

Annex *1*  
to the order of Rosatom Central and  
Southern Africa (Pty) LTD  
dated "*10*" *09* 2021  
№ 338/ZA - *01.02/028*

## Policy of Combating Bribery and Corrupt Practices

Johannesburg  
2021

## 1. Purpose and Scope

1.1. This Policy of Combating Bribery and Corrupt Practices (hereinafter referred to as the Policy) in the Private Institution RAIN (hereinafter referred to as the Institution) is an element of the Institution's general system for combating bribery and corrupt practices in foreign economic activity.

1.2. The Policy is an integral part of the Institution's organizational and administrative documentation; it is binding on all Institution employees.

1.3. The Institution shall take all steps required to communicate the Policy to its business partners and counterparties.

1.4. The Policy is an open document available to the public. The Institution shall ensure access of all employees and stakeholders to the Policy.

1.5. The Institution's organizational and administrative documents must not contradict the provisions of the Policy and, if any contradictions are identified, such documents must be aligned with the Policy, unless the President of the Institution decides to eliminate the contradictions by amending the Policy.

1.6. The Institution RCs shall issue policies and other documents on combating Bribery and Corrupt Practices not inconsistent with this Policy in accordance with the established procedure.

## 2. Abbreviations

2.1. For the purposes hereof, the following abbreviations and transcripts shall be used:

Abbreviation	Transcript
Bribery	Is the direct or indirect offer, promise or granting of a Benefit by Institution or RC employees, or the Institution counterparties acting for and/or on behalf of the Institution (directly or through intermediaries), to any Recipient, on whom the acquisition or retention of any benefit for the Institution depends in whole or in part: with the intent that the Benefit will induce or serve as a reward to the Recipient to do or omit to do something as a result of which the Institution will gain an improper advantage or retain some benefit for itself (and includes Facilitation Payments), or aware of the fact that the Recipient's acceptance of the Benefit may constitute improper conduct on the part of the Recipient.
Facilitation Payments	Payments made to a public official for the purpose of expediting or simplifying performance of actions normally performed by the state authorities.
Civil Servant	Any person holding the office or acting for the benefit of the person holding the office in the legislative, executive, and judicial branches of state or municipal government, including any person employed by or acting for the benefit of a state/municipal authority, state/municipal or state-owned/municipal enterprise, any federal or regional state/municipal authority or agency, any political party, any candidate for a political post, or a relative of any such person or a person related to any such person. The term "civil servant" does not include employees of Rosatom State Corporation and organizations that are part of Rosatom State Corporation's management circle.
Business Courtesies	Souvenirs and/or entertainment expenses determined in accordance

	with a local regulation of the Institution.
RC	Regional centers
UIPS	Unified Industry Procurement Standard (Procurement Regulations) of ROSATOM State Atomic Energy Corporation
Commercial Bribery	Illegal receipt of Benefits by the Institution employee performing managerial functions, as well as illegal use of services of property nature or other property rights for committing actions (omissions) in the interests of the giving individual or legal entity in connection with the official position held by such employee in the Institution.
Conflict of Interest	A situation in which a Personal Interest (direct or indirect) of the Institution employee affects or may affect the proper performance of his or her official duties and which generates or may generate a conflict between the personal interest of the Institution employee and the Institution interests, which may result in damage to the Institution.
Corrupt Practices	Commercial Bribery, Mediation in Bribery, Conflict of Interest, Personal Interest.
CPC	Corporate plastic card
Personal Interest	The possibility of receiving income by the Institution employee in the form of money, valuables, other property or property services, as well as other property rights for his/herself or for the third parties in connection with the performance of official functions. Only the receipt of income that is not credited towards remuneration of such employee or is not a bonus paid to him/her in accordance with the local regulations of the Institution shall be deemed the Personal Interest of an employee.
Institution	Private institution of Atomic Energy Power Corporation "Rosatom International Network" (Private Institution RAIN)
IC&AU	The Institution business unit performing the internal control and audit functions
Initiating Unit	The Institution business unit initiating the work at a particular contract/agreement, dealing with a particular contractor of the Institution, conducting a procurement procedure in order to conclude an agreement/contract with a contractor or conducting the pre-contract negotiations in order to conclude an agreement/contract.
Recipient	A person to whom a Benefit is offered, promised or granted
Mediation in Bribery	Direct transfer of a bribe on behalf of the briber or the bribe taker, or another solicitation of the briber or the bribe taker in reaching or implementing an agreement between them to accept or give a bribe.
Benefit	Money, valuables, other property or services of a property nature, as well as other property rights including any tangible or intangible advantages or profits gains, such as tickets to sporting, theatrical or other events, invitations to breakfasts, lunches and/or dinners, promotions or travel.
HR	The Institution business unit performing the Human Resources management functions.
Institution Employee	All full-time Institution employees, including the Institution managers, as well as persons temporarily providing services to the Institution under civil law contracts.
System	A set of local regulations of the Institution governing the combating of bribery and corrupt practices.
Authorized Employee	An official or a unit responsible for preventing corruption and other offenses, designated by a local regulation of the Institution.

LG	The Institution business unit performing the legal guidance functions.
PRECCA	Prevention of Combating of Corrupt Activities Act No 12 of 2004

### 3. Policy Goals and Principles

3.1. This Policy is developed and implemented as one of the main elements of the System for Combating Bribery and Corrupt Practices in Foreign Economic Activity in order to:

- define the basic principles and conditions for combating Bribery and Corrupt Practices in the Institution, as well as in the Institution business activities;
- form a System, taking into account international and South African experience;
- create an efficient system of monitoring all Institution employees' compliance with the requirements of the international law, laws of the Republic of South Africa, and local regulations of the Institution on combating Bribery and Corrupt Practices;
- create conditions preventing Bribery and Corrupt Practices;
- shape an atmosphere of zero tolerance towards Bribery and Corrupt Practices in the Institution.

3.2. The fundamental principles of the Institution's work are those specified in subparagraphs 3.2.1 through 3.2.10 hereof.

3.2.1. Integrity: the Institution has been and is committed to high standards of business ethics, honesty and transparency in all of its business dealings.

3.2.2. Legality: the Institution is committed to complying with the laws of all countries in which it does business, consistently adhering to the highest international ethical standards to ensure the transparency of economic activities, zero tolerance towards Bribery and other corrupt practices on the part of its employees and managers. For these purposes, the Institution establishes the System that is binding for all Institution employees.

3.2.3. Setting an example of compliance with the rules and standards of ethical conduct, zero tolerance towards bribery and corrupt practices by all Institution employees.

3.2.4. Employees' undertaking to contact the Authorized Employee in the manner stipulated hereby in any case where signs of Corrupt Practices, Bribery, or Facilitation Payments are discovered (for the purposes hereof, it does not matter whether Bribery is directly committed by the Institution employee or a contractor of the Institution or by some other person by prior concert with an employee or a contractor of the Institution for the benefit of the Institution).

The subjects of Bribery are Institution and RC employees, as well as business partners acting for the Institution, such as agents or consultants.

The signs of Bribery include:

- granting a Benefit in order for the Recipient to make a decision in favor of the Institution;

- making of a Facilitation Payment;

- violation of this Policy's provisions when providing Business Courtesies;

- provision of facilities or property of the Institution for gratuitous use, gratuitous provision of services of property nature;

- conclusion of a contract with a company owned by a Civil Servant or a person holding an executive position in a counterparty organization of the Institution, or their family members;

3.3. The Institution employees shall be guided by the definition of "Bribery" set forth herein, common sense, and shall evaluate any transaction for signs of Bribery and Corrupt Practices in accordance with this Policy. In case of any doubts

regarding the correctness of their actions, the Institution employees shall contact the Authorized Employee for clarifying a particular situation. The words bribery and corruption are used interchangeably in this Policy, and include the term “bribe”.

3.3.1. The Institution employees shall comply with local regulations of the Institution governing the Institution activities specified in paragraph 5.3 hereof.

3.3.2. All Institution employees shall act and use the Institution resources only for its benefit, make a clear distinction between the interests of the Institution and their own personal interests, and avoid possible Conflicts of Interest.

3.3.3. The Institution employees (personally or through intermediaries) shall not engage in Bribery, Corrupt Practices or Mediation in Bribery.

3.3.4. The Institution employees shall comply with the anti-corruption laws of the Republic of South Africa including PRECCA or any other national or international regulatory enactment of similar nature which may have bearing on the activities of the Institution, as well as the provisions of this Policy.

3.3.5. The Institution employees, if they reveal any signs of Bribery (committed by the Institution or RC employees or counterparties), and/or if they record granting Facilitation Payments and/or any manifestation of Corrupt Practices (committed by the Institution employees), shall report the same to the Authorized Employee in accordance with this Policy.

#### 4. Combating Bribery and Corrupt Practices in the Institution

4.1. Combating Bribery and Corrupt Practices in the Institution is one of the key components of its normal operation; in this regard, the Institution shall establish a complete ban on Corrupt Practices, Bribery and Facilitation Payments.

4.2. The ban on Bribery and Facilitation Payments shall apply to all business activities of the Institution in all countries where it operates, except as specified in paragraph 5.2 hereof.

4.3. If actions bearing the signs of Bribery or the Facilitation Payments are permitted under the applicable written laws of the country in which these actions are to be performed, such actions may be performed only upon consultation with the head of the Institution supervising the activities of the Initiating Unit and the Authorized Employee.

The performance of actions (directly or through the third parties) containing the signs of Bribery, or making (directly or through the third parties) of Facilitation Payments without the approval of the abovementioned Institution employees is prohibited.

4.4. The Institution's activities exposed to the risk of Bribery, Corrupt Practices, and Facilitation Payments are as follows:

- contract activities;
- procurement activities;
- interaction with state authorities;
- charitable activities;
- providing Business Courtesies.

4.4.1. In relationships with the Institution counterparties, the Institution employees shall act exclusively in the interests of the Institution, not to allow the cases of bribery or corrupt practices, follow and strictly comply with local acts of the Institution governing the business processes, namely contract activities, negotiation

and signing of contract documents, dealing with counterparties, and other local regulations of the Institution governing the issues of contract activities.

4.4.1.1. The Institution employees, in particular, when dealing with counterparties, shall:

pay remuneration and reimburse expenses under the agreement/contract specifically to the counterparty (unless otherwise expressly stated in the agreement/contract with the counterparty);

document the relationship between the parties in the form of a written agreement.

4.4.1.2. The prevention of Bribery or Corrupt Practices during the contract provides for identification of the signs of Bribery in contractors' actions, as well as Corrupt Practices by the other Institution employees involved in contract activities.

4.4.2. During the preparation of procurement documents and the implementation of procurement activities, the Institution employees shall be guided by and comply with the UIPPS, local regulations of the Institution governing the procedure of approving the procurement from a single supplier (contractor, vendor) when placing orders, as well as the preparation and conduct of open competitive procurement procedures, not proceed from their Personal Interest, which may affect the efficiency of procurement activities and proper performance of the Institution employee's functions.

4.4.2.1. The Institution employees who are members of the Procurement Commission must be impartial when making decisions, act solely in the interests of the Institution, not allow Corrupt Practices, as well as comply with the regulation on operations of the Institution Procurement Commission.

4.4.3. The Institution employees are prohibited from engaging in Bribery, as well as from making any Facilitation Payments when interacting with state authorities.

4.4.4. The Institution shall not provide financial or other assistance to political parties (organizations), nor shall it participate in the financing of election campaigns of candidates for elected offices, as such assistance may be considered an attempt to obtain an improper advantage for the Institution.

4.4.4.1. The Institution employees may exercise their personal rights to participate in political movements in accordance with the laws of the Russian Federation, including donating to political parties of their choice. At the same time, however, the Institution employees must:

ensure that their own time and their own resources are used for this purpose;

avoid any possibility of misinterpretation of their views and actions by anyone as views and actions reflecting the official position of the Institution rather than their personal views and actions;

ensure that such actions do not conflict with their functions at the Institution.

4.4.4.2. The charitable activities of the Institution are carried out solely on the basis of the general industry limits for charitable activities approved by Rosatom State Corporation.

4.4.4.3. Any unscheduled charitable activities of the Institution or charitable donations at the request of non-profit organizations shall be carried out only on the basis of a decision of the Institution management body designated in accordance with the Institution local regulations.

4.4.5. Providing Business Courtesies that do not violate this Policy can help

build a positive business reputation and maintain good business relationships.

4.4.5.1. Business Courtesies must not violate the ethical principles of the Institution.

4.4.5.2. Business Courtesies shall be provided in strict compliance with the limits established by the Institution budget for the relevant types of expenses and shall be monitored in accordance with the financial monitoring procedures established in the Institution.

4.4.5.3. When providing Business Courtesies, the Institution employees shall be prohibited from:

donating cash or cash equivalents (gift certificates, loans, shares or stock options, etc.) regardless of their value;

holding a hospitality without accompaniment and/or participation of the Institution employees;

providing Business Courtesies to the family members of the counterparty's employee, partner or another person, except for special events where the business etiquette (custom) provides for participation of a spouse.

4.4.5.4. The Institution employees shall be prohibited from providing Business Courtesies to the Civil Servants, except for the donation of souvenirs.

4.4.5.5. The Institution employees shall be prohibited from providing Business Courtesies to the third parties on behalf of actual or potential contractors of the Institution or other business partners of the Institution.

4.4.5.6. The procedure for using, reporting on production expenses using the CPC, the rights and responsibilities of CPC holders shall be determined in accordance with the rules of using the Institution CPC.

4.4.5.7. If required, the Institution can arrange for exit visas, hotel reservations, transfers, air and rail tickets, medical insurance, etc. for its business partners on a reimbursable basis, i.e. followed by a complete reimbursement by the relevant business partners for expenses incurred by the Institution.

The Institution shall perform the actions specified in the previous paragraph only: in the presence of a letter of guarantee from the Institution business partner with a positive endorsement by the Institution President;

in the absence of the business partner's overdue debts to the Institution.

It is forbidden to arrange for exit visas, hotel reservations, transfers, air and train tickets, medical insurance, etc. for the Institution business partners on a gratuitous basis (without subsequent full reimbursement of the costs incurred by the Institution by the relevant business partners).

4.4.5.8. Accounting for souvenirs and printed products provided by the Institution, as well as hospitality expenses shall comply with the Institution local regulations.

## 5. Functions of officials and business units of the Institution related to combating Bribery and Corrupt Practices

5.1. The President of the Institution shall:

5.1.1. Make final decisions on all matters regarding the System operation.

5.1.2. Set an example of compliance with the rules and standards of ethical business conduct, as well as zero tolerance towards Bribery and Corrupt Practices for the Institution employees.



- 5.2. The President of the Institution shall:
- 5.2.1. Supervise the overall organization and implementation of the System.
- 5.2.2. Supervise the development and implementation of activities related to combating Bribery and Corrupt Practices in the Institution.
- 5.3. The Authorized Employee of the Institution shall:
- 5.3.1. Be responsible for organizing the combating of Bribery and Corrupt Practices in the Institution, as well as for the System operation.
- 5.3.2. Conduct an enhanced due diligence of business partners, contractors, intermediaries, and agents of the Institution for their reliability, business reputation, willingness to comply with the principles and standards of ethical business conduct adopted by the Institution.
- 5.3.3. Participate, jointly with the HR, in approving candidates to fill vacant positions in the Institution and the RC in order to improve the HR policy's efficiency, as well as to form a responsible attitude among the Institution and RC employees towards compliance with the established requirements related to combating Bribery and Corrupt Practices.
- 5.3.4. Verify the chain of owners and beneficiaries (including the ultimate owners and beneficiaries) of the Institution counterparties to avoid a Conflict of Interest, and perform the other actions aimed at identifying and eliminating the causes and conditions contributing to a Conflict of Interest.
- 5.3.5. Develop and implement actions to protect the interests of the Institution from illegal actions of legal entities and individuals actually causing material or reputational damage to the Institution, destabilizing the operation and development of the Institution in accordance with its statutory objectives.
- 5.3.6. Verify the incoming information on the recorded signs of bribery, corrupt practices, as well as fraud, misappropriation, embezzlement, or abuse of power by the Institution employees, theft of property and other unlawful actions. Report the verification results to the President of the Institution.
- 5.3.7. Conduct an anti-corruption expert review of draft local regulations of the Institution, as well as agreements/contracts concluded by the Institution.
- 5.3.8. Conduct an annual assessment of corruption and Bribery risks in the Institution, and assess the risks of Bribery on the part of the Institution employees, counterparties, partners in the course of the Institution business activities using a risk classifier. Based on the results of the annual assessment of corruption and Bribery risks in the Institution, the Institution shall be entitled to submit proposals to improve the System.
- 5.3.9. Continuously monitor and control all Institution employees' compliance with local regulations of the Institution, including this Policy, in order to prevent Bribery and Corrupt Practices.
- 5.3.10. Participate in the investigation of the causes of non-compliance with current local regulations of the Institution on the combating of Bribery and Corrupt Practices within its competence.
- 5.3.11. Collect, compile, summarize, and disseminate the best practices of combating Bribery and Corrupt Practices, develop a base of practical experience in the System operation within the Institution, as well as submit proposals to the President on the System improvement.
- 5.3.12. Conduct training, jointly with the HR and with required assistance of

the LG (within its competence), for the Institution employees on combating Bribery and Corrupt Practices, as well as the practical implementation of regulations on combating Bribery and Corrupt Practices.

5.3.13. In cooperation with the Institution business units, inform and familiarize the authorized representatives of business partners, counterparties, intermediaries and other persons with the principles and standards of business conduct adopted by the Institution.

5.3.14. Initiate and develop drafts local regulations, as well as proposals and recommendations to the Institution management on the System improvement with the required assistance of the LG (within its competence).

5.3.15. Interact with organizations and unitary enterprises subordinate to Rosatom State Corporation, counterparties, as well as law enforcement agencies of the Russian Federation and foreign countries on combating Bribery and Corrupt Practices.

5.3.16. Provide information support to the Institutions management on combating Bribery and Corrupt Practices in terms of economic security.

5.3.17. Ensure unhindered implementation of the Institution employees' obligation to inform the Authorized Employee or law enforcement agencies about all cases of Bribery and Corrupt Practices committed by the Institution employees or the cases when any persons contact the Institution employees in order to induce them to commit Bribery or Corrupt Practices.

5.3.18. Ensure the confidentiality of details of the Institution employees or other stakeholders who reported the signs of Bribery or other Corrupt Practices, or other clearly illegal actions, as well as the confidentiality of the very fact of reporting.

5.4. The Internal Control and Audit Unit of the Institution shall:

5.4.1. Plan, organize and conduct inspections of individual issues of financial and economic activities of the Institution business units.

5.4.2. Verify compliance with external and internal regulations, as well as the requirements of regulatory authorities.

5.4.3. Conduct random audit of procurement procedures for compliance with the UIPS and other regulations of Rosatom State Corporation issued pursuant to the UIPS.

5.5. The Human Resources Unit shall:

5.5.1. Communicate this Policy and the local regulation of the Institution governing the dealings with counterparties, along with the other mandatory local regulations of the Institution, to the candidate at the time of his/her hiring to the Organization (before issuing an employment order).

5.5.2. Conduct training, jointly with the Authorized Employee, for the Institution employees on combating Bribery and Corrupt Practices.

5.5.3. Participate, jointly with the Authorized Employee, in approving candidates to fill vacant positions in the Institution and the RC in order to improve the HR policy's efficiency, as well as to form a responsible attitude among the Institution and RC employees towards compliance with the established requirements related to combating Bribery and Corrupt Practices.

6. Reporting the suspected Bribery, Corrupt Practices or other violations of this Policy

6.1. Reporting the signs of Bribery, Corrupt Practices or other violations of this Policy means the submission of information by the Institution employee or any stakeholder related to the alleged violation or misconduct of both Institution employees and Institution counterparties, partners, consultants and other persons to the Authorized Employee.

6.2. A report of suspected Bribery, Corrupt Practices or other violations of this Policy may include information regarding:

the Institution employees' non-compliance with local regulations of Rosatom State Corporation and the Institution governing the Institution's activity areas specified in paragraph 4.4 hereof;

actual Conflicts of Interest or signs of their occurrence;

inappropriate actions of business partners and counterparties of the Institution;

violations of the ethical conduct of activities, violations of the Institution's corporate ethics;

actions and omissions of the Institution's employees that may cause damage to the Institution business reputation;

intentional errors, misrepresentations or material omissions of information for financial and tax accounting, as well as reporting purposes, internal control and audit, submission of information to state authorities or forgery of documents;

intentional (deliberate) concealment of information about the commitment of misconduct by the Institution employee.

6.3. If the Institution employee discovers signs of unlawful activity on the part of other Institution employees or an accomplished fact of unlawful activity, he/she must report the same to the Authorized Employee.

6.4. In cases of suspected Bribery, Corrupt Practices or other violations of this Policy, the Institution employee shall immediately report to the Authorized Employee.

6.5. Reports of suspected Bribery, Corrupt Practices or other violations of this Policy must be truthful, not backed up by false motivation, malice or self-interest.

6.6. Upon receiving information about suspected Bribery, Corrupt Practices or other violations of this Policy, the Authorized Employee shall take all required actions to ensure confidentiality with respect to the identity of the Institution employee who reported the suspicions.

6.7. In order to conduct a comprehensive investigation, to clarify all the circumstances that led to suspected Bribery, Corrupt Practices or other violations of this Policy, anonymous reports shall not be allowed.

6.8. Upon receiving information about suspected Bribery, Corrupt Practices or other violations of this Policy, the Authorized Employee shall conduct an internal investigation with respect to the information received in accordance with the procedure established by a local regulation of the Institution governing the procedure of internal investigation at the Institution.

6.9. If it is established that the Institution employee has communicated knowingly false information on suspected Bribery, Corrupt Practices or other violations of this Policy, he/she may be subject to disciplinary sanctions.

## 7. Liability of Institution employees

7.1. Each Institution employee shall be held personally liable for compliance with this Policy.

7.2. The Employees having violated this Policy's requirements may be subjected to disciplinary sanctions up to the termination of employment in accordance with the labor laws of the Russian Federation, as well as brought to administrative or criminal liability in accordance with the laws of the Russian Federation.

8. Monitoring over compliance with this Policy's requirements

8.1. The control (monitoring) over compliance with this Policy's requirements shall be ensured by Ryan Collyer, CEO of Rosatom Central and Southern Africa (Pty) LTD..