

APPROVED

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of Directors  
of OAO NOVATEK  
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**ANTI-CORRUPTION POLICY  
of OAO NOVATEK**

## Contents

<b>INTRODUCTION</b> .....	<b>3</b>
<b>1. GENERAL PROVISIONS</b> .....	<b>3</b>
1.1. Policy Goals .....	3
1.2. Policy Tasks .....	3
1.3. Applicability.....	4
1.4. Validity Period and Procedure for Introducing Amendments.....	4
1.5. Divisions in Charge .....	4
<b>2. LEGAL AND METHODOLOGICAL FRAMEWORK</b> .....	<b>5</b>
2.1. International and Foreign Law .....	5
2.2. Russian Law .....	5
2.3. Methodological Guidance.....	6
<b>3. TERMS AND DEFINITIONS</b> .....	<b>6</b>
<b>4. KEY PRINCIPLES</b> .....	<b>9</b>
4.1. Legitimacy .....	9
4.2. Non-admission of Corruption in Any Forms and Aspects.....	9
4.3. Tone from the Top.....	9
4.4. Business Openness .....	9
4.5. Regular Risk Assessment .....	9
4.6. Efficiency and Adequacy of Anti-Corruption Procedures .....	10
4.7. Due Diligence.....	10
4.8. Involvement of the Employees in Countering Corruption .....	10
4.9. Monitoring and Control .....	10
4.10. Abandonment of Retaliatory Measures and Sanctions .....	10
<b>5. CORRUPTION PREVENTION MEASURES</b> .....	<b>10</b>
5.1. Restrictions on Presenting/Obtaining Gifts and Hospitality Costs.....	10
5.2. Restrictions on Charity and Sponsorship .....	11
5.3. Abandonment of Political Participation .....	11
5.4. Proper Interaction with Representatives of State and Public Organizations ..	12
5.5. Proper Interaction with Counterparts, Intermediaries, Payments to Third Parties .....	12
5.6. Accurate Reporting.....	12
5.7. Avoiding Conflict of Interests .....	13
5.8. Control and Audit.....	13
5.9. Security Hotline.....	13
5.10. Determination of Divisions or Officials in Charge of Corruption Prevention	13
<b>6. ANTI-CORRUPTION RESPONSIBILITIES OF THE EMPLOYEES AND OTHER PERSONS</b> .....	<b>14</b>
<b>7. RESPONSIBILITY FOR NON-FULFILLMENT (IMPROPER FULFILLMENT) OF THE POLICY</b> .....	<b>14</b>
Appendix No. 1. Anti-Corruption Clause .....	16
Appendix No. 2. Anti-Corruption Compliance Commitment.....	17

## **INTRODUCTION**

NOVATEK Open Joint-Stock Company (hereinafter referred to as “the Company”) strongly believes that one of the most important terms of sustainable business development is strict compliance with the applicable legislation regulating the issues of countering corruption.

The Company declares categorical rejection of dishonest and unlawful methods of doing business and voluntarily assumes additional commitments in the area of prevention and prophylaxis of corruption recommended by Russian, foreign, and international competent bodies and organizations.

This Anti-Corruption Policy (hereinafter referred to as “the Policy”) discloses goals and tasks of the Company related to countering involvement in corruption activities, determines legal guidelines and key principles of such countering, describes measures taken by the Company in order to prevent corruption, establishes responsibilities of the employees and other persons concerning countering corruption, as well as the liability for non-fulfillment (improper fulfillment) of the Policy’s provisions.

### **1. GENERAL PROVISIONS**

#### **1.1. Policy Goals**

The Policy has been developed with the view of:

- ensuring compliance of the Company’s activities with the requirements of international, Russian and foreign anti-corruption legislation, high ethical standards of business;
- minimization of risks of the Company and its employees’ involvement in corruption activities;
- formation among the Company employees, subsidiaries, and associated companies, shareholders, investors, counterparts, representatives of state and municipal bodies, other persons concerned a single overview of the Company as the one neglecting corruption in all forms and aspects;
- establishment of local legal framework regulating the Company’s activities concerning countering involvement in corruption.

#### **1.2. Policy Tasks**

The Policy tasks are listed below:

- implementation of anti-corruption procedures in the Company on the grounds of applied anti-corruption law and bringing them to the attention of the Company employees and other interested persons;
- establishment of a responsibility of the Company employees and the Company management bodies’ members not being the employees thereof to comply with the principles, restrictions, and requirements stipulated by the Policy;
- ensuring information channels to communicate any facts of corruption;

- explanation of anti-corruption measures adopted by the Company.

### **1.3. Applicability**

Provisions of the Policy are compulsory for all the Company employees and the Company management bodies' members not being the employees thereof.

Requirements of the Policy become compulsory for subsidiaries and associated companies of OAO NOVATEK since their introduction into effect in the order stipulated by the Articles of Association of such entities.

Counterparts of the Company shall comply with requirements of the Policy and ensure compliance of their employees with the Policy in cases when such responsibilities are stipulated in contracts of the Company with its counterparts.

### **1.4. Validity Period and Procedure for Introducing Amendments**

The Policy is a standing local regulatory document.

The Policy is approved by the Board of Directors and introduced into effect by order of the Chairman of the Management Committee.

The Company shall assess the Policy in relation of its compliance with the applicable legislation on a regular basis, however, at least once in two years.

Taking into account all changes occurred, as well as practical application of the Policy, necessary amendments may be introduced into the Policy's provisions. Introduction of amendments shall be done in the same order as adoption of the Policy.

### **1.5. Divisions in Charge**

Independent structural divisions of the Company in charge of implementation of the Policy's provisions in the Company shall be determined by order of the Chairman of the Management Committee.

Deputy Chairman of the Management Committee in charge of business support issues shall take measures to keep the Policy updated in the stated order.

Chairman of the Management Committee shall control the fulfillment of the Policy's requirements.

## **2. LEGAL AND METHODOLOGICAL FRAMEWORK**

In the course of the Policy drafting the requirements of the following legal acts were considered:

### **2.1. International and Foreign Law**

The following documents belong to the international anti-corruption law in the context of this Policy:

- United Nations Convention against Corruption (adopted on October 31, 2003, ratified by the Russian Federation on March 06, 2006);
- Council of Europe Criminal Law Convention on Corruption (adopted on January 27, 1999, ratified by the Russian Federation on July 25, 2006);
- OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (adopted on November 21, 1997, the Russian Federation joined the Convention on February 01, 2012).

In the context of the Policy the UK Bribery Act (adopted on April 08, 2010, effective since July 01, 2011) belongs to the foreign anti-corruption law.

Main requirements of the listed legal acts in so far as they apply to commercial organizations are as follows:

- prohibition of giving a bribe or items of commercial bribery;
- prohibition of bribery of foreign public officials;
- prohibition of receipt of a bribe or items of commercial bribery.

### **2.2. Russian Law**

Russian anti-corruption law includes the following regulatory documents:

- Federal Law No. 273-FZ dated December 25, 2008 “On Countering Corruption”;
- Criminal Code of the Russian Federation No. 63-FZ dated June 13, 1996 (hereinafter referred to as “the Criminal Code of the RF”);
- Code of Administrative Offences of the Russian Federation No. 195-FZ dated December 30, 2001 (hereinafter referred to as “the Code of Administrative Offences of the RF”).

In the Russian Federation criminal and administrative liability is prescribed for committing the following actions:

- giving a bribe;
- mediation in bribery;
- abuse of authority;
- fraud committed with the use of official position;
- embezzlement committed with the use of official position;
- commercial bribery;
- unlawful remuneration on behalf of a legal entity.

### 2.3. Methodological Guidance

In the course of the Policy drafting the recommendations of Russian, foreign, and international bodies and organizations concerning countering corruption were considered:

- Guidelines of the Ministry of Labor and Social Protection of the Russian Federation on development and adoption by organizations of measures preventing and countering corruption (published on November 08, 2013, approved in panel session of Presidium of the Presidential Council for Countering Corruption on April 08, 2014);
- Guidance of the Ministry of Justice of the United Kingdom about procedures which relevant commercial organisations can put into place to prevent persons associated with them from bribing (published on March 30, 2011);
- ICC Rules on Combating Corruption (2011 edition).

## 3. TERMS AND DEFINITIONS

3.1. The following terms and definitions are used in the Policy:

3.1.1. **anti-corruption clause** means a supplement to a contract, agreement of the Company or a section in the stated documents, in accordance with which the parties agree on non-admission of corruption actions while performing mutual obligations and establish consequences of breach of this arrangement;

3.1.2. **giving of a bribe** means giving a bribe to a government official, foreign government official or an official of a public international organization directly or through an intermediary (Art. 291 of the Criminal Code of the RF);

3.1.3. **due diligence** means a principle based on terms of reasonable manner and good faith, in accordance with which in the course of performance of economic operations or taking managerial decisions it is necessary to consider the data sufficient for formation of reasonable opinion concerning presence of signs of a counterpart's or job applicant's unconscientiousness;

3.1.4. **prohibition of giving a bribe (item of commercial bribery)** means prohibition to submit, offer or promise to submit any benefit in property or otherwise, directly or through an intermediary, with the aim of affecting a decision of another person in favor of itself or in favor of any third person or organization;

3.1.5. **prohibition of bribery of foreign public officials** means prohibition to submit, offer or promise to submit (directly or through third parties) to a foreign public official any benefit in property or otherwise with the aim of affecting performance of his/her official responsibilities in favor of a commercial company;

3.1.6. **prohibition of receipt of a bribe (item of commercial bribery)** means prohibition to receive, accept an offer to receive any benefit in property or otherwise, directly or through an intermediary, for any action or inaction within the job responsibilities in favor of the bribe giver or third parties;

3.1.7. **abuse of authority** means the use of authority by a person performing managerial functions in a commercial or any other organization in defiance of the lawful interests of this organization and for the purpose of deriving benefits and advantages for himself/herself or other persons or for the purpose of inflicting harm on other persons, if this deed has involved the infliction of substantial damage on the rights and lawful interests of individuals or organizations or on the legally-protected interests of the society or the State (Art. 201 of the Criminal Code of the RF);

3.1.8. **commercial bribing** means illegal transfer of money, securities, or any other assets to a person who discharges managerial functions in a profit-making or any other organization, and likewise the unlawful rendering of property-related services to him/her for committing actions (inaction) in the interests of the giver, in connection with the official position held by this person; the illegal receipt of money, securities, or any other assets by a person who discharges the managerial functions in a profit-making or any other organization, and likewise the illegal use of property-related services for committing actions (inaction) in the interests of the giver, in connection with the official position held by this person (Art. 204 of the Criminal Code of the RF);

3.1.9. **conflict of interests** means a situation when personal interest (direct or indirect) of an employee of the Company (subsidiary or associated company) affects or may affect proper fulfillment by such employee of his/her job responsibilities and when a contradiction occurs or may occur between personal interest of the employees and rights and legal interests of the Company able to lead to causing harm to rights and legal interests of citizens, organizations, the society or the State;

3.1.10. **corruption, corruption offences** mean abuse of official position, giving a bribe, receipt of a bribe, promising, offering or taking the offer of bribe (item of commercial bribery), abuse of authorities, commercial bribery or other unlawful use by an individual of his/her official position contrary to legal interests of the society or the State with the aim of receipt of benefit in property or otherwise for himself/herself or third parties or unlawful provision of such benefit to the stated person by other individuals; committing the stated actions on behalf of a legal entity or in favor thereof;

3.1.11. **personal interest of an employee** means interest of the employee related to a possibility to obtain by the employee in the course of performance of job responsibilities of income in the form of money, valuables, other property or property-related services, other property rights for himself/herself or third parties;

3.1.12. **fraud committed with the use of official position** means theft of somebody's property or acquisition of a right for somebody's property by deceit or misuse of confidence committed with the use of official position (paragraph 3, Art. 159 of the Criminal Code of the RF);

3.1.13. **unlawful remuneration on behalf of a legal entity** means unlawful transfer, offer or promise on behalf or in favor of a legal entity to an official, person performing managerial functions in commercial or other organization, foreign public official or official of an international public organization of money, securities, other property, provision of property-related

services to such person, granting property rights for committing in favor of the said legal entity by the official, person performing managerial functions in commercial or other organization, foreign public official or official of an international public organization of action (inaction) related to the official position of that person (Art. 19.28 of the Code of Administrative Offences of the RF);

3.1.14. **mediation in bribery** means direct transfer of a bribe by order of the bribe giver or bribe receiver or other assistance to the bribe giver and (or) bribe receiver in achieving or implementing an agreement between them on receipt and giving of the bribe in a substantial amount (starting from RUB 25,000), as well as promise or offer of mediation in bribery (Art. 291.1 of the Criminal Code of the RF).

3.1.15. **embezzlement** means theft of somebody's property entrusted to a guilty person committed with the use of official position (paragraph 3, Art. 160 of the Criminal Code of the RF);

3.1.16. **employees** mean individuals being in the labor relations with the Company;

3.1.17. **officials** mean the Company employees holding positions of the "executive" category.

## **4. KEY PRINCIPLES**

### **4.1. Legitimacy**

The Company carries out its activities in strict compliance with the applicable Russian anti-corruption legislation and applicable law of countries where the Company runs its business.

Given that the Company's securities are traded on the London Stock Exchange, the Company complies with the requirements of the UK Bribery Act.

### **4.2. Non-admission of Corruption in Any Forms and Aspects**

The Company declares non-admission of corruption in any forms and aspects and establishes prohibition for its employees, the Company management bodies' members, and other persons acting on behalf of the Company or in favor thereof, directly or through intermediaries, to participate in corruption actions, including offering, promising, giving, soliciting, and receiving bribes (item of commercial bribery) or making payments for easing administrative, bureaucratic and other formalities in any form, including money, valuables, services or other benefit in property or otherwise, to any persons and from any persons or organizations, including commercial and non-profit organizations, authorities, and local government authorities, public officials, including foreign ones, with the aim of receiving benefit by himself/herself, the Company or for the third parties.

### **4.3. Tone from the Top**

Managers of the Company shall establish ethic canon of uncompromising attitude to corruption at all levels setting a good example of behavior by themselves.

### **4.4. Business Openness**

OA O NOVATEK is a public company. The Policy and main information about the Company's activities, including financial indicators, reports, and other data subject to disclosure are placed on the official website of the Company available to the public.

In order to make it possible for the Company employees and other persons to express confidentially their concerns about probable corruption actions of other employees of the Company, special Security Hotline has been arranged to accept such applications and suggestions on improvement of procedures and mechanisms of corruption prevention.

### **4.5. Regular Risk Assessment**

The Company regularly reveals, analyzes, and assesses using all available information potential external and internal corruption risks attributable to its activities in general or in specific areas.

#### **4.6. Efficiency and Adequacy of Anti-Corruption Procedures**

The Company develops and implements into its activities the whole set of proper and efficient procedures preventing corruption and being adequate to the risks detected and controls over their fulfillment.

#### **4.7. Due Diligence**

In order to minimize the risks of being involved in corruption activities the Company performs a comprehensive analysis of counterparts, including due diligence and verifying if they have their own anti-corruption procedures, absence of conflict of interests and greets their commitment to compliance with the principles set in the Policy, readiness to include an anti-corruption clause into contracts and to assist in investigating the cases of mutual arrangements breach.

Elements of the comprehensive analysis are used by the Company in employment procedures and in working with personnel in general.

#### **4.8. Involvement of the Employees in Countering Corruption**

The Company sets a task of inculcating in its employees personal non-admission of corruption in any forms and aspects.

For these purposes, the Company takes all necessary measures to implement the Policy at all organization levels and bring its contents to the attention of all employees and other interested persons.

The Company promotes increase of anti-corruption culture level among the employees by means of regular training of the employees on basic requirements of the Policy and its application.

#### **4.9. Monitoring and Control**

The Company controls, verifies, and assesses implemented anti-corruption procedures on a regular basis and reviews and upgrades them, if necessary.

#### **4.10. Abandonment of Retaliatory Measures and Sanctions**

The Company protects interests of the employees who acting in good faith have reported on condition of anonymity the facts of theft, embezzlement, fraud, commercial bribery, giving a bribe, conflict of interests, and other corrupt practices in the Company known to them, and employees who refused to commit such offences or to participate therein as an intermediary.

Disciplinary penalties cannot be applied to the said employees on the grounds stated above.

### **5. CORRUPTION PREVENTION MEASURES**

#### **5.1. Restrictions on Presenting/Obtaining Gifts and Hospitality Costs**

The Company acknowledges that exchange of business gifts and reasonable hospitality costs form an integral part of doing business and present a common business practice.

Together with the above, this practice bears certain corruption risks because in case of presenting expensive gifts and incurring high hospitality costs reasonable suspicions in pursuing by the Company of its vested interests may appear.

Adhering to principles of legitimacy and openness of the business, the Company established the following requirements for its employees while obtaining, presenting, exchanging gifts, and incurring/performing hospitality costs/operations:

- provisions of Russian anti-corruption law and the respective law of the country where an operation is performed shall be complied with in full, as well as regulations of Business Ethics Code of OAO NOVATEK, other local regulatory acts, and organizational documents of the Company;

- performance of the operations in question shall be prohibited if they are performed with the view of direct or indirect influence on decisions taken by persons holding state positions, municipal positions, state officials, municipal officials, employees of the Bank of Russia, representatives of political parties, counterparts, public organizations, and other persons in favor of the Company;

- cost of a gift to persons holding state positions, municipal positions, state officials, municipal officials, employees of the Bank of Russia shall not exceed RUB 3,000 (Three Thousand) and shall not relate to performance of the job responsibilities by the said persons;

- cost of gifts being obtained or presented (excluding those stated in the previous paragraph) shall not exceed RUB 10,000 (Ten Thousand);

- presenting or obtaining of gifts in the form of cash, cashless money funds, securities or their equivalents shall be prohibited.

If an employee has a doubt in lawfulness of committing any actions, the employee shall apply for settlement of this question to its immediate supervisor or a person in charge of control over the compliance with the Policy.

## **5.2. Restrictions on Charity and Sponsorship**

An important part of activities of the Company as a socially-oriented entity is its participation in charity and providing sponsorship.

At the same time the Company does not provide any charity or sponsor support to state and municipal bodies, commercial and non-profit organizations, representatives thereof, and other persons with the direct or indirect aim of receiving benefit for the Company, its subsidiaries and associated companies, or if such support may be objectively considered as being oriented towards pursuing benefit.

Information on charity and sponsorship activities of the Company is placed on the official website of the Company available to the public.

## **5.3. Abandonment of Political Participation**

The Company does not participate directly or indirectly in political parties, organizations and funds related thereto, and does not make any sponsor and other payments in favor of them.

The Company employees shall be entitled to participate in political activities at their absolute discretion as private citizens in their spare time if such participation does not impair interests of the Company and does not create a conflict of interests.

#### **5.4. Proper Interaction with Representatives of State and Public Organizations**

Interaction of the Company with law enforcement bodies, supervising authorities, other state government bodies, their representatives, and public organizations and their representatives shall be effected in strict conformance with the applicable legislation.

The Company does not make any unlawful payments in favor of the said bodies, organizations, their representatives, and other persons, including payments through intermediaries and payment of holiday expenses, travel and other costs, entertainment expenses in order to obtain or keep business advantages.

#### **5.5. Proper Interaction with Counterparts, Intermediaries, Payments to Third Parties**

The Company tends to develop business relations with counterparts supporting principles of the Policy and having their own efficient anti-corruption mechanisms.

While concluding civil contracts, the Company gets its counterparts acquainted with the Policy provisions and suggests to include an anti-corruption clause into the contracts (in the form stated in Appendix No. 1 to the Policy) stipulating additional anti-corruption commitments and consequences of committing corruption actions by any party while performing the contract.

The Company abstains from material stimulating of the counterpart's representatives, including stimulating by means of services, payments, gifts with the aim to influence its decision in favor of the Company.

The Company employees shall not attract intermediaries, agents, and other persons to commit any operations contrary to the requirements of the applicable legislation, the Policy, and other local regulatory documents of the Company.

#### **5.6. Accurate Reporting**

The Company strictly adheres to the requirements of the applicable legislation and reporting regulations. Each fact of economic activity of the Company shall be subject to recording in a primary accounting document. Distortion or falsification of record-keeping, managerial, and other accounting or evidencing documents is not allowed.

All financial operations shall be accompanied by true and accurate recognition in accounts with the necessary level of detail.

Employees in charge of accounting are held liable for preparation and submission of complete and accurate reports within the established terms.

Deliberate distortion or falsification of reports is prohibited and is subject to legal prosecution.

### **5.7. Avoiding Conflict of Interests**

The Company takes a set of measures to avoid any conflicts of interests in order to exclude the possibility of obtaining material and/or personal benefit directly or through an intermediary due to rights giving such possibility as a result of use of official position by the Company employees or their family members being in immediate relationship with them (parents, children, spouses, brothers, sisters, as well as brothers, sisters, parents, children of spouses and spouses of children).

Relationships related to the conflict of interests shall be regulated by independent local acts and organizational and management documents of the Company.

### **5.8. Control and Audit**

The Company performs regularly external and internal audit of financial and economic activities, controls fulfillment by the Company employees of provisions of the applicable anti-corruption legislation, the Policy, and other local regulatory acts of the Company.

### **5.9. Security Hotline**

In order to keep high level of confidence in the Company, compliance with international business ethics standards and prevent any fraud and corruption, the Company has launched Security Hotline.

An employee of the Company, counterpart, investor, shareholder or any other person may in any convenient format, including on an anonymous basis, apply to the Hotline to communicate about any facts of theft, embezzlement, fraud, commercial bribery, giving a bribe, conflict of interests, and other corrupt practices in the Company known to that person.

Each application shall be considered thoroughly, the results of consideration shall be brought to the attention of managers of the Company. In case of any evidences a respective inspection shall take place.

Hotline contacts are posted on the official website of the Company, corporate site, on information boards, and other places available to the public.

### **5.10. Determination of Divisions or Officials in Charge of Corruption Prevention**

With the view of efficient implementation of the Policy provisions the Company determines divisions and appoints officials in charge of prevention of corruption offences.

This decision shall be executed as a separate organizational-administrative document of the Company.

## **6. ANTI-CORRUPTION RESPONSIBILITIES OF THE EMPLOYEES AND OTHER PERSONS**

6.1. The Company employees get acquainted with the Policy and sign a compliance commitment. The commitment is executed in the form of Supplement to labor contract according to Appendix No. 2 to the Policy.

6.2. Compliance by an employee with the Policy shall be considered when assessing business proficiency of the employee, including appointment of the employee to the higher position and while settling other staff issues.

6.3. The employees and members of the management bodies of the Company not being its employees shall strictly adhere to restrictions and requirements stipulated by the Policy, including those related to presenting and obtaining gifts; incurring hospitality costs; carrying out charity and sponsor activities; participation in political activities; interaction with representatives of state bodies and public organizations, counterparts, intermediaries, third parties; avoiding conflicts of interests; record keeping.

6.4. The Company employees and the management bodies' members not being the employees thereof shall be forbidden to participate in corruption actions, including offering, promising, giving, soliciting, and receiving bribes (item of commercial bribery) or making payments for easing administrative, bureaucratic, and other formalities in any form, including money, valuables, services or other benefit in property or otherwise, to any persons and from any persons or organizations, including commercial and non-profit organizations, authorities, and local government authorities, public officials, including foreign ones, with the aim of receiving benefit by himself/herself, the Company or for the third parties.

6.5. The employees and members of the management bodies of the Company shall comply with requirements and restrictions of anti-corruption nature stipulated by other local regulatory acts and organizational-administrative documents of the Company (insofar as they do not conflict with the Policy).

## **7. RESPONSIBILITY FOR NON-FULFILLMENT (IMPROPER FULFILLMENT) OF THE POLICY**

7.1. All employees and members of the management bodies of the Company not being its employees regardless of the position shall be personally liable for non-fulfillment (improper fulfillment) of the Policy provisions.

7.2. Heads of independent structural divisions of the Company shall be held liable for compliance by their subordinates with the Policy.

7.3. If there are any suspicions of committing corruption actions, a functional audit shall take place; the results of the audit shall be brought to the attention of the Company's managers.

7.4. In relation to a person who committed breach of the Policy provisions, the Company shall apply disciplinary penalties depending upon guiltiness, character, and danger level of the offence committed, amount of incurred or potential damage to the Company, including injury to business reputation, and other substantial circumstances.

7.5. The Company shall reserve the right to file a lawsuit to court seeking for civil penalties in relation to the person who committed breach of the Policy provisions in case of incurring damage to the Company.

7.6. The Company shall reserve the right to apply to law enforcement bodies to hold the person administratively or criminally liable in cases when actions of the person have essential elements of an administrative or criminal offence.

7.7. The Company employees may be hold criminally liable for breach of anti-corruption law by initiative of law enforcement or supervisory bodies.

7.8. Information on committed breaches of the Policy by decisions of the managers of the Company may be disclosed to the public (subject to compliance with requirements of personal data protection legislation), including posting on corporate site, official website of the Company, corporate newsletter, and mass media.

Appendix No. 1  
to the Anti-Corruption Policy  
of OAO NOVATEK

## **ANTI-CORRUPTION CLAUSE**

### **1. Compliance with Anti-Corruption Requirements**

1.1. The Company (OAO NOVATEK) informs the other Party of the Contract on principles and requirements of Anti-Corruption Policy of OAO NOVATEK (hereinafter referred to as “the Policy”). By conclusion of the Contract, the other Party confirms its acquaintance with the Company Policy.

While performing their obligations under the Contract, the Parties shall be obliged to adhere and ensure adherence of their employees to the requirements of Russian anti-corruption legislation and not to commit corruption actions stipulated by anti-corruption international treaties and regulatory documents of foreign countries applicable for the purposes of the Contract.

For the purposes of the Contract, corruption offences shall include (both direct and indirect, personally or through an intermediary) offering, promising, receiving/giving a bribe, commercial bribery, giving/receiving benefit in the form of money, valuables, other property or property-related services, other property rights, non-property benefits by any persons and from any persons, including representatives of state bodies, municipal bodies, commercial and non-profit organizations, foreign public officials, authorities and organizations, to influence on their decision, action/inaction with the aim of receiving or keeping any unlawful advantages or for any other unlawful purposes for themselves, the business or for the third parties (the “Corruption Offence”).

1.2. If a Party reasonably suspects a corruption offence which has occurred or may occur (upon receipt of information on instituting criminal proceedings against the employee(s) of the other Party due to a corruption-related crime or other reliable information about the Corruption Offence), such Party shall notify the other Party thereof in writing stating the respective facts (the “Notice”) In doing this, such Party shall be entitled to suspend performance of obligations under the Contract until receiving confirmation from the other Party that the breach did not or may not occur. The stated confirmation shall be sent by the other Party within 10 (Ten) working days from the date following the Notice receipt.

Upon the receipt of reliable information about the committed Corruption Offence and subject always to the provisions of this article, the Company shall be entitled to refuse from performing the Contract unilaterally in full or partially, giving a respective written notification to the other Party, as well as claim damages incurred as a result of the Contract termination.

Appendix No. 2  
to the Anti-Corruption Policy of  
OAO NOVATEK

Supplement to Labor Contract with  
the Employees  
of OAO NOVATEK

### **OAO NOVATEK Anti-Corruption Compliance Commitment**

1. An employee acknowledges that he/she has got acquainted with the contents of OAO NOVATEK Anti-Corruption Policy and OAO NOVATEK Business Ethics Code and undertakes to comply with their provisions.

2. The employee shall be obliged:

2.1. Not to participate in corruption actions directly or indirectly, personally or through third party intermediaries, not to offer, give, promise, solicit, and receive bribes and payments for ease of formalities in any form, including money funds, valuables, services or any benefit to any persons and from any persons or organizations, including commercial organizations, state government and local government bodies, Russian and foreign government officials, private companies and their representatives.

2.2. To abstain from behavior that can be interpreted by the people around as readiness to commit or participate in committing a corruption offence in favor of the Company or on behalf thereof.

2.3. To notify promptly an immediate supervisor and person in charge of the Policy compliance of:

- any effort to induce the Employee to commit corruption offences;
- information on committing corruption offences by other employees, counterparts of the Company, or other persons which becomes known to the Employee;
- possibility of occurrence or occurred conflict of interests involving the Employee.

3. The Employee has got acquainted with the possibility to communicate (on an anonymous basis, as well) by Security Hotline to the Employee's immediate supervisor, person in charge of the Policy compliance the existing suspicions concerning lawfulness or ethics of actions, as well as actions, inaction or offers of other employees, counterparts or other persons interacting with the Company.

4. It is explained to the Employee that neither employee of the Company, including himself/herself, will not be subject to sanctions and prosecution by the Company if he/she communicated a supposed corruption action or refused to give or obtain a bribe, perform commercial bribery or by any other way intermediate in bribery, including cases when such refusal resulted in the Company's profit loss or loss of commercial and competitive advantages.

5. The Employee is warned about possibility of being subject to disciplinary, administrative, civil and/or criminal responsibility for breach of anti-

corruption requirements of Russian and other applicable legislation, as well as the Anti-Corruption Policy and Business Ethics Code of OAO NOVATEK.

6. It is explained to the Employee that if he/she has additional questions on principles and requirements of the OAO NOVATEK Anti-Corruption Policy and applicable anti-corruption legislation, he/she may apply to the immediate supervisor or person in charge of control over the Policy compliance.

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