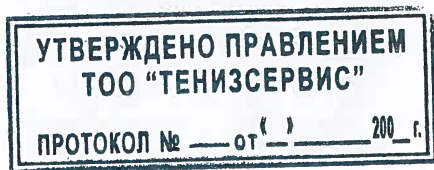


**Appendix 1**  
**to minutes of the TenizService LLP Management Board meeting**  
**# 5/2020 dated 23 April 2020**



**TENIZSERVICE LLP RULES ON COMBATING CORRUPTION**

**Aktau, 2020.**

## 1. PURPOSE OF THE DOCUMENT AND GENERAL PROVISIONS

1.1. These TenizService LLP Rules On Combating Corruption (the Rules) are developed in order to ensure strict compliance with the legislation and regulate the relations in the anti-corruption sphere.

1.2. The Partnership declares its definite non-tolerance of the unfair and unlawful conduct of business and takes additional constructive obligations to prevent and combat corruption that have been recommended by the Kazakhstani, foreign and international bodies and organizations.

1.3. These Rules set out the goals and objectives of the Partnership to prevent the involvement in corrupt practices, define the legal frameworks and key principles of such combating, establish duties of Employees, Public Officials and other persons related to corruption combating, as well as the responsibility for a failure to comply with (improper compliance) with the Rules.

These Rules are developed in order to:

- ensure compliance of Partnership activities with the requirements of the Kazakhstani and foreign legislation regulating relations in the corruption prevention, the high standards of the business conduct ethics;
- minimize risks of the involvement of the Partnership and its Employees in corrupt practices;
- ensure that Partnership Employees and Officials, participants, investors, Commercial Partners, representatives of government agencies and other persons concerned have a shared view of the Partnership that it denies corruption of any form and manifestation.

1.5. Objectives of these Rules are:

- set out the Partnership goals, objectives and principles in the anti-corruption and fraud sphere;
- prevent, identify, combat and reveal unlawful acts, as well as identify persons who prepare, commit or have committed them;
- identify main corruption risks and fraud risks, establish measures to minimize and / or eliminate them;
- form the Partnership's corporate culture with a purpose to combat corruption and fraud;
- determine duties of the Partnership Employees and Officials, respect the principles, restrictions and requirements provided by the Rules;
- explain the corruption preventive measures adopted by the Partnership.

1.6. These Rules capture the Partnership's adherence to high ethical standards of the business conduct and of maintenance of a high business reputation. The Partnership acknowledges that its reputation of a bona fide and honest organization is one of its most valuable assets and considers that corruption threatens its business and values. The Partnership's firm stance in relation to combating corruption is one of its fundamental principles of conducting the business.

1.7. The Partnership bans corruption offences and bribery of any kind committed both directly and through the involvement of third parties (Mediation) globally. The Partnership openly declares that it does not accept corruption and assumes additional constructive obligations to prevent corruption offences.

1.8. The Partnership strictly forbids Employees and Officials of the Partnership making Facilitation Payments to Politically Exposed Persons on behalf of the Partnership, including effecting such payments through intermediaries.

## 2. SCOPE OF APPLICATION

2.1. These Rules are binding upon all Employees and Officials of the Partnership.

2.2. These Rules apply to the Partnership and its Branches.

2.3. The Partnership recommends that its Commercial Partners adhere to the requirements of these Rules and ensure compliance with the requirements of these Rules by their employees.

## 3. DEFINITIONS AND ABBREVIATIONS

<b>Active Bribery</b>	The offering, promising, authorizing or paying bribes (directly or indirectly), as well as helping or assisting in such behavior
<b>Close Relatives</b>	Parents (a parent), children, adoptive parents), adopted, brothers and sisters of the full half blood, a grandfather, a grandmother and grandchildren.
<b>Bribe<sup>1</sup></b>	Material valuables (items or money) accepted by a Politically Exposed Person or any property benefit or services for acts (or, in contrary, a failure to act) in interests of a bribe giver which that person could or had to undertake by virtue of his rank.
<b>Officials</b>	1) persons who by virtue of law, other legal act or a document of the Partnership are authorized to act on behalf of the Partnership;  2) members of the Partnership Management Board.

<sup>1</sup> The term "Bribe" is used to designate bribe an official where to designate bribery of a commercial structure employee it is customary to use the term "Trading in Influence".

<b>Partnership</b>	TenizService LLP
<b>Trading in Influence</b>	Illicit transfer to a person who performs management functions in a commercial or other organization of money, securities or other property, likewise illicit providing services of a property nature to him for his malfeasance, as well as general cronyism or sufferance in interests of a bribing person.
<b>Commercial Partner</b>	An individual or a legal entity with which the Partnership has concluded or plans to concluded a contract/agreement.
<b>Conflict of Interest</b>	Any situations or circumstances when Personal Benefit or activity of an Employee or a Partnership Official run counter to interests of the Partnership or may run counter to them whereby may result in improper performance by them of their employment duties and affect impartial decisions on issues related to the Partnership.
<b>Corruption</b>	The offering, promising, providing and receiving of an illicit advantage, pecuniary and non-financial of any kind, directly or through intermediaries, including as a bribe and trading in influence; and/or Mediation in the course of corrupt practices; and/or malpractice, as well as other illicit using by an individual of his official position contrary to legal interests of the Partnership, including the intention to obtain an illicit advantage, pecuniary and non-financial, for him or third parties, or illicit providing of such advantage to the said person by other individuals.
<b>Corruption Offence</b>	An unlawful guilty act (an act or failure to act) with signs of corruption for which the law provides for administrative or criminal liability.
<b>Bribe Solicitation</b>	A request, requirement, consent to accept or receive a bribe, directly or indirectly.
<b>Politically Exposed Person</b>	1) a Government Official who is a citizen of the Republic of Kazakhstan who holds in the manner prescribed by the legislation of the Republic of Kazakhstan a public position paid from the republican or local budgets or from funds of the Republic of Kazakhstan National

	<p>Bank in a state authority and exercising public official powers in order to pursue objectives and functions of the state;</p> <p>2) Public Official – a person who on a constant or temporary basis or by a special mandate performs functions of a representative of power or fulfills organizational and management or administration and household functions with state bodies;</p> <p>3) Foreign Public Official - an official of a foreign state, including members of a foreign public assembly, officials of international organizations, members of a foreign parliamentary assembly, judges of a foreign state and officials of an international court, as well as officials in armed forces and other military units of a foreign state.</p>
<b>Bribery Facilitation / Trading In Influence</b>	Direct transfer of a bribe/ an object of trading in influence (improper solicitation) as instructed of a bribe giver / person giving the object of trading in influence, or a bribe receiver / person receiving the object of trading in influence, or other solicitation of a bribe giver and (or) bribe receiver / persons participating in obtaining or delivery of an agreement between them and bribery / trading in influence.
<b>Anti-Corruption</b>	Activity of Partnership Employees and Officials preventing and combating corruption (investigating corruption offences).
<b>Corrupt Practice Risk Prevention</b>	Measures designed to adopt elements of corporate culture, organizational structure, rules and procedures regulated by internal documents ensuring no tolerance of corruption offences within the Partnership.
<b>Employee</b>	A person maintaining employment relations with the Partnership and working under an employment contract and also other persons contracted through agencies and based on civil contracts.
<b>Relatives By Marriage</b>	Siblings, parents and children of a spouse.
<b>Facilitation Payments</b>	Payments to Politically Exposed Persons to secure or expedite the performance of routine

	<p>services (for example, the issue of permits, licenses or other official documentation; the issue of visa, work permits and other immigration documentation; facilitated obtaining of authorizations to release goods from customs bodies; facilitated state registration of immovable property or vehicles; facilitated provision of utility or other services (for example, telecommunications, security) and the like.</p>
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#### 4. RESPONSIBILITY

4.1. Employees / Officials of the Partnership during performance of their functions shall:

- 1) familiarize with the Rules and sign an undertaking on compliance with the Rules. The undertaking shall be appended to the employment contract as Appendix 1 to the Policy;
- 2) be guided by the handout according to Appendix 2 that contains basic concepts and sample of an intolerable corrupt conduct;
- 3) observe the Rules when evaluate business proficiency of the Employee also in his appointment to a higher position and solving other personnel issues;
- 4) strictly comply with restrictions and requirements provided by the Rules, including those that donations or receiving the gifts; entertainment expenses, charity and sponsorship; participating in political activity; interfaces with representatives of the state, Politically Exposed Persons and public organizations, with Commercial Partners, intermediaries, third parties; the prevention of Conflict of Interest; the maintenance of reporting;
- 5) strictly comply with the flat ban on actions as follows:
  - participating in corrupt practices, no offering, promising or giving bribe to Politically Exposed Persons;
  - to seek and receive bribe (Trading in Influence);
  - participating in Trading in Influence on Commercial Partners or by Commercial Partners to Employees / Public Official Persons;
  - making payments to facilitate administrative, bureaucratic and other formalities of any kind, whether pecuniary or other, valuables, services or other property and non property - related advantages, to any and from any person or organizations, including commercial and non-commercial organizations, government and self-government authorities, Politically Exposed Persons in order to obtain an advantage for himself, for the Partnership or for third parties.
- 6) strictly comply with the flat ban on requests and the receiving of bribes from Partnership's Commercial Partners and other third parties;
- 7) comply with the anti-corruption requirements and restrictions set out by other internal documents of the Partnership not contrary to the Rules).

**4.2. Employees / Officials of the Partnership** in interfacing with Commercial Partners shall establish and maintain business relations with those Commercial Partners who maintain business relations on a bona fide basis, care of their own reputation, demonstrate support to the high ethical standards in the conduct of business.

**4.3. Legal Department** is responsible for the inclusion of provisions on the anti-corruption standards, the Anti-Corruption Clause in form given in Appendix 3 into contracts made with Commercial Partners.

**4.4. Human Resources Department** is responsible for taking a written undertaking on compliance with these Rules from all Employees and Officials of the Partnership in form shown in Appendix 1.

## **5. LEGAL FRAMEWORK**

5.1. These Rules have been developed taking into account of the legislation of the Republic of Kazakhstan, international anti-corruption laws and internal documents of the Partnership.

5.2. The main requirements of the said acts regarding commercial organizations are:

- ban on the giving of bribe and Trading in influence;
- ban on bribery of Politically Exposed Persons;
- ban on Mediation;
- ban on the receiving of bribes and an object of Trading In Influence.

## **6. KEY PRINCIPLES OF COMBATING CORRUPTION**

As part of its activity the Partnership relies on the following principles on combating corruption:

6.1. **the “zero tolerance” principle** (non-acceptance of corruption in any form and manifestation) – the complete ban for Employees and Officials of the Partnership as well as other persons acting on behalf of the Partnership and/or in its interests, directly or indirectly, personally or through any Mediation to participate in corrupt practices regardless of the conduct of business in any country;

6.2. **the “tone at the top” principle** - Officials of the Partnership by their behavior provide an sample to Employees of the Partnership to comply with and promote high ethical standards of the conduct of business and not accepting corruption in any of its manifestation;

6.3. **the due diligence principle** – taking a set of measures and actions aimed to obtain required and reliable information on Commercial Partners in order to minimize risks of business relations with Commercial Partners which may be involved in corruption practices or tolerant to corruption doings;

6.4. **the corruption prevention principle** – the Partnership in advance takes measures to prevent corruption, i.e. the adoption of the corporate culture elements, organizational structure, rules and procedures first of all aimed to identify corruption risks and minimize them;



6.5. **the inevitability of punishment principle** – the Partnership declares its uncompromising attitude to any form and manifestation of fraud and corruption at all levels of corporate governance. Guilty persons are brought to responsibility regardless of their position and length of service with the Partnership and other interrelations with it in the manner prescribed by the legislation and internal documents of the Partnership;

6.6. **monitoring and control** – the Partnership monitors the adopted procedures on the prevention and combating corruption, controls their observance and improves them on a regular basis;

6.7. **cooperation on combating corruption** – the Partnership acknowledges a common social nature of the problem of corruption and the necessity to combat it by both through measures taken as part of the governmental policy and by forming intolerance of corruption by Employees, Officials of the Partnership and Commercial Partners of the Partnership;

6.8. **involvement of employees in corruption combating** – the Partnership sets its task to form a personal position that Employees do not accept corruption in any form and manifestation;

6.9. **the reliable reporting maintenance principle** - the Partnership strictly respects the law requirements and the rules on maintenance of reporting documentation. Each fact of business life is reflected in a primary accounting document. Data of accounting, management and other records or documents supporting them may not be distorted or forged.

## **7. MEASURES ON COMBATING AND PREVENTION OF RISKS OF CORRUPT PRACTICES**

### **7.1. Awareness and training**

Employees / Officials of the Partnership are trained through understanding of these Rules openly accessible on the Partnership's server.

### **7.2. Check of Partnership Commercial Partners and seekers**

Before taking a decision to start or continue business relations, in involving job applicants, in participating in legal entities, in interfacing with Commercial Partners and other stakeholders the Partnership checks the integrity, absence of Conflict of Interest, relations with Politically Exposed Persons and analyzes information on reputation on the basis of available information.

The procedure for checking seekers for compliance with the requirements, also set by these Rules, is carried out in accordance with internal documents of the Partnership.

### **7.3. Accounting and audit**

With a view to ensure access to information for all stakeholders the Partnership maintains accounting, tax and management records in strict compliance with the law requirements legislation and internal regulatory documents.

All financial and economic operations are shown in accounting and other records based on the completeness, reliability and transparency principles.

The Partnership does not admit performance business operations without their reflection in accounting records, misrepresentation or falsification of accounting, management and other data,



or supporting documents.

All economic operations of the Partnership are duly reviewed and confirmed by authorized Employees according to the requirements of internal documents.

Accounting and reporting data are subject to the internal and external audit in accordance with the law requirements and internal documents of the Partnership.

#### **7.4. Entertainment expenses and gift giving**

The receiving or giving gifts, hospitality are a token of respect and politeness, form good business relations provided that they are of a symbolic nature, conform to the business practice, do not pose a reputational risk for the Partnership, do not represent a hidden remuneration, are not aimed to influence making decisions and do not give reason to other persons to interpret such influence.

If the Employee thinks that the receiving of a gift or invitation to business supper / lunch has resulted in a rise of expectations with a Commercial Partner or third party to obtain undue advantages, he must notify his immediate manager.

Public officials may not receive gifts or accept invitations to business supper / lunch at cost of the Commercial Partner.

Public Officials /Employees may not give to or receive from Politically Exposed Persons money, gifts, tokens of hospitality and any valuables. The exception is events when Politically Exposed Persons are invited to confer medals to veterans, to congratulate Partnership Employees, for ceremonial opening of industrial facilities, as well as to state and national holidays and also to other business meetings to discuss interfaces between the Partnership and these Politically Exposed Persons. During such events / meetings a Politically Exposed Person will not be provided with preferences over other invited persons.

Gifts are given and received as well as entertainment expenses made in accordance with internal documents of the Partnership.

#### **7.5. Restrictions on charity and sponsorship activity**

The Partnership does not directly provide charity and sponsor support to government agencies, state officials and other Politically Exposed Persons and political parties.

Based on a preliminary decision of the Partnership Management Board, the Partnership may provide charity and sponsor support solely for the purposes of providing a pecuniary aid to those in need, families with many children, disabled persons, and other socially vulnerable groups; to eliminate consequences of emergency situations and (or) disasters; to develop social infrastructure; to hold cultural and (or) sports events; to support sports, science and (or) educational organizations.

The Partnership provides charity and sponsor support with compliance with the requirements of these Rules and other internal documents of the Partnership.

## **7.6. Withdrawal from political activity**

The Partnership does not participate, directly or indirectly in political parties, organizations and funds connected with them, nor makes sponsorship and other payments to support them.

Employees and Officials of the Partnership are entitled to participate in political activity during their off-work time as private individual at their own discretion if such participation is not detrimental to interests of the Partnership and does not create Conflict of Interest.

## **7.7. Holding liable for the commitment of corrupt practices**

The Partnership takes every reasonable and lawful effort to promptly and inescapably hold liable for corrupt practices and other breaches of the requirements of anti-corruption laws and internal documents related to combating corruption regardless of an extent and forms of such breaches.

The Partnership reserves the right to divulge information on persons brought to responsibility for the commitment of corruption offences described in these Rules in due order.

## **7.8. Withdrawal from retaliation**

The Partnership warrants that Employees / Officials of the Partnership who refused commit a corruption offence will not be held liable even if as a result of such refusal the Partnership did not obtain additional pecuniary and non-financial advantages, suffered loss to avoid which was possible only with the violation of the requirements of the legislation or these Rules.

The Partnership considers intolerable and in good time strives to identify and curb retaliation to Employees / Officials of the Partnership who in good faith notified about a suspected fact of the corruption offence committed by other Employees / Officials of the Partnership even if such suspicions were not confirmed.

These Rules are a key link in the system for the promotion of the ethical norms and principles within the Partnership and urge to build relations with colleagues and external stakeholders on the integrity and trust basis, while striving to avoid actions which may inflict harm to both reputation of the Partnership and wider public.

## **7.9. Hot Line**

With a view to support a high level of trust to the Partnership, to comply with the international standards of the business ethics, as well as to prevent and preclude cases of fraud and corruption the Partnership uses Hot Line.

Through Hot Line any person in any form convenient for him may, also on an anonymous basis, notify about facts of theft and embezzlement within the Partnership, fraud, bribery, Trading in Influence, Conflict of Interest and other manifestations of corruption and breaches of the provisions of these Rules that have become known to him.

Each application is addressed thoroughly, and findings of its review are communicated to responsible persons of the Partnership. If there are grounds a relevant check is performed in accordance with internal documents and procedures of the Partnership. Hot Line contacts can be found on the internet web site of the Partnership, on information boards and other generally accessible places.

## **7.10. Interfaces with law enforcement bodies**

The Partnership assumes an undertaking to notify concerned law enforcement bodies on corruption offences which have become known to the Partnership.

Interfaces with law enforcement bodies by Employees of the Partnership are possible in the following forms:

- informing law enforcement bodies on cases of committed breaches having signs of corruption and fraud;
- providing assistance to law enforcement bodies in taking measures to preclude or investigate corruption.

## **8. INTERFACES WITH POLITICALLY EXPOSED PERSONS AND PUBLIC REPRESENTATIVES**

The Partnership holds that any dialogue and interface with Politically Exposed Persons should be based in an initiating, honest, transparent, responsible and sustainable approach, and in compliance with the applicable legislation and standards of the business ethics.

Any improper interface of an Employee / Official of the Partnership with Politically Exposed Persons is strictly prohibited.

The Partnership refrains from any payment in favor of Politically Exposed Persons likewise Close Relatives, spouses, Relatives by marriages or payments in interests of the said persons, including obtaining from the Partnership of pecuniary or other advantages with a direct or indirect purpose to obtain any improper advantages or preferences, including:

- organization or payment (compensation) for the participation in entertainment events;
- organization or payment (compensation) for the rest, treatment and prevention of diseases;
- organization or payment (compensation) of per diems and other expenses.

In the case when the Partnership at its cost organizes events with the involvement of Politically Exposed Persons, the originator of such events shall obtain prior approval from Management of the Partnership. Entertainment expenses shall not exceed limits of hospitality expenses fixed by the Partnership.

Employees / Officials of the Partnership may not, directly or through intermediaries, offer, give, promise, assure a transfer of money, any other valuables or pecuniary or other benefit to Politically Exposed Persons in exchange in order to obtain undue advantages or preferences.

Employees / Officials of the Partnership may not, directly or through intermediaries, offer, give or promise to Politically Exposed Persons any Facilitation Payments.

Employees / Officials of the Partnership are obligated to avoid the behavior which may be interpreted by Politically Exposed Persons as a readiness to commit or invoke the commitment of corrupt practices. These requirements cover all cases of cooperation, including verbal and

written requests, negotiations.

Employees / Officials of the Partnership who received from Politically Exposed Persons information which may be sensed as the request, requirement, extortion, hint at giving money, any other valuables, pecuniary or other advantage to their favor in favor of their Close Relatives, spouses, Relatives by Marriage shall stop business contacts with Politically Exposed Persons concerned and within 1 (one) working day notify senior management of the Partnership about similar situations present.

In case of any doubt about the legitimacy or ethics of their acts, Employees / Officials of the Partnership must seek advice from Legal Department of the Partnership.

## **9. RESPONSIBILITY FOR FAILURE TO OBSERVE (IMPROPER OBSERVANCE) OF THE RULES**

Each Employee / Official of the Partnership shall be responsible for compliance with the requirements of these Rules irrespective of their office held.

The commitment by Employees / Officials of the Partnership of corruption offences and/or fraudulent actions is deemed a gross violation of the labor duties. Regardless of their status and position they will be brought to responsibility in accordance with the legislation of the Republic of Kazakhstan.

If the involvement of Employees / Officials of the Partnership in corruption offences and/or fraudulent actions is identified and established, the Partnership is entitled to bring them to the disciplinary liability, also as the termination of their contracts in the manner prescribed by the effective legislation of the Republic of Kazakhstan.

In the event that there are sufficient grounds materials of the internal investigation based on facts specified above shall be submitted to law enforcement bodies together with an application to attach the administrative or criminal liability to guilty persons.

Whenever harm and damage is caused to the Partnership the Partnership reserves the right to go to court with a civil suit against a person who has committed corruption offences and/or fraudulent acts.

## **10. FINAL PROVISIONS**

In order to adhere to the international standards of the business ethics, publicity and transparency during the conduct of business, Employees / Officials of the Partnership shall notify Management on all cases of the inducement to corruption offences, in accordance with internal documents of the Partnership.

In case of any doubt about the legitimacy of acts by other Employees / Officials of the Partnership or Commercial Partners, possible corrupt practices and other breaches, including the theft, fraud, bribery, Trading in Influence, Conflict of Interest and the like Employees / Officials of the Partnership, Commercial Partners, participant or any other person may report their doubts in form of open dialogue (also on an anonymous basis) to management of the Partnership.

Appendix 1  
to the TenizService LLP Rules On Combating Corruption

**Undertaking to observe the TenizService LLP Rules On Combating Corruption**

1. The Employee confirms that he has become familiar with the content of the Rules On Combating Corruption (the “Rules”) of TenizService LLP (the “Partnership”) and undertakes to observe them.
2. The Employee undertakes:
  - 2.1. Not to take part in corrupt practices directly or indirectly, personally or through Mediation of third parties, and will not offer, give, promise, solicit and receive Bribe and payments to facilitate formalities of any kind (Facilitation Payments) whether in kind of money, valuables, services or other advantages to any person and from any person or organizations, including commercial organizations, government and self-government authorities, Kazakhstani and foreign public officials, private companies and representatives.
  - 2.2. Refrain from the behavior that might be interpreted by others as the readiness to commit or participate in corruption offences in interests or on behalf of the Partnership.
  - 2.3. Promptly inform his immediate manager:
    - on cases of Employee’s inducing to corruption offences;
    - on information on cases of corruption offences committed by other Partnership Employees, Commercial Partners or other persons the Employee has become aware of;
    - on the Employee’s Conflict of Interest that may arise or has arisen.
3. The Employee has become acquainted with the opportunity to notify Management about suspected appropriateness or ethicalness of his actions, as well as actions, failures to act or offerings of other Employees, Commercial Partners or other persons interfacing the Partnership.
4. The Employee has been explained that no Partnership Employee, including him, will not be sanctioned and prosecuted by the Partnership if he informed on an implied fact of corruption, or if he refused to give or receive a Bribe, to commit Trading in Influence or any other way to perform Bribery Facilitation also resulting in that the Partnership suffered loss of profit or did not receive commercial and competitive advantages.
5. The Employee has been warned that he may be brought to the disciplinary, administrative, civil and/or criminal liability for a breach of the anti-corruption requirements of the Kazakhstani and other applicable laws legislation, as well as the Partnership Corporate Ethics Code.
6. The Employee has been explained that if he has additional questions about principles and requirements of the Rules and the applicable anti-corruption legislation, he has as a right to apply to Management.

Appendix 2  
to the TenizService LLP Rules On Combating Corruption

**Handout to the TenizService LLP employee for meeting the anti-corruption legislation requirements**

1. Which behavior is prohibited?

The Rules On Combating Corruption (the "Rules") TenizService LLP (the Partnership) prohibit any of corruption: abuse of an official position, giving bribe (Active Bribery), taking bribe (Bribe Solicitation), Mediation, abuse of authorities, Trading in Influence or other illicit using by an individual of his official capacity contrary to interests of the Partnership and the state in order to accept any undue pecuniary or other advantage, such as valuables, other property or monetized services, other property rights for himself or third parties or illicit providing such advantage to the said person by other individuals, as well as committing the said acts on behalf of or in interests of legal entity.

2. What is Bribe?

Bribe is the accepting of material valuables (items or money) or any property advantage or services for actions (or, in contrary, a failure to act), in interests of a bribe which that person could or had to take by virtue of his official position.

Bribe may be something having a value, including pecuniary or any other advantage. Samples of bribes include (but are not limited to):

- money payments or promising payments in cash or cash equivalents (for example, gift cards),
- gifts, entertainment and hospitality (for example, trip, meals and lodging),
- services,
- loans and collateral security,
- property or any portion in property of any kind,
- protection from a fine and release from any obligation,
- something given for an inappropriate remuneration,
- the providing of the practice, work experience or the offering of a temporary or regular work (including the providing of same services / benefits to Close Relatives, spouses, Relatives by Marriage),
- political or charitable contributions.

In defense of bribery you may not use evidence that Bribe is a necessary measure in any local sector, business, trade or occupations.

### 3. Active Bribery

For Employees / Officials of the Partnership at all times are unacceptable:

- the offer, promise or payment of bribe, including Facilitation Payments, other illicit payments or advantages to a Politically Exposed Person or in favor of or as instructed by such person;
- the solicitation, acting as intermediaries, help or support of such behavior.

The breach of the Rules arises if an Employee / Official of the Partnership offers, tries to pay or pays as an intermediary in bribery of Politically Exposed Person even if an Employee / Official of the Partnership Employee/Official of the Partnership does not receive the kicking back.

### 4. Bribe Solicitation

Employees / Officials of the Partnership are prohibited:

- to seek, demand, agree to receive or receive bribe from a Politically Exposed Person.

This ban is applied irrespective of whether an Employee receives bribe for his benefit or on behalf of another person.

The breach of the Rules arises if an Employee / Official of the Partnership seeks or asks bribe; bribe may not be paid actually.

### 5. What is Trading in Influence?

Trading in Influence is the illicit transfer to a person performing management functions in commercial or other organizations of money, securities or other property, likewise the illicit provision to him of property - related services for using his official position, as well as overall cronyism or sufferance by office in interests of a trading person.

### 6. When an advantage is considered Bribe or Trading In Influence?

The providing of an advantage is Bribe irrespective of a value if there is an intention:

- to incite or encourage an improper behavior by a giver or other person (Trading in Influence); or
- influence a Politically Exposed Person (illicitly or otherwise) in performance of his official duties in order to receive or retain commercial advantages.

The providing of an advantage is probably Bribe if:

- it is illicit according to laws on combating corruption and bribery;
- it creates an undertaking or visibility of an obligation for the other party;
- it intends to induce a person to act or not to act in order to provide a certain advantage or to generally support a person providing advantages or the organization of such person;



- it has been provided to a Politically Exposed Person to influence an official in relation to his employment duties in order to expedite the employment duties or to be supported by such person;
- it is unfounded in terms of the costs, frequency or a way to provide.

7. What else is prohibited?

For you it is also unacceptable:

- to breach the financial discipline, including criminal acts, such as theft of and making false reports, trading of insider information, money laundering or misappropriation of sources;
- to use or offer privately to other persons access or using resources of the Partnership, including assets, means or intellectual property without prior consent of the Partnership;
- to try to induce any employee of a commercial organization, the governmental (in full or in part) agency or a Politically Exposed Person to illicit actions;
- to offer, give or authorize Bribe / Trading in Influence, directly or indirectly, through an agent or an associated person to:
  - a. the Politically Exposed Person, or
  - b. the manager, official or employee of commercial or other organization;
- to offer or provide an authorized benefit (property or other) to an employee of any competitor, supplier or customer which may result to an unfair competitive advantage and a breach of applicable provisions on competition, such as any benefit which may lead to an improper advantage of the Partnership over its competitors;
- to use any ties you may have with Politically Exposed Persons in order to illicitly obtain a competitive advantage in relation to the Partnership;
- to hide signs of illicit payments or favors in accordance with the Rules or any circumstances giving a rise to suspects such behavior;
- to take actions, including fraudulent statement inducing a party pecuniary or other benefit, or to evade obligations;
- to try to conceal or disguise something from the mentioned above.

Appendix 3  
to the TenizService LLP Rules On Combating Corruption

**Sample of the Anti-Corruption Clause for contracts with commercial Partners**

1. [Name of the contractual commercial Partner] undertakes that it will ensure that all individuals and legal entities affiliated with it which act under this contract (hereinafter each of them is referred to as the "Affiliate") including, but not limited to, founders / shareholders, public officials, employees and agents [Name of the contractual commercial Partner] will meet warranties of this clause.
2. [Name of the contractual counterpart] and all Affiliates take an obligation not to take, directly or indirectly, the following actions:
  - 2.2.1. Pay, offer, promise or permit payment of any money or grant other valuables (including gifts, hospitality and subsidies) to any persons connected with the state in order to improperly obtain, conduct or retain or to receive illicit advantages for the Partnership.
  - 2.2.2. Not to take other actions that violate effective laws prohibiting bribery in the commerce sphere, including Trading in Influence and other unlawful and improper methods to run business.
3. [Name of the contractual counterpart] [is not] a person connected with the state, and [has not] Politically Exposed Persons being its officials, employees or direct or indirect owners. [Name of the contractual counterpart] undertakes to immediately notify the Partnership in writing about all cases when any Politically Exposed Person becomes an official person or employee of the [Name of the contractual counterpart] or purchases a direct or indirect participatory interest in the [Name of the contractual counterpart].
4. [Name of the contractual counterpart] has been founded to carry out legitimate activity, not for any illicit purposes and has only legal sources of financing.
5. [Name of the contractual counterpart] and its Affiliates were not convicted for the commitment or found to be guilty of the commitment of any unlawful actions connected with fraud or corruption.
6. [Name of the contractual counterpart] confirms that it has familiarized with the Partnership's Rules On Combating Corruption on the Partnership's official web-site. [Name of the contractual counterpart] certifies that it fully understands the Partnership's Rules On Combating Corruption.
7. [Name of the contractual counterpart] undertakes to provide to the Partnership help and assistance in good faith in case of an actual or possible breach of the requirements of this Anti-Corruption Clause, and also undertakes to secure questioning of its founders / shareholders, public officials and other Affiliates.
8. [Name of the contractual counterpart] undertakes to timely inform the Partnership on all cases of a breach of the requirements of this Anti-Corruption Clause connected with activity of the Partnership.