**APPROVED**

 **Order of LLC "Ukrainian System Innovations"** from "08" October 2019 № 7-r

**ANTI-CORRUPTION PROGRAM**

**LLC «Ukrainian System Innovations»**

**Preamble**

# This Anti-Corruption Program of LLC «Ukrainian System Innovations» (hereinafter - the Legal Entity) declares that its employees, officials, managers and founders (participants) in its internal activities, as well as in legal relations with business partners, public authorities, local governments , are guided by the principle of "zero tolerance" to any manifestations of corruption and will take all measures provided by law to prevent, detect and combat corruption and related actions (practices).

**I. General provisions**

# 1. The anti-corruption program is a set of rules, standards and procedures for detecting, combating and preventing corruption in the activities of a legal entity.

# 2. The anti-corruption program sets standards and requirements not lower than those provided by the Law of Ukraine "On Prevention of Corruption" (hereinafter – the Law) and the Standard Anti-Corruption Program approved by the decision of the National Agency for Prevention of Corruption.

# 3. Terms in the Anti-Corruption Program are used in the meanings given in the Law.

# 4. The anti-corruption program is approved by the order of the head of the Legal Entity after its discussion with employees and officials of the Legal Entity.

# 5. The text of the Anti-Corruption Program in electronic form is in permanent open online access for employees, officials of the Legal Entity, as well as for its business partners and is posted on the website http://ukrsi.com.ua/.

# 6. The paper form of the Anti-Corruption Program shall be preserved in accordance with the procedure for storage of documents provided by the Statute of the Legal Entity.

**ІІ. Scope and range of persons responsible for the implementation of the Anti-Corruption Program**

1. The anti-corruption program is mandatory for all employees of the Legal Entity, including officials of all levels, managers, founders (participants).

2. The anti-corruption program is also applied by the Legal Entity in its legal relations with business partners, including public authorities and local governments.

3. Implementation of measures to implement (implement) the Anti-Corruption Program within its powers is carried out by:

1) founders (participants) of the Legal Entity (hereinafter – the founders (participants));

2) the head of the Legal Entity (hereinafter – the head);

3) an official of the Legal Entity responsible for the implementation of the Anti-Corruption Program (hereinafter – the Commissioner), the legal status of which is determined by the Law and the Anti-Corruption Program;

4) officials of the Legal Entity of all levels and other employees of the Legal Entity (hereinafter – employees).

**III. Anti-corruption measures in the activities of the Legal Entity**

**1. List of anti-corruption measures in the activities of the Legal Entity**

# 1. A legal entity shall ensure the development and adoption of measures that are necessary and sufficient to prevent, detect and combat corruption in its activities.

# 2. Anti-corruption measures include:

# 1) periodic assessment of corruption risks in the activities of the Legal Entity;

# 2) anti-corruption standards and procedures in the activities of the Legal Entity.

# 3. The main anti-corruption standards and procedures of the Legal Entity are:

# 1) acquainting new employees with the content of the Anti-Corruption Program, conducting training activities on preventing and combating corruption;

# 2) anti-corruption inspection of business partners;

# 3) provisions on mandatory compliance with the Anti-Corruption Program;

# 4) criteria for selecting business partners of the Legal Entity;

# 5) restrictions on the legal entity's support of political parties, the implementation of charitable activities;

# 6) the mechanism of notification of detection of signs of violation of the Anti-Corruption Program, signs of commission of a corruption or corruption-related offense, as well as the confidentiality of such reports and protection of whistleblowers;

# 7) performance of functions by the Commissioner and employees to prevent corruption;

# 8) the procedure for reviewing whistleblower reports, including internal investigation and imposition of disciplinary sanctions;

# 9) norms of professional ethics and duties and prohibitions for employees;

# 10) mechanisms to prevent and resolve conflicts of interest;

# 11) restrictions on gifts;

# 12) supervision and control over compliance with the requirements of the Anti-Corruption Program.

# 2. Periodic assessment of corruption risks in the activities of the Legal Entity

1. A legal entity shall carry out an internal assessment of corruption risks in its activities at least once a year.

2. Corruption risk is a reasonable probability of occurrence of a corruption or corruption-related offense or violation of the requirements of the Anti-Corruption Program.

3. Assessment of corruption risks in a Legal Entity is carried out by the Commission on Corruption Risk Assessment (hereinafter – the Commission).

The procedure and composition of the commission are approved by the head.

The commission consists of the Commissioner (chairman of the commission), heads of structural subdivisions of the Legal Entity, as well as other employees appointed by the head in agreement with the Commissioner.

During the assessment of corruption risks at the initiative of the Commissioner, other employees of the Legal Entity, as well as independent experts or specialists may be involved in the work of the commission without its membership.

 The Commissioner, in order to avoid conflicts of interest or bias in the work of the commission, in the distribution of functions between the members of the commission takes into account the scope of their duties in the Legal Entity.

4. The purpose of the commission is to prevent, identify and eliminate corruption risks in the activities of the founders (participants), managers and employees of the Legal Entity.

5. Corruption risks in the activities of the Legal Entity are divided into internal and external. Internal corruption risks are identified in organizational and managerial, financial, and economic, personnel, legal procedures of the Legal Entity.

External corruption risks are identified in the activities of business partners, including public authorities, local governments, with which the Legal Entity is in a business relationship.

6. Based on the results of identification of corruption risks by the commission in accordance with the procedure of its activity, their definition and description, classification by categories and types shall be carried out.

7. Based on the results of the assessment of corruption risks in the activity of the Legal Entity, the commission prepares a written report, which is signed by the members of the commission.

The report is compiled according to the form and structure determined in the order of the commission's activity.

The report on the results of corruption risk assessment is submitted to the head, founders (participants) of the Legal Entity and must contain:

1) identified corruption risks, as well as the reasons that give rise to them and the conditions that contribute to them;

2) assessment of identified corruption risks;

3) proposals for measures to prevent, eliminate (reduce) the level of identified corruption risks.

The text of the report is provided to the employees of the Legal Entity and may also be published on the website of the Legal Entity (if any).

# 8. If during the measures to assess corruption risks the Commissioner finds a violation of the Anti-Corruption Program, committing a corruption or corruption-related offense, he initiates for the head of the internal investigation in the manner prescribed by Section XV of the Anti-Corruption Program.

# 9. A legal entity shall undergo an external assessment of corruption risks at least once every three years, conducted by organizations providing audit, legal or consulting services, or independent experts.

# 10. Based on the results of the report on internal and / or external assessment of corruption risks, the manager, founders (participants) take the necessary measures to prevent, detect and combat corruption in the activities of the Legal Entity, including by changing existing anti-corruption standards and procedures.

# 3. Description of anti-corruption standards and procedures of the Legal Entity

1. To form an appropriate level of anti-corruption culture, the Commissioner for new employees, as well as other persons acting on behalf of the Legal Entity, is required to familiarize himself with the provisions of the Law, the Anti-Corruption Program, and related documents.

2. Provisions on the obligation to comply with the Anti-Corruption Program are included in the rules of internal labor regulations of the Legal Entity, provisions on structural units, all employment contracts, and may also be included in contracts concluded by the Legal Entity.

Exemplary forms of anti-corruption reservations are developed by the Commissioner considering the areas of activity of the Legal Entity.

3. Business partners of the Legal Entity are selected according to criteria based on transparency, competitiveness, quality of goods, works and services and reliability.

4. Criteria and procedures for selection of business partners for various spheres of activity of the Legal Entity are developed by the Commissioner and approved by the head.

5. The Commissioner conducts anti-corruption inspection of existing or potential business partners of the Legal Entity to assess the presence of corruption risks. At the same time, the Commissioner checks whether the business partner has the reputation of an entity whose activities are related to corruption (even in the absence of relevant court decisions), and whether the business partner will be used as an intermediary for transfer to third parties (or for receipt from third parties) illicit gain.

Anti-corruption audit is carried out in accordance with the requirements of the Anti-Corruption Program, as well as standards for various areas of activity of the Legal Entity, which are developed and approved by the Commissioner. Inspection materials are stored for at least 5 years.

Based on the results of the anti-corruption inspection of the business partner of the Legal Entity, the Commissioner makes a written recommendation to the head.

In case of a negative recommendation of the Commissioner, the manager must make a reasoned decision on this issue to continue or start a legal relationship with such a business partner.

 6. A legal entity (in the absence of prohibitions established by law) may make contributions in support of political parties, as well as carry out charitable activities only after the conclusion of the Commissioner on the absence of corruption risks.

The Commissioner approves the opinion within 3 working days after receiving all documents related to the implementation of these contributions or charitable activities and sends it to the head.

Charitable activity of a Legal Entity, as a rule, should be carried out (in the absence of prohibitions established by law) only through charitable organizations in accordance with the law.

# 7. Carrying out charitable activities of a Legal Entity is not allowed if:

# 1) its implementation is a condition for concluding any agreement, decision-making by a public authority, local government or is carried out in order to obtain benefits in business activities;

# 2) a business partner or a body of state power, a body of local self-government insists on carrying out one or another type of charitable activity through a certain charitable organization.

# The Commissioner keeps a register of contributions made by the Legal Entity in support of political parties and charitable activities. Data in such a register shall be stored for at least 5 years.

# Regulations on the procedure for maintaining the said register shall be approved by the head upon submission of the Commissioner.

# 8. To inform the employees of the Legal Entity about the facts of violation of the Anti-Corruption Program, committing corruption or corruption-related offenses (hereinafter - the notification), the Commissioner places relevant information on information stands in the Legal Entity and on the official website of the Legal Entity (if any). Such information must include:

# telephone number for making messages (+38 044) 361-15-48;

# e-mail address for notifications office@ukrsi.com.ua;

#

# hours of reception of the person authorized to receive oral and written notifications: Mon - Fri: 9:00 - 18:00.

# The Commissioner develops a standard form of notification.

# The Commissioner maintains a register of reports of violations of the Anti-Corruption Program or signs of corruption or corruption-related offenses. The procedure for maintaining the relevant register shall be approved by the head upon submission of the Commissioner.

# The terms and procedure for consideration by the Commissioner of notifications on the facts of violation of the Anti-Corruption Program, commission of corruption or corruption-related offenses shall be established in the regulations approved by the head upon submission of the Commissioner.

**IV. Norms of professional ethics of employees of the Legal Entity**

# 1. Employees of a Legal Entity in the performance of their functional duties are obliged to strictly adhere to generally accepted ethical norms of conduct.

# 2. Employees of the Legal Entity are tolerant and respectful of the political views, ideological and religious beliefs of others, and undertake not to use their powers in the interests of political parties and / or politicians.

# 3. Employees of the Legal Entity shall act objectively, regardless of personal interests, personal attitude to any person, their political views, ideological, religious or other personal views or beliefs.

# 4. Employees of the Legal Entity conscientiously, competently, timely, effectively and responsibly perform functional duties, decisions and instructions of bodies and officials to whom they are subordinated, accountable or controlled, as well as prevent abuse and inefficient use of funds and property of the Legal Entity.

# 5. Employees of the Legal Entity shall not disclose or otherwise use confidential information that has become known to them in connection with the performance of their duties, except as provided by law.

# 6. Employees of the Legal Entity, regardless of personal interests, refrain from implementing decisions or instructions of the management of the Legal Entity if they threaten the rights, freedoms or interests of individuals, legal entities, state or public interests or contrary to law.

# 7. Employees of the Legal Entity shall independently assess the legality of the decisions or instructions provided by the management and the possible damage that will be caused in the event of execution of such decisions or instructions.

# In case of receiving for execution decisions or instructions, which the employee of the Legal Entity considers illegal or threatening the legally protected rights, freedoms or interests of individual citizens, legal entities, state or public interests, he must immediately notify the immediate supervisor in writing, or the head of the Legal Entity, or its founders (participants) and the Commissioner.

**V. Rights and responsibilities of the founders (participants) and employees (except for the Commissioner) of the Legal Entity**

1. Founders (participants), manager, employees and other persons acting on behalf of the Legal Entity have the right (6):

1) provide proposals for improving the Anti-Corruption Program;

2) to apply to the Commissioner for consultations on the implementation of the Anti-Corruption Program and clarifications on its provisions.

2. Founders (participants), manager, employees of the Legal Entity are obliged to:

 1) comply with the relevant requirements of the Law, the Anti-Corruption Program and related internal documents, as well as ensure the practical implementation of the Anti-Corruption Program;

2) perform their direct duties taking into account the interests of the Legal Entity;

3) immediately inform the Commissioner, head or founders (participants) of the Legal Entity about cases of violation of the Anti-Corruption Program (or about cases of incitement to such actions), committing corruption or corruption-related offenses by other employees of the Legal Entity or other individuals or legal entities, with whom the Legal Entity is or plans to be in a business relationship;

4) immediately inform in the manner prescribed by the Anti-Corruption Program about the occurrence of a real, potential conflict of interest;

5) refrain from conduct that may be regarded as a willingness to commit a corruption offense related to the activities of the Legal Entity;

6) not to commit and not to participate in the commission of corruption offenses related to the activities of the Legal Entity.

3. Employees and the head of the Legal Entity are prohibited-:

1) use their official powers or their position and related opportunities in order to obtain illegal benefits for themselves or others;

2) use any property of the Legal Entity or its funds in private interests;

3) demand or receive any tangible or intangible benefit (for themselves or for relatives) in connection with the performance of their official duties, which is not provided by an employment or other agreement between them and the Legal Entity;

4) organize, be an intermediary or personally make any cash or non-cash payments or settlements with business partners of the Legal Entity, if such payments or settlements are not provided by applicable law;

5) to influence directly or indirectly on the decisions of employees of the Legal Entity in order to obtain any material or intangible benefits for themselves or for loved ones, which is not provided by an employment or other agreement between them and the Legal Entity;

6) commit any actions that directly or indirectly incite other employees, the head of the Legal Entity to violate the requirements of the Law or the Anti-Corruption Program.

4. After dismissal or other termination of cooperation with a legal entity, a person is prohibited from disclosing or otherwise using in his interests information (confidential), which became known to him in connection with the performance of his powers, contractual obligations, except as provided by law.

5. Extortion, requests, receipt of gifts for themselves or third parties from legal entities or individuals by employees, the head of the Legal Entity (directly or through other persons) in connection with the exercise of their powers or their position and related opportunities are not allowed.

Employees, the manager may accept gifts that correspond to generally accepted notions of hospitality (for example, gifts in the form of souvenirs, food and beverages, invitations to entertainment events, reimbursement of transportation and hotel accommodation), except as provided in paragraph 5 of this section, if the value of such gifts does not exceed one subsistence minimum for able-bodied persons, set on the day of acceptance of the gift once, and the total value of such gifts received from one person (group of persons) during the year - not more than two subsistence minimums on January 1 of that year, in which gifts are accepted.

# The restriction on the value of gifts provided for in this paragraph shall not apply to gifts which:

#  donated by close persons;

# are received as public discounts on goods, services, public winnings, prizes, prizes, bonuses.

# In case of detection of a gift in respect of which there is a ban on its receipt, in the office, as well as in case of receipt of a gift offer, employees, the head of the Legal Entity must immediately, but not later than one working day, take the following measures:

# 1) refuse the offer;

# 2) if possible, identify the person who made the offer;

# 3) involve witnesses, if possible, including from among the employees of the Legal Entity;

# 4) notify in writing the proposal of the Commissioner and the immediate supervisor (if any) or the head of the Legal Entity.

# An act shall be drawn up on the discovery of property that may be an illegal benefit or gift, which shall be signed by the person who revealed the illegal benefit or gift, and by the Commissioner or his / her immediate supervisor or the head of the Legal Entity.

# If the property, which may be an illegal benefit, or a gift is discovered by a person who is the head of the Legal Entity or the Commissioner, the act of discovery of such property shall be signed by this person or the person authorized to perform the duties of the head of the Legal Entity.

# 6. Employees, managers, as well as persons acting on behalf of the Legal Entity shall refrain from offering gifts to civil servants, people's deputies of Ukraine, deputies of local councils, their relatives, actual or potential business partners, their employees or representatives, as well as from any other conduct that may be regarded as a willingness to commit a corruption offense related to the activities of the Legal Entity.

# Gifts may be permitted in cases where they comply with generally accepted notions of hospitality and their value does not exceed the statutory amount.

# The general policy of the Legal Entity on offers of gifts on behalf of the Legal Entity within the framework of generally accepted notions of hospitality is determined by the head taking into account the requirements of the legislation.

# 7. Employees and the head of the Legal Entity shall notify the Commissioner in writing of each fact of offering a gift or receiving a gift within the framework of generally accepted notions of hospitality within one working day in accordance with the form established by him.

**VI. Rights and responsibilities of the Commissioner and his subordinates (if any)**

1. The authorized person of the Legal Entity is appointed by the head in accordance with the labor legislation and constituent documents of the Legal Entity.

2. An authorized person may be a natural person who is able to perform the relevant duties due to his / her business and moral qualities, professional level, state of health.

3. A person may not be appointed to the position of the Commissioner in the presence of circumstances specified in part three of Article 64 of the Law.

4. Incompatible with the activities of the Commissioner is work in the positions specified in paragraph 1 of the first part of Article 3 of the Law, as well as any other activity that creates a real or potential conflict of interest with the activities of the Legal Entity.

In case of incompatibility, the Commissioner within two days from the date of such circumstances is obliged to notify the head of the Legal Entity with the simultaneous submission of an application for termination of the employment contract on its own initiative.

5. The Commissioner may be dismissed early in the cases provided for in part five of Article 64 of the Law.

The Commissioner may be dismissed on the initiative of the head of the Legal Entity or its founders (participants) subject to the consent of the National Agency for the Prevention of Corruption. The procedure for granting such consent was approved by the decision of the National Agency for the Prevention of Corruption of October 7, 2016 № 74, registered with the Ministry of Justice of Ukraine on November 28, 2016 on № 1542/29672.

6. The head of the Legal Entity shall notify the National Agency for the Prevention of Corruption in writing of the dismissal of a person from the position of the Commissioner within two working days and shall ensure the immediate submission of a new candidate for the specified position.

7. The main tasks of the Commissioner are to prepare, ensure the implementation and control over the implementation of measures to prevent, combat and detect corruption in the Legal Entity.

8. The Commissioner exercises his rights and responsibilities directly. The Commissioner may involve (with the consent of the head) other employees of the Legal Entity in the performance of his / her functions (12).

9. The Commissioner shall perform his / her functions in the Legal Entity independently. Interference in the activities of the Commissioner by employees, founders (participants), managers, business partners of the Legal Entity, as well as other persons is prohibited.

It is prohibited to impose on the Commissioner duties that do not belong to or go beyond his powers defined by the Law and the Anti-Corruption Program, or restrict the performance of his powers.

10. The founders (participants), the head of the Legal Entity are obliged to:

1) provide the Commissioner with appropriate material and organizational working conditions;

2) assist the Commissioner in performing the functions provided by the Law and the Anti-Corruption Program;

3) promptly respond to written and oral appeals, proposals and recommendations of the Commissioner provided by him within the framework of the Anti-Corruption Program;

4) at the initiative of the Commissioner to send requests to public authorities, local governments, enterprises, institutions and organizations, regardless of ownership, in order to obtain from them the relevant information and materials necessary to perform the tasks assigned to the Commissioner.

11. The Commissioner for the performance of the tasks assigned to him is obliged (13):

1) perform their functions objectively and impartially;

2) organize the preparation of internal documents of the Legal Entity on the formation and implementation of the Anti-Corruption Program;

3) develop and submit for approval to the head of the internal documents of the Legal Entity on issues provided by the Anti-Corruption Program;

4) ensure supervision, control and monitoring of compliance by employees, the head of the Legal Entity with the Law and the Anti-Corruption Program;

5) evaluate the results of the implementation of measures envisaged by the Anti-Corruption Program;

6) ensure the preparation of a report on the status of implementation of the Anti-Corruption Program;

7) ensure cooperation with persons who conscientiously report possible violations of the requirements of the Anti-Corruption Program, the commission of corruption or corruption-related offenses;

 8) ensure the preparation and submission to the head of proposals for the plan of inspections of compliance with the requirements of the Anti-Corruption Program;

9) participate in conducting inspections and internal investigations conducted in accordance with the Anti-Corruption Program;

10) participate in the periodic assessment of corruption risks in the activities of the Legal Entity;

11) ensure the formation and maintenance of registers:

employees of the Legal Entity prosecuted for violating the requirements of the Anti-Corruption Program, committing a corruption offense or an offense related to corruption;

contributions made by the Legal Entity in support of political parties and charitable activities;

conducted anti-corruption inspections in accordance with the Anti-Corruption Program;

conducted internal investigations and inspections in accordance with the Anti-Corruption Program; reports of conflict of interest and violation of the Anti-Corruption Program,

committing a corruption offense or an offense related to corruption;

12) organize and conduct anti-corruption inspection of business partners of the Legal Entity;

13) ensure the confidentiality of information and protection of employees who have reported violations of the Anti-Corruption Program, the commission of a corruption offense or an offense related to corruption;

14) provide the founders (participants), managers, employees of the Legal Entity with explanations and consultations related to the application of the Anti-Corruption Program;

15) ensure that the public is informed about the measures taken by the Legal Entity to prevent corruption;

16) participate in cooperation with state authorities, local governments, other legal entities, non-governmental and / or international organizations on the prevention of corruption;

17) organize activities to improve the skills of employees of the Legal Entity on issues related to the prevention of corruption;

18) participate in the selection procedures of the personnel of the Legal Entity;

19) ensure interaction and coordination between structural subdivisions of the Legal Entity regarding the preparation, implementation and control over the implementation of measures for the implementation of the Anti-Corruption Program;

20) perform other duties provided by the Law, the Anti-Corruption Program, the employment contract.

# 12. The Commissioner for the performance of the tasks assigned to him has the right (15):

# 1) receive written and oral explanations from employees, the head of the Legal Entity on issues related to its powers (including during the periodic assessment of corruption risks, anti-corruption inspections of business partners, inspections, internal investigations and expertise);

# 2) receive from subdivisions of the Legal Entity information and materials (certified copies of financial, accounting and legal documents, internal official correspondence) concerning the activity of the Legal Entity, including documents related to conducting (or participating) procurement of goods, works or services in tenders etc.

# If necessary, the Commissioner is given access to the original documents, copies of which were provided to him. In cases of inexpediency of making a significant number of copies of documents, the Commissioner may, by decision of the head of the unit, submit the originals of the relevant documents, which must be returned within 20 working days (determined (established) by the Legal Entity) from the date of completion of the event;

# 3) to receive drafts of financial, organizational and administrative documents, agreements for their inspection for the presence of corruption risks;

# 4) gain access to warehouses, production facilities of the Legal Entity, carrying out control measures in them;

# 5) gain access to the electronic data storage and processing facilities available to the Legal Entity and, if necessary, require the execution of the relevant data on a certified paper medium;

# 6) involve in the performance of its functions with the consent of the head of employees of the Legal Entity;

# 7) initiate the sending of inquiries to public authorities, local governments, enterprises, institutions, organizations of all forms of ownership to obtain from them information and materials related to the activities of the Legal Entity;

# 8) initiate the issue of bringing employees and managers to justice, including dismissal from positions in accordance with the law;

# 9) apply to the founders (participants), the head of the implementation of their powers and responsibilities in accordance with the provisions of the Anti-Corruption Program;

# 10) exercise other rights provided by the Law, the Anti-Corruption Program, the employment contract and job description.

**VII. The order of reporting of the Commissioner to the founders (participants) of the Legal Entity**

1. The Commissioner prepares a report on the results of the implementation of the Anti-Corruption Program (hereinafter - the Report) at least once a year within the time limits and in the manner specified by the founders (participants) or the head.

2. The report should include information on (17):

1) the state of implementation of measures defined by the Anti-Corruption Program;

2) the results of the implementation of measures identified by the Anti-Corruption Program;

3) identified violations of the requirements of the Law, the Anti-Corruption Program and measures taken to eliminate such violations;

4) the number and results of inspections and internal investigations;

5) facts of obstruction of proper performance of the Commissioner's functions, establishment of unjustified restrictions for him, cases of interference in his activity by third parties;

6) available proposals and recommendations.

3. If necessary, the content of the submitted Report is additionally discussed by the Commissioner with the founders (participants) or the head of the Legal Entity.

4. The general results of the implementation of the Anti-Corruption Program, specified in subparagraphs 1, 2 of paragraph 2 of this section of the Anti-Corruption Program, are posted in the public domain in paper and / or electronic form, as well as on the website of the Legal Entity (if any).

**VIII. Procedure for supervision, control over compliance with the Anti-Corruption Program, as well as evaluation of the results of the implementation of the provided measures**

# 1. The Commissioner supervises and constantly monitors the compliance of employees, the head of the Legal Entity of the Anti-Corruption Program.

# 2. Supervision and control over the observance of the Anti-Corruption Program is carried out by the Commissioner in the following forms (18):

# 1) consideration and response to reports of violations of the Anti-Corruption Program, commission of corruption or corruption-related offenses;

# 2) implementation of scheduled and unscheduled inspections of the activities of employees of the Legal Entity on the implementation (implementation) of the Anti-Corruption Program;

# 3) examination of organizational and administrative, legal, production and financial documents, as well as their projects.

# 3. If during the supervision or control over the observance of the Anti-Corruption Program the Commissioner finds signs of violation of the Anti-Corruption Program or signs of committing a corruption or corruption-related offense, he initiates an internal investigation before the head in accordance with Section XV of the Anti-Corruption Program.

# 4. The Commissioner shall ensure the organization of the evaluation of the results of the implementation of the measures envisaged by the Anti-Corruption Program.

# To carry out the assessment, the Commissioner has the right to receive in writing the relevant information from employees, the head of the Legal Entity on the results of the implementation of relevant measures.

# The results of the evaluation are summarized by the Commissioner in a written report, which he compiles at least once every six months and submits to the head and founders (participants). The assessment is carried out according to the criteria determined by the Commissioner.

**IX. Terms of confidentiality of informing the Commissioner by employees about the facts of violations of anti-corruption requirements**

# 1. Employees of the Legal Entity are guaranteed the confidentiality of their notifications to the founders (participants), the head or the Commissioner about detected signs of violations of the Anti-Corruption Program, corruption or corruption-related offenses in the activities of other employees of the Legal Entity and reports of incitement to corruption or corruption-related offenses.

# 2. Notifications of detected signs of violations of the Anti-Corruption Program, as well as reports of incitement of employees of the Legal Entity to commit corruption or corruption-related offenses may be made orally or in writing through communication channels specified in the Anti-Corruption Program. Notifications may also be made by employees and officials of business partners of the Legal Entity.

# The manager ensures round-the-clock operation of the specified communication channels and their protection from external interference and leakage of information.

# 3. Submission of knowingly false messages is not allowed.

# 4. Notifications of employees of the Legal Entity about the detection of signs of corruption or corruption-related offenses may be anonymous.

# Anonymous reporting of signs of corruption or corruption-related offenses may be considered only if the information provided relates to

# a specific employee of the Legal Entity or business partners of the Legal Entity and contains factual data that can be verified.

# 5. Verification of the information set forth in the notification shall be carried out by the Commissioner, and if the notification concerns the actions of the Commissioner himself - by an employee designated by the founders (participants) or the manager.

# 6. Any data that makes it possible to identify the person who informed the Commissioner of the facts of incitement to commit a corruption or corruption-related offense or to identify signs of violation of the Anti-Corruption Program, employees or other persons of corruption or corruption-related offenses, belong to confidential information and are protected by law.

# The Commissioner and the persons involved in the verification of the information contained in the notification shall not have the right to disclose it.

**X. Procedures for protecting employees who report corruption or corruption-related offenses**

# 1. The Head and / or the Commissioner shall, within the limits of their powers, provide conditions for the protection of persons who provide assistance in preventing, detecting and combating corruption in a Legal Entity.

# 2. Information about an employee who reported signs of violation of the requirements of the Anti-Corruption Program, detection of signs of corruption or corruption-related offenses (hereinafter - the whistleblower), may not be disclosed, except as provided by law.

# 3. The whistleblower may not be dismissed or forced to be dismissed, disciplined or subjected to other negative measures by the management (transfer, certification, change of working conditions, refusal to appoint to a higher position, reduction of salary, etc.) or the threat of such measures influence in connection with his notification of violation of the requirements of anti-corruption legislation and / or the requirements of the Anti-Corruption Program.

# 4. In case of leakage of confidential information about the whistleblower, the head of the Legal Entity, the Commissioner at the request of such employee or on his own initiative must immediately take all measures to avoid negative consequences for the whistleblower associated with such disclosure.

# 5. Measures to protect the whistleblower are determined by the founders (participants) or the head-19 together with the Commissioner and are implemented with the written consent of the employee.

**XI. Settlement of conflict interests in the activities of employees of the Legal Entity (20)**

# 1. Employees of the Legal Entity are obliged not later than the next working day from the date when they learned or should have learned about the existence of a real or potential conflict of interest, notify their immediate supervisor in writing, do not take action and make decisions in real terms. conflict of interest and take measures to resolve actual or potential conflicts of interest.

# In the event of a real or potential conflict of interest, the head of the Legal Entity shall notify the Commissioner and the founders (participants) in writing.

# In the event of a real or potential conflict of interest, the Commissioner shall notify the head in writing.

# 2. The immediate supervisor of the person within two working days after receiving notification of the presence of a subordinate person of a real or potential conflict of interest decides on how to resolve the conflict of interest, which notifies the employee.

# The immediate supervisor, who became aware of the conflict of interest of his subordinate, is obliged to take statutory measures to prevent and resolve conflict of interest (including in the case of self-identification of an existing conflict of interest in a person subordinate to him without the relevant notification).

# 3. Conflict of interest shall be resolved through one of the following measures:

# 1) removal of the employee from the task, actions, decision-making or participation in its adoption;

# 2) the establishment of additional control over the employee's performance of the relevant task, the performance of certain actions or decisions;

# 3) restrictions on the employee's access to certain information;

# 4) review of the scope of functional responsibilities of the employee;

# 5) transfer of an employee to another position;

# 6) dismissal of an employee.

# The procedure for applying measures to resolve conflicts of interest and its features for different categories of employees of the Legal Entity shall be established by the Commissioner.

# 4. The decision on settlement of the conflict of interests in activity of the head of the Legal entity is accepted by founders (participants).

# 5. Employees of the Legal Entity may independently take measures to resolve conflicts of interest by depriving the relevant private interest by providing supporting documents to the immediate supervisor and the Commissioner. Deprivation of private interest must exclude any possibility of concealment.

**XII. Procedure for providing explanations and consultations to employees by the Commissioner**

# 1. If there are questions regarding the interpretation of certain provisions of the Anti-Corruption Program, the founders (participants), the head, employees of the Legal Entity may apply to the Commissioner for oral or written explanation.

# 2. The essence of the request for clarification or consultation shall be stated directly to the Commissioner (on the days and hours of personal reception specified by the Commissioner) or by sending a memorandum to his name or sending a written request to his e-mail address in any form.

# 3. The Commissioner shall provide an oral explanation during a personal reception or in writing - no later than within 5 working days from the date of receipt of the request.

# The Commissioner may extend the term of consideration of the appeal, but not more than for 10 working days, which shall inform the person who requested the clarification in writing.

# 4. If during the clarification the Commissioner finds signs of violation of the Anti-Corruption Program or signs of committing a corruption or corruption-related offense, he shall initiate an internal investigation before the head in accordance with Section XV of the Anti-Corruption Program.

**XIII. Procedure for periodic training of employees in the field of prevention and detection of corruption in the Legal Entity**

# 1. Advanced training of employees of the Legal Entity in the field of prevention and detection of corruption is carried out in order to provide basic knowledge on anti-corruption legislation, increase compliance with the Anti-Corruption Program, formation of anti-corruption culture and education intolerance to corruption.

# 2. Advanced training is carried out in accordance with the thematic plan-schedule approved by the head of the Legal Entity for each half-year, which is prepared by the Commissioner.

# Advanced training should include both measures for all employees of the Legal Entity and individual activities for the head and / or founders (participants) of the Legal Entity.

# Topics and form of events (seminars, lectures, workshops, trainings, webinars, etc.) on professional development are determined by the Commissioner taking into account:

# 1) proposals of the head, founders (participants), heads of structural subdivisions;

# 2) the results of the evaluation of the implementation of the Anti-Corruption Program measures;

# 3) the results of periodic assessment of corruption risks in the activities of the Legal Entity;

# 4) the results of internal investigations;

# 5) the report of the Commissioner to the founders (participants).

# 3. The time spent on professional development in the field of prevention and detection of corruption is not less than 10 percent (determined (established) by the Legal Entity) of the total working time for six months.

# 4. Accounting of the conducted measures for professional development in the field of prevention and detection of corruption, as well as registration of those present at the events is carried out by the Commissioner.

**XIV. Application of disciplinary measures to employees who violate the provisions of the Anti-Corruption Program**

# 1. In the presence of information indicating signs of violation by employees of the requirements of the Anti-Corruption Program, the following measures shall be taken:

# 1) an internal investigation is appointed in accordance with the procedure established by Section XV of the Anti-Corruption Program in order to confirm or refute the information about the probable violation;

# 2) if there are sufficient grounds based on the results of the internal investigation, the head shall impose a disciplinary sanction in accordance with the law.

# 2. Disciplinary sanctions shall be imposed by the head on employees of the Legal Entity in accordance with the norms of labor legislation.

**XV. Procedure for conducting internal investigations**

# 1. In case of notification or detection of signs of violation of the Anti-Corruption Program by an employee of the Legal Entity or signs of corruption or corruption-related offenses committed by the employee of the Legal Entity, the Commissioner shall notify the manager who takes measures under paragraph 2 of this section.

# In case of receipt of a notification or detection of signs of violation of the Anti-Corruption Program by the head or signs of committing a corruption or corruption-related offense, the Commissioner shall notify the founders (participants) who take measures under paragraph 2 of this section.

# In case of receipt of a report or discovery of facts about the commission of a corruption or corruption-related offense by the Commissioner, violation of the Anti-Corruption Program, the head shall notify the founders (participants) of the Legal Entity and take measures provided for in paragraph 2 of this section.

# 2. Under the conditions provided for in paragraph 1 of this section, the founders (participants), the head are obliged to take the following measures:

# 1) within 3 working days to initiate an internal investigation in order to confirm or refute information about a possible violation of the Anti-Corruption Program or a corruption or corruption-related offense;

# 2) based on the results of the internal investigation, apply disciplinary sanctions to the perpetrators, if there are grounds for this;

# 3) based on the results of the internal investigation, determine ways to eliminate the causes and consequences of the violation, if any, as well as provide measures to prevent such actions in the future;

# 4) in case of detection of signs of corruption or corruption-related offense, for the commission of which administrative or criminal liability is provided, immediately inform the specially authorized entities in the field of anti-corruption.

# 3. An internal investigation shall be conducted only in cases where the information provided or disclosed relates to specific persons and contains factual data that can be verified.

# The internal investigation is appointed by the head and carried out by the commission. The procedure for conducting internal investigations carried out in accordance with the Anti-Corruption Program shall be approved by the head.

# The Commissioner must be included in the commission, except in cases when the investigation is appointed based on the results of revealing the facts or obtaining information about the commission of a corruption or corruption-related offense by the Commissioner, violation of the Anti-Corruption Program.

# The term of the investigation shall not exceed 15 working days.

# The materials of the conducted internal investigations are stored in the archives of the Commissioner for at least 5 years.

# If the results of an internal investigation impose a disciplinary sanction on the Commissioner, the National Agency for the Prevention of Corruption shall be notified in writing within two days from the date of its imposition.

**XVI. Procedure for making changes to the Anti-Corruption Program**

1. The Head of the Legal Entity shall ensure the organization of feedback mechanisms and other internal processes aimed at supporting and continuously improving the Anti-Corruption Program.

2. The content of the Anti-Corruption Program can be revised based on the results of:

1) a report on assessments of corruption risks in the activities of the Legal Entity;

2) supervision and control over the observance of the Anti-Corruption Program, as well as evaluation of the results of the implementation of the measures envisaged by it;

3) analysis of the practice of the Commissioner's performance of his / her official duties;

4) conducting by the Commissioner of questionnaires, discussions and consultations with employees, managers, founders (participants) of the Legal Entity, as well as with business partners of the Legal Entity to improve the Anti-Corruption Program.

3. The initiator of amendments to the Anti-Corruption Program may be the Commissioner, as well as the founders (participants), the head, employees of the Legal Entity.

4. Proposals for amendments to the Anti-Corruption Program shall be submitted to the Commissioner, who shall study and systematize them. Once a year, the Commissioner provides the head with a summary of proposals for amendments to the Anti-Corruption Program that have been received and provides his recommendations for their consideration or rejection (21).

5. The manager, having received from the Commissioner a summary of proposals for amendments to the Anti-Corruption Program, initiates their open discussion by the staff and founders (participants).

In cases when the founders (participants) or the Commissioner insist on urgent amendments to the Anti-Corruption Program, the head initiates the relevant discussion as soon as possible, but not later than 10 days from the date of receipt of such proposals.

6. As a result of the approval of the proposals by the founders (participants) and employees (labor collective) of the Legal Entity, the head by his order approves the relevant changes to the Anti-Corruption Program, which are an integral part of it.

## Commissioner Andrii Yarmolenko