

Prepared by

**Cryogas-Vysotsk Ltd.**

Date

**November 2020**

# **SOCIAL INVESTMENT PLAN (SIP)**

## **OPERATION PHASE**

### **VYSOTSK LNG PROJECT**



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## ACRONYMS

RF	Russian Federation
AO	Joint Stock Company
OAD	Open Joint Stock Company
OOO	Limited Liability Company
GPB	Gas Pipeline Branch
HS	Hydraulic Structure
IMS	Integrated Management System
CA/PA	corrective actions/preventive actions
KPI	Key Performance Indicators
LNGT	Liquefied Natural Gas Terminal
CSP	Commercial Sea Port
IFC	International Finance Corporation
ESIA	Environmental and Social Impact Assessment
OHS	Occupational Health and Safety
E&S	Environmental and Social
OECD	Organisation for Economic Cooperation and Development
CRI	Corporate Regulatory Instrument
CR	Corporate Regulation
SEP	Stakeholder Engagement Plan
ESMP	Environmental and Social Management Plan
LNG	Liquefied Natural Gas
EPC	Engineering, Procurement and Construction
ESAP	Environmental and Social Action Plan
EHS	Environment, Health and Safety
SIP	Social Investment Plan

## 1. INTRODUCTION

### 1.1 Project Description

Cryogas-Vysotsk Ltd. successfully carried out the project named "Terminal for production and transshipment of liquefied natural gas in the port of Vysotsk in Leningrad Region, with the production capacity of 660,000 tons of LNG per year, including a gas pipeline branch connected to Leningrad-Vyborg main gas pipeline" (hereinafter – Vysotsk LNG, the Project) and is the Project Operator.

The Project site is located in the Vyborg District of Leningrad Region. The region borders with Finland to the west, Republic of Karelia to the north, Priozersk district to the north-east, Vsevolozhsk district of the Leningrad region to the east, and with Saint-Petersburg, City of federal importance, to the south-east (see Figure 1.1).

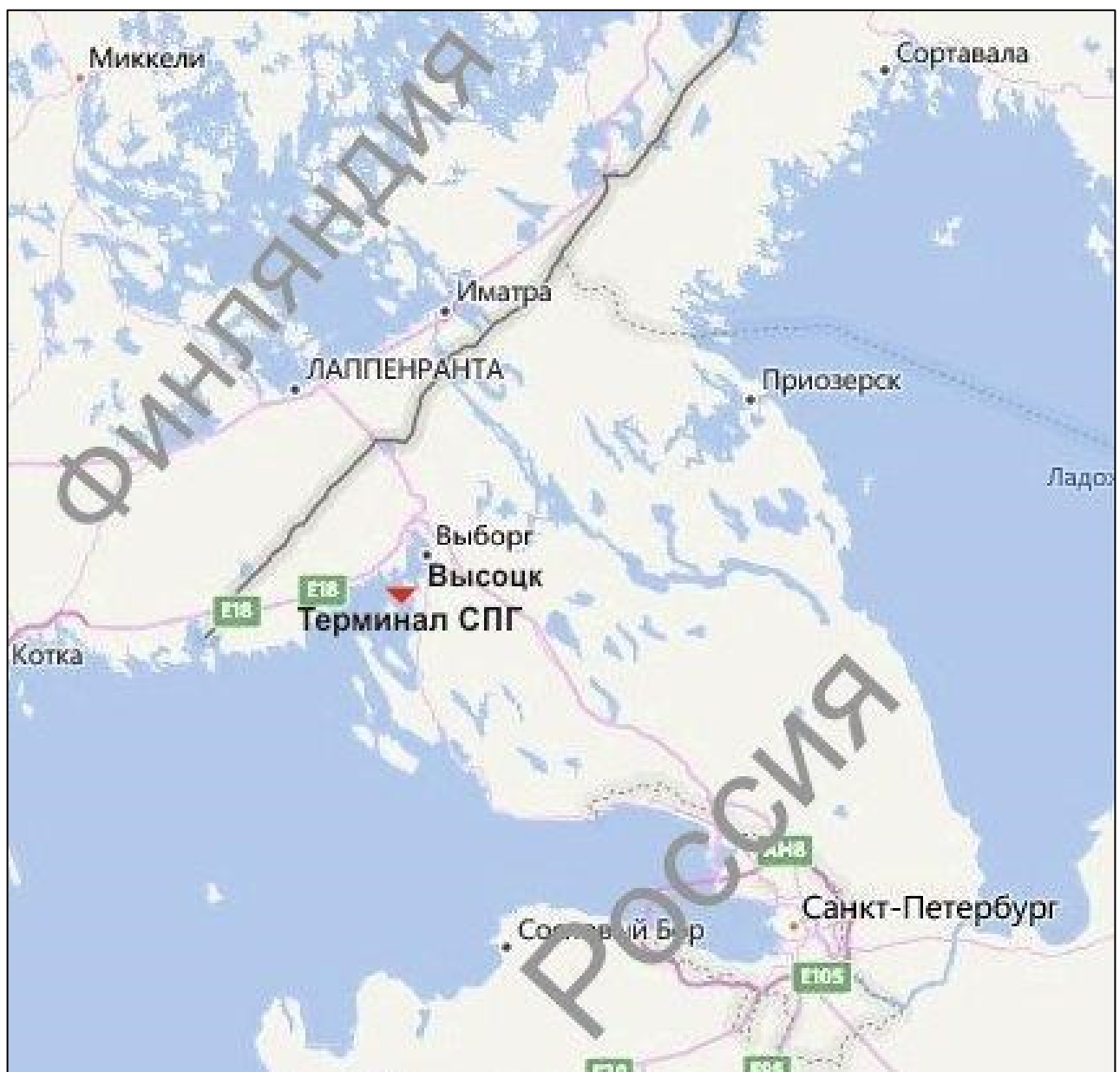


Figure 1.1 - Project location map

The following main facilities have been constructed for the Project:

- Berth facilities comprising two jetties for offloading and bunkering of LNG carriers;
- Gas pipeline branch of the Leningrad-Vyborg-State Border main gas pipeline leading to the LNG plant in the Port of Vysotsk in Vyborg District, Leningrad Region (hereinafter - the GPB);
- A terminal for production and handling of LNG in Port Vysotsk, Leningrad Region, with the production capacity of 660,000 tons of LNG per year (hereinafter - the Terminal);
- Supporting infrastructure: local roads, aerial electrical transmission lines, storage and maintenance facilities, emergency fuel storage site, water and wastewater systems, waste incineration system, and other facilities including workers' accommodation.

The LNG Terminal is intended for reception of the feed gas supplied by the gas pipeline branch, pre-treatment of gas, production, storage and offloading of LNG to consumers. Gas transportation by sea is provided using gas carriers with design capacity of up to 30,000 m<sup>3</sup>. The liquefied natural gas produced at the Terminal can be supplied both for domestic needs and for export.

A more detailed description of the Project is provided in the Environmental and Social Management Plan for the Operation stage (ESMP (Operation)) and other Project documents.

## 1.2 Goals and Objectives of the SIP (Operation)

The framework Social Investment Plan (hereinafter - the Framework or SIP) is a part of the corporate Integrated Management System (IMS). Along with mitigation of the Project impacts, the social investments are an element of the Company's holistic approach to maintaining relations with local communities and other stakeholders in the Project area of influence.

Social investments involve voluntary contribution of the Company to the development of stakeholders and the area of its operation. In this respect, the Company considers granting support:

- to address the development priorities in the concerned area (Project area of influence);
- to help local communities and stakeholders take advantage of opportunities created by the Project.

This contribution should be in line with the sustainability principles adopted by the Company, and the requirements of the IFC.

Social investments can be aimed at the implementation of measures that contribute to sustainable economic development, environmental protection, education, professional development, health and well-being of people who live in the area of influence of the Project or are affected by the Company activities.

Social investments do not include the activities aimed at mitigating the negative impacts of the Project. The latter are covered by the Project Environmental and Social Impact Assessment (ESIA) and the Biodiversity Management Plan.

The Framework development and implementation is focused to:

- Establish and maintain long-term mutually beneficial relationship between the Company, local communities and other stakeholders;
- Support development of the Company's area of operation, which in turn contributes to the smooth and successful development of the Project;
- Improve the living standards of communities in the area of influence of the Project or those affected by the Company;
- Obtain a "social license to operate" from host communities and other stakeholders;

- Minimise the risks in the Company relations with local communities, businesses and authorities.

This Framework provides the basis for the operational Social Investment Programmes (SIP Programme), which are developed and approved by the Company on an annual basis. The SIP Programme is a separate document and is not part of the Framework.

The SIP Programme is developed and implemented in collaboration with stakeholders - primarily local communities, administrations and organizations. This collaboration, firstly, will make it possible to target social investment at addressing the real needs of stakeholders. Secondly, the cooperative development and implementation will secure a positive perception of the document by stakeholders as a product of joint efforts.

This Plan is a corporate regulation (CR) which is approved by the Company Order and mandatory.

### **1.3 Framework SIP (Operation) Applicability**

This Framework defines the key schemes and mechanisms for performance of the Company's commitment to invest and develop communities in the Project area of influence, and for the performance monitoring and verification of the implemented measures. This Plan is part of an integrated management system (IMS) and includes references to other documents (such as plans, standards, procedures and other corporate regulations adopted by the Project operator).

### **1.4 Scope and Structure of the SIP (Operation)**

The SIP (Operation) includes:

- Section 2. Legal framework and other basic requirements providing the basis for the SIP development.
- Section 3. Description and organizational structure of the management system for community investments during the Project operation.
- Section 4. Determination of the Project area of influence, stakeholders and their needs.
- Section 5. Planning and implementation of community investments.
- Section 6. Progress monitoring of the SIP (Operation).
- Section 7. Reporting procedures for the implementation of SIP (Operation).

### **1.5 SIP Integration with Other Plans and Procedures within the corporate IMS**

The Framework identifies the Company's social responsibility approach and mechanisms. The SIP is a part of the overall Integrated Management System and is consistent with it.

The key documents Cryogas-Vysotsk Ltd. relating to the SIP and regulating social responsibility management are listed below:

- Corporate Environmental, Social, Health and Safety Policy and Commitments;
- Project Environmental and Social Standards;
- Environmental and Social Management Plan (operation);
- Corporate IMS Manual and Procedures;
- Stakeholder Engagement Plan (including Grievance Mechanism).

### **1.6 Management of Change**

The SIP (Operation) is a living document and is subject to adjustment in certain situations. The SIP is subject to revision every five years (mandatory) or in case of need to replace, modify or remove specific provisions, fragments of the document, or to add new provisions. Revisions of the Framework may be

triggered by changes in the Project status, Company's structure, new procedures/activities (as a result of internal inspections and audits), and also changes in the legal framework.

To ensure an adaptive management of the SIP (Operation) the following activities will be carried out:

- Reviewing and updating the SIP (Operation) in accordance with the project status as it progresses. The key information about any changes in the Project will be regularly reviewed by competent officers of Cryogas-Vysotsk Ltd.;
- Results of monitoring and other studies may trigger changes and amendments to the Plan;
- Regular (annual) performance assessments of the SIP measures will be carried out in an ongoing engagement with stakeholders and Lenders.

The SIP (Operation) will be updated/amended as appropriate to ensure safe and efficient social management commensurate with the Project scale.

## 2. LEGAL AND OTHER APPLICABLE REQUIREMENTS

### 2.1 Requirements and Standards Applicable to the Project

Documents referenced for development of the Project social management requirements listed in the Framework are as follows:

- The Russian law does not establish specific requirements for social investments, however, certain provisions of the national law can be applied (such as repair of roads, etc.);
- Documents describing requirements and recommendations of the International Finance Institutions:
  - The Equator Principles (2013)<sup>1</sup>;
  - The IFC Performance Standards (2012)<sup>2</sup>;

*The International Financial Institutions do not establish special requirements for social investment, however, they do provide guidance for this activity. The main guidance documents are:*

- *"Investing in People. Sustaining Communities Through Improved Business Practice. A Community Development Resource Guide for Companies". IFC, 2000;*
- *"Strategic Community Investment: A Good Practice Handbook for Companies Doing Business in Emerging Markets". IFC, 2010.*
- ESIA materials prepared by Ramboll Environ in cooperation with Branen Environment;
- Environmental and Social Action Plan (ESAP);
- Stakeholder Engagement Plan (SEP).

Adhering to the Project Standards requirements and Plans is mandatory for Cryogas-Vysotsk Ltd.

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<sup>1</sup> <http://equator-principles.com/about/>

<sup>2</sup> [http://www.ifc.org/wps/wcm/connect/topics\\_ext\\_content/ifc\\_external\\_corporate\\_site/sustainability-at-ifc/policies-standards/performance-standards](http://www.ifc.org/wps/wcm/connect/topics_ext_content/ifc_external_corporate_site/sustainability-at-ifc/policies-standards/performance-standards)

### 3. ROLES AND RESPONSIBILITIES

#### 3.1 Company Policies

The Company's environmental, social, health and safety Policy and Commitments were adopted in 2017 by the Order of Cryogas-Vysotsk Ltd. No.71/1 of 20.11.2017. The Policy identifies the basic principles of the Company's social responsibility:

- Respect the opinions and interests of stakeholders, develop partner relationship with them, contributing to the socio-economic development of the region, inter alia, through social investment programs;
- Respect and protect rights, freedoms, culture and life style of local communities.

Based on the principles declared in the corporate Policy, the Company assumed the following social responsibilities:

- *Social investments* - Besides pursuing the business objectives, activities of Cryogas-Vysotsk Ltd. are also focused to support socio-economic development of the territory of the Project's area of influence in the Vyborg District of Leningrad Region. To this end, the Company is implementing a corporate social investment programme, including cooperation with civil society organizations, education institutions, government authorities and other interested parties
- Implementation of the social responsibility commitments - the Company guarantees that adequate financial and institutional resources will be provided to fulfil the commitments.

Cryogas-Vysotsk Ltd. will conduct regular personnel training and awareness activities on the provisions of the Policy.

The Company's Policy and Commitments are communicated to all stakeholders by the following methods:

- Communicating the corporate orders to the Company's personnel by means of intranet system, or familiarization against written acknowledgement;
- Publication at the website of parent company (PJSC NOVATEK);
- Work meetings, personnel assemblies;
- Meetings and discussions of social issues with stakeholders;
- Briefings for the Company visitors and contractors' personnel working at the Project sites;
- By including the Policy as an appendix into the Company's business contracts.

#### 3.2 SIP Implementation Responsibility

Responsibility for social investments is included in the scope of mandate of several divisions and Management officers of the Company. A compass approach to the task is adopted, based on division of obligations and powers between various functional divisions of the Company.

Table 3.1 below shows distribution of social responsibility functions between the Company divisions.

**Table 3.1 – Responsibility for implementation of SIP**

Aspects of the corporate social responsibility	Key responsible divisions
Engagement with local communities and stakeholders	General Services Department HSE Department
Planning and finance	Deputy General Director on economy and finance

Aspects of the corporate social responsibility	Key responsible divisions
	General Services Department Administrative Support and Document Management Department HSE Department
Implementation of investment programmes	General Services Department Administrative Support and Document Management Department Logistics Department
SIP progress monitoring, reporting and liaison with the Lenders' Consultant	Deputy General Director on economy and finance Deputy General Director - Chief Engineer HSE Department

All key decisions relating to social investments are subject to approval by the General Director.

Company divisions responsible for implementation of investment programmes report to the HSE Department on a quarterly basis (by 20th day of the month following the reporting quarter) with information and documentary evidence of the HSES activities implemented.

Division responsible for preparation of regular reports for the Lenders' Independent Environmental and Social Consultant is the HSE Department.

## 4. SOCIO-ECONOMIC CHARACTERISTICS OF THE AREA OF INFLUENCE OF THE PROJECT

### 4.1 General

The Project is located in the Vyborg District of Leningrad Region, namely:

- LNG Terminal - Vysotsk Urban Municipality;
- Gas Pipeline Branch - Goncharovo Rural Municipality, Sovetsky Urban Municipality, Vysotsk Urban Municipality, Vysotsk town, Cherkasovo settlement.

The Project facilities are positioned as shown in Figures 4.1 and 4.2.

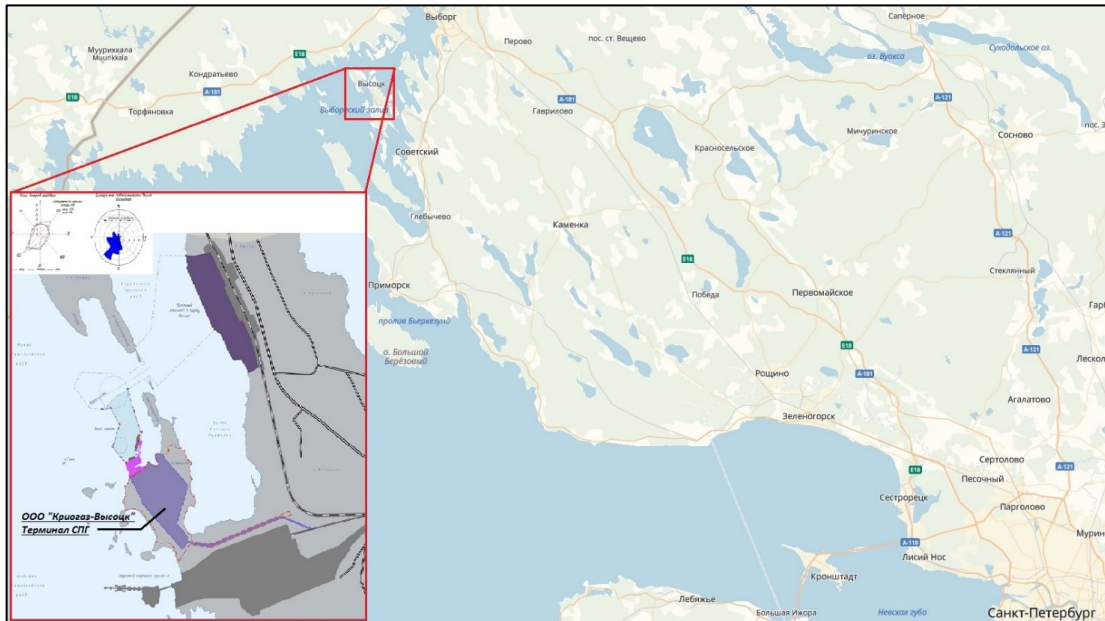


Figure 4.1 - LNG Terminal location map

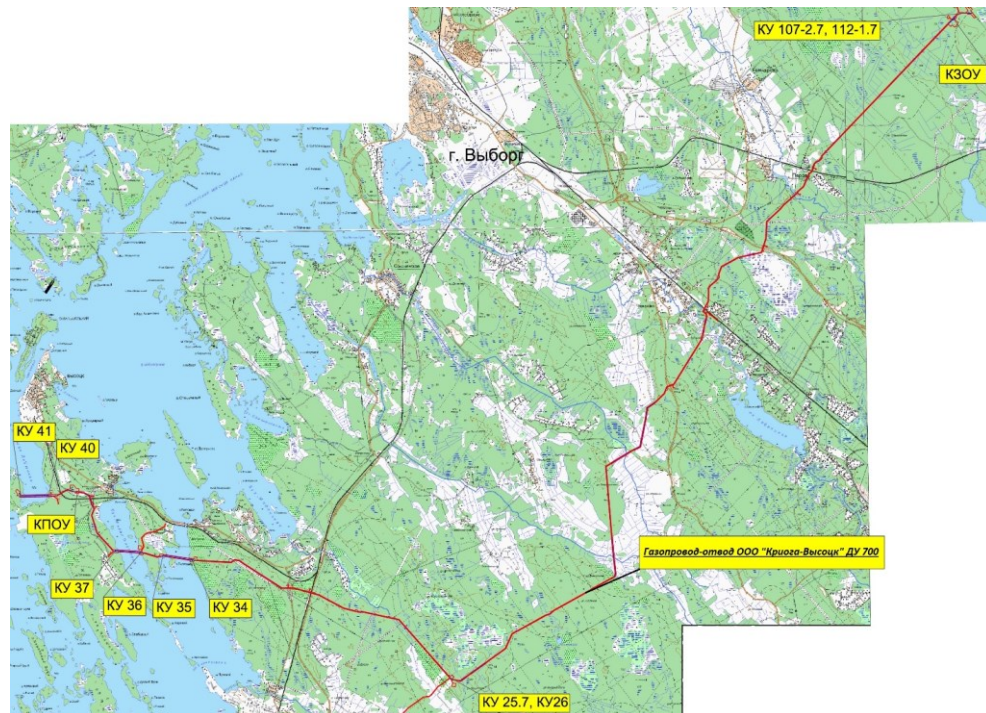


Figure 4.2 - Gas Pipeline Branch location map

The nearest settlements to the Project facilities, which may be affected, are listed in Table 4.1.

Table 4.1 - The nearest settlements to the Project facilities

Municipality	Population center	Approximate distance to the population center	Permanent / seasonal population number*
Vysotsk Urban Municipality	Vysotsk	2.5 km	1 131 people / no data
	Pikhtovoye (administrative district of Vysotsk)	2.5 km	5 people / 150-200 people

Most of the Project impacts on the settlements and garden cooperatives along the gas pipeline branch were related to the pipeline construction. Since no significant impact on those receptors is expected during the Project operation, the SIP activities are mainly focused on the Vysotsk Urban Municipality being the location area of the main Project facilities. However, the Company may consider social investments also in the settlements located along the gas pipeline branch.

Detailed information on the socio-economic conditions in the Project area and expected impacts of the Project construction and operation is provided in the ESIA Report.

## 4.2 Development needs of stakeholders

Preparation of this Framework SIP included a socio-economic study to identify the main development needs and prospects of the Project stakeholders (based on the municipal social investment programmes for the period until 2022 (Administration of the Vysotsk Urban Municipality Orders Nos 83, 84, 85, 86 and 115 of 2020)). The findings of the socio-economic study are shown in Table 4.2.

Table 4.2 - Summary findings of the socio-economic study of the Project area (Vysotsk Urban Municipality)

Municipality	Issues / needs / development prospects
Vysotsk Urban Municipality	<ol style="list-style-type: none"> <li>1. Development of comfortable urban environment: <ul style="list-style-type: none"> <li>- street lighting</li> <li>- improvement of the cemetery and the WWII memorial;</li> <li>- green planting;</li> <li>- creating conditions for mass recreation of residents (repair and installation of new children's playgrounds), festive decoration of the territory;</li> <li>- other landscaping works.</li> </ul> </li> <li>2. Development (repair) of roads.</li> <li>3. Safety and security: <ul style="list-style-type: none"> <li>- installation of additional video surveillance cameras;</li> <li>- publication of visual aids and awareness materials on safe behaviour on the water;</li> <li>- installation and/or replacement of road signs, road marking;</li> <li>- development of a local public address system;</li> <li>- ensuring fire safety of the municipal boiler house.</li> </ul> </li> <li>4. Development of the housing stock (repair of apartment buildings).</li> <li>5. Ensuring sustainable functioning and development of municipal utility infrastructure and improving energy performance (repair of utility networks).</li> </ol>

The Company will review the development plans of the Vysotsk Urban Municipality (including the relevant municipal programmes) on a regular basis (once every five years).

Vyborg District of Leningrad Region (including the Vysotsk Urban Municipality) is an area with rapidly evolving social environment. Due to the location close by the national border, as well as large industrial

and transport facilities, this area attracts constantly growing investment at all levels, from the federal to private investment. Meeting the needs of local communities, including those listed in Table 4.2, is responsibility of the local administrations (Vyborg District and Vysotsk Urban Municipality), which are rapidly changing the area's social environment for the better.

Considering the local scale of the Project and its influence on social conditions in the district, Cryogas-Vysotsk Ltd. does not focus on solving long-term (strategic) social issues of a municipal<sup>3</sup> scale. The Company's social investments are aimed at addressing the immediate (local) needs of communities and stakeholders in the Project area of influence. Therefore, the list of specific needs is subject to annual review and updating.

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<sup>3</sup> I.e. at the level of Vyborg District Municipality and Vysotsk Urban Municipality.

## 5. MANAGEMENT OF SOCIAL INVESTMENTS

In order to fulfil the assumed obligations and provisions of this SIP, the Company annually develops, approves and implements the Social Investment Programme (in accordance with the format provided in Annex 1).

The Social Investment Programme is prepared by the HSE Department (Section 3.2) based on the results of consultations held by the Company's General Services Department with stakeholders (Head of the Vysotsk Urban Municipality and Community Interest Groups in Vysotsk and Pikhtovoye). The format of the consultation process (meetings) is open to public. Information about the stakeholder consultations, their format, place and time, is posted in public places (such as Administration offices), and is also sent directly to representatives of stakeholders (Community Interest Groups, etc.). The Company, in cooperation with the Head of municipality, make sure that local communities are able to participate in consultations. The frequency of consultations depends on the needs of stakeholders, but may not be less than once a year, before the SIP Programme is drawn up.

Upon request or by its own initiative, the Company may from time to time consider social investment for other interested parties (municipalities, communities, organizations, etc.). Such investments are not the subject of this Framework.

The consultations are held to identify specific needs of stakeholders which the Company may consider for aid contribution, as well as the timing and methods of the implementation; and to designate the areas of responsibility. The Consultations are documented in protocols, letters or other records.

Final decision on the scope and amount of investments is made by the General Director of the Company, depending on the available resources.

It should be noted that there is no correlation between the amount of money a company spends on community projects and the quality of their relationship with the community. The key role in social investment belongs to quality and consistency, rather than the amount of money spent (according to the IFC guidance documents). However, the budget must be sufficient for the Company's social investment activities to be tangible to local stakeholders.

The Company has adopted the following priority areas for the investment:

- Development of comfortable urban environment;
- Supporting environmental programmes;
- Supporting social and culture programs.

The Company will review these priority areas will on a regular basis (at least once every five years).

In accordance with IFC's guidance documents, the Company is considering social investment opportunities in partnership with other stakeholders and investors.

## 6. MONITORING AND VERIFICATION

### 6.1 General

The process of SIP implementation monitoring and verification is a key management method for assessment of the efficiency and effectiveness of the Company's social investment activity.

Activities under the SIP are monitored to verify that:

- The Social Investment Programme is developed taking into account the needs of communities in the area of influence of the Project and other stakeholders;
- The Social Investment Programme is being implemented in full, as agreed with stakeholders during the consultations;
- The needs of local communities and other stakeholders, according to the agreements reached, are addressed and meet the expectations.

The key principles of monitoring and verification include:

- implementation and maintenance of a system of monitoring, inspections and audits aimed at evaluating efficiency of the Company's social investment activities;
- implementation and maintenance of a system of monitoring, inspections and audits aimed at evaluating the Company's social responsibility performance;

SIP implementation and performance assessment will be verified by inspections and audits at various levels (Table 6.1).

**Table 6.1 - Internal and External Audits and Inspections**

No.	Audit / Inspection type	Frequency
<b>INTERNAL MONITORING</b>		
A1	<b>Regular inspections</b> , Quarterly updates of the progress of SIP implementation (documents review and monitoring inspections) by the responsible division of the Company.	Quarterly
<b>EXTERNAL AUDITS</b>		
B1	<b>Audit by Gazprombank</b>	In accordance with schedule or unscheduled
B2	<b>Audit by representatives of Lenders</b> // Lenders' Consultants.	Once a year

### 6.2 Non-compliance Identification and Corrective Actions

The causes of all the non-compliances registered must be clearly identified, and the non-compliances identified by the audits and inspections must be addressed in a timely manner.

Non-compliance management based on audits and inspections means:

- Identification and initial registration of non-compliances;
- Identification of the non-compliance causes and assessment of the need to take corrective action (CA) to eliminate the non-compliance causes and their reoccurrence;
- Elimination of the non-compliances and mitigation of the impacts caused by the non-compliances – corrective action;

- Recording the CA results;
- Analysis of CA efficiency.

If CA has failed to bring the intended results, in other words, if the non-compliances persist or are very likely to reoccur following all the intended corrective actions, it will be necessary to make another review of the causes, and to plan and implement new CAs to allow complete elimination of the non-compliance cause. The review should also include an assessment of opportunities to improve and change the corporate Management System.

### 6.3 Key Performance Indicators

In the course of the audits/assessments/inspections, the compliance assessment must be based on both qualitative and quantitative aspects to enable identification of non-compliances and potential improvement targets. Assessment should also make use of key performance indicators (KPIs). These indicators are used to assess the performance in dynamics.

**Table 6.2 - Key Performance Indicators of the Social Investment Plan**

ID	Description	Target/ Action Threshold	Reference
KPI-SIP01	SIP consultations with external stakeholders	The views of the vast majority of stakeholders are taken into account	Records of meetings, letters, questionnaires, etc.
KPI-SIP02	Activities completed during the reporting period vs the planned activities	Social investments are implemented in full	Visual inspection, pictures, feedback from stakeholders (written and verbal)
KPI-SIP03	Actual activities matching the expectations of stakeholders	Minimization and further improvement	Feedback from stakeholders (written and verbal) <sup>4</sup>

<sup>4</sup> Channels for obtaining feedback from stakeholders:

- Stakeholder consultations (feedback on the investments implemented during the reporting period / previous year will be sought);
- Grievance Mechanism;
- Other methods.

## 7. REPORTING

### 7.1 Internal Reporting

Company divisions responsible for implementation of the SIP investments report to the HSE Department on a quarterly basis (by 20th day of the month following the reporting quarter) with information on the actual status of implementation and projections (rationale for the actual or possible deviations from of the approved Programme).

The HSE Department prepares annual report on the functioning of the Integrated Management System for the Company's top management. This Report may include, among other things, information on the SIP implementation.

Information on the completed social investments will be updated annually and included in the Register of Completed Social Investments (according to the format shown in Annex 2). The Register of Completed Social Investments is a separate document and is not part of the SIP.

### 7.2 External Reporting

#### ***Reporting to the Lenders and their Representatives***

The Company (HSE Department) submits annual reports to the Lenders and their representatives to inform the Project environmental and social status assessment conducted by the Lenders' Independent Environmental and Social Consultant. The reports include information on the implementation of SIP and the Company's social investments in the Project area of influence during past 12 months.

#### ***Reporting to Stakeholders***

In compliance with the international requirements reflected in the Company's SEP, Cryogas-Vysotsk Ltd. will also disclose the Project social investment performance to stakeholders. Such reports can be published at the website of PJSC NOVATEK as an annual presentation of the Project performance or in other suitable format.

## **ANNEX 1. CRYOGAS-VYSOTSK LTC. SOCIAL INVESTMENT PROGRAMME (FORMAT)**

**APPROVED**

General Director

Cryogas-Vysotsk Ltd.

\_\_\_\_\_ A.S. Chiryatyev

" \_\_\_\_ " \_\_\_\_\_ 20\_\_

## Social Investment Programme of Cryogas-Vysotsk Ltd. in the Project area of influence 20\_\_\_\_

<b>No.</b>	<b>Municipality / locality</b>	<b>Activity</b>	<b>Investment format</b>	<b>Implementation timeframe</b>	<b>Tentative amount of investment ( '000 RUB incl. VAT)</b>	<b>Responsibility for implementation</b>	<b>Comments</b>

## **ANNEX 2. REGISTER OF COMPLETED SOCIAL INVESTMENTS**

**REGISTER OF COMPLETED SOCIAL INVESTMENTS**

<b>No.</b>	<b>Municipality / locality</b>	<b>Activity</b>	<b>Investment format</b>	<b>Implementation timeframe</b>	<b>Amount of investment ('000 RUB incl. VAT)</b>	<b>Responsibility</b>	<b>Feedback received (if any)</b>	<b>Comments</b>
<b>Completed in 20__</b>								