

**HOLLYFRONTIER CORPORATION  
HOLLY ENERGY PARTNERS, L.P.**  
**Includes all HollyFrontier and Holly Energy Segments,  
Divisions, Subsidiaries and Affiliates Worldwide**

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## **I. Our Commitment to Compliance**

HollyFrontier Corporation, Holly Energy Partners, L.P. and their respective segments, divisions, subsidiaries, and affiliates worldwide (collectively, the “Company”) are committed to conducting their business operations throughout the world fairly, honorably, with integrity, and in compliance with all applicable United States and foreign anti-corruption laws (collectively “Anti-Corruption Laws”). ***Paying and receiving bribes is not only illegal, it is also contrary to our Code of Business Conduct and Ethics and is simply not how we do business.*** Strict compliance with Anti-Corruption Laws is of greater value to the Company than any business that could be lost as a result of compliance.

The requirements of this Anti-Corruption Policy (this “Policy”) apply to all full-time, temporary, and part-time directors, officers, employees, agents, consultants, representatives, suppliers, distributors, sub-distributors, resellers, licensees, contract workers, and independent consultants, of the Company, and personnel doing business on behalf of or for purposes of the Company (collectively “Company Representatives”).

## **II. General Policy Statement**

The Company and Company Representatives must act ethically and abide by all Anti-Corruption Laws. A fundamental aspect of the Company’s commitment to good corporate citizenship is to comply with all laws, including those that prohibit corrupt activities. This Policy applies to actions related to the public and private sectors. All Company Representatives must follow the terms of this Policy.

## **III. Definitions**

Acts of bribery and corruption generally involve providing something of value to influence an individual in the performance of his or her duties. Certain terms used in this Policy are defined on Appendix 1.

## **IV. Overview of Anti-Corruption Laws**

The FCPA generally prohibits giving, offering, promising to pay, or authorizing the payment of any money, or any other thing of value, directly or indirectly, to any foreign government official for the purpose of influencing any act or decision of the foreign government official in his or her official capacity or securing any other improper advantage in order to obtain or retain business. United States enforcement authorities have initiated criminal proceedings where individuals actually knew or “should have known” that bribery was occurring.

The FCPA applies to any individual, entity, officer, director, employee, or third-party agent acting on behalf of an entity, including foreign entities and individuals that have a jurisdictional nexus with the United States. In addition, United States nationals employed by foreign-incorporated subsidiaries are also subject to the anti-bribery provisions of the FCPA, while they are working in

the foreign country. The Company and Company Representatives may be held liable for violating the anti-bribery provisions of the FCPA whether or not any unlawful conduct occurred in the U.S.

The FCPA also provides civil and criminal penalties for violations of specified accounting provisions. More specifically, the FCPA requires the Company and its majority-owned subsidiaries (United States and international) to keep books, records, and accounts in reasonable detail so that they accurately reflect transactions undertaken and to devise and maintain a system of internal accounting controls sufficient to provide reasonable assurance that transactions are executed as authorized by management and recorded properly.

In addition to the FCPA, various other laws in the United States and other countries prohibit bribery and corruption. These laws include, but are not limited to, the United Kingdom Bribery Act (“U.K. Bribery Act”), the Canadian Corruption of Foreign Public Officials Act, the German Law on Fighting Corruption and related laws, the Mexican Anti-Corruption System and related laws, and the Anti-Unfair Competition Law and the Criminal Law of the People’s Republic of China. Many Anti-Corruption Laws are broader than the FCPA and also cover domestic bribery, commercial bribery, and the solicitation or acceptance of bribes by private sector entities and individuals. If there is any doubt about whether any particular law conflicts with this Policy, the applicable law controls and must be followed. Any questions concerning the application of this Policy or a specific law should be directed to the CCO.

Penalties under the FCPA and other Anti-Corruption Laws are severe, both corporate and individual criminal prosecutions are common, and violations may give rise to termination of employment and enforcement actions by United States and other enforcement authorities. In addition, violations of Anti-Corruption Laws can result in suspension from doing business with government entities, ineligibility from receiving export licenses, tax law violations, and private causes of action and lawsuits. Individuals frequently face prison time for violations of Anti-Corruption Laws.

## **V. No Bribes Kickbacks, or Improper Payments**

For purposes of this Policy, whether the recipient of any bribe or corrupt payment works in the public or private sector is irrelevant. ***This means that no Company Representative may authorize, pay, promise, or offer to give anything of value to any person, entity, customer, vendor, government official, government agency, or political party in order to improperly influence such individual, entity, or government official to act favorably towards the Company.***

No bribes, kickbacks, or other improper payments or benefits can be given, offered, or promised, directly or indirectly, by or on behalf of the Company, under any circumstances. A payment made under the threat of imminent physical harm would not constitute an improper payment (although a payment made under such circumstances should still be reported to the CCO). See Section IX.

In addition, no Company Representative may solicit or accept a bribe from any entity or individual. Any such offer must be reported to the CCO.

Commercial bribery is illegal and is strictly prohibited. It is the Company's policy never to provide bribes or kickbacks to anyone, regardless of whether or not they are a government official. Reasonable relationship-building expenses for non-government officials are permissible, so long as the payment is transparent, is not intended to obtain improper advantage, and is made in accordance with this Policy.

Company Representatives should always use their best judgment and common sense when determining whether a payment is improper and in violation of the law or this Policy.

## **VI. Gifts, Entertainment, and Travel**

In limited circumstances, the Company or Company Representatives may provide or receive gifts and business hospitality to or from third parties. However, any such expenditure must be:

- directly related to the Company's business;
- provided in an open and transparent manner;
- legitimate;
- appropriate under the circumstances and local custom; and
- permissible under the applicable laws, rules, and regulations governing both the provider and the recipient.

In addition, any such expenditures must avoid even the appearance of impropriety.

When Company Representatives are uncertain about such rules, they are expected to consult a manager, supervisor or the CCO for clarification and to avoid any violations.

In determining what is reasonable, Company Representatives should consider the time, place, frequency and other relevant circumstances. Improper or excessive gifts and hospitality can be a form of bribery or corruption, which is prohibited under the Company's policies and by law. For purposes of Anti-Corruption Laws, it does not matter that a Company Representative does not seek reimbursement for an expenditure.

Gifts, travel, and entertainment expenses must be properly documented and recorded in the Company's books and records.

***For gifts, travel, and entertainment expenses between the Company or Company Representatives involving private sector individuals and non-governmental entities, please refer to the Company's Business Travel, Entertainment, Gift and Expense Reporting Policy.***

## Giving Gifts and Business Hospitality

### 1. Impermissible Gifts, Entertainment, and Expenses

#### (i) No Gifts, Entertainment, or Travel Expenses for Government Officials Unless Expressly Allowed or Approved

In many countries, public officials are prohibited from receiving gifts from any individual or entity whose professional, commercial, or industrial activities are directly linked, regulated, or supervised by the relevant public official. Accordingly, *gifts, entertainment, and travel relating to public officials are prohibited unless expressly allowed by this Policy.*

#### (ii) No Gifts, Entertainment, or Travel Expenses for Improper Purposes or Illegal Activities

Regardless of the value of the gift or expense, it is prohibited to provide anything of value to influence a private sector individual or government official in the exercise of his or her duties or for any other improper purpose. It must not be given to create a sense of obligation on the part of the recipient or inappropriately influence the recipient's actions or decisions.

Certain types of entertainment are never permitted, including any form of entertainment that violates applicable laws. Company Representatives must exercise good judgment in choosing entertainment that avoids any appearance of impropriety and that does not jeopardize the reputations of the Company, Company Representatives, or recipients.

#### (iii) No Cash Gifts

Cash, per diems, cash allowances, cash equivalents (such as gift cards), loans, stock, or other negotiable instruments may not be given as gifts under any circumstances.

#### (iv) No Non-Business Purpose Expenses

Gifts, travel, and entertainment must be directly connected to a legitimate business promotional activity or the performance of an existing contract. The Company will not pay or reimburse non-business travel expenses such as recreation or entertainment for a government official or his or her spouse, family members, or friends.

#### (v) No Travel for Spouses or Other Guests of Government Officials

The Company shall pay for the travel and accommodation costs for only those government officials whose participation in the trip is directly related to and necessary for the Company's legitimate business purposes ("Invitees"). In no event shall the Company pay or reimburse for travel-related expenses of an Invitee's spouse, family members, or friends.

(vi) No Gifts or Entertainment During Bidding Process

There shall be no gifts or entertainment of any kind provided during a bidding process.

**2. Permissible Gifts, Entertainment, and Expenses and Approval Requirements**

(i) Gifts, Entertainment, and Travel Expenses Involving Government Officials

While gifts, entertainment, and travel expenses relating to public officials are generally prohibited, in appropriate circumstances, the Company may pay reasonable travel expenses for government officials if:

- there is a legitimate business need, such as a government official's visit to a Company facility in order to test products or demonstrate a Company's specific capabilities. Such expenses may only be paid where permitted under local law and approved in advance and in writing by the CCO<sup>1</sup>; and
- the expenses are reasonable in amount and directly related to the business purpose.

The Company will make required and appropriate payments directly to the travel service providers or the government official's government.

At least two employees of the Company should be present during any interaction with a foreign public official that involves a gift, entertainment, or travel.

The applicable business unit or functional area will maintain records relating to all such expenditures and approvals, with audit rights by the Internal Audit department in consultation, as needed, with the CCO and in compliance with the Company's Records Management Policy.

The acceptance of any gifts or business hospitality by Company Representatives from foreign public officials or United States government officials must be reported to the Company's CCO as soon as possible as the gift may need to be returned or donated.

(ii) Meals during Bidding Process

Any meals or refreshments during a bidding process must be modest in nature and approved by a direct manager or supervisor, with questions directed to the CCO.

(iii) Corporate Events and Sponsorships

All corporate events and sponsorships (e.g. sporting event tickets, business hospitality, etc.) need to be valued at fair market value to ensure they are properly accounted for and/or controlled and used in accordance with this Policy and the Company's Business Travel,

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<sup>1</sup> See Attachment 1 - Pre-Approval Form.

Entertainment, Gift and Expense Reporting Policy, as applicable. All Company sponsorship events require a Company employee to be present and must be appropriate customer entertainment. Certain venues (i.e. where partial/full nudity is present or where other inappropriate behavior is conducted or encouraged) are not appropriate for business entertainment or meetings because of the nature of the entertainment or atmosphere. Selection of proper entertainment venues should be made carefully where, if disclosed publicly, the event would not embarrass the Company.

All pre-approvals must be authorized by the employee's Manager/Supervisor, the CCO or other delegated authority as soon as possible to ensure they are appropriate and customary. Expense reimbursement will not be paid without proper authorization. Please be mindful of the frequency of such gifts and business hospitality because excessive gifts and hospitality can be a form of bribery or corruption. Manager or Supervisor and CCO approval is required for any gifts or hospitality that are provided more than twice per year by the same source to the same recipient.

## **VII. Hiring and Internships**

The Company hires all candidates, even for unpaid positions, on merit and never to influence the candidate or the referrer of the candidate to gain a business advantage. All referral sources should be disclosed and documented. Any candidate referred by a government official or who is an immediate family member of a government official must be preapproved by the CCO before hiring.

All new hires must complete and submit a Conflict of Interest Disclosure Form<sup>2</sup> disclosing relationships with government officials and employees and with potential business partners, third parties, vendors, and competitors. All Company Representatives must report to the CCO all potential conflicts of interest.

All hiring must go through established HR procedures.

## **VIII. Facilitating Payments**

In some countries, it may be the local practice to make a payment of nominal value to a low-level foreign government official in order to expedite or "facilitate" routine government actions over which the official otherwise has no discretion and/or for which fees are discretionary or not published. Examples include providing police protection or basic mail service, processing visas, or supplying utilities like phone service, power, and water. ***Facilitation payments are prohibited by this Policy.***

Standardized and universally-applicable fees for expedited processing that are clearly published – such as a Federal Express fee for next-day mail delivery – are not considered facilitating payments.

When Company Representatives are uncertain about what constitutes a facilitating payment, they are expected to consult the CCO for clarification and to avoid any violations.

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<sup>2</sup> See Attachment 2 – Conflict of Interest Disclosure Form

## **IX. Payments Made Under Threat of Imminent Bodily Harm**

When a payment is demanded by a government official by threat of imminent bodily harm to a Company Representative or Company Representative's family member, the Company Representative may make the payment that is being demanded. However, any such payments must be reported immediately to the CCO and must be accurately recorded in the Company's books and records.

## **X. Political and Charitable Contributions**

Under no circumstances shall donations, contributions, or sponsorships be made to improperly influence government officials or private individuals to act in favor of the Company. This applies regardless of whether it is a charity of a government agency or one chosen by a government official.

In certain circumstances, the Company may make political or charitable contributions. Any such expenditure must be reasonable in value, acceptable under local law and custom, and must also adhere to the following guidelines:

1. Any political contribution made by the Company or on the Company's behalf must be approved by the Government Affairs department and must not violate local laws. In addition, political contributions may not be conducted via use of a company Procurement Card ("P-card").
2. Charitable contributions should be given only to bona fide charities and in accordance with Company policies. Company Representatives must never make charitable contributions with the intent to improperly influence someone. All charitable contributions made on behalf of the Company must be accurately recorded. No unauthorized charitable contributions of any kind will be reimbursed by the Company.

The Company recognizes that its employees may wish to contribute their personal funds and their personal time to support candidates of their choice. Good judgment should be exercised to ensure that personal involvement in political activities does not impair an individual's work effort or adversely affect the Company's standing or image in the community, and that such contribution or involvement does not violate local laws. Personal political contributions, participation in political events or organizations, and comments of a political nature shall not be attributed to the Company and care must be taken to ensure no such impression is given.

## **XI. Agents and Company Representatives**

Agents and Company Representatives must conduct themselves in accordance with Anti-Corruption Laws. Anti-Corruption Laws prohibit the payments of bribes directly or indirectly through third parties, or allowing third parties to pay bribes on behalf of the Company.



All personnel are required to ensure that the Company only deals with legitimate, reputable and qualified Agents. Company Representatives must ensure that Agents understand and comply with their obligations not to engage in improper conduct in connection with the business they conduct for the Company. Accordingly, each Agent must be carefully evaluated before being retained by the Company.

The Company has enacted risk-based due diligence procedures to reduce the risk of the Company associating with untrustworthy or unvetted Agents. These procedures apply to any Agents—individuals or companies—who will (1) serve as the Company’s intermediaries with, or who could be reasonably expected to interact with, government entities or companies in a sales or other capacity, and (2) serve as the Company’s intermediaries in other situations, such as reselling the Company’s goods to commercial end-users. This includes, but is not limited to, agents, consultants, representatives, distributors, sub-distributors, licensees, teaming partners, alliance partners, and joint venture partners.

Please consult the Third Party Due Diligence Policy for details on the Company’s procedures for engaging third parties and the required due diligence steps. The services of covered third parties may not be utilized, and no payment shall be made to the prospective business associate, until the third party is approved in compliance with these policies and the third party has agreed in writing to comply with the Company’s policies, or comply with their own anti-bribery and anti-corruption policy or code of business ethics if they have substantially similar or more onerous provisions, with approval of the CCO.

## **XII. Mergers, Acquisitions, Joint Ventures, and Partnerships**

Prior to acquiring or entering into a transaction with another company, the Company will conduct specific anti-corruption due diligence on the entities or assets to be acquired as considered appropriate by the CCO and the Legal & Compliance Department. The Company will use a risk-based approach to such due diligence, which will be proportionate to the size of the transaction and the corruption and bribery risks presented.

Additionally, any joint venture will be required to comply with this Policy, or comply with its own anti-bribery and anti-corruption policy or code of business ethics if it has substantially similar or more onerous provisions, with approval of the CCO.

## **XIII. Record Retention and Safeguards**

The Company and Company Representatives shall ensure that accurate books and records in accordance with generally accepted accounting principles and legal and regulatory requirements are maintained involving all transactions with (i) third-party agents and consultants and (ii) governmental entities of any kind.

The Company will maintain books, records and accounts that accurately reflect the Company’s transactions, use of the Company’s assets, and other similar information, and maintain a reasonable system of internal controls. All Company Representatives must ensure that:

- the provision of any gift, meal, entertainment or other business hospitality, as well as payments of travel and expenses for a government official, community investments and political and charitable contributions are accurately coded and entered into the system so that they can be accounted for and described in the Company's books, records, and accounts. Additionally, the applicable business unit or functional area will keep records identifying what was given, the value, date, the name and title of the recipient, and the approval;
- any payments made on behalf of the Company are supported by appropriate documentation;
- no payments are made in cash except in the event of an emergency or for routine meals at reputable restaurants that do not accept credit cards; and
- no Company Representative creates or helps create any documents for the purpose of concealing any improper activity; and
- all records are maintained in compliance with the Company's Records Management Policy.

If, in reviewing and approving expenses, or in the review of the Company's books, records, and accounts, any question arises in connection with this Policy, that question must be reported to the CCO.

#### **XIV. Responsibility for Compliance**

Each Company Representative must conduct the Company's activities in a manner consistent with the Anti-Corruption Laws. The Company has in place the resources, people, and processes to answer questions and guide Company Representatives through decisions that may involve these laws. The Company has instituted a formal compliance program led by the CCO. The compliance program encompasses internal controls, policies, and procedures that include this Policy and the Code of Business Conduct and Ethics. The compliance program is intended to help assure compliance with all applicable Anti-Corruption Laws and to detect and deter violations of the Anti-Corruption Laws.

#### **XV. Violations and Discipline**

The Company will take seriously any violation of this Policy, concealing or destroying evidence related to a violation including anyone else's violation, or any refusal to cooperate with an investigation into a possible violation of this Policy. Any breach of this Policy by a Company Representative will result in disciplinary action. The Company reserves the right to take such remedial or punitive action as shall be appropriate in the circumstances, up to and including termination.

## **XVI. Requests from Government Entities or Third Parties Regarding Anti-Corruption Issues**

All requests for information from governmental entities or third parties in connection with Anti-Corruption Laws-related investigations must be referred to the CCO and the Company's General Counsel.

## **XVII. Anti-Corruption Training**

Company Representatives that interact, or could potentially interact, with government officials, customers, vendors, distributors, and business partners, on behalf of the Company, and all persons supervising such persons, must participate in anti-corruption training every 12 months. In addition, all Company officers, directors, and managers, must participate in anti-corruption training every 12 months.

## **XVIII. Further Information and Reporting Violations**

Anti-Corruption Laws can be complex and far reaching. This Policy is not intended to explain all the specific provisions of those laws or be an exhaustive list of activities or practices that could affect the reputation or goodwill of the Company's business. This Policy should be read in conjunction with the Company's other policies governing employee conduct.

Any Company Representative who has any indication that another Company Representative has violated, or may violate, this Policy or any relevant laws, shall immediately report this information. Failure to report such information may be grounds for disciplinary action of the non-reporting Company Representative, up to and including termination. ***No person who reports such a potential violation will be retaliated against due to such report.***

Any questions about this Policy or Anti-Corruption Laws should be addressed to the CCO. Likewise, to report any violations or potential violations of this Policy, you may contact the CCO or the Company's General Counsel, or you may anonymously call the Company's global ethics and compliance reporting hotline at any time at 1-844-893-1072 or submit a report online at [www.speakandbeheard.ethicspoint.com](http://www.speakandbeheard.ethicspoint.com). Callers from outside the United States will find a list of local toll free phone numbers on the website. Any manager, supervisor, human resources or Legal & Compliance department representative receiving any such report shall report the matter to the CCO.

### Key Contacts

<b>Name/Title</b>	<b>Email Address</b>	<b>Phone Number</b>
Vaishali Bhatia Senior Vice President, General Counsel and Secretary	<a href="mailto:Vaishali.Bhatia@HollyFrontier.com"><u>Vaishali.Bhatia@HollyFrontier.com</u></a>	214-871-3469
Teri Cotton Santos Vice President and Chief Compliance Officer	<a href="mailto:Teri.CottonSantos@HollyFrontier.com"><u>Teri.CottonSantos@HollyFrontier.com</u></a>	214-954-3952
Shawn Preston Assistant General Counsel - International Operations	<a href="mailto:Shawn.Preston@HollyFrontier.com"><u>Shawn.Preston@HollyFrontier.com</u></a>	214-871-3596
Jacob Friedman Senior Counsel	<a href="mailto:Jacob.Friedman@petrocanadalsp.com"><u>Jacob.Friedman@petrocanadalsp.com</u></a>	905-491-0302
Becky Keck Paralegal	<a href="mailto:Becky.Keck@HollyFrontier.com"><u>Becky.Keck@HollyFrontier.com</u></a>	214-871-3832
Josh Jemente Director, Government Affairs	<a href="mailto:Josh.Jemente@HollyFrontier.com"><u>Josh.Jemente@HollyFrontier.com</u></a>	214-954-6693

## Appendix 1 – Definitions

Generally, in the context of Anti-Corruption Laws:

“Agents” are independent third parties, such as agents, consultants, independent contractors, sub-contractors, suppliers, vendors, sales representatives, distributors, and brokers, whose work includes, or may include, interacting with government officials on the Company’s behalf.

“Anything of value” includes but is not limited to cash, excessive entertainment, excessive meals, excessive or non-business related travel, gifts, business advantages, gratuities, favors, and services. Examples include:

- cash or cash equivalents such as gift certificates;
- stock, securities or other negotiable instruments;
- cars, home improvements, jewelry, or other consumer goods;
- personal favors for the government official, his/her family members or their businesses, such as employment opportunity, immigration assistance, education, or other assistance or favorable treatment; or
- the purchase of property or services at inflated or discounted prices.

“Bribery” or “bribe” includes the offer, promise, giving, or providing of a reward, advantage, benefit, or anything of value of any kind to a government official, directly or indirectly, to improperly influence that person’s views or conduct in favor of the Company. Bribery can take many forms, including but not limited to the provision or acceptance of:

- cash payments;
- jobs or “consulting” relationships for the government official, his/her family or their businesses;
- commissions or kickbacks;
- excessive gifts, entertainment, or hospitality;
- payment of non-business related or lavish travel expenses; or
- personal favors to the government official, his/her family or their businesses.

It is important to note that benefits to close relatives of government officials, such as spouses and children or other immediate family members, are often considered benefits to the government official and may therefore constitute violations of Anti-Corruption Laws. Any dealings with close relatives of government officials also require careful scrutiny.

“CCO” means the Chief Compliance Officer or his/her designee.

“Commercial bribery” is a form of bribery which does not necessarily involve government officials and entities but instead involves individuals or entities in the private sector. Examples include bribes paid to secure business from a private company or a private sector individual paying a bribe to a Company Representative to secure a contract from the Company.

“Corruption” is the misuse of public office or power for private gain, or the misuse of private power in relation to business outside the realm of government.

“FCPA” means the United States Foreign Corrupt Practices Act.

“Giving, offering, or promising” includes direct and indirect payments, gifts, offers, or promises. Likewise, instructing, authorizing, or allowing a third party to make a prohibited payment on the Company’s behalf, ratifying a payment after the fact, or making a payment to a third party knowing or having reason to know that it will likely be given to a government official for a prohibited purpose may violate Anti-Corruption Laws.

A “government official” means any foreign or domestic person who is: (i) an officer or employee of a government or a governmental department, agency or instrumentality; (ii) a political party, a party official, or candidate for political office; (iii) an officer or employee of a government-owned or controlled entity or company; (iv) a member of the military; (v) an officer or employee of a public international organization (such as the United Nations or the World Bank); or (vi) any person acting in an official capacity for or on behalf of any of the foregoing. A person does not cease to be a government official by claiming to act in a private capacity or by the fact that he/she serves without compensation.

Examples of government officials relevant to the Company’s business are:

- government ministers and their staff;
- officials or employees of government departments;
- employees of regulatory agencies;
- judges and judicial officials; and
- employees of state-owned oil, electricity, and energy companies, or other government-owned or controlled corporations, such as Petróleos Mexicanos Internacional (“PMI”).

“To obtain business or any advantage”, “obtaining improper advantage” or similar language includes not just the award of contracts, but also preferential treatment in a bid, preferential treatment or faster review of government approvals, reduction in taxes, a favorable change in regulations, tolerance of non-compliance with local rules, or other favors or preferential treatment.

**Attachment 1 - Pre-Approval Form**

**HOLLYFRONTIER CORPORATION  
HOLLY ENERGY PARTNERS, L.P.  
Includes all HollyFrontier and Holly Energy Segments,  
Divisions, Subsidiaries and Affiliates Worldwide**

Gifts, Entertainment, and Travel Expenses Involving Government Officials Pre-Approval Form

This form **MUST** be used to obtain **ADVANCE** written approval for gifts, meals, entertainment and travel involving Government Officials, as required by the Anti-Corruption Policy of HollyFrontier Corporation, Holly Energy Partners, L.P, and their respective segments, divisions, subsidiaries and affiliates worldwide (the "Company").

Name and Title of Requestor: \_\_\_\_\_

Location: \_\_\_\_\_

Date of Request: \_\_\_\_\_

Type of Activity for which the Company will incur expenses. Please check **ALL** that apply and include the approximate **TOTAL** amount (USD) of each.

- |                          |   |          |
|--------------------------|---|----------|
| <input type="checkbox"/> | Gift  | \$ _____ |
| <input type="checkbox"/> | Meal  | \$ _____ |
| <input type="checkbox"/> | Entertainment                                 | \$ _____ |
| <input type="checkbox"/> | Travel (including airfare, hotel, taxi, etc.) | \$ _____ |

1. Does this request involve a Government Official or employee of a state owned/controlled company?

Yes  No

If No, **STOP**. You do not need to utilize this form to obtain advance written approval. However, please consult other applicable policies for additional requirements.

If Yes, provide the name, position/title and government affiliation for each recipient.

2. Does the proposed activity comply with the recipient organization's policy? Please contact the recipient for confirmation regarding his/her organization's policy, as needed.

Yes  No

3. Does the Company have an existing relationship/contract with the recipient's organization?

Yes  No

4. Is the Company attempting to secure an imminent contract/business opportunity with the recipient's organization?

Yes  No

5. Describe the specific BUSINESS PURPOSE of the proposed activity (e.g., training, contract execution, product demonstration, product testing, etc.). Please provide as much detail as possible.

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- For training, attach a copy of the full training agenda with class descriptions and day and time details.

- For travel, attach a copy of the proposed travel schedule (including ALL scheduled events), describe why the travel is necessary, and describe what / how the Company will pay for the expenses.

6. If a GIFT will be provided, is the gift a Company branded item?

Yes  No

Please list/describe each item that will be provided and include the approximate value of each.

7. To your knowledge, has the Company provided any benefits to the same recipient(s), during the prior 6 months? If yes, please provide the date, nature of the benefit, and the approximate value for each recipient.

I certify that the information above, necessary to obtain the required prior approvals, is truthful and provides the most accurate information that is currently available. If any of the information that has been provided changes, I will submit an updated form to obtain prior approval, before making an offer to the recipient and/or before incurring the expense.

\_\_\_\_\_  
Name of Requestor

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date of Request

\_\_\_\_\_  
Name of Direct Manager

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date of Approval

\_\_\_\_\_  
Name of CCO

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date of Approval



## **Attachment 2 – Conflict of Interest Disclosure Form**

# **HOLLYFRONTIER CORPORATION HOLLY ENERGY PARTNERS, L.P. Includes all HollyFrontier and Holly Energy Segments, Divisions, Subsidiaries and Affiliates Worldwide**

## **CONFLICT OF INTEREST DISCLOSURE FORM**

All full-time, temporary and part-time directors, officers, contract workers, independent consultants, agents, representatives and employees of HollyFrontier Corporation, Holly Energy Partners, L.P. or their respective segments, divisions, subsidiaries or affiliates worldwide (collectively, the “Company”), and any personnel doing business on behalf of the Company (individually or collectively, a “Company Representative”) must conduct himself or herself in an honest and ethical manner and avoid any actual or apparent conflict of interest. An actual or apparent conflict of interest exists when an individual’s private interest interferes in any way with the interests of the Company as a whole. No Company Representative shall on behalf of the Company authorize or enter into any transaction or other business arrangement involving an undisclosed conflict of interest.

Situations that may create an actual or apparent conflict of interest include, but are not limited to a Company Representative or a family member of a Company Representative:

- Having a direct or indirect substantial economic interest in any entity that transacts business with the Company or that is in competition with it.
- Serving as an employee, officer or director of any entity that is an actual or potential customer, competitor or vendor of the Company.
- Establishing a competing business or preparing to engage in any activity that competes with the business of the Company.
- Taking or using for personal gain any business opportunities discovered through the use of the Company’s property or information, or as a result of such Company Representative’s position with the Company.
- Accepting gifts, favors, entertainment, money or items of value from, or providing them to, actual or potential customers, vendors or anyone doing business with the Company, unless the value is de minimis and in compliance with the Company’s policies, including, but not limited to, the Code of Business Conduct and Ethics and Business Travel, Entertainment, Gift and Expense Reporting Policy.
- Using corporate funds for political contributions except as specifically approved by the Company in advance.
- Having any other personal, business or volunteer affiliations that may give rise to an actual or apparent conflict of interest.

Please review the Company’s Conflict of Interest Disclosure requirements outlined in the Company’s Code of Business Conduct and Ethics. Once you have done so, please complete this form in the space provided below and return it to your local Human Resources representative (if an employee) or the Company’s Chief Compliance Officer (if a third party). This form should be completed at any time requested by the Company, as well as at any time a conflict of interest arises during the course of a Company Representative’s employment, or direct or indirect professional or business relationship, with the Company.

Please describe below any relationships, transactions, positions you hold (volunteer or otherwise), or circumstances that you believe could contribute to a conflict of interest:

\_\_\_\_\_ I have no conflict of interest to report.

\_\_\_\_\_ I have the following actual or apparent conflict(s) of interest to report:

1. \_\_\_\_\_

2. \_\_\_\_\_

3. \_\_\_\_\_

*Attach additional sheets if necessary.*

I confirm that I have reviewed the Company's Code of Business Conduct and Ethics and have had an opportunity to discuss any questions with my manager or supervisor or Human Resources representative (if an employee) or the Company's Chief Compliance Officer (if a third party). I hereby certify that the information set forth above is true, correct and complete to the best of my knowledge.

Signature:

Position:

\_\_\_\_\_

\_\_\_\_\_

Printed Name:

Date:

\_\_\_\_\_

\_\_\_\_\_