and Safety Management System implemented by Vista.

At project level, Vista has developed six (6) Environmental Impact Assessment studies regarding Project “NOC Development ABPo” and threes (3) regarding Project “Midstream Development”. These studies identify mainly environmental and social risks and impacts for construction, operation and maintenance stages. Most of quantified impacts were determined in the study as low and moderate importance, in specific social impacts were identified as positive.

At an operational level, for H&S and environmental affairs, Vista has defined into its IMS procedures guidelines to identify and assess hazards and risks, as well as environmental risks and impacts. Vista establishes baseline matrixes for its operational activities, which evaluate potential consequences and define specific control measures; only in the cases of non-significant consequences are control measures not defined.

For social risks, in the same way as for the environmental risks Vista must develop and implement a risk assessment process, validating if all the social risks identified as part of the predictive EIA studies are still applicable to the project. Based on that assessment new mitigation measures would be required or an amendment of the existing.

From the available Vista matrices the most relevant environmental impacts identified were soil and groundwater impact due to fluid leaks, soil impact by paraffin sludges, and others hazardous material (including contaminated soils). The defined control measures include control procedures, maintenance programs, waste management processes, contingency plans, physical barriers equipment /infrastructure (e.g., secondary containment, spill kits).

Regarding H&S topics, the operational Vista matrixes. The process includes an identification of the hazards for people and facilities associated with the activities performed by Vista. In the initial stage, a classification of the tasks carried out by all the personnel, Vista employees and contractors will be prepared for each primary activity. Then the associated risks are identified, evaluated, and control measures are applied for all risks greater than trivial.

9.3.1 Identification of risk and impacts methodology

The processes of identification and evaluation of environmental aspects and impacts, and of the health and safety risks and risks of Vista's activities are essential for the planning of environmental management and health and safety of operations.

These processes are applicable to all phases developed by Vista, including projects, construction, operation and abandonment. As well as the changes or modifications, that occurred during the development of each of these stages.

This process seeks to preserve the integrity of the workforce, neighbour communities, the environment, as well as the facilities and ensure the continuity of Vista operations. In turn, they systematically allow to identify and evaluate the frequency and consequences of the project's potential risks.

9.3.1.1 Environmental risk and impact methodology

In the case of identification of aspects and evaluation of environmental impacts, a matrix is used where the aspects and impacts associated with the activities to be developed in the different stages of a Vista project are identified. Each impact is valued according to its environmental consequences (environmental impact, extension, permanence and reversibility) and commercial consequences (public sensitivity and economic significance). As a result of this evaluation, the significance of the impact is determined, which may be non-significant, low, medium or high. Only in cases of non-significant impacts, the implementation of an operational control will not be necessary.

9.3.1.2 Health and Safety risks and impact methodology

The H&S risk and impact methodology process comprises several stages that use different tools to provide guidance on the actions to take to effectively and efficiently manage the risks for the personnel.

This process includes the classification of tasks that are carried out in each primary activities, the identification of risks through inspection of facilities and processes (interviews with personnel) and the evaluation of risks with all those involved.

The identification of hazards and risk assessment is based on the work activities to be carried out, each primary activity is broken down into tasks, subtasks and / or homogeneous groups of expositions, describing the work process in line with the posts defined in each Primary Activity Vista must consider tasks performed by all personnel, own and contractors.

On the basis of the danger scenarios and the consequences for people and facilities, the degree of risk of each case will be evaluated as the product of probability and severity.

For probability, the criterial used are: number of exposed, existing procedures or practices, training of people, reliability of facilities, machines, tools and equipment, frequency of occurrence of the hazard (security aspects, ergonomic aspects, and concentration or intensity for hygiene), and duration of sub-tasks in hours. The definition of the severity of the hazard will take into account the consequence to people and facilities, which can be aspects of health, safety and ergonomics. The estimated risk will be determined through the application of the following formula: Degree of Risk (GR) = Probability X Severity.

Control actions implemented will be aligned with risk value as described below:

Table 9-1 Control actions for H&S impacts

Risk level	Control action
Trivial	No action is required. The risk is registered in the Risk Register.

Risk level	Control action
Low	The risk is the lowest reasonably feasible. No additional controls are needed. Greater consideration can be given to a better cost - benefit ratio or improvement that does not impose a burden of additional costs. Monitoring is required to ensure that controls are maintained.
Moderate	Care must be taken to reduce the risk, but the costs of prevention should be carefully measured and restricted. They must implement risk reduction measures within a period of time definite.
Substantial	It is necessary to immediately establish an action plan to reduce the degree of risk. Simultaneously, it must be communicated to the Integrated Management Group.
Intolerable	The work should not start or continue until the risk has reduced. If it is not possible to reduce the risk or with limited resources, work must be prohibited.

9.3.1.3 Social risk methodology

As currently no social risk assessment further that the predictive at EIA level are implemented, Vista must develop and implement a Social risk assessment similar and based on Environmental Impact and Aspects identification methodology.

9.3.1.4 Operational Risk assessment

In regards to operational risk (occupational health, safety, and environment risk) at the workplace, Vista is implementing a Risk Management Plan and an Occupational Health and Safety (OHS) Plan (See Chapter 10) that complements the existing hazard identification and contingency plan documents developed for the project.

9.3.2 Identification of risk records

Vista must ensure an effective review and update process of their operational matrices, if required, when new activities occurs, works at new locations, new requirements from local regulations or at least once a years, in order to ensure available matrices which are used as baseline assessment are applicable to the operations.

These matrices must be shared with workers own and third party, in order to socialize the applicable risks and control measures.

Each time a new matrix is approved or updated, need to be shared with workers (own and third party) in order to ensure it use.

For contractors, prior to initiate activities, Vista must require the implementation of an identification risk and impact procedure, in case the contractor has not a defined procedure, they can use Vista's methodology.

Record must include visible relevant document control information which allow determine that is the correct and current version.

9.4 Emergency Preparedness and Response Program

9.4.1 Objective

Foresee a timely and adequate response to unforeseen incidents, in order to minimize the extent of damages and losses that maybe caused at Vista project.

9.4.2 Application scope

This program will be applicable for construction and operation stages of project activities at Entre Lomas and Bajada de Palo areas; including the development of unconventional oil & gas production and midstream facilities to gather, process and transportation.

9.4.3 Classification and Contingency Analysis

Vista have an updated and robust Contingency Plan, that covers “Entre Lomas” and “Bajada de Palos” areas, among others of the group. This document identifies potential emergencies associated with operations such as medical accidents, medical emergencies (loss of consciousness, acute pain, convulsions), catastrophe (fire, fluid spills, uncontrolled well activities), and other high-risk activities that can lead to emergencies or accidents. These accidents and emergencies are classified into three ranges which are A, B and C. The descriptions of each range are presented below:

Table 9-2 Classification of Accident and Emergency Ranges

Levels of Contingency	
Class A contingency	This includes emergencies that affect the Company's facilities locally, without personnel of the company or contractors affected and with low or limited environmental impact. The contingencies of this category can be controlled with the resources available in the affected facilities.
Class B contingency	It includes emergencies that locally affect Company facilities, with low or limited environmental impact, with limited effects on third-party assets and without serious injuries. The contingencies of this category can be controlled with the resources available in the Area. Eventually, external resources can be used.
Class C contingency	Claims that affect the Company's and / or third parties' assets, goods of common interest, to lotic and lentic bodies of water; accidents that, due to their catastrophic magnitude, can generate or generate situations that endanger human life, causing or causing serious injuries or deaths. For the control of this type of contingencies, all the resources of the Company and of personnel and external resources existing in other Companies and Organisms must be available.

Based on its classification, the risk analysis is carried out, which is a quantitative and / or qualitative methodology for safety assessment, considering a range of consequences ranging from harmful effects to health and environmental damage to losses materials. The risk associated with a situation can be linked to a technological, climatic or natural condition in a broad and operational sense.

RISK: Risk is defined as the magnitude of an undesired consequence of a particular activity or situation in relation to its probability of occurrence: **RISK = Probability x Magnitude**

For the prediction of the effects and probabilities of occurrence, given the lack of representative statistics, a semi quantitative analysis is developed based on the experience of the Area.

Three categories or classes of probability were established and other so many for the magnitude.

Table 9-3 Classification of Probability

Class	Occurrence

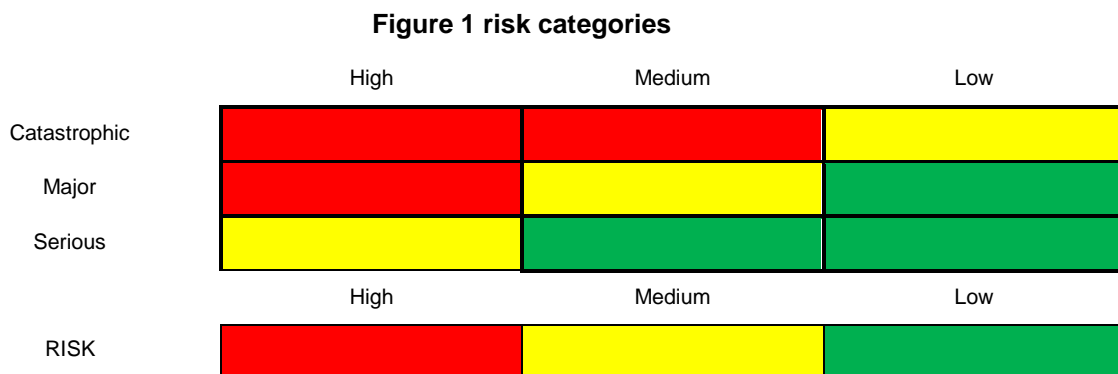
Low	Greater than 5 years
Medium	Between 1 and 5 years
High	Less than 1 year

SEVERITY: The Severity of an unintended consequence results from evaluating the potential damages to human health, the environment and material losses. Three categories were established according to their magnitude. The following table establishes the correlation between these and the defined contingencies.

Table 9-4 Correlation between Severity and contingencies

Severity	Injuries / Losses	Contingency
Serious	Wounded with temporary disability 20 M \$ to 100 M \$	Class A
Major	Wounded with permanent disability 100 M \$ to 5 MM \$	Class B
Catastrophic	Deaths Greater than 5 MM \$	Class C

Based on the severity and probability, three risk categories were defined, according to the following graph.



Each installation is associated with risks linked to the installation itself and to the operations carried out therein. For the same type of incident, the magnitude of the adverse effects will also depend on the geographical area where it occurs, that is, the contingency scenario.

9.4.4 Natural Technological and Anthropogenic Risk Assessment

According to the identification of risks to which the project and labor fronts are exposed, existing potential threats were identified in order to assess the probability of their occurrence. The following table presents a summary of the existing potential threats.

Table 9-5 Natural Technological and Anthropogenic Risk Assessment

POTENTIAL THREATS	POSSIBLE SCENARIOS	FACTORS THAT PROMOTE RISK
<p><u>ANTHROPIC</u></p> <p>Civil disorder type</p> <p>Assault, robbery, theft</p> <p>Kidnapping or an attempt</p>	Work Fronts, Camp Areas	<p>Project Location Social, economic characteristics of the sector Existence of infrastructure and urban settlements that increase the likelihood of an accident or the severity of its consequences.</p> <p>Main street area, Project Security, Social situation in the area.</p>
<p><u>NATURAL</u></p> <p>Earthquake</p> <p>Weather</p>	Work Fronts, Camp Areas	<p>Location of medium seismic zone. History of occurrence of climate-related events (blizzards and hail). Infrastructure, characteristics that increase the likelihood of an event or the severity of its consequences.</p>
<p><u>TECHNOLOGICAL</u></p> <p>Electrical Fire, Fire Fuels, Exhaust Gas and Explosion</p>	Work Fronts, Camp Areas	<p>Human error. Misuse of equipment and tools. Poor use of materials and supplies. Improper storage of combustibles. Inadequate signaling. Inadequate maintenance of machinery and tools.</p>

9.4.5 Emergency execution plan

It also defines the emergency response organization and responsibilities for each area, the communication channels according to the level of emergency level and the location. Vista has the following plans:

- Action Plan: Which has been developed for emergency response:
 - Evacuation for medical emergencies or catastrophe;
 - First aid attention;
 - Assistance and rescue activities;
 - Transportation to the closest medical center and if required to Buenos Aires; and
 - Legal and administrative actions post emergency.
- Emergency call plan: Which aims to ensure that the appropriate personnel are kept informed in order to react according to the circumstances. To this end, drills are conducted so that all personnel are informed that the responsibility for notifying an incident falls on any employee of VISTA or of Contractors Companies. The person who detects the incident will give immediate notice through the means of internal communications (telephone, satellite, mail or fax).
- Evacuation Plan: which details the actions to be taken once the emergency has occurred. Following the request for medical attention and initial first aid provided by the Vista ambulance service, the transfer of personnel to the "Juan D. Perón" Clinic and Maternity, to the City of Neuquén or transfer to Buenos Aires would be determined. Depending on the magnitude of the emergency.

After an emergency has occurred, the Head of Emergency Response appoints a group responsible for distributing responsibilities of post-contingency tasks, such as: Monitoring external accident care,

investigation of the Incident or Accident, administrative monitoring (Insurers, ART, etc.), determination of the consequences and collateral effects, in interconnected facilities, unrelated to the accident, consequences in production, management measures after the determination of the consequences of the emergency and the schedule of restoration of the process to normal conditions.

9.4.6 Stakeholder Engagement in Emergency

As part of legal compliance and internal procedures, Vista annually reviews its Contingency Plan and formally communicates it to all pertinent stakeholders (authorities, such as; the Secretary of Energy of the Nation, provincial authorities of Environment, Water and Hydrocarbons of Neuquén and Río Negro provinces.

Related to its external stakeholders, and as part of its annual Contingency Plan review, Vista will review the risk analysis that informs the present Emergency Plan to assess and plan for any potential risk affecting local population or infrastructure. If it identifies any potentially affected stakeholder or resource, Vista must appoint a person in charge of Stakeholder Engagement in Emergency, and coordinate with local authorities and population to form community emergency committees and to disseminate information on the procedure to follow in the event of emergencies that may affect them. Vista must also update its External Emergency Communications Plan accordingly, to engage with provincial and municipal authorities (including Civil Protection, the provincial or municipal entity in charge of attending emergencies) and local population (landholders). Topics to communicate are previously identified risks that may affect them or their property directly or indirectly, control measures adopted by Vista, people in the company in charge of the emergency plan, and site contacts to refer to in case of emergency.

In addition, Vista will engage provincial and municipal authorities and local population during any contingency that concerns (especially Civil Protection) to provide them with all the required information on procedures. A person in charge of this communication will be identified, who will be properly trained in crisis communication, use company resources and expertise available to communicate, and above all stick to factual information and avoid speculation. All communications regarding legal liabilities will be made with input from the Legal team and the communication team.

Each engagement action related to this program must be considered in the Stakeholder Engagement Plan (SEP), and added to the Stakeholder Communication Strategy.

9.4.7 Training Program

Vista is committed to instructing all employees in safe and healthy work practices. Vista will provide training to each employee with regard to general and acceptable safety procedures and to any hazards or safety procedures that are specific to that employee's work situation.

Training Will Occur:

- Upon Hiring;
- When Vista believes additional training is warranted;
- When an employee is given a new job assignment;
- When new substances, equipment, or new procedures are introduced which represent a new hazard; and
- When Vista is made aware of a new hazard.

Training Areas: Employee training will consist of new employee orientation, periodic group meetings, and on- one training. The Safety and Health training provided to employees will include:

- Employee Safety Handbook;
- First Aid;

- Vista Safety and Health Policy;
- Vista Safety and Health Program;
- Incident Reporting;
- Hazard Communication;
- Personal Protective Equipment requirements;
- Emergency Procedures;
- Housekeeping; and
- Job Specific Hazards.

9.4.8 Key Performance Indicators

Vista has an annual program of drills and trainings, which is updated to 2019. The performance and compliance of the program will be reviewed using the following indicators:

- % of emergency response drills completed according to the calendar of the year.
- % of training completed according to the calendar of the year.
- % effectiveness of use of fire extinguishers and fire prevention system in fire drills.
- % Performance performed by the emergency response of workers and the system.

9.4.9 Responsible

Vista has a description of the organizational structure and its functions by job position in an emergency, which are detailed in the Contingency Plan. Under this consideration and depending on the magnitude of the loss, the part of the relevant organization will be activated.

In order to avoid or minimize the adverse effects on human health, biophysical environment or material goods that may occur as a consequence of an emergency situation, an immediate, coordinated and efficient response must be made.

To this end, the planned control measures must be addressed as soon as possible, affecting personnel, materials and specific machinery for this purpose. In this regard, it should be clear that the actions taken in the first hours of an emergency are critical to the success of the response. In the following, the main functions of the emergency response organizational structure are described in a general manner.

Table 9-6 Description of the functions by job

JOB	JOB FUNCTIONS
Head of the Response Group (JGR)	<ul style="list-style-type: none"> • Evaluate the situation. • Determine the objectives of the response to the emergency and its strategy. • Ensure that the appropriate security measures are implemented. • Keep senior management informed of the emergency situation. • Authorize the information to be passed to the press, in conjunction with the Operations Management of the Reservoir. • End the emergency.

Chief of Operations (JO)	<ul style="list-style-type: none"> • Control the resources located in the action points and monitor the contingency tasks. • Coordinate the confinement, recovery, cleaning and restoration actions. • Ensure the protection of the communities involved (if any). • Ensure attention to the victims (if any). • Recovery and final disposal of the generated waste.
Chief Task (JT)	<ul style="list-style-type: none"> • Report to JO • Supervises and directs the tasks of the accident control groups (containment, recovery, cleaning) and of the circumstantial contractors.
Supervisor of Safety and Occupational Hygiene and Environment (CSMS):	<ul style="list-style-type: none"> • Report to the JGR. • Coordinate the preventive actions required by the emergency. • Coordinate with the JO the safety standards and the actions to be taken to preserve the physical integrity of people and facilities, delimiting safety areas according to the type and magnitude of the contingency. • It will watch over the maintenance and the good state and operation of all the security elements that the Area has.
Logistics (JL)	<ul style="list-style-type: none"> • Report to the JO. • Responsible for the provision of materials, personnel, maintenance of equipment, special constructions, medical services, food and intercommunication between groups.
Head of Sinister (JS)	<p>Report to JO</p> <p>Supervises and directs the attack of the disaster.</p> <p>Order the withdrawal of the Attack Squad in case of greater danger.</p>
Attack Brigade (BA)	<ul style="list-style-type: none"> • They go to the place of the disaster immediately and are placed under the orders of the Chief of Sinister. • If this is not found, they will act in accordance with the teachings received during their training. • Notify the Chief of Operations and the Chief of Casualty.
Administration (A)	<ul style="list-style-type: none"> • Report to the JGR. • At the request of the JGR, it will be responsible for making the necessary arrangements to provide personnel, equipment and services necessary for the control of the contingency and subsequent restoration of the affected area.
Communications (CO)	<ul style="list-style-type: none"> • Report to the JGR.

	<ul style="list-style-type: none"> • Supervise the installation, operation and maintenance of communications equipment to cover the contingency. • It will be in charge of the attention of the communication requirements to achieve greater efficiency in the control and cleaning operations.
Energy (E)	<ul style="list-style-type: none"> • Report to the JGR. • Advise the JGR and the JO on optimizing the use of energy supply systems, according to the needs of the emergency. • It will supervise the installation, operation and maintenance of the support equipment, destined to cover the contingency.
Information Technology (IT)	<ul style="list-style-type: none"> • Report to the JGR. • It will advise the JGR and the JO on the optimization of the use of Information Technology media, according to the needs of the emergency. • Supervise the installation, operation and maintenance of Computer Technology equipment intended to cover the contingency.
CSMS	<ul style="list-style-type: none"> • Report to the JGR. • Coordinate the preventive actions required by the emergency. • Coordinate with the JO the safety standards and the actions to be taken to preserve the physical integrity of people and facilities, delimiting safety areas according to the type and magnitude of the contingency. • Coordinate the mobilization of personnel of the security forces (police, gendarmerie, firemen, etc.) within the Area.
Historian (H)	<ul style="list-style-type: none"> • Report to the JGR. • Keep a record and document in detail and chronologically all events linked, only in contingencies: Class C. • Collaborate with the JGR in the compilation and ordering of all the necessary documentation for eventual legal actions and / or claims.
RRHH - RRII	<ul style="list-style-type: none"> • Report to the JGR. • He attends the JGR on the site as Official Speaker and Communications Coordinator referred to the contingency, in close communication with the Head of Institutional Relations of the Advisory Group. • Coordinates the needs related to the human resources affected to the contingency on the site.

Staff Not Involved in the Response Group

Advisory Group (GA)	It will be made up of a group of people normally located in the city of Neuquén. Advise the JGR in everything related to the best use of the media and strategies to deal with a contingency, taking into account its magnitude and potential risks.
Administration	<ul style="list-style-type: none"> • Advise regarding the correct management of financial funds to face the contingency. • Advise regarding the correct management of the necessary contracts to face the contingency.
Institutional Relations	<ul style="list-style-type: none"> • Based on the needs of the JGR, it will develop plans and procedures to inform the press of the contingency and of the operations that have been implemented for control and / or cleaning. • It will collaborate in the preparation of press releases and other information delivered to the media. • It will coordinate observation trips, special meetings and statements made to the press. • It will also develop plans to communicate with local authorities and population that might have been affected by the emergency.
Legal Matters	<ul style="list-style-type: none"> • Will be kept informed about all aspects of the emergency due to possible legal actions that have to be undertaken. • Advise the JGR about the documentation and records that may be necessary for legal actions and claims (films, photographs, samples, testimony of witnesses, environmental advisers and scientists). • Participate in the preparation and review of all information that is delivered to the media. • Act as legal counsel for all press conferences.
Occupational medicine	<ul style="list-style-type: none"> • Advise about the primary care of injured people. • Advise about the priorities and type of actions to be carried out. • Advise on the means of evacuation and most convenient evacuation places according to the circumstances.

9.5 Organizational Capacity and Competency

Vista has a defined organizational team to lead and implement the ESMS into its operations. It is currently divided in two sub-teams along Vista organizational chart.

The social team is comprised by: a Human Resources Manager (HRM), a Labor Relations Manager (LBM) -focused on union management-, a Communication Manager (CM) and an Institutional Relations Manager (IRM), all reporting directly to Argentina's CEO, and a Landowners' Supervisor.

On the other hand, the EHS team is comprised by an HSE Manager, six Annalists (Permits, Management Systems, Environmental, Health and Safety), two HSE support staff, and an external Occupational Health.

As shown on the both organigram chart below, both teams report directly to upper management and provide transversal support to operative areas.

Figure 2 Vista's organizational chart

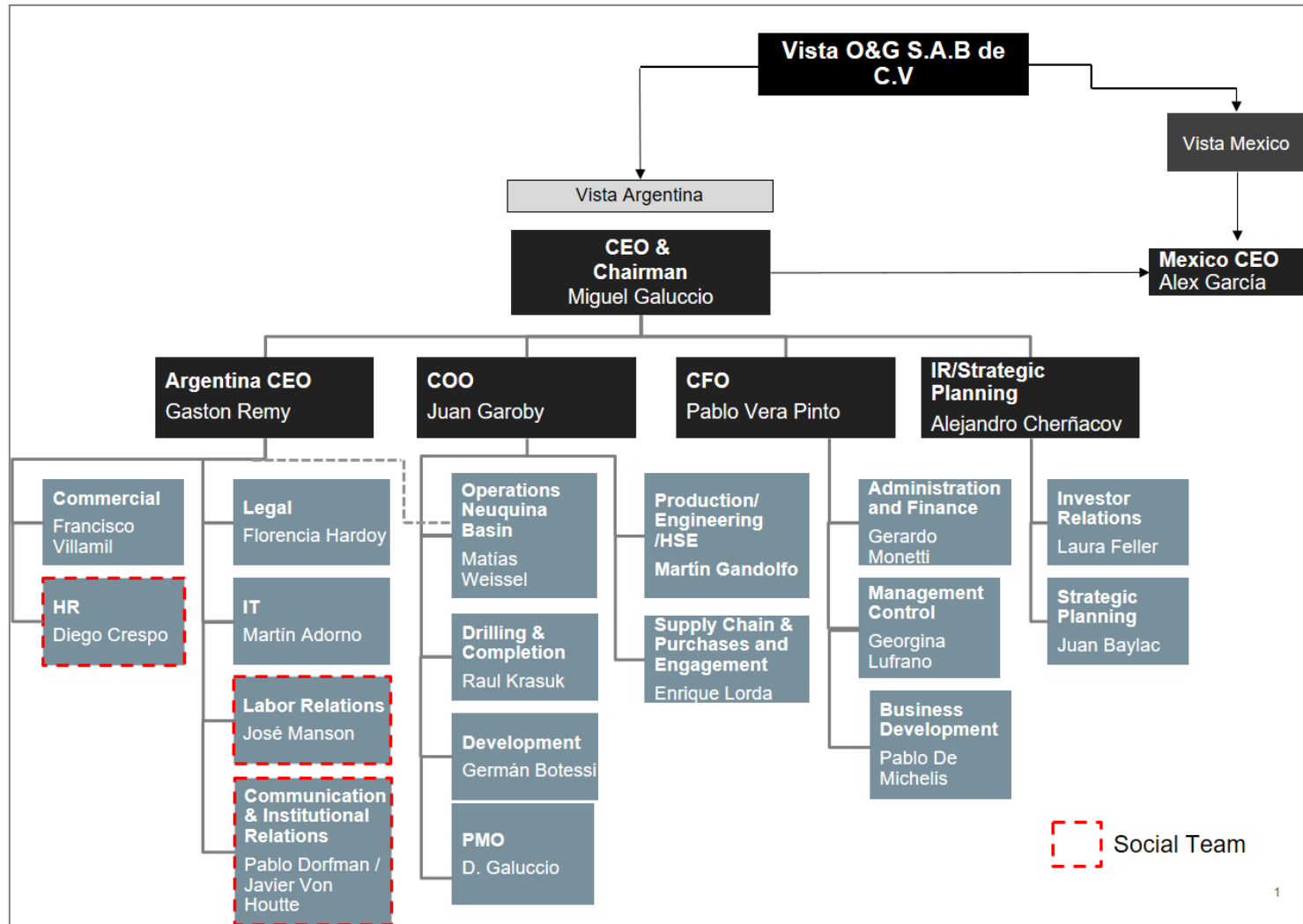
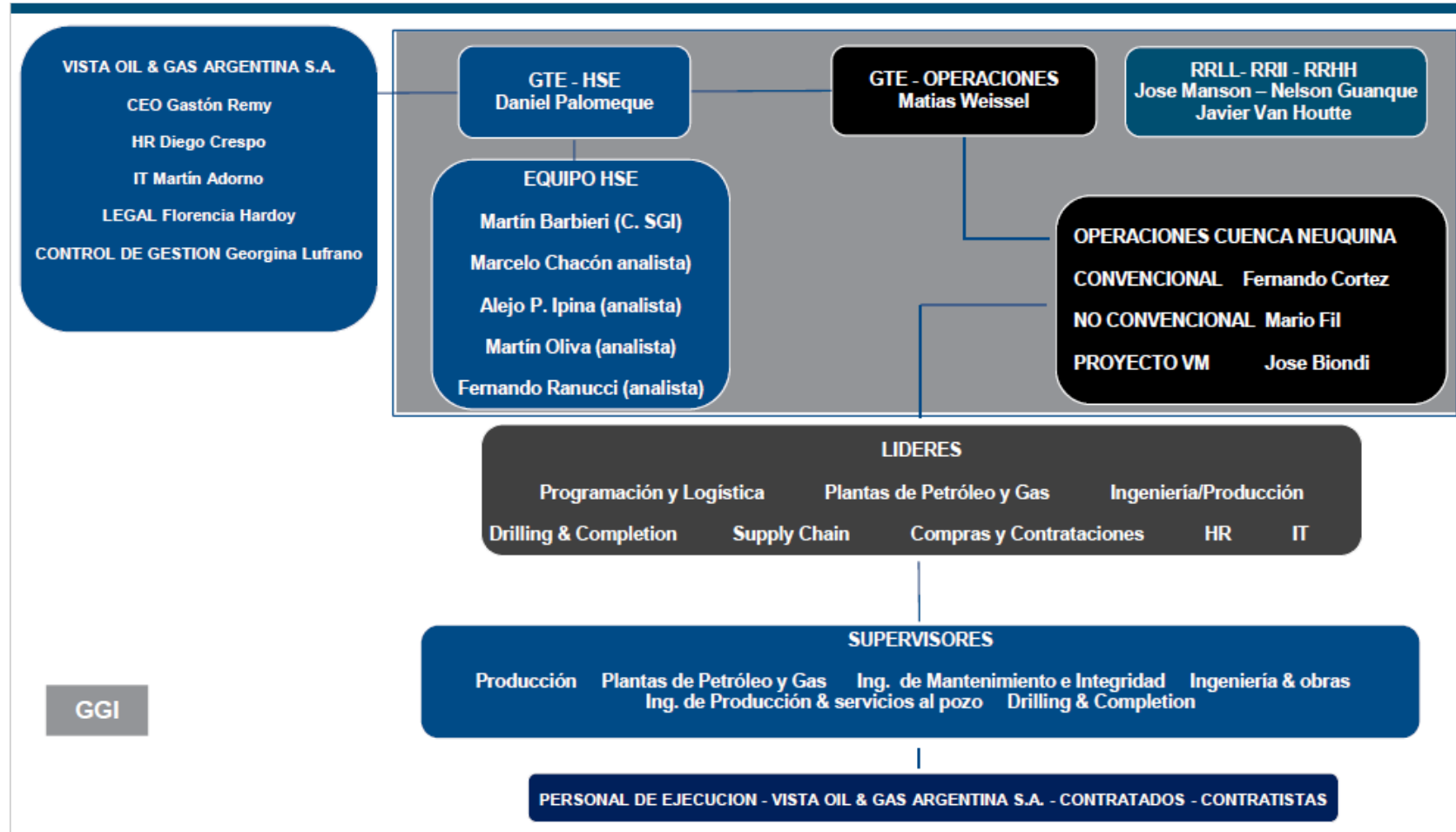


Figure 3 ESMS organizational chart



GGI

Vista must ensure the independence of the EHS and Social team with respect the operational areas, in order to provide upper relevance about E&S system requirements.

9.5.1 Roles and responsibilities

E&S responsibilities are adhered to at all levels of the organization, however considering the following positions as key to implementation of a successful ESMS, their key responsibilities are described below:

- **EHS Manager:** Establish, update and guarantee the dissemination and understanding of the policies, strategic objectives of EHS. Define the objectives and the performance goals of EHS. Lead the development and efficient improvement of the EHS management, and ensure that the appropriate processes are implemented to enable the objectives to be achieved, by providing the necessary resources in the implementation, control and continuous improvement of EHS management. Define and control the budget of the area. Verify that all company actions comply with Vista standards and commitments related to IFC performance standards and other international best practice frameworks.
- **HR Manager:** Establish and guarantee internal process to promote the fair treatment, non-discrimination, and equal opportunity of workers. Ensure Vista workers management is aligned with national employment and labor laws. In agreement with the EHS management, HRM must promote safe and healthy working conditions, and the health of workers, avoiding the use of forced labor. Define and control the budget of the area. Verify that all company actions comply with Vista standards and commitments related to IFC performance standards and other international best practice frameworks.
- **Social Responsibility Manager:** Guarantee the development and implementation of a stakeholder engagement plan, access to lands and development of the environment, and ensure compliance. Manage in a timely manner and in a coordinated manner between areas, the risks that may arise from the expectations and fears of the stakeholders around the Project. Ensure and maintain the social license of the Project to operate, based on the strong support of local communities and other interested parties. Collaborate with other areas to define and ensure compliance with the programs associated with labor issues that involve interest groups and surrounding populations, road safety, occupational health and safety, emergency response plan, among others. Define and control the budget of the area. Verify that all company actions comply with Vista standards and commitments related to IFC performance standards and other international best practice frameworks.
- **Operative Chief/ Managers:** Each area' responsible must lead the implementation of the E&S mitigation measures and operative controls into their areas and team. In case of identifying needs to manage environmental and social related risks within their areas, they must notify the respective management for their attention. Identify, elaborate and evaluate the Aspects and Dangers of HSE of its operations and activities. Coordinate and ensure that the personnel under their charge, own and third parties are trained in Social and EHS matters in their operations and activities.

In general, all workers are responsible to execute its tasks in accordance with applicable Vista policies, guidelines and procedures. Aware and comply the E&S procedures associated with their tasks, identifying any deviations detected in the execution of their tasks. Contribute to the continuous improvement of HSE in the activities in which it participates.

9.5.2 Human Resources Management

Vista must have guidelines for human resource management processes, a competency development process, and retention and succession strategies.

■ Internal Work Regulations:

- Vista Code of Conduct and Ethics

■ Collective Labor Agreements⁵:

- Rio Negro, Neuquén and La Pampa private Oil and Gas Union, which groups all local unskilled workers in the industry, has a signed agreement (644-12) with the local trade unions (CEPH, CEOP).
- Rio Negro, Neuquén and La Pampa hierarchical and professional staff private Oil and Gas Union, which groups all local skilled workers in the industry, has a signed agreement (637-11).
- An addendum to the collective labor agreements above mentioned (644-12 and 637-11) was signed as a guideline for unconventional development.

■ Working conditions:

The personnel associated to the fracture process will perform tasks in a 12-hour day, under a 2x1-work diagram, that is, two days of work for one of rest. The working conditions should be included as part of the Contract annexes. Such terms must be verifiable by means of payment slips and vacation tickets. RH team must consider organizational climate criteria on its management to seek improve workers performance.

■ Recruitment, selection, hiring and contract renewal:

Employment decisions and relationships should be based on the principle of equality and fair treatment and not discriminate with respect to any aspects of the employment relationship, such as recruitment and hiring, compensation (including wages and benefits), working conditions and terms of employment, access to training, job assignment, promotion, termination of employment or retirement, and disciplinary practices.

■ Staff Training and Induction:

In attention to the particularities of the activity, it is essential to develop permanently the skills and knowledge required by the staff to carry out the different functions. Companies must have an annual training plan that takes into account the training required for employees to have the technical tools and theoretical knowledge to carry out their tasks while they can access new development possibilities. Personnel training and training plans must respect the principle of equal opportunities and, consequently, employees must adapt their knowledge to technological changes or processes and systems that the industry has. Social related topics (Code of Conduct and Ethics, Stakeholders Engagement Program, Grievances Mechanism, Project social risks, etc.) should be included as part of the Induction Program as well.

■ Employment Termination:

Bearing in mind that the exploitation of unconventional hydrocarbons is still in the development stage, added to the high level of investment required, the parties agreed as part of the addendum to collective bargaining agreements that the modality of determined contracting term will be of general application for all personnel of this activity. In the event of interruption, suspension or cancellation of the contract or project that requires the services for non-conventional operations, the continuity of these contracts will be considered over, proceeding to the untying of the staff without having anything else to claim once the compensations have been paid. In these cases, articles 93, 94 and 95 of the Labor Contract Law apply.

⁵ Those bargaining agreements are validated by Ministry of Work and applicable to Vista and others operators.

9.5.3 Employee Training

Vista must identify the type of training that its managers and workers need in order to effectively implement action plans and improved associated to ESMS procedures. It is relevant to distinguish between those workers who only need basic ESMS training and those who need more advanced ESMS training to carry out their responsibilities.

The following list summarize the most relevant (but not limited to) training session required for staff groups.

Table 9-7 Minimal training requirements

Group staff	Relevant topics for training
Senior Managers	Introduction to IFC Performance Standards and ESMS; O&G sector best practices.
ESMS team	Introduction to IFC Performance Standards and the nine ESMS elements; Environmental legal requirements; Identification and evaluation of environmental and social risks and impacts; Root cause analysis; Stakeholder engagement; Monitoring of performance indicators; Internal auditing; Environmental and social reporting.
HR Team	Introduction to ESMS and IFC Performance Standard 2 – Labor and Working Conditions; Hiring, non-discrimination, anti- harassment, remuneration and other labor policies; Effective complaint management and resolution procedures for workers; Worker-management interaction.
Workers and Managers	Introduction to ESMS; ESMS policies; Instructions on new or modified operational procedures relevant to the tasks performed (e.g. waste management procedure; storage and handling of hazardous chemicals; use and maintenance of PPE); Emergency response procedures; Instruction on complaint management system; Worker-management interaction.
Procurement	Supply chain assessment based on environment and social requirements; Supply chain audits.

9.6 Management programs

The management programs of Vista are oriented based on the ISO 14001 and OSHAS 18001 standards, since Vista has both certifications, which have been recertified in the month of May 2019. The specific measures of the programs are based on the impacts identified within the environmental studies of the Project. They include general recommendations, followed by specific preventive measures (stage, action, resources affected, mitigation / prevention / restoration measures, implementation program, execution manager).

In addition, Vista will implement several mitigation measures management programs, plan, procedures to control environmental, biological, and social aspect related with Vista' operations. Those documents are developed on the chapter 8 as mitigation measures and on the chapter 9 as ESMS management programs.

A summarized table of management programs to be implemented by Vista are shown on table below.

Table 9-8 Vista management programs / plan / procedures

Aspect / Topic	Program / Plan / Procedure	Objective
Environmental	Air and Noise Management Program	Establish guidelines for the management of atmospheric quality (emissions of particulate material, combustion gases and noise levels).
	Soil Management Program	Establish guidelines for the management of construction material.
	Liquid Wastes	Control risks associated with drilling mud generated by Vista operations.
	Surface water and Groundwater quality Management Plan	Establish the guidelines regarding pollution prevention and adequate management of surface and groundwater quality and consume.
	Waste Treatment and Disposal Facilities	Establish operational standards for the management of solid waste (including generation, segregation, storage, transportation, treatment, recovery and final disposal) in order to minimize environmental impacts and comply with legal and other requirements.
	Hazardous Substances management program	Establish guidelines for the adequate storage, transportation and management of hazardous substances (fuels, lubricants and chemical products), in order to reduce any associated environmental risks.
	Structural stability Management Plan	Establish the guidelines regarding the adequate management of the structural stability and pollution prevention when fracking
	Erosion and Sedimentation Control	Define guidelines about an adequate management of runoff and erosion control in order to minimize soil degradation mainly due to factors related to the natural drainage existing in the area.
	Transit Management Program	The main objective is manage risks associated with routes used by Vista that can affect nearby populations.
Biological	Flora Management Program	To establish the guidelines regarding the proper management of the flora in order to avoid and / or minimize the alteration of the vegetation during the different stages of the project
	Fauna Management Program	To establish the guidelines regarding the proper management of the fauna in order to avoid and / or minimize the alteration of the biota during the different stages of the project
	Revegetation Program	Establish the actions and / or measures for revegetation in the areas of clearing in order to return these areas as similar as possible to the original ones, allowing to restore their erosion protection functions, habitats for fauna and ecosystem services
Monitoring	Water and Effluent Monitoring	The objective of the Environmental Quality Monitoring Program for Water and Effluent is to measure, monitor and ensure compliance with the measures established

Aspect / Topic	Program / Plan / Procedure	Objective
		by VISTA in the Environmental Management Plan that aim to minimize the negative environmental impacts that may arise from project activities.
	Air and Emissions Monitoring	The objective of the Environmental Quality Monitoring Program for Air and Emission is to measure, monitor and ensure compliance with the measures established by VISTA in the Environmental Management Plan that aim to minimize the negative environmental impacts that may arise from project activities
	Biodiversity Monitoring Program	To improve the information available for decision-makers in the project area through the regular collecting of data on flora and fauna populations. The focus is on identifying trends in biodiversity.
	Land access program	Manage the process of land access required by Vista through unique negotiation criteria that allows controlling risks and mitigating the impacts that the change in land use and the income generated by the easement may have on landowners' livelihoods.
	Local capacity building program	The overall objective of this sub program is strengthen the public management capacities of the governments of Añelo, Catriel and San Patricio de Chañar, so they can take advantage of the opportunities generated by the development of the oil and gas sector, and in consequence, enhance the socio economic development and good governance of their localities.
	Archaeological, Historical, and Cultural Resources Procedure	Provide protocols to follow in the case of a chance archaeological or paleontological find during the development of the works.
ESMS	Emergency Preparedness and Response Program	Foresee a timely and adequate response to unforeseen incidents, in order to minimize the extent of damages and losses that maybe caused at Vista project.
	Workers Grievance Mechanism	The main objective of the Workers Grievance Mechanism is to achieve consistent treatment in the handling of personal grievances in the workplace and provide a procedure to follow in the event a personal grievance arises
	Stakeholder Engagement Program (SEP)	The SEP aims to build and sustain respect and trust between the Project and its external stakeholders, by: identifying them, delivering them timely, relevant and accessible information regarding the Project, providing them with opportunities to express and answer their opinions, concerns and grievances.
	Monitoring and Review Program	Monitor and measure the effectiveness of the management program in placed at Vista project.

Aspect / Topic	Program / Plan / Procedure	Objective
	Third-party Management Program	Provide guidelines to Vista operations to ensure their contractors are aware with International Finance Corporation (IFC) of and meet IFC’s Performance Standards as well as the World Bank Group (WBG) Environmental, Health, and Safety (EHS) Guidelines relevant to their activities.
	Security personnel Program	To implement and monitor measures to manage and control potential security risks and impacts resulting from the recruitment and performance of the Project’s security personnel.

9.7 Workers grievances mechanism

Engaging with workers and responding to their concerns and grievances is essential for the successful operation of any business. The purpose of this Grievance Mechanism is manage workers concerns and grievances in an effective, timely, and transparent manner. This Grievance Mechanism helps Vista Oil and Gas adequately manage grievances and prevent conflicts with workers –therefore improving the working environment- and align with international best practices in labour and working conditions.

A grievance mechanism can enhance workplace outcomes by letting workers know that their voices are heard and that their issues are subject to formal consideration within the company.

9.7.1 Objective

The main objective of the Workers Grievance Mechanism is to receive, attend and resolve grievances in the workplace and provide a procedure to follow when a workplace grievance arises.

The specific objectives of the grievance mechanism are to:

- Provide a mechanism for internal stakeholder concerns and grievances to be addressed effectively, transparently and in a timely manner by Vista

It should be noted that, in addition to the present Grievance Mechanism, the Collective Labour Agreements 644/12 and 637/11 Addendum, provides, in its item 4, a Conflict Resolution Mechanism, with intervention of a Special Commission on Interpretation and Resolution of Conflicts (CEI).

9.7.2 Application scope

The Grievance Mechanism must be implemented in all Project stages, for direct and indirect workers, and in all Vista Oil and Gas facilities, that is, field operations (production facilities), and the Neuquén and Buenos Aires offices.

9.7.3 Definitions

- **Grievance:** An issue, concern, problem, or claim (perceived or actual) that an employee (direct or hired by a company contractor) wants Vista to address in a formal manner.

Grievances can focus on almost any aspect of work, for example: safety in the workplace, workplace harassment, development or training, supervision, work schedules, performance assessment, transfers or promotions, wage levels, personal protection equipment, etcetera.

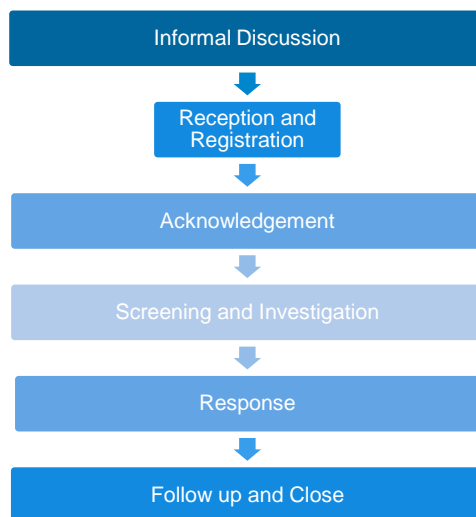
- **Grievance mechanism:** a formalized procedure to receive, evaluate, and resolve workers concerns and grievances concerning work-related issues.

- Internal stakeholders: groups or individuals within an organization working within, such as workers and contractors' workers, managers, contractors' managers, etcetera.
- Confidentiality: protection of complainants' information in the process of presenting concerns and grievances, to ensure that there will be no retaliation or discrimination against those who express grievances.

9.7.4 Procedure

The figure below describes the process that Vista will use to resolve workers grievances:

Figure 4 Workers Grievance Mechanism Procedure



9.7.4.1 Informal discussion

Workers are encouraged to use informal discussion to resolve grievances. They should, whenever it is possible, talk it over with their manager. Informal agreement on a solution may be possible, which makes it more likely that resolution is faster and more accurate.

9.7.4.2 Reception and Registration

If the grievance is serious or the worker wishes to raise it formally, it must set out the grievance in writing to his manager, using a form especially designed by Vista. A grievance database should be developed to keep all grievance cases information for further analysis. All stages of the grievance handling must be documented in the database.

9.7.4.3 Acknowledgement

Vista must report to the complainant that the grievance has been received and that it is currently being attended by Mechanism owners.

9.7.4.4 Screening and Investigation

Grievance Mechanism owners must screen all grievances to make sure that they belong in the Mechanism and to establish their level of priority. Screened and admitted cases must be investigated to establish facts and to determine how the grievance should be resolved.

9.7.4.5 Response

Every effort should be made to secure a resolution in the best interests of the worker and Vista. The response will inform the complainant of the outcome of the grievance attention process, in order to explain the scope of the response and clear any doubts the complainant may have.

In first instance, the estimated time of resolution is 15 days (maximum) upon receiving the grievance. In case of appeal, the estimated time is one month from the date the second instance receives the grievance.

Vista Oil & Gas must define people in charge of resolving grievance in first and second instance. The decision is final after the second instance within the terms of Vista's internal Grievance Mechanism

9.7.4.6 Follow up and Close

Once a response has been issued, reception of the response by the complainant shall be recorded with a form. Worker satisfaction with the process must be recorded (for example, through a survey) to ensure continuous improvement.

9.7.5 Channels

Affected workers can access the grievance mechanism through any of the several channels available to receive grievances:

- Telephone: 0800-34-line (54632)
- Website: www.bdolineaetica.com/vista
- e-mail: vista@bdolineaetica.com
- Letter: Rondeau 2664 Pb, C1262abh Caba
- Personal interview: 0800-345-0843

Trained Vista staff or authorized third parties will receive any grievance and forward it for registration.

9.7.6 Good practice

The Grievance Mechanism must consider elements of good practice, such as:

- Impose as few restrictions as possible on the types of issue that can be raised under the Mechanism
- Respect the confidentiality of all parties in the grievance handling process
- Take steps to protect parties to the grievance handling process from retaliation
- Take steps to prevent conflicts of interest within the grievance handling process
- Engage stakeholders in the design and monitoring of the Mechanism
- Take active steps to make the grievance mechanism as accessible as possible to all affected. Examples: disseminate the existence of the mechanism (for example via Workers Union, meetings, local media, leaflets, websites, etcetera).
- Provide multiple points of access. Ensure access points are convenient in terms of location and times of availability
- Ensure information about the mechanism is available in relevant local languages. Use the language of workers (*Spanish, Guaraní, Mapuche and Quechua, if applicable for the case*).

- Disseminate information on how the Mechanism works, as well as timelines for handling grievances and types of resolution available
- Acknowledge receipt of grievances and provide regular status updates
- Put tracking systems in place for logging grievances and monitoring actions
- Take steps to build confidence in the fact-finding process. Examples: Meet face to face with complainants, allow complainants to be accompanied by a friend or family member, use independent third parties as technical experts, mediators or facilitators
- Verify that outcomes are consistent with human rights
- Seek feedback on Mechanism functioning. Examples: workers surveys, satisfaction surveys of previous complainants
- Report to affected employees on Mechanism performance. Examples: Provide feedback on typical cases and outcomes, provide indicative data on number and type of grievances received
- Analyse data on grievances and lessons learned to inform changes in policy or practice that can help prevent recurrences
- Have an assurance process to ensure the proper functioning of the mechanism
- Attention must be paid not only to circumstances of the grievance but also to worker perception, taking note to demonstrate a real interest in the matter.
- The facts should be clarified, asking specific questions to establish the key points of interest and verifying that there are no contradictions in the worker's version and that their real concern is being captured.

9.7.7 Training

Training of workers, contractors' workers, contractors' managers and Vista Project managers on Grievance Mechanism procedures and how to manage grievances. Training must focus on 1) workers and 2) the team in charge of workers grievances (HR, Health, Safety & Environment, Legal, and Security). Contractors and subcontractors must also implement training for their workers on how the Grievance Mechanism applicable to them works.

9.7.8 Monitoring and evaluation

Performance monitoring requires clear standards and criteria. Vista Oil and Gas must monitor both quantitative and qualitative indicators, such as the number and type of complaints received, response times and feedback from stakeholders regarding satisfaction with the process. Monitoring must be embedded in existing Vista systems.

A review process should be conducted periodically to check the functioning of the grievance mechanism. The review should report on trends in grievances and assess the overall performance of the mechanism. The report should be reviewed by senior management. Adjustments to the mechanism should be approved by management, implemented and shared publicly if appropriate.

9.7.9 Roles and responsibilities

The area in charge of this mechanism is Human Resources. The Mechanism owner is the Human Resources Manager. The HR Manager will ensure that all workers are properly informed, that all grievances are responded in an effective, transparent and timely manner, and that data resulting from the mechanism translates into improvements in labor management from Vista and its contractors.

The team in charge of the grievance mechanism will be composed of representatives of Human Resources, Health, Safety & Environment (HSE), Security and Legal. A Senior Management sponsor should be appointed to oversee the process and ensure leadership support.

Once assembled, the team must agree on a scope of work, roles and responsibilities, a timeline for implementation and any resource requirements. To develop a preliminary plan, the team must consult with internal stakeholders to get their feedback. Internal stakeholders may include owners of existing grievance handling processes, managers, joint venture partners and contractors.

9.7.10 Implementation schedule

As mentioned above, the Workers Grievance Mechanism will be implemented continuously, from construction to abandonment

9.7.11 Performance Indicators

- Number of responses to concerns and grievances/ Number of concerns and grievances received
- Number of responses to concerns and grievances with no-objection / Number of responses to concerns and grievances
- Number of responses to concerns and grievances within response deadlines / Number of responses to concerns and grievances
- Number of responses to concerns and grievances satisfaction / Number of responses to concerns and grievances

Standard operating procedures have been reviewed and amended where investigations reveal significant and repeat grievances

9.8 Stakeholder Engagement Program

Vista currently develops a Stakeholder Engagement and a Communications Program, as part of its Sustainability Plan⁶. These Programs aim to identify stakeholders, map related risks, agree on priority issues, and to engage them strategically, according to the potential impact on operational development and to the maturity of the relationship with the stakeholder. The Programs include a Stakeholder Map, aligned to ISO 14001, which identifies and analyzes relevant stakeholders. The following section builds on these documents and proposes recommendations aligned to the IFC PS 1.

9.8.1 Objective

The Stakeholder Engagement Program (SEP) aims to build and sustain respect and trust between the Project and its external stakeholders, by: identifying them, delivering them timely, relevant and accessible information regarding the Project, providing them with opportunities to express and answer their opinions, concerns and grievances.

The SEP will control social risks to and from the Project associated with its implementation in all of its phases. The SEP aims to control social risks, and support management of occupational and community health and safety:

- Related to the change in land use and landholders livelihoods, risk of stakeholder issues with the land easement process, leading to protests or conflict.
- Related to local employment, occupational health and safety risks due to poor working conditions.
- Related to local employment, risk of labour conflicts with local unions, leading to protests or strike actions.

⁶ Evolution Journey Sustentabilidad.

- Related to the increased transit of vehicles, risks of traffic accidents leading to community health and safety impacts.
- Related to operation issues, risk of emergencies that arise from operational contingencies

9.8.2 Application scope

The SEP will be implemented throughout the Project’s lifespan: construction, operation and abandonment.

The SEP is oriented to the Project’s external stakeholders, located either in its direct or indirect influence areas. Its area of implementation will be the Neuquén and Rio Negro Provinces (related to engagement with national and provincial government officials/representatives), and the Municipalities of Catriel and Añelo, including San Patricio de Chañar (related to engaging landholders, unions, workers, contractors’ workers, and municipal government officials/representatives).

9.8.3 Definitions

Key definitions to be used as the SEP is implemented:

- Stakeholder: individual or group that affects/influences or can be affected/influenced by Project activities, directly or indirectly, positively or negatively
- Engagement: a process that leads to a joint effort by stakeholders, authorities and Project managers, who work together to produce better decisions than they would have made, had they acted independently. Engagement involves a combination of different types of participation, including informing, consulting, involving, collaborating, and empowering
- Concern: a request for information about policies, plans, programs, procedures, projects or activities of LAP or AIJCh, its contractors or subcontractors, which may or may not involve a grievance.
- Grievance: an issue or problem (perceived or actual) that an individual or group stakeholder wants the Project, or its contractors and subcontractors, to address and resolve.

9.8.4 Actions

The SEP will implement, monitor and review the following actions:

9.8.4.1 Stakeholder mapping

The SEP will consider the specificities of external stakeholders while designing its strategy. To this end, frequent updating of the Stakeholder Map will be scheduled. Vista will conduct a Stakeholder Mapping, at least annually, to keep an updated record of their stakeholders (mainly: national, provincial and municipal authorities, landholders, unions and their representatives, workers and contractors workers and their representatives). The Map will include a list of all stakeholders that the Project will inform and consult. This list must consider groups directly or indirectly affected by the Project, groups interested in the Project, and groups that can influence Project operations and/or results. It is crucial for the success of the Program that this identification is followed up by an analysis of the stakeholders’ most important features (mainly: influence and interest in the Project), so that Vista can prioritize between stakeholders and craft appropriate engagement strategies for each one.

Table 9-9 Stakeholders Analysis table

Category	Name/ Stakeholder group represented	Location/Contact details	Interest	Influence	Main concerns/issues	Strategy

The Map will be developed using both primary and secondary information, either collected specifically for this purpose (for example, in-depth interviews, focus groups, or workshops with stakeholders representatives) or already in possession of Vista (for example, minutes of past stakeholder meetings).

Stakeholder analysis will define stakeholder engagement strategies or lines of action, and should reflect a classification based of the stakeholders main features:

Table 9-10 Stakeholder Analysis Matrix

Influence level	+	Keep satisfied	Manage from up close
	-	Keep in mind	Keep informed
		-	+
	Interest level		

9.8.4.2 External Communication and Reporting

Vista will provide affected external stakeholders with accessible information, according to Project impact severity, information which might include: descriptions of the Project, its main relevant risks and impacts, the management measures developed to address them, Vista’s plan for engagement and the grievance mechanism (while avoiding sharing company sensitive or confidential information. The SEP must plan and authorize/clear all communication with external stakeholders). Vista must also report Project external stakeholders frequently regarding impacts and impact management monitoring⁷, also according to impact severity. For example, engagement with landholders to manage easement agreements (currently ongoing) will include information on land use, schedules and potential impacts (as currently performed by Vista).

In addition, each external stakeholder will be engaged regarding their own particular concerns and/or grievances, which will be obtained through either Stakeholder Mapping, everyday engagement activities (such as meetings) or the Grievance Mechanism (see below, Grievance Mechanism), and also added to the communication strategy.

The general Stakeholder Communication Strategy should include topics of interest of each stakeholder, messages to disseminate, means of communication and timing:

⁷ Examples of such ongoing reporting are environmental and social assessment reports; company newsletters; annual monitoring reports (such as the ones submitted to lenders); company’s annual reports and sustainability reports.

Table 9-11 Stakeholder Communication Strategy

Stakeholder group	Strategy	Topics of interest	Message	Means of communication	Frequency (minimum)	Agreement or Program associated

All external stakeholder communication activities must be recorded in a Stakeholder Activities Log, so that they can be kept track of and followed up on:

Table 9-12 Stakeholder Activities Log

Date and location	Vista staff who attended	Stakeholder contact who attended	Meeting summary/ Main issues raised	Follow up actions

Finally, the SEP will address external communications regarding three important topics:

- Local Capacity-Building Program (see 8.4.2 above): opportunities to participate in the Program’s components must be disseminated among stakeholders potentially interested. Selection criteria must be defined and communicated. Agreements must be signed with those selected to participate in order to ensure participation and commitment. Follow up on Program’s activities and results (for example, through the Program’s key performance indicators) must be provided to external stakeholders participating.
- Emergency Preparedness and Response (see 9.4.6 above): Vista will update its Emergency External Communications Plan, with the following: previously identified risks that may affect local population or their property directly or indirectly (if none, explicitly state so), control measures adopted by Vista, Vista staff in charge of the emergency plan, and site contacts to refer to in case of emergency. In addition, Vista must engage local authorities and population and adequately inform them during any emergency taking place that concerns them. The plan must define a person in charge and provide it with guidelines to address external stakeholder emergency communication.
- Transit Management Plan and Road Safety (see 8.1.9 above): Vista will engage local (provincial and municipal) authorities to plan for transit route management, road safety campaigns, and transit emergency action plan. In addition, Vista will coordinate will local population to participate in road-safety campaign actions. Finally, Vista will engage local health centres and posts to coordinate eventual actions in the context of a traffic emergency.

Each engagement action related to this program must be considered in the Stakeholder Engagement Plan (SEP), and added to the Stakeholder Communication Strategy.

9.8.4.3 External Grievance mechanism

Grievance Mechanism (including Land Access grievances): Vista will develop a Grievance Mechanism to receive, attend and resolve external stakeholder concerns and grievances. Such

Mechanism must follow this process: receive and register, acknowledge, screen, investigate, respond, follow up and close.

- Receive and register: any Project worker or contractors that learns of a potential grievance, shall inform the SEP manager. The Project will train its workers (and contractors' workers) in receiving grievances, particularly those who interact most with external stakeholders. A grievance reception form should be developed that contains, at a minimum: Complainant data (optional), Description of grievance, Attachments (optional), Observations or comments, Responsible for registration.

Grievances received will be categorized according to priority and eligibility. Low priority are grievances that do not require resolution, but only information or clarification to the complainant. Medium priority are grievances related to health, safety, environment, community, and contractors and subcontractors issues. High priority are grievances related to the safety of personnel, as well as those related to the health and safety of construction workers. Eligibility: a grievance is not eligible when the issue clearly does not involve the Project and/or when the complainant does not belong to the Project's area of influence. Grievances will be recorded in the grievance system or database. Registration of grievances will be made within 24 hours of its reception. A form should be developed for the registration of grievances received, containing at least:

Table 9-13 Items of the Grievance Database

#	Item
1	Is the grievance incident new or pre-existing?
2	ID
3	Means of filing a grievance
4	Date of reception
5	Date of registration
6	Date of last update
7	Notified first by
8	Entered by
9	Last updated by
10	Date referred by grievance incident (if applicable)
11	Time referred by grievance incident (if applicable)
12	Anonymous complaint?
13	Claimant's stakeholder category
14	Geographical scope of stakeholder (if available)
15	Claimant's name (if available)
16	Claimant's telephone number (if available)
17	Location of grievance incident
18	Category of grievance
19	Description of the grievance
20	Person in charge of grievance
21	Priority of the grievance
22	Comments (regarding grievance reception and registration)
23	Additional information
24	Person in charge of evaluation

25	Outcome of the evaluation
26	Actions to be implemented to resolve the grievance
27	Person in charge of implementing the actions
28	Response delivery date
29	Does the complainant have any objections to the reply?
30	Date of closure
31	Date of deadline
32	Current status of grievance
33	Observations

Grievance register includes continuous updating of cases in the system or database throughout the rest of the grievance attention process (Evaluation and Investigation, Response, Follow up and Closure). Not-eligible grievances will be answered to explaining the reasons for non-eligibility to the complainant.

- Evaluation and investigation: evaluation studies the case and determines how the grievance should be resolved. The evaluation of grievances will define the person in charge of the grievance. The person in charge may be Institutional Relations/Sustainability Management, Institutional Relations/Sustainability Management in coordination with other Area(s). Institutional Relations/Sustainability Management in coordination with other Area(s) and with the General Management. The evaluation will be registered in the system or database.

Investigation of the case will have the following stages: preparation, data collection (human, physical and/or documentary evidence), data analysis, and conclusions. This process must identify opportunities to involve the complainant in its activities to increase confidence on the process. The Investigation will be registered in the system or database.

- Response: The approach of the response may be a Project proposal, a joint decision (Project and claimant), or refer to third party to decide (e.g. Peace Court, Ombudsman's Office), and will be determined by Management. The response will inform the complainant of the outcome of the grievance attention process, in order to explain the scope of the response and clear any doubts the complainant may have. In cases of high priority, Management will evaluate the participation of the Manager. All grievances will be responded to within 30 calendar days of reception. In the event that a response requires a longer period, it shall be communicated within 30 calendar days of reception, including the reasons for the delay. The response will be documented in the system or database.
- Follow up and closure: reception of the response by the complainant shall be recorded with a form, which shall contain a minimum, Complainant data, Response description, and a Complainant signature to acknowledge reception. In the Format, the complainant shall also indicate whether he or she has no objections to the reply. The resolution or closure will be documented in the system or database.

9.8.4.4 Code of Ethics and Conduct

Vista's Code of Ethics and Conduct has been recently updated to reflect company's ethics values and principles. It is applicable to all Vista related human capital: directors, employees, partners, advisors, consultants, customers, service providers, agents, contractors, and sub-contractors, who agree to comply with it as part of their company-related activities.

As a complementary measure of stakeholder management, Vista will add to its Code of Ethics and Conduct, mandatory rules of behavior that all Project staff/personnel must observe while working in the Project particularly regarding interaction with external stakeholders, and environmental protection. This modified Code will be distributed to current and new workers, and the new topics included in entry inductions and in the workers' ordinary training schedule.

9.8.5 Responsibilities

The team responsible for developing, implementing and monitoring the SEP and its activities will be the Institutional Relations/Sustainability Area. The owner of the SEP is the Institutional Relations/Sustainability Manager.

9.8.6 Implementation schedule

As mentioned above, The SEP will be implemented continuously, from construction to abandonment.

9.8.7 KPI

Program performance will be reviewed using the following indicators:

- Stakeholder Mapping updates (formal) in a year
 - % of stakeholders engaged according to timing in a year
 - No of grievances received through the Grievance Mechanism yearly
 - % of grievances solved through the Grievance Mechanism yearly

9.9 Monitoring and Review Program

9.9.1 Objective

Monitor and measure the effectiveness of the management program in placed at Vista project, in order to determine if Vista E&S programs, plans, and procedures are achieving established objectives.

9.9.2 Application scope

This program will be applicable for construction, operation and abandonment stages of project, including to Vista and third party E&S performance.

9.9.3 Impacts to control

Low and/or inadequate performance of the E & S management, due to the lack of follow-up of the programs required to be implemented by Vista. Considering that the execution of the activities of Vista includes several programs to control the environmental, biological, and social aspects, as well as the management programs, it is important to have defined control measures for an adequate follow-up, in order to determine in a timely manner improvements in the management of Vista.

9.9.4 Actions

Vista must develop an annual fitted monitoring plan considering all the key performance indicators (KPI) defined, to monitor the effectiveness of mitigation measures to be implementation. Monitoring result will allow defining new KPI targets for the periods below; therefore will ensure the continuous improvement.

An example of information reviewed during this process is shown on the table below:

Table 9-14 Monitoring ESMS Plan

Program / Plan / Procedure	KPI	Verification records	Compliance status	New KPI targets
Air and noise management	<ul style="list-style-type: none"> ■ Technical-mechanical certification of vehicles, machinery and equipment. ■ Results from the monitoring of environmental noise, air quality and atmospheric emissions, as indicated in the guidelines for the Environmental Quality Monitoring Program. 	<ul style="list-style-type: none"> ■ Review of maintenance program and evidences of compliance 	<ul style="list-style-type: none"> ■ Obtained % 	<ul style="list-style-type: none"> ■ New %

In the same way, an audit process could be implemented to monitor the effectiveness of the management program in placed at Vista project; a sample of proposed methodology is included on *Annex 9.5*. It is recommended to hold at least an annual monitoring or audit session.

Monitoring results should be documented, and the necessary corrective and preventive actions identified. Vista should also ensure that these corrective and preventive actions have been implemented and that there is a systematic follow-up to ensure their effectiveness.

9.9.5 Responsible of Implementation

The responsible team of the lead, implement and monitor this program will be the HSE Area. Given that this program involve the participation of multidisciplinary team, Vista must assign a process owner in order to ensure the effectiveness of its implementation.

9.10 Third-party Management Program

9.10.1 Objective

Provide guidelines to Vista operations to ensure their contractors are aware with International Finance Corporation (IFC) of and meet IFC's Performance Standards as well as the World Bank Group (WBG) Environmental, Health, and Safety (EHS) Guidelines relevant to their activities.

This program will include monitoring activities in order to assess contractors E&S performance.

9.10.2 Application Scope

This program will be applicable to the entire Vista' project stages, construction, operations and abandonment, covering bidding process, selection of the contractor, the contract, and the execution of the work by third-party.

Third-party management program will cover, but are not limited to the following topics, occupational health and safety (OHS), community health and safety, gender-based violence prevention, labour conditions, safety and security, resettlement, biodiversity, cultural, heritage, stakeholder engagement, procurement, and supply chain management.

9.10.3 Impacts to control

In general, the lack of an implemented environmental and social management system by third-party can generate situations of risk in environmental aspects to the area of influence, social aspects to their neighbouring communities, and health and safety aspects of their workers. In the same way, these risks could be reflected on its subcontractors and supply chain.

9.10.4 Mitigation Measures

The implementation of the third-party program will provide a consistent and effective approach for managing the E&S performance of contractors to ensure compliance with IFC requirements. This document could be also shared to assist contractors in managing their subcontractors.

The following process comprises the program: bidding, selection, contract, work execution, and monitoring.

9.10.4.1 Third-party initial risk assessment

Vista must determine among its third-party companies, those whose its activities could represent a risk for Vista operations. This assessment process is a relevant first step to limit the effort required to third parties management, focusing on those relevant companies under an environmental and social context.

This evaluation could be a quantitative or qualitative process, in which, based Vista' multidisciplinary team experience (such as, Operation Manager, EHS Manager, and RH Manager) the exposition level of company in regards its environmental and social risks can be value.

As result from this assessment, Vista will have a deperated list of regular suppliers and contracto third-party companies of low E&S risks for which Vista can define minimum E&S requirements to be requested. Third-party companies out of this deperated list will be considered complex third-party companies and must apply the following processes to ensure potential E&S risks will be controlled.

9.10.4.2 Bidding process

This process initiate with the third-party company selection stage, which will be executed by a Vista multidisciplinary team, in order to assess potential companies for the project's E&S matters, including E&S company's performance, worker and community health, safety and security, and human resources.

For that, Vista must develop Terms of Reference of required services, in which will include all the E&S requirements that are expected to be fulfil by third-party companies. Is relevant be most clear and specific possible with the statement of the expected E&S requirements, describing the required information, documents to be elaborated, records to be kept, key performance indicators to be monitoring, reports to be issued, as well as the frequency of report.

When it comes to specific regulation, is important to indicate national laws and/or regulations that need to be comply, as well as international good practices acquired by Vista (such as, IFC PS, WBG Guidelines, ILO, UN, others), which also will be assumed by potential hired companies. In the same way Vista standards, policies, code of ethics and similar documentation must be part of the regulations to be required compliance by potential hired companies.

Is recommended that Vista to elaborate a summarized E&S general requirements for complex third-party companies, that can be attached to any bidding process, in order to maintain an agile process. In case of required, specific E&S requirements can be added to this list.

A third-party company E&S requirements document fosters a better understanding of expectations and helps the potential companies to know from the beginning what is required and deemed necessary to match the requirements and associated costs. This can be particularly helpful during the bidding and procurement process.

With the focus of validate the E&S potential companies performances, Vista can request details including (but not limited to) past EHS company performance, such as:

- E&S Management System;
- Number and qualifications of ESHS personnel;
- Occupational Health and Safety (OHS) procedures and controls;
- OHS statistic of previous years;
- HR policies, codes of conduct, and grievance mechanism controls; and
- Supply chain management.

This prequalification may be established by several means, as defined by Vista. It is recommended to document the process using a questionnaire including all E&S requirements described above. A Sample questionnaire to Include in Requests for Expression of Interest or Prescreening of Contractors⁸ is included on the **Annex 9.3**.

9.10.4.3 Selection process

Selection process include the assessment methodology, criteria, key performance indicators (KPIs), and weightings need to be established in discussion with the rest of the project team.

Vista must define the non-negotiable criterial to be considered as part of the assessment, and the score ranges to consider a company as acceptable or not acceptable.

Although the evaluations may vary depending on the tendered services, is recommended that the following be considered grounds for disqualification or non-negotiable criterial:

- Failure to provide information on past E&S performance, including health and safety records;
- Reports of past performance deemed unacceptable for the current project;
- Notices of material labour issues between workers and management;
- Fines and sanctions imposed by E&S and labour regulators and authorities;
- Poor security management records from previous projects; and
- Material community grievances and high profile adverse press reports on E&S matters.

The selection process including (but not limited to) the following criterial to be reviewed:

- EHS KPI (TRIR, DART, Fatalities);
- Company E&S management systems;
- Company Policies; and
- ESHS organization capacity;

It is strongly recommended that the team evaluating third-party proposals include at least one qualified and experienced E&S professional who has been involved in the development of solicitations and the establishment of the criteria that should be used to evaluate third-party' E&S qualifications.

9.10.4.4 Contract process

Once selected the third-party company, Vista will continue with the contract stage, in which is relevant to consider the inclusion of E&S conditions, as well as penalties and/or incentives for E&S performance of third-party companies.

into the contract to be signed between Vista a third-part company.

With the objective to determine the Vista's supervision role during third-party company work execution stage is important to define an E&S organization chart illustrating reporting lines on E&S for Vista and

⁸ <https://www.ifc.org/ESContractorManagement>

the hired third-party company, this information is a key aspect of the contract negotiations and is recommended to be included with the contract documentation.

Vista must include of service-specific E&S requirements, to require contractors to implement corresponding E&S commitments specified in project specific ESIA's and E&S management plans, clients should include and directly reference these requirements (is recommended to include an annexes or appendixes), regardless of contract type.

Vista should list in the E&S conditions of the contract all E&S Management Plans and associated documentation that must be prepared and implemented by the third-party company, and require that these documents be submitted for client review and approval within an agreed timeline relative to the project or service schedule, contractor mobilization, and commencement of work. The level of required documentation and E&S plans may depend on the scope of work of the activities and services being provided. In the case of small third-party companies or tasks and services that do not pose significant E&S risks, a general E&S plan describing controls and monitoring mechanisms, or the adherence to a pertinent Vista's procedures, may be sufficient.

Vista will consider the inclusion of requirement that appropriate resources and key E&S personnel be appointed as part of the contract, throughout project implementation, or during the period in which their services are needed to manage and implement E&S requirements. It is recommended that conditions for replacement of key personnel should be acceptable to the Vista's E&S representatives.

Vista should ensure their contracts include general and/or project-specific requirements, as applicable according the third-party company services nature, a reference of proposed requirements to include on contract are described on **Annex 9.4**.

9.10.4.5 *Work execution*

As required and agreed on project / service signed contract an E&S organization chart illustrating reporting lines on E&S for Vista and the hired third-party company must be implemented during the third-party company work execution stage. It is relevant to have clear responsibilities and reporting lines to avoid duplication of effort or, conversely, gaps in monitoring.

Vista role as supervisor is determining to ensure the implementation of third party Company E&S Management Plans committed as part of contract stage.

Immediately after sign the contract, the contractor must develop a fitted project / service E&S Management Plans, this requirement is relevant due to is usually that at bidding process third party Company E&S Management Plans has a general or conceptual level, which will not allow Vista complete a proper E&S performance monitoring. This project / service E&S Management Plans will be submitted to revision and approval of E&S Vista team.

It is recommended to associate third-party company milestone payments with the compliance of requirements including on that E&S conditions, allowing Vista to handle the execution of complex specific requirements. By other hand, it is also recommended to incentive positive E&S performance, thus Vista can include incentive mechanisms in the payments for satisfactory E&S performance and control of potential impacts as part of their completion of major works.

Vista under its supervision Role will monitor third-party company E&S performance and ensure they are monitoring its own activities as well as all its subcontractors' E&S performance, when applicable.

Vista should require third-party company to report on an agreed frequency their E&S performance and metrics (which shall include relevant information and data from subcontractors, as applicable). Timely reporting of E&S performance and results enables the client to identify opportunities for improvement, prevent poor performance issues, and assist them if corrective action is to be taken.

Vista must define along third-party company permanence a scheduled regular meetings, which are essential to ensure company performance is satisfactory and that project specifications are being met. The authority of monitoring staff who control contractor performance also needs to be clarified and

understood by contractors (for example, who gives instructions to stop work or proceed but with modifying the approach, scope, equipment, and so forth).

Vista shall ensure that contractors employ qualified E&S personnel to oversee E&S performance, and that contractor staffing and resources are commensurate with the magnitude and timing of work and potential E&S risks. For that, Vista should also be involved on the approval process of document, including for training programs, to ensure all staff are aware of E&S commitments and their part in meeting them.

9.10.4.6 *Monitoring*

In order to ensure an appropriated E&S third-party company performance, Vista will require them to monitor and keep records in accordance with third-party company E&S management systems, programs or plans.

Third-party company monitoring process may include monitoring of E&S matters, scheduled and unscheduled inspections to work locations, observations made during routine activities, desk reviews, drills, and any other monitoring protocols implemented by the third-party company to ensure E&S compliance.

Vista must require third-party company to report on E&S performance on at least a monthly basis throughout the construction phase, including mobilization, construction, and demobilization. It is possible to increase the frequency, depending of the third-party company performance.

Reported E&S information should include the following:

- i. Safety: hours worked, recordable incidents and corresponding Root Cause Analysis (lost time incidents, medical treatment cases), first aid cases, high potential near misses, and remedial and preventive activities required (for example, revised job safety analysis, new or different equipment, skills training, and so forth)
- ii. Environmental incidents and near misses: environmental incidents and high potential near misses and how they have been addressed, what is outstanding, and lessons learned.
- iii. Major works: those undertaken and completed, progress against project schedule, and key work fronts (work areas).
- iv. E&S staffing: new hires and departures, and listing of current staff and titles.
- v. E&S requirements: noncompliance incidents with permits and national law (legal noncompliance), project commitments, or other E&S requirements.
- vi. E&S inspections and audits: by contractor, engineer, or others, including authorities—to include date, inspector or auditor name, sites visited and records reviewed, major findings, and actions taken.
- vii. Workers: number of workers, indication of origin (expatriate, local, nonlocal nationals), gender, and skill level (unskilled, skilled, supervisory, professional, management).
- viii. Training on E&S issues: including dates, number of trainees, and topics.
- ix. Footprint management: details of any work outside boundaries or major off-site impacts caused by ongoing construction—to include date, location, impacts, and actions taken.
- x. External stakeholder engagement: highlights, including formal and informal meetings, and information disclosure and dissemination—to include a breakdown of women and men consulted and themes coming from various stakeholder groups, including vulnerable groups (e.g., disabled, elderly, children, etc.).
- xi. Details of any security risks: details of risks the contractor may be exposed to while performing its work—the threats may come from third parties external to the project or from inappropriate conduct from security forces employed either by the client or public security forces.

- xii. Worker grievances: details including occurrence date, grievance, and date submitted; actions taken and dates; resolution (if any) and date; and follow-up yet to be taken—grievances listed should include those received since the preceding report and those that were unresolved at the time of that report.
- xiii. External stakeholder grievances: grievance and date submitted, action(s) taken and date(s), resolution (if any) and date, and follow-up yet to be taken—grievances listed should include those received since the preceding report and those that were unresolved at the time of that report. Grievance data should be gender-disaggregated. Particular sensitivity may be needed around SEA or GBV issues raised.
- xiv. Major E&S changes: to ESMS, E&S management, or E&S practices.
- xv. Deficiency and performance management: actions taken in response to previous notices of deficiency or observations regarding E&S performance and/or plans for actions to be taken—these should continue to be reported until the client determines the issue is resolved satisfactorily.

9.10.4.7 Supply chain requirements

When it comes to primary supply chain, when reasonably possible, Vista shall control the risks and impacts identification process, also considering those risks and impacts associated with primary supply chains for the following scenarios:

Table 9-15 Supply chain risks and control measures

Supply chain risks scenarios	Vista control measures
Where there is a high risk of child labor or forced labor in the primary supply chain	Vista will monitor its primary supply chain on an ongoing basis in order to identify any significant changes in its supply chain and if new risks or incidents of child and/or forced labor are identified, the client will take appropriate steps to remedy them.
Where there is a high risk of significant safety issues related to supply chain workers	Vista will introduce procedures and mitigation measures to ensure that primary suppliers within the supply chain are taking steps to prevent or to correct life-threatening situations.
Where there is a risk of significant conversion of natural and or critical habitats, associated with purchasing primary production (especially but not exclusively food and fiber commodities.	<p>Vista must implement verification measures to ensure responsible purchases:</p> <ul style="list-style-type: none"> ▪ Identify where the supply is coming from and the habitat type of this area; ▪ Provide for an ongoing review of the client’s primary supply chains; ▪ Limit procurement to those suppliers that can demonstrate that they are not contributing to significant conversion of natural and/or critical habitats (this may be demonstrated by delivery of certified product, or progress towards verification or certification under a credible scheme in certain commodities and/or locations); and ▪ Where possible, require actions to shift the client’s primary supply chain over time to suppliers that can demonstrate that they are not significantly adversely impacting these areas.

In general, for those cases in which Vista has not control or influence on supply chain management, Vista shall shift the project's primary supply chain over time to suppliers that can demonstrate that they are complying with this IFC Performance Standards.

Supply Chain Vista Guidelines

Vista shall develop and implement minimal guidelines to be considered for the Supply Chain & Purchases area in relation with the following criterial:

- Green purchase: focus on the environment (e.g.: clean technologies, biodiversity responsibility)
- Ethic purchase: focus on production best practices (e.g.: working conditions, fair trades, prices)
- Social purchase: focus on social impact (e.g.: local development, security of communities)

At documentary level, Vista must include those expected criteria on purchase orders for promote the implementation of those to their suppliers.

9.10.5 Third-party records

As part of third-party program implementation several documents will be generated, the following list are the most relevant records to be hold by Vista under its document control system:

- Services' terms of references;
- Prequalification process;
- Third-party company E&S management plans;
- Contracts;
- Monitoring process; and
- Monthly third-party company E&S performance reports.

9.10.6 KPI

The third parties program effectiveness will be monitored and reviewed through the following key performance indicators:

- 100% of complex third parties prequalified;
- 75 % of E&S performance compliance from complex third part companies (compliance of waste management, equipment maintenance, spill program, grievance mechanism, working conditions);
- <1 Total Recordable Incident Rate (TRIR) / year⁹;
- Zero fatalities.

9.10.7 Responsible

The responsible team of the lead, implement and monitor this program will be the Supply Chain & Purchases and Engagement Area. Given that this program involve the participation of multidisciplinary team, Vista must assign a process owner in order to ensure the effectiveness of its implementation.

9.11 Security personnel Program

9.11.1 Objective

To implement and monitor measures to manage and control potential security risks and impacts resulting from the recruitment and performance of the Project's security personnel.

⁹ Target based on Total recordable cases reported by OSHA during 2017 for Oil and gas extraction sector (<https://www.bls.gov/iif/oshsum.htm>)

Briefly, IFC's Performance Standard 4 requires the Company to follow good international practices including:

- Screening security recruits to assure they have not been implicated in any past abuses;
- Continuously assess the risks Project's security operations may pose to persons and communities on site or in the area of influence;
- Manage and mitigate any such these risks;
- Train and proactively manage and monitor security personnel performance and ensure compliance with applicable law;
- Engage with public security; and
- Consider and investigate allegations of unlawful acts by security personnel.

To monitor and ensure mitigation measures defined to control risks generated by its security personnel activities in placed at Vista project.

9.11.2 Application scope

This program will be applicable for Vista construction and operation phases activities at the Entre Lomas and Bajada de Palo sites. This program will observe readiness of the Security personnel to prevent unauthorized access to facilities, mainly avoided by perimeter fencing surrounding the facilities and controlled access points (guarded gates). Good international practices in relation to hiring, rules of conduct, training, equipping, and monitoring of such personnel will be applicable in order to ensure that those providing security are not implicated in past abuses, are adequately trained in the use of force, are aware of contact procedures with national/local public security forces, and are performing appropriately with regards to their conduct toward workers and affected communities.

Security personnel will be deployed at public access control points and along Vista Project property boundaries. Vehicular traffic signs should also clearly designate separated entrances for trucks/deliveries and visitor/employee vehicles. Adequate lightning and means for detecting intrusion (such as, closed-circuit television at security entry booths) should be considered to maximize opportunities for surveillance and minimize possibilities for trespassers.

9.11.3 Impacts to control

The likely main scenarios which require a security response and therefore pose risks include:

- Uncontrolled property trespassing (related to more common risks);
- Incidents of Vandalism (related to more common risks);
- Incidents of petty theft (related to more common risks);
- Roadblock (related to more common risks);
- Community or social protests (related to more common risks);
- Assault/robbery (related to more serious risks);
- Sabotage of Vista Project's property or operations (related to more serious risks);
- Shooting or other use of offensive weapons (related to more serious risks);
- Invasion/occupation of Vista Project's Land or Property (related to rare, severe risks);
- Riot/Hostage taking/kidnapping (related to rare, severe risks);
- Personal or communal attacks, harm to people or communities due to abuse of force, causing fatalities (related to rare, severe risks); and
- Loss of Security degree of control and corresponding leverage with public forces.

9.11.4 Mitigation measures

9.11.4.1 Implemented mitigation measures

Aligned with Vista Contingency Plan, specifically regarding the Entre Lomas and Bajada de Palo Areas, considers “Specific Contingency Plans”¹⁰ which describe the following contingencies:

Table 9-16 Contingency measures

Contingency	Mitigation Measures
Theft and Sabotage	An Access Control service has been employed for the two Project Areas from Route 151, through a contracted security company. This is a 24 hour/7 day year round service with three 8 hour shifts daily.
Union Conflicts	When there are union conflicts that interrupt the activities in the Project Areas during working hours (Monday to Friday from 08:00 a.m. to 5:00 p.m.), information is gathered to define the appropriate response measure, and then the Manager and/or Head of Administration will alert the relevant staff to proceed, according to Vista’ Contingency Plan, Annex C -ADVISORY GROUP FUNCTIONS. If the alert is released during times when personnel are traveling to the Area, calls will be made according to mentioned Annex C, and the staff meeting point must be indicated. If the conflict occurs during night hours, weekends and holidays, the same procedure will be followed. In no case, Project’s personnel or citizens should be exposed to risks that threaten their physical wellbeing or assets of the company.
Contingencies Involving Third Parties	In the event of contingencies, involving third parties (robberies, spills, oil theft, union or surface conflicts, vehicular accidents, etc.), the security staff involved must not accept claims or responsibilities. Given the possibility of intervention by official bodies or media, when the alert is activated, the need for the presence of Management personnel or Public Relations Personnel of the Company will be evaluated. In the event of an accident, during LPG transport, the characteristics of the transferred HC and the measures to be adopted could be found in Annex 9.1 Risk Management Plan - Spill Response Plan .

In addition, some security arrangements and conditions of the security service provision are established in the documents “Technical and special conditions for Surveillance Service in Oil Reservoirs- January/19”, “Motorized Patrols Procedure”, and “Access Control Position Procedure”. The “Technical and special conditions for Surveillance/Security Service in Oil Reservoirs- January/19” document refers that:

- 1) The Security Provider must be a member of the Argentinian Chamber of Security and Investigation Companies, or of another chamber in the sector;
- 2) The Security Provider must have the appropriate authorizations for a security company (according to laws and regulations in force) for all jurisdictions/provinces in which they will provide services; and
- 3) The security personnel must also comply with all the established conditions regarding admission requirements, physical and psychophysical exams, and professional training requirements that are required by the laws and provincial application provisions.

Therefore, before engaging security services, photocopies of the registrations and permits/certifications of the guards must be presented in each jurisdiction in which they will operate.

Finally, security personnel must have the following skills:

¹⁰ Contingency Plan – Document: *Plan de Contingencias Vista 2018 Rev 0*, page 84

- Use of communications equipment (HT, cell phones, etc.);
- Defensive skills without use of deadly weapons;
- Prevention and extinction of fires;
- First Aid (fractures, electrical accidents, eye injuries, amputations, burns and Cardio Pulmonary Resuscitation CPR);
- Training in behaviour under risk situations;
- Notions of criminal law and civil law applicable to the security performance;
- Human Rights; and
- Law 19587 - Hygiene and Safety at Work.

Vista project is ensuring that security services is has attended the following requirements:

- Vetting the security services employed;
- Ensuring appropriate use of force;
- Defining general training conditions;
- Equipping security personnel to conduct the job properly and safely;
- Considered access control measures for restricted areas;
- Implemented stationed control points and visual presence of motorized security;
- Using nonlethal force; and
- Used intervention of police or public force to apprehend or arrest people alleged to have committed criminal acts.

9.11.4.2 *IFC Preventive and Mitigation measures*

By applying the IFC's five good practices principles for security management such as interconnections between security and community relations, security provision consistent with respect for human rights, community engagement to ensure grievance mechanisms, gender perspectives and proportional responses for defensive and preventive use of force, the following preventive and mitigation measures will have been considered by Vista:

- Establish a documentary support of the Security Service Provider's Contract terms or hiring process;
- Develop a memorandum of understanding with the relevant public security forces (in both Neuquén and Rio Negro Provinces) with regards to managing security impacts should they occur, and to encourage the relevant public authorities to disclose the security arrangements for the Vista facilities to the public, subject to any confidential security concerns;
- Perform a Security Risks Assessment and implementation of good practices in hiring, training, and employment of private security forces:
 - Evaluate potential security risks scenarios for the Vista Project that may require a security response;
 - Evaluate likelihood and severity of potential risks;
 - Evaluate likely security responses;
 - Evaluate impacts of potential security incidents to the company, such as loss of company property, potential danger to employees if thieves take property by force, disruption of operations (particularly staff access to site and transportation), possible injury to employees,

potential safety hazards, likely immediate repercussions, potential secondary repercussions to operations and Vista's reputation among the communities;

- Evaluate severity of security enforcement repercussions on the community, such as injury or mistreatment of alleged thieves during apprehension and/or detention, injuries sustained from any use of force (even justified) against a protest, community resentment toward company, frustration among community that pre-existing access/transit routes are no longer available, injuries sustained by community members entering hazardous areas of the site, verbal harassment and physical abuse of community members, particularly women; and
- Evaluate priority for mitigation based on likelihood and severity of impact.
- Communicate principles of conduct and encourage security personnel to implement good practices and to disclose security arrangements. Ensure that guards have clear protocols and guidelines for apprehension and short-term detention, especially when dealing with protesters, use of force, and appropriately confront trespassers and lead them away from secured areas;
- Ensure the public is aware of the Grievance Mechanism and that it covers potential security related issues, including considerations of allegations of unlawful acts by security personnel to both prevent recurrence and to monitor and report unlawful and abusive acts;
- Update the legal framework of the Contingency Plan or similar document to include:
 - Law No. 3608 of the legislature of the Province of Río Negro which addresses the provision of the service of surveillance, custody and security of persons or goods, as well as the complementary and annexed activities that, as a result thereof, are carried out by private individuals or legal entities.
 - Law No. 2772-2011 - Private Surveillance and Research Services of the Province of Neuquén which addresses laws for private services provided within the Province of Neuquén: direct and indirect surveillance, either through personnel in charge or electronic means, custody of persons and personal property, internal security in industrial and commercial establishments, public and private buildings, in public events and similar gatherings organized by private individuals or legal entities, even when the local organizers are branches or subsidiaries of companies authorized in other jurisdictions.

9.11.4.3 *Provincial requirements*

According to Argentinian regulation, the security service companies are required for a series of registers and documentation to be recognized such as security supplier. It should be noticed that some requirements are specific to Neuquen Province and others to Rio Negro Province. Considering project is located between both provinces, Vista must ensure the compliance of applicable requirements.

The table below summarize the requirement applicable for security companies in both provinces:

Table 9-17 Provincial requirements for security services

Province of Neuquén ¹¹		Province of Rio Negro ¹²	
Individual security personnel	Security company	Individual security personnel	Security company
Proof of legal age.	Registry in the Public Registry of Commerce of the Province of Neuquén.	Proof of legal age.	The legal entities that provide the service must respond to the corporate

¹¹ Taken from Law No. 2772-2011. Province of Neuquén, 2011.

¹² Law No. 3608. Province of Rio Negro.

Province of Neuquén ¹¹		Province of Rio Negro ¹²	
Individual security personnel	Security company	Individual security personnel	Security company
Completion and approval of the corresponding security course.	Legal and real address within the limits of the territory of the Province of Neuquén; if it were a foreign company, it must constitute a legal domicile in the Province of Neuquén.	Proof of professional training that the regulation or the law determines	organization determined by the regulations, and the inclusion of corporate forms in which the identity of the members cannot be reliably established is expressly prohibited.
Authorization granted by the application authority.	Registry in the General Tax Directorate and in the Provincial Office of Rents of the Province of Neuquén.	Proof of not have been convicted of or have unfavorable records related to security enforcement activity in the national, provincial or municipal public administration, or in the armed forces, security, police, intelligence agencies and / or penitentiaries.	
Proof of domicile and permanent residence in the Province of Neuquén.	Civil liability insurance in force for an amount not less than the equivalent of one hundred and fifty (150) vital minimum wages.	Proof of domicile in the country, having to denounce the real domicile and any variation thereof within ten (10) days of production, before the enforcement authority, for those who exercise the benefit exclusively in Rio Negro, must prove domicile in those provinces.	
Proof of not being charged in pending legal proceedings or with provisional dismissal or conviction for fraudulent crime. In case of registering a judicial record, they must present a testimony with the acquittal or definitive	Cautions or Guarantee Insurance, which consists of a real guarantee as support for the total fulfilment of its obligations of labour, social security and / or from which could arise favourable judicial	Proof of not being registered with the Under Secretary of Human Rights or in the records of CONADEP for serious violation of human rights.	

Province of Neuquén ¹¹		Province of Rio Negro ¹²	
Individual security personnel	Security company	Individual security personnel	Security company
dismissal. The authorization will be suspended in the event that the security personnel is prosecuted or is convicted of intentional crimes, or by acts that configure wrongful acts in the exercise of their function.	decisions to affected third parties.		
Proof of not belonging to the personnel in activity of the Armed Forces, of Security or of the police, or of the national, provincial or municipal Public Administration.	Evidence of national and provincial tax obligations, as well as with all pension and social security obligations.	Proof of not belonging to active personnel in any armed force, police, security, information and intelligence agencies and/or prison services.	
Proof of not having been convicted of or dismissed due to serious acts of the national, provincial or municipal Public Administration	Evidence of no history of transformation and/or continuation of another company that would have been disqualified by the Ordinary or Federal Justice or by the administrative authority of application within or outside the territory of the Province.	Proof of not to be prosecuted or convicted of an intentional crime. In case of registering a judicial record, present a testimony with acquittal or definitive dismissal.	
Certificate of psychophysical aptitude granted by the Directorate of Health of the Police of Neuquén or public hospital of the Province.		Certificate of psychophysical aptitude, granted by a public health establishment of the Province of Rio Negro, issued no more than three (3) months after the initiation of the authorization process	
High school diploma		Proof of not having been reported or having a history related to family violence.	

Province of Neuquén ¹¹		Province of Rio Negro ¹²	
Individual security personnel	Security company	Individual security personnel	Security company
Proof of not having committed certain and proven violations of Provincial Laws 2212 and/or national 26,485.		Certificate of suitability, which will be issued according to the specifications set forth in the regulations.	
		Proof of not having participated during the validity of this law, of activities, companies or security agencies and investigations without the corresponding authorization.	

9.11.5 Security management Records

The implementation of defined mitigation measures above will result in the generation of relevant records, which is important to be hold by Vista under its document control system. Some of them are regulatory requirement from Neuquén and Rio Negro province.

- Memorandum of understanding or similar with the public security forces (in each province i.e. Neuquén and Rio Negro) in case of security impacts occurrence, and for encouraging the relevant public authorities to disclose the security arrangements for the Vista facilities to the public, subject to overriding security concerns. Define a Security Risk Spectrum and Public Security Involvement correlation chart, for example, base level risks, community partnership risks, police risks and military risks;
- Record of security Risks Assessment and implementation of good practices in hiring, training, and employment of private security forces;
- Records of Training and Communication of principles of conduct and encouragement to implement good practices and to disclose security arrangements;
- Creation of an annual scenario-based security training schedule;
- Records on security training approved by the official local authorities at least every two years and records of Internal Security Training at least every year;
- Training records of external and internal grievance mechanism for security staff, including key steps such as recording the incident or allegation, prompt collection of information, maintenance of confidentiality, prompt assessment of the allegation or incident, monitoring and communication of outcomes, implementation of corrective actions to avoid recurrence, reporting any unlawful acts, documenting the process and conducting a further inquiry if warranted; and
- Records of monitoring process ensuring an appropriate security services, those records could include: checklist for documentary review, audits, inspections, training evaluation, incident reports or complaints log.

9.11.6 KPI

Security personnel program will be reviewed using the following indicators:

- 100% of Security company in alignment with Neuquén or Rio Negro requirements, as applicable;
- 100 % of Individual security personnel in alignment with Neuquén or Rio Negro requirements, as applicable;
- 100% of security staff assessed in regards "not be implicated with past abuse" prior to hired; and
- 100% human rights and weaponry trainings of security staff.

9.11.7 Responsible

The responsible for implementation and monitoring of this program will be Administration and Finance Area. It is necessary that an owner of the process must be assigned on this area in order to ensure an effective process.

ANNEX 9.1 SAMPLE QUESTIONNAIRE FOR PRESCREENING OF CONTRACTORS

06/06/2019

ANNEX 9.2 THIRD-PARTY COMPANY CONTRACT REQUIREMENTS

06/06/2019

ANNEX 9.3 SELF AUDIT GUIDANCE REFERENCE

06/06/2019

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