

APPROVED

General Director

The Vladimir Potanin Foundation

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**THE PRINCIPLES AND GUIDELINES
FOR CONDUCTING CHARITABLE ACTIVITIES
AND RISK MANAGEMENT
OF THE VLADIMIR POTANIN FOUNDATION**

Moscow, 2019

TABLE OF CONTENTS

1 MISSION AND VALUES OF THE FOUNDATION4

2 THE CONCEPTS AND DEFINITIONS USED IN THE CODE OF ETHICS.....5

3 OUR INTERACTIONS.....7

4 OUR PLACE OF WORK9

5 RISK MANAGEMENT 11

6 CONFLICT OF INTERESTS PREVENTION..... 12

7 CONFIDENTIALITY AND DISCLOSURE OF INFORMATION 21

8 COMPLIANCE WITH LEGAL REQUIREMENTS AND OFFICIAL GUIDELINES 22

9 ACCURACY OF FINANCIAL INFORMATION AND REPORTING..... 22

10 PARTICIPATION IN POLITICAL ACTIVITY 23

11 INTERACTION WITH STATE OFFICIALS..... 24

**12 COMPLIANCE WITH ANTICORRUPTION LEGISLATION: INADMISSIBILITY OF
BRIBES AND OTHER ILLEGAL ACTIONS AND OFFENSES RELATED TO THE
LAUNDERING OF PROCEEDS FROM CRIME AND FINANCING OF TERRORISM..... 25**

13 COMPLIANCE WITH THE CODE OF ETHICS AND REPORTING ON OFFENSES 25

INTRODUCTION

Our position is that we conduct the activities of the Vladimir Potanin Foundation (the "Foundation") effectively, in good faith, and ethically. We take this very seriously. We are committed to the highest standards of integrity and professional ethics and expect that, in carrying out their work, all the Foundation Employees, members of the Supervisory Board, members of the Foundation Board, independent Experts, and members of the Expert Boards of the Foundation always act in an honest and ethical manner, comply with legal requirements, avoid actual and potential conflicts of interest.

The principles and guidelines of conducting the charitable activities and risk management of the Foundation (the "**Code of Ethics**") embody the philosophy and mission of the Foundation, they are inextricably linked with the implementation of our strategy. They reflect our principles and values as well as the traditions and norms of behavior that have developed over the years of the Foundation's work.

The Code of Ethics sets out the key standards and procedures necessary to comply with these standards. Compliance with these standards lies at the heart of our relationships within the Foundation and the Foundation's relationship with the outside world. We expect that, acting in accordance with our Code of Ethics, we maintain an organizational culture in which honest and ethical behavior is accepted, highly valued, and demonstrated by all the Foundation Employees and others involved in the work of the Foundation.

Actions that violate the provisions of the Code of Ethics are considered unacceptable and out of line with the work of the Foundation.

The Code of Ethics, describing our standards, the rules, and procedures necessary for their observance, covers the following topics:

- 1 Mission and values
- 2 **THE CONCEPTS AND DEFINITIONS USED IN THE CODE OF ETHICS**
- 3 Our interactions
- 4 Our place of work
- 5 Risk management
- 6 Conflict of Interests prevention
 - (A) Grants and program activities
 - (B) Relations with contractors, suppliers of services and goods
 - (C) Business gifts
 - (D) Work outside the Foundation, teaching and consulting activities
 - (E) Participation in the highest management bodies of other organizations
 - (F) Public speaking and publishing
 - (G) Receiving payment in connection with participation in activities in other organizations, with speeches and publications
 - (H) Obtaining academic degrees and honorary titles of institutions of higher education
- 7 Confidentiality and disclosure of information
- 8 Compliance with Legal Requirements and Official Guidelines
- 9 Accuracy of financial information and reporting
- 10 Participation in political activity

- 11 Interaction with state officials
- 12 Compliance with anticorruption legislation: inadmissibility of bribes and other illegal actions and offenses related to the legalization (laundering) of proceeds from crime and financing of terrorism
- 13 Compliance with the legislation on countering the legalization (laundering) of proceeds from crime and financing of terrorism
- 14 Compliance with the Code of Ethics and reporting on offenses**

1 MISSION AND VALUES OF THE FOUNDATION

1.1 We use the Code of Ethics to disseminate the values and principles that must be applied in any activity that we carry out on behalf of the Foundation, every day, in the performance of any official duties, and in any country in which our Foundation operates.

1.2 Mission

1.2.1 We develop a culture of charity, uniting around us active, creative professionals who are involved in solving socially significant tasks and achieving sustainable social changes. We open up opportunities for the emergence of new ideas and create conditions for their realization.

1.3 Principles and Values

1.3.1 Openness

We strive for maximum transparency of our activities: we articulate its principles clearly and follow established rules precisely. We report on the progress and results of our work to our partners and society.

1.3.2 Creativity

We welcome active creativity, innovation, and a creative approach to any undertakings. We help each team member, partner, Beneficiary, program participant realize their creative potential.

1.3.3 Professionalism

In our work, we always focus on professional standards—from organizing our own activities to choosing partners. We actively seek, study, apply, and distribute the best practices in our fields of activity. We are not satisfied with what has already been achieved, we are constantly developing, we are striving to solve new challenges.

1.3.4 Responsibility

We are responsible for our activities and for the solution of the tasks set. We are guided by the principle "do no harm": we carefully evaluate the possible risks for the Beneficiaries and partners of the Foundation; we strive to reduce or eliminate them. Our management decisions are based on objective, verified, and as complete information as possible.

1.3.5 Attention to the Individual

We believe that every person is unique and try to find an individual approach to everyone. We respect the diversity of personal values, opinions, worldviews, we value each person for their uniqueness.

1.3.6 Equal Conditions

We create equal conditions and provide equal opportunities for cooperation to all our partners and program participants.

1.3.7 Courage

To achieve positive sustainable changes, we take the initiative and motivate all stakeholders to actively engage. We are open to experimentation and nonstandard solutions. We support the search, use, and replication of new approaches, methods, technologies in our fields of activity.

1.3.8 Integrated approach (result orientation)

In our activities, we use a wide range of models and tools: informational, expert, educational, competitive. We are focused on tangible, measurable, practical results and their long-term impact.

2 THE CONCEPTS AND DEFINITIONS USED IN THE CODE OF ETHICS

2.1 The following concepts and definitions are used in the Code of Ethics:

- 2.1.1 "**Anticorruption Policy**" means the Anticorruption Policy of the Vladimir Potanin Foundation approved by the General Director of the Foundation subject to changes and amendments made from time to time, and the text of which is published on the Foundation's official website on the internet and is available at <http://www.fondpotanin.ru/>.
- 2.1.2 "**Beneficiary**" means an individual or legal entity, board of trustees of educational institutions that are not legal entities, in whose interests the Foundation carries out charitable activities.
- 2.1.3 "**State official**" means any Russian or foreign, appointed or elected person, replacing any position in a legislative, executive, administrative, law enforcement, judicial body, or international organization; any person performing a public function for the state, including for a government body, agency or enterprise; leading political figures, officials of political parties, including candidates for political posts, ambassadors, leaders and employees of state bodies, agencies, and enterprises.
- 2.1.4 "**Grantee**" means a recipient of funds or other property from the Foundation on a free and nonrefundable basis for the implementation of specific educational programs as well as for specific activities.
- 2.1.5 "**Donor**" means an individual or legal entity, a nonprofit organization, including a foreign or international organization, transferring funds or other property to the Foundation on a free and nonrefundable basis for the charitable activities of the Foundation.
- 2.1.6 "**Counterparty**" means any Russian or foreign legal or natural person with whom the Foundation enters into contractual relations (with the exception of labor relations).
- 2.1.7 "**Corruption**" means abuse of official position, giving a bribe, accepting a bribe, abuse of power, commercial bribery, or other unlawful uses by an individual of their position against the legitimate interests of society and the state to obtain benefits in the form of money, valuables, other property, or property-related services for oneself or for third parties or the unlawful provision of such benefits to a specified person by other individuals. Corruption is also the commission of the listed acts on behalf of or in the interests of a legal entity.
- 2.1.8 "**Conflict of interests**" means a situation in which the Personal interest (direct or indirect) of an Employee of the Foundation influences or may influence the proper discharge of their job duties and in which a contradiction arises or may arise between the Personal interest of the Foundation Employee and the rights and legitimate interests of the Foundation, which could cause harm to the rights and legitimate interests, property and/or business reputation of the Foundation.
- 2.1.9 "**Legalization (laundering) of proceeds from crime**" in accordance with paragraph 3 of article 3 of the Federal Law No. 115-FZ dated August 7, 2001, "On Counteracting the Legalization (Laundering) of Proceeds from Crime and Financing of Terrorism" means making it appear that a possession, use, or disposal of funds or other property obtained as a result of the commission of a crime is legitimate.

- 2.1.10 "**Personal interest**" means the interest of an Employee of the Foundation related to the possibility of the Employee of the Foundation, while performing their duties, to receive income in the form of money, valuables, other property or property-related services, other property rights for themselves or for third parties.
- 2.1.11 "**Gift**" means any valuable, in tangible or intangible form, for which there is no obligation to pay—that is, donated, including items, things, gift certificates for any types of goods and services, invitations to events (concert, sightseeing, sports, etc.), funds, securities and other property, benefits and property-related services, including work, services, payment for entertainments, transportation costs, loans, discounts, leasing of property, including housing, etc.
- 2.1.12 "**Supervisory Board**" means a collegial body of the Foundation that oversees the activities of the Foundation, the adoption of decisions by other bodies of the Foundation and their enforcement, the use of funds by the Foundation, and compliance with the law by the Foundation.
- 2.1.13 "**Representation Expenses**" means expenses of the Foundation on holding official receptions, organizing visits to cultural and entertainment events, catering at business meetings, translation services, and other organizational expenses that are allowed in accordance with current legislation.
- 2.1.14 "**Workers**" means individuals who have an employment relationship with the Foundation.
- 2.1.15 "**Foundation Board**" means the supreme collegial body of the Foundation, the main function of which is to ensure compliance by the Foundation with the objectives it is created for.
- 2.1.16 "**Employees**" means Workers of the Foundation, as defined above, as well as persons performing work for the Foundation or providing services on the basis of civil law contracts concluded with the Foundation, including Experts, as well as current members of the Foundation Board, the Supervisory Board, and the Expert Board.
- 2.1.17 "**Expert Council**" means a collegial body of the Foundation whose main objective is the examination and selection of applications of potential Beneficiaries for the provision of funds or other assets by the Foundation.
- 2.1.18 "**Experts**" means specialists engaged by the Foundation to conduct research and examination of applications of potential Beneficiaries.
- 2.1.19 "**Financing of terrorism**" in accordance with paragraph 4 of article 3 of the Federal Law No. 115-FZ dated August 7, 2001 "On Counteracting the Legalization (Laundering) of Proceeds from Crime and Financing of Terrorism" means providing or raising funds or providing financial services with the knowledge that they are intended to finance the organization, prepare, and commit at least one of the crimes provided for by the Criminal Code of the Russian Federation, to finance or otherwise materially support a person for the purpose of committing by them of at least one of these crimes, or to support an organized group, an illegal armed group, or a criminal community (criminal organization) created or being created to commit at least one of the specified crimes.

3 OUR INTERACTIONS

- 3.1 It is of fundamental importance for us to follow the principles of good faith and to observe our values in all our interactions wherever we work. This is the basis of our professional approach to program and charitable activities; it supports our reputation and helps earn the trust of our Beneficiaries, partners, Donors, the professional community in Russia and abroad, the society as a whole.
- 3.2 Each Employee is obliged to treat their colleagues within the Foundation and outside it, the grant applicants, Beneficiaries, Experts, Donors, suppliers, contractors, consultants, the media, and members of the public impartially, professionally, and with respect. This obligation applies to all our interactions anywhere in our work: in the office of the Foundation, in the offices of our partners

and Beneficiaries, on business trips and when visiting events, in any public places in Russia and abroad.

- 3.3 We do not tolerate the discrimination, humiliation, or accusation of any person (directly or indirectly) on the basis of their racial group (including caste, skin color, nationality, ethnic or national identity); sex (including marital status, gender, pregnancy, the presence of minor children); origin; sexual orientation; religious beliefs and faith; age; limited health opportunities.
- 3.4 Manifestations of aggression, intimidation, persecution, and insults of the Employees and/or persons involved in the work of the Foundation are not allowed in any form (including actions, words, jokes, comments, etc.). The consequences of violating this part of the Code of Ethics will be extremely serious. Each situation will be evaluated based on all the relevant circumstances. In case of committed misconduct, appropriate disciplinary measures will be applied to the Employees, including termination of employment, depending on the circumstances. Physical violence against others in any form will lead to the most serious consequences.
- 3.5 We do not accept bribery or any form of Corruption.
- 3.6 We do not accept any activity related to the Legalization (Laundering) of Proceeds from Crime and Financing of Terrorism.
- 3.7 We do not try and will not try to influence other people's decisions, and we do not allow others to exert undue influence on us through the exchange of something of value, including Gifts, hospitality, funds, services, bonuses, discounts. We avoid any actions that may appear as undue influence.
- 3.8 We guarantee that our personal interests and relationships will not cause Conflicts of interest and will not even create potential opportunities for influencing our decisions and professional judgments.
- 3.9 In third-party interactions, we guarantee good faith and expect the same from the third party. We only cooperate with third parties who have the necessary qualifications and experience and who use ethical standards of conduct that are compatible with ours. We pay fair remuneration, and only for the work performed by them.
- 3.10 We adhere to our standards of maintaining good faith in any situation and also do not allow, do not ask, and do not create the conditions for someone to act improperly on our behalf.
- 3.11 We are aware of the seriousness of the problem of protecting children and comply to the extent applicable to the Foundation activities with all the laws and official guidelines that at any given time are applicable to the protection and defense of children as well as the principles of the UN Convention on the Rights of the Child dated November 20, 1989.
- 3.12 We respect and protect the confidentiality of personal data when collecting, using, storing, transmitting, and/or disclosing it, and we do it honestly, transparently, and using secure channels and facilities.
- 3.13 The reputation and image of the Foundation are important aspects of our activity. Our activities are always in line with our promises. We speak about ourselves and our activities truthfully and responsibly, promptly and reliably disclose data regarding the provision of grants, donations, our interactions, and payments. In public reports, we openly and honestly inform our founders, Donors, partners, Beneficiaries, the professional community and the public about our activities and their results. We responsibly use social media and other online communities.
- 3.14 Each Employee understands that causing damage to the Foundation and its reputation is unacceptable. We do not allow statements and actions that may damage the Foundation, its reputation, and the reputation of its partners and Donors.

- 3.15 All the Foundation Employees act in strict accordance with the principles, provisions, and requirements of this Code of Ethics as well as the Anticorruption Policy adopted by the Foundation and posted on its official website on the internet.

4 OUR PLACE OF WORK

- 4.1 We perform our work professionally and in good faith. The basis for our conclusions and decisions can only be verified and objective information. In our professional activities, we are invariably guided by the norms of legislation, official duties, and the policies and rules of conducting charitable activities established in the Foundation. Each of us strives to fully and responsibly fulfill our responsibilities, contributing to the fulfillment of the mission and the implementation of the strategy of the Foundation.
- 4.2 We welcome active creation and creativity, the search and development of new ideas, approaches, methods and technologies in our fields of activity. We help each team member, partner, Grantee, Beneficiary, program participant realize their creative potential. We strive for the active and free dissemination of ideas, knowledge, and best practices in our fields of activity, ensuring the availability of intellectual results. At the same time, we strictly observe the intellectual rights of third parties. In the course of our work, the Foundation creates various products and works that can be recognized as intellectual property and for which intellectual rights arise. We understand that these products and works are considered to be works made for hire as we create them in the performance of our job duties and/or on the instructions of the management of the Foundation, which is duly executed. A Worker or a group of Workers who created such a work (the result of intellectual activity) are the authors of a work made for hire, have personal nonproperty rights (in particular, the right of authorship, the author's right to a name, the right to the integrity of the work, etc.). The Foundation is assigned the exclusive (property) right to works made for hire.
- 4.3 The managers of the units of the Foundation are responsible for ensuring the effective interaction of units in the interests of the program activities of the Foundation. In striving to be a model of behavior for the Employees of their department, management must demonstrate a respectful, friendly attitude toward all the Foundation Employees and its partners.
- 4.4 The Foundation Employees contribute to the creation and strengthening of the Foundation's reputation and do not permit any behavior that could harm it.
- 4.5 We treat all colleagues in the Foundation with respect and goodwill. Each of us is a valuable and respected member of a team of like-minded individuals.
- 4.6 The Foundation develops and maintains a favorable working environment, in which all the Employees always feel respected, supported, and safe. Discrimination, sexual, and other harassment are unacceptable and completely out of line with our standards for creating respectful and professional relationships in the workplace. Any kind of oppression, persecution, or intimidation is prohibited in the Foundation. The Foundation will promptly investigate all complaints of harassment or discrimination and will take the appropriate action. Persecution (revenge) of an Employee for reporting discrimination or harassment or for participating in the investigation of such facts is prohibited.
- 4.7 Decisions on hiring for the Foundation, rewarding, development, and career advancement of the Employees are made solely on the basis of their abilities, work experience, attitude to others, performance quality, and demonstrated potential in relation to the requirements of a particular position.
- 4.8 The Foundation seeks to develop the talents of the Employees and supports everyone in the desire to realize their potential.

- 4.9 We use effective occupational health and safety systems for our Employees as well as environmental protection systems. We support initiatives to preserve the environment, including the processing of plastic products and a careful attitude to paper.
- 4.10 The system of remuneration in the Foundation is focused on the formation and development of human resources, attracting the best specialists from the labor market, and retaining talented and promising Employees. The amount of the remuneration of the Employees depends on their level of professional competence, their position, and contribution to the achievement of strategic goals and the implementation of the mission. The system of motivation adopted by the Foundation, reinforcing remuneration, gives priority to the creation of conditions for the professional and personal development of the Employees.
- 4.11 We effectively and efficiently manage financial, tangible, and intangible resources and protect the assets of the Foundation, including the technologies and systems used for conducting charitable activities.
- 4.12 The use of the resources of the Foundation for personal purposes is unacceptable. Our rule states that in the office of the Foundation and during working hours, without special coordination with the management of the Foundation, we do not deal with matters that are not related to the Foundation. The information systems of the Foundation, including email and the technical devices provided to the Foundation Employees, should be used exclusively for the performance of official duties, and their use for personal purposes is unacceptable. Our rule is also that the Foundation does not use the personal property of the Workers in its activities. Exceptions can only be made with the consent of the Worker and proper registration of the use of the personal property of the Employee with a payment of compensation to such a Worker. When using the assets of the Foundation or an Employee, we will make every effort to prevent damage to either of the parties.
- 4.13 Each Foundation Employee shares the values, principles, and rules of conduct set forth herein. Each Foundation Employee recognizes the validity of the requirements of the rules and regulations of the Foundation, consciously and freely accepts responsibility for compliance with them. The Foundation tries to be as loyal and flexible as possible when formulating internal rules and regulations.

5 RISK MANAGEMENT

- 5.1 We need a flexible and proactive approach to the implementation of the activities of the Foundation, which will be most effective for the realization of its mission. To this end, the Foundation applies a risk-based approach that makes it possible to achieve the set goals by reducing risks and to focus the activities of the Employees on those areas that require increased attention. The creation of a compliance system for risk management allows us to effectively control risks, respond promptly to their changes and minimize administrative costs in relation to the costs of the substantial activities of the Foundation aimed at achieving its mission.
- 5.2 The corresponding system includes the following elements:
- (A) Analysis of internal and external risks and their assessment
 - (B) Determination of the requirements applicable to the activities of the Foundation as well as best practices that can be implemented in its activities
 - (C) The establishment and further fulfillment of the responsibilities of the Foundation and its Employees in meeting the above requirements and mitigating the identified risks
 - (D) The planning of the Foundation's activities and the control of the identified risks
 - (E) Evaluation of the Foundation's performance and consideration of violations by the Employees of the requirements of the legislation and the Foundation's internal documents

- (F) Making changes to the compliance system in view of changes in legislation and the implementation of best practices
- 5.3 Based on the specifics of the Foundation activities, we single out the following areas of risk:
- (A) The risk of noncompliance with legislative requirements: the Foundation and its Employees are obliged to comply with legislative requirements, know the current legislation and monitor its changes.
 - (B) Financial risks: as a nonprofit organization, the Foundation collects significant funds from Donors and transfers these funds, after paying for its own administrative expenses, to recipients; therefore, it is necessary to ensure transparency and an understanding of how funds are distributed and who receives them.
 - (C) Reputation risks: the Foundation activities are based on our impeccable reputation and the trust of our Donors and Beneficiaries.
- 5.4 Since corruption offenses can lead to an increase in the level of risks in all of the above areas and are unacceptable for the Foundation, the Foundation's risk management system is primarily aimed at strict compliance with anticorruption requirements and the prevention of any such offenses.
- 5.5 As part of risk assessment, the Foundation attaches great importance to verifying the reliability and reputation of its Counterparties. Before entering into contracts with third parties, the Foundation checks them in accordance with the Guidelines for Requesting and Examining the Documents of Counterparties. In case of doubts or the need to obtain additional information regarding a Counterparty as well as to counteract the legalization (laundering) of proceeds from crime and financing of terrorism, the Foundation may involve independent third parties to provide expert assessment.
- 5.6 In the course of its work, the Foundation is guided by the principles of good faith and trust with respect to its Counterparties and expects the same approach from them. The Foundation Employees assume that the documents provided are true, valid, and correspond to the facts, and the information received from the Counterparties was and remains complete, accurate, nonmisleading, and valid.

6 CONFLICT OF INTERESTS PREVENTION

- 6.1 It is of fundamental importance for us that all Employees are fully aware of the responsibility for maintaining a high level of ethical standards of the Foundation and never subordinate business relations, the fulfillment of official duties, and making decisions to their personal interests. We will do everything to quickly and effectively prevent potential Conflicts of interest. Identifying Conflicts of interest in the activities of the Foundation and its Employees is an important way to prevent Corruption and other offenses, including those related to the legalization (laundering) of proceeds from crime and financing of terrorism.
- 6.2 In its most general form, a Conflict of interest is understood as the occurrence of a situation in which the interests of an Employee as an individual conflict with their official duties and thus may adversely affect the interests of the Foundation. This generally can occur in three cases:
- 6.2.1 When a close relative of an Employee, another person, or organization with whom the Employee and/or their close relative is bound by property, corporate or other close relationships, is participating, intends to participate, is interested in a transaction/deal with the Foundation (a grant, donation, contract with a supplier of goods, services, etc.).
 - 6.2.2 When an Employee, performing their official duties in the Foundation, is also a representative of another organization (founder, Employee, member of the Board, etc.), with which the Foundation has or plans to have business relations (a grant, donation, contract with a supplier of goods, services, etc.).

6.2.3 When an Employee has or plans to have business interests or activities that are external to the Foundation that may affect the effectiveness of their work in the Foundation due to the amount of time and attention diverted from the performance of their duties in the Foundation.

6.3 For the purposes of this document, the term “close relative” includes: spouse, partner, parent, son or daughter, spouses of children, full and half-siblings, uncle, aunt, nephew, cousin, grandchildren, grandmothers, grandfathers, and the following relatives from the spouse: mother, father, sister, brother, son, or daughter.

6.4 In implementing the policy to prevent Conflicts of interest, the Foundation relies on the common sense and honesty of the Employees and all the persons involved in the work of the Foundation. The Foundation encourages a culture of transparency in which they promptly and fully disclose all gifts, personal and professional interests, or relationships that they know about and that can lead to a Conflict of interest (or a potential Conflict of interest) in relation to certain transactions, grants, contracts, etc. or otherwise affect their objectivity.

6.5 It seems impossible to describe all the cases and actions that may create a Conflict of interest; therefore, the Code of Ethics describes the ones that occur most frequently. In a case when it is difficult to determine whether a situation is leading to a Conflict of interest, you should contact the personnel manager or your immediate supervisor as soon as possible. The procedure for the notification of a real or potential Conflict of interest or of any situation that may create the appearance of a Conflict of interest is contained in the Conflict of Interest Notice (**Annex 1**).

6.6 *Grants and program activities*

6.6.1 To prevent Conflict of interest in program and grant activities, we strictly adhere to the following rules.

6.6.2 In carrying out program activities, at all stages of selecting applicants and working with Beneficiaries, at all stages of grant management, at all stages of conducting grant competitions, forming the composition of Experts and Expert Boards, conducting an examination of applications, at the stage of monitoring project implementation, we are always guided by the Charter of the Foundation, we strictly follow the approved charitable programs, principles, and rules for the provision of grants, the provisions on competitions, and other internal documents of the Foundation.

6.6.3 For the examination of applications for participation in the grant competitions of the Foundation and participation in the Expert Boards of the Foundation, external independent experts are involved, who are guided by the “Principles and Rules” and who are subject to the strictest requirements for the prevention of Conflict of interest and confidentiality—namely:

6.6.4 A member of the Expert Board is not allowed to do an evaluation if they or their close relatives:

(A) are current Grantees/Beneficiaries of the Foundation for any kind of competitions (have an open grant agreement at the time of the consideration of applications or are part of project teams),

(B) are participating or have ever participated in the activities of the organization where the project announced for the competition will be implemented, as founders, members of the collegial body, or as the sole executive body,

(C) are or were during the last year staff members/part-timers/had other contractual relationships/received money or other property/received work, services for free in the organization where the announced project will be implemented,

(D) are related to the applicant,

(E) are applicants in any current competition of the Foundation in the current year,

- (F) have some other Personal Interest in the results of the consideration of applications.
- 6.6.5 In the event of a Conflict of interest, a member of the Expert Board is obliged to notify the Foundation. The application with which this member of the Expert Board has a Conflict of interest is given for evaluation to another member of the Expert Board.
- 6.6.6 At the in-person meeting, a member of the Expert Board does not participate in voting on an application with which they have a Conflict of interest.
- 6.6.7 Experts do not have the right to:
 - (A) Disclose their status publicly on the internet, including through publications and/or contact (address) of the Expert to the Applicant and their representatives.
 - (B) Discuss the content of applications and their evaluation with Applicants and/or their representatives.
 - (C) Use the content of the application for the purpose of obtaining their own benefit or any other purpose other than the purpose of the evaluation.
- 6.6.8 An Employee of the Foundation, if they are a member of the collegial body of the organization, which is the potential Grantee of the Foundation, cannot be responsible for working with the application for a grant of this organization and cannot recommend and/or approve/sign this grant. Also, an Employee who is studying at a university—the current or potential Beneficiary of the Foundation—cannot be responsible for working with a grant application. The Employee should immediately notify their immediate supervisor of this situation and recuse themselves. The Employee is completely suspended from working with such an organization. If the General Director of the Foundation is a member of the collegial body, the approval/signing of the contract with the Beneficiary must be agreed upon in writing with the Foundation Board. If another Employee of the Foundation is a member of the management bodies of this organization, this fact should be recorded in the relevant documents at the stage of working with the application for a grant as well as the fact that this affiliated Employee did not take part in the negotiations on the provision of the grant by the Foundation to this organization.
- 6.6.9 An employee of the Foundation cannot be responsible for a grant (for work with a grant application) of an organization in which close relatives of the Employee work—on staff, part-time, or under a civil law contract.
- 6.6.10 The prior approval of the Foundations General Director is required to provide grants to organizations for projects in which, according to the information of the Responsible Grant Officer, a close relative of any of the Foundation Employees is working or will work.
- 6.6.11 The approval of grants for general support to organizations (including for the formation of target capital), which, according to the information of the Responsible Program Officer, hire a close relative of any of the Foundation Employees (or a close relative of any of the Foundation Employees has a considerable interest in the activities of such an organization), can occur only on condition that such employment or interest is disclosed in the relevant documents at the stage of working the application for a grant.
- 6.6.12 Individual grants (including special grants to support professional mobility) and counseling cannot be provided to a close relative of an Employee of the Foundation. Individual grants and counseling cannot be provided to any other relative of the Employee without the prior written consent of the management of the Foundation.
- 6.6.13 The Foundation Employees may engage in program activities in areas in which they previously worked. However, if prior to their work in the Foundation an Employee worked in an organization, which is a Grantee or a potential Grantee of the Foundation, we will take additional measures to

prevent even the potential possibility of a Conflict of Interest. In such cases, the Employee is obliged to fully disclose information about the existing relationships, discuss possible risks and consequences with their immediate supervisor. The Foundation will take steps to ensure the transparency of any transaction with such an organization.

- 6.6.14 For two years after leaving the Foundation, a former Employee may not be the head of existing projects with a Grantee of the Foundation.
- 6.6.15 The provision of grants to organizations in which the General Director works or is a member of the collegial body is possible subject to additional approval from the Foundation Board.

6.7 *Relations with contractors, suppliers of services and goods*

6.7.1 In preparation for concluding a contract with contractors and suppliers of goods and services, in order to comply with legal requirements, including legislation on countering the legalization (laundering) of proceeds from crime, financing of terrorism, and financing the spread of weapons of mass destruction, the responsible Employees of the Foundation carry out the procedure for identifying and confirming the good faith of the relevant Counterparty in accordance with the Guidelines for Requesting and Examining the Documents of Counterparties.

6.7.2 Employees are required to notify their direct supervisor of a substantial Personal Interest in relation to any supplier of goods and services for the Foundation. They cannot participate in negotiations about the contract with such a supplier. Substantial Personal Interest means financial or any other interest of the Employee or their close relative that may influence the judgment of the Employee in the performance of their official duties. Also, an Employee who is studying at a university cannot be responsible for the conduct of a contract with this university as a contractor. The Employee is obliged to disclose the fact of studying at the university and to withdraw from working with such an organization.

6.7.3 When the Foundation concludes transactions with individuals and organizations related to (as defined in article 27 of the Federal Law No. 7-FZ dated January 12, 1996, "On Nonprofit Organizations") members of the Foundation Board, the Supervisory Board and the General Director, the following requirements are to be observed:

- (A) Interested party: members of the Foundation Board and/or the Supervisory Board and/or the General Director are obliged to report their interest to the Foundation Board prior to making a decision on concluding a transaction.
- (B) The transaction must be approved by the Foundation Board (article 27 of the Federal Law No. 7-FZ dated January 12, 1996, "On Nonprofit Organizations").

6.7.4 A transaction in which there is an interest and which was made in violation of the requirements may be invalidated by the court. An interested party shall be liable to the Foundation for damages caused by them to the Foundation. If damages are caused to the Foundation by several interested parties, their liability to the Foundation is joint and several.

6.7.5 For two years after leaving the Foundation, a former Employee may not be a representative of a contractor in negotiations on the conduct of activities with the Foundation.

6.8 *Business gifts and hospitality*

6.8.1 Our general rule is that the Foundation does not approve the acceptance of Gifts by Employees and/or their close relatives to avoid the impression that such Gifts may influence the decisions of the Foundation. Employees should consider all Gifts from individuals and organizations that have or may have a business relationship with them as Gifts and consider themselves in such a situation as an official. Employees are advised to report violations of the rules on nonacceptance of Gifts to

the specified persons and organizations in a timely and direct manner. Employees should not present/give anything of value, if it can be perceived as having undue influence.

- 6.8.2 The Foundation Employees may give Gifts of reasonable value or receive such (as well as bear certain representation expenses), if such actions cannot be considered as an incentive to make a decision in the interests of the giver and/or the person financing participation in certain events in exchange for information, favorable attitude, or opportunities for the Foundation, which otherwise would not have been provided. Gifts and reimbursement for Representation expenses to Foundation Employees, Counterparties, and other persons should not in any way affect the ability of these individuals to make unbiased and fair business decisions.
- 6.8.3 When interacting with persons replacing positions of the state (municipal) service, one should be guided by the rules governing the ethical norms and rules of official conduct of public officials.
- 6.8.4 In the Foundation, it is acceptable to present and accept token Gifts, which are typical of common business practice and comply with the requirements of applicable legislation. Gifts that Employees, on behalf of the Foundation, may give to other persons or accept on behalf of the Foundation in connection with their work activities as well as expenses for business hospitality and Representation expenses must:
- (A) Be directly connected with the statutory goals of the Foundation activities, or with memorable dates, anniversaries, national, professional holidays, etc.
 - (B) Be reasonably sound, reasonable, proportionate, and not a luxury item.
 - (C) Not compromise the recipient's ability to make impartial and fair decisions in connection with their work and official powers (duties)—namely, but not limited to, not be given in exchange for information, preferential treatment, or opportunities that otherwise would not have been provided.
 - (D) Not constitute a hidden reward for a service, action, inaction, connivance, patronage, granting rights, making a certain decision about a transaction, agreement, permission, etc. or an attempt to influence the recipient with some other illegal or unethical purpose.
 - (E) Not put at risk the reputation of the Foundation, its Employees, and other persons in the event of the disclosure of information on the Gifts presented and expenses incurred.
 - (F) Not be prohibited by the current legislation as well as other procedures and corporate and other adopted policies applicable to the donor or recipient.
 - (G) Not impose any moral obligation on the recipient.
 - (H) Not contradict the generally accepted norms of morality and ethics, applicable legislation, principles and requirements of the Anticorruption Policy, and other local regulations of the Foundation governing the prevention and suppression of Corruption and other offenses, including those related to the legalization (laundering) of proceeds from crime and financing of terrorism, in the Foundation.
 - (I) Go through the necessary, established in the Foundation, coordinating (notification) procedures, be authorized by the supervisor of the Employee, which should be properly documented.
- 6.8.5 It is not allowed to give and accept Gifts on behalf of the Foundation and its Employees in the form of funds, both cash and noncash, regardless of the currency, as well as in the form of shares, options, or other liquid securities.
- 6.8.6 The Foundation Employees may not make Representation expenses by directly disbursing cash to third parties or transferring it to their bank accounts.

- 6.8.7 All expenses for Gifts must be correctly and reliably recorded in expense reports and reflected in the Foundation's accounting records.
- 6.8.8 In case of any doubts about the legality or ethics of their actions, the Foundation Employees must notify the personnel manager, consult with them before giving/accepting Gifts, providing business hospitality or participating/organizing participation in any events when reimbursing expenses.
- 6.8.9 If an Employee receives a Gift on behalf of the Foundation, this Employee must notify the personnel manager within five working days.
- 6.8.10 An Employee of the Foundation who is offered Gifts or other remuneration (both directly and indirectly) in the performance of their job duties that are able to influence their decisions or influence their actions (inaction) must:
- (A) Refuse them and immediately notify the personnel manager of the fact of the Gift offer.
 - (B) If possible, exclude further contacts with the person who offered the Gift or remuneration, unless such contacts are part of their job duties.
 - (C) If it is not possible to reject the Gift or return it, transfer it, with the corresponding memo, to the personnel manager and continue to work in the manner prescribed in the Foundation on the issue with which the Gift was associated.
- 6.8.11 Failure to comply with these requirements may be grounds for applying disciplinary, administrative, criminal, and civil measures to the Foundation Employee.
- 6.9 *Work outside the foundation, teaching and consulting activities*
- 6.9.1 Since there is a possibility that working part-time in another organization, providing counseling, or teaching on a reimbursable basis may interfere with the main responsibilities of an Employee and/or create a real or seeming Conflict of interest with the Foundation, the Employees usually do not participate in such employment, especially in organizations that are Grantees or suppliers of the Foundation. The Employees are required to notify the Foundation of their intentions to engage or being engaged in teaching and scientific activities.
- 6.9.2 Exceptions may be made with the prior written consent of the General Director in the following cases:
- (A) If the work outside the Foundation does not interfere with the duties of the Employee to the Foundation, taking into account the obligations and duties of the Employee, such as traveling and attending program activities that may go beyond normal working hours.
 - (B) If such employment does not influence or create the potential for such an influence on the opinion and judgment of the Employee performing their duties and acting on behalf of the Foundation.
- 6.10 *Participation in the highest management bodies of other organizations, external Expert Boards and public councils*
- 6.10.1 Employees who are invited to participate in their personal capacity (and not at the request of the Foundation) in activities of other organizations in the role of a trustee or member of collegial bodies can accept such invitations only with the prior written consent of their supervisor and the General Director of the Foundation, and, in case of the General Director of the Foundation, with the consent of the Foundation Board. Upon the receipt of an invitation to join the Expert Board or a public council of an organization, the Employees should notify the General Director of the Foundation or the Foundation Board, if the invitation is received by the General Director.

6.10.2 Factors to consider when evaluating such invitations include:

- (A) The presence of a Conflict of interest (for example, whether the organization is a Grantee or a supplier of the Foundation or may become one)
- (B) Whether the additional workload arising from this role may affect the ability of the Employee to perform their main responsibilities
- (C) Whether there is a close relationship with the work of the Employee in the Foundation or professional training
- (D) What it will give the Employee and the Foundation in a professional sense
- (E) Is there a possibility that the organization may misinterpret this relationship as an increase in their chances of receiving funding from the Foundation

6.10.3 Having obtained the consent to participate in the collegial bodies of other organizations, the Employee (if it concerns nonprofit organizations) can attend their meetings and fulfill their obligations during working hours, if this does not affect their ability to perform their main responsibilities in the Foundation. In all other cases, the Employee is required to take a vacation or day off. The following is the Foundation policy on remuneration and reimbursement for expenses related to work performed outside the Foundation.

6.11 *Public speaking and publishing*

6.11.1 We adhere to clear rules regarding public speaking and publications.

6.11.2 If these relate to our work, we prepare them jointly and in accordance with the recommendations of the Foundation's Public Relations Directorate, which is responsible for all external communications and positioning of the Foundation. Interviews on behalf of the Foundation are coordinated in advance with the Directorate and the General Director. Interviews are usually given by the General Director and the program directors. Program and project managers can comment on their programs without prior approval, but with the mandatory notification of the Public Relations Directorate.

6.11.3 Employees do not comment on the statements of the founder of the Foundation, nor can they comment on behalf of the founder.

6.11.4 The General Director agrees with the Foundation Board on the public positions of the Foundation (for example, signing a major contract on behalf of the Foundation).

6.11.5 We also have rules regarding public speaking and publications that are not related to our work in the Foundation.

6.11.6 Employees are advised to maintain their obtained professional qualifications (for example, a sociologist, political scientist, lawyer, economist, HR specialist, etc.) and reputation in their professional field—to speak publicly with reports, lectures, etc. and write articles on topics related to their professional interest, provided that the time for the preparation and implementation of these activities does not affect their main responsibilities. Before undertaking such speeches or articles, the Employees should discuss this with the immediate supervisor. When an Employee's speech may be perceived as speaking on behalf of the Foundation, or if their speech or article is related to the Employee's professional interest but intended for a large audience, for example, when an Employee writes an article for a periodical or speaks on television or radio, the Employee should contact the Foundation's Public Relations Directorate. The Directorate may provide additional recommendations for such presentations and articles. Employees are invited to send copies of speeches, articles, and published works to the Public Relations Directorate soon after they have been produced.

- 6.11.7 Employees writing articles and acting on their own behalf and not on behalf of the Foundation should clearly indicate this. In all cases, when an Employee on their own private initiative participates in any activity not related to the Foundation, and, if in the course of such activities it becomes known that they work in the Foundation, the Employee must make it clear that they are participating in such activities in a personal capacity.
- 6.11.8 The Foundation employees adhere to the highest ethical standards in their activities, respect their colleagues and the Donors of the Foundation, and, therefore, avoid any statements, speeches, or dissemination of information in any other form, if such dissemination of information can lead to damage to the reputation of the Foundation and its Donors. The use of any confidential information with regard to the Foundation and its Donor in public statements and speeches is prohibited, unless otherwise provided for by legislation or the internal documents of the Foundation.
- 6.12 *The receipt of fees in connection with participation in activities of the collegial bodies of other organizations, with speeches and publications, as well as reimbursement of expenses associated with this activity*
- 6.12.1 The Foundation Employees can receive remuneration and reimbursement of expenses from individuals and organizations that are not Beneficiaries and Grantees of the Foundation for the previously described activities—membership in collegial bodies, conducting examinations, participation in public councils and Expert Boards, public speeches, publications. Acceptance of a payment/fee from a Grantee is not allowed. Also, reimbursement for expenses, including travel expenses, at the expense of Grantees is not allowed. With regard to participation in the collegial bodies of nonprofit organizations, the costs of travel and accommodation in connection with this activity are paid by these nonprofit organizations. The Foundation pays expenses in the event that they are made as part of the performance of an official task by the Employee ordered by the Foundation’s management.
- 6.13 *Obtaining academic degrees and honorary titles of institutions of higher education*
- 6.13.1 We support the professional development of the Foundation Employees, including remote and correspondence learning, training in the programs of continuing professional education, graduate and postgraduate studies, as well as carrying out scientific research for candidate and doctorate degrees, if this activity is carried out in the spare time and does not interfere with the performance of the main responsibilities of the Employee. When choosing a program and an educational institution, it is necessary to take into account the question of an actual and potential Conflict of Interests—that is, the question of whether an educational institution is (will be) a Beneficiary or supplier of the Foundation. The Employee needs to obtain prior approval from their direct supervisor and the General Director of the Foundation. For the General Director and a member of the Foundation Board, approval from the Foundation Board.
- 6.13.2 An Employee cannot receive an honorary title of a higher education institution participating in the Foundation’s programs without the prior written consent of the General Director of the Foundation, and the General Director and a member of the Foundation Board, without the prior approval of the Foundation Board.

7 CONFIDENTIALITY AND DISCLOSURE OF INFORMATION

- 7.1 The personal data of the Foundation Employees and Counterparties, information about the Foundation’s Donors and their reputation, information about the Experts’ identity, and the content of their expert opinions are also confidential and are not subject to disclosure by the Foundation Employees, except as required by law and except information disclosed by the Foundation in accordance with this Code of Ethics. Persons should be given access to data and documents containing confidential information in accordance with the principle of necessary sufficiency and

only on condition of signing the Nondisclosure Agreement, in accordance with the form attached to this Code of Ethics as **Annex 4**. Employees and Counterparties should have access only to the information that is directly necessary for their activities. Employees who have access to confidential information should use it only to fulfill their official duties, in strict accordance with the requirements established by law. Disclosure of confidential information by the Employees of the Foundation, except as required by law or internal regulations of the Foundation, is unacceptable. The Foundation employees do not disseminate information that may cause damage to the reputation of the Foundation and its Donors and impede the dissemination of such information to the extent possible and in accordance with applicable legislation.

7.2 The Foundation guarantees the secure storage and confidentiality of the personal data of the Employees, clients, Donors, and other third parties with whom it works. The Foundation undertakes to use the personal data of the Employees, clients, Donors, and other third parties publicly only with their personal permission and in strict accordance with the requirements of the law and the Regulation on the processing of personal data.

7.3 The Foundation reserves the right to process personal data of the Employees stored in the Foundation's information systems, including in the emails of the Employees, and on technical devices provided to the Foundation Employees for the performance of their official duties, for the purpose of monitoring compliance by the Employees with the requirements of applicable legislation, other regulations, internal policies, and regulations adopted by the Foundation, and for preventing violations thereof. Thus, each Foundation Employee agrees and understands that access to the content of their official correspondence as well as information placed on technical devices provided to the Foundation Employees for the performance of their official duties may be provided to other Foundation Employees and law enforcement bodies and other control and supervisory bodies.

For the purposes of the implementation of the relevant processing, the Employees sign a consent to the processing of personal data when carrying out activities to control legality and good faith, in accordance with the form attached to this Code of Ethics as **Annex 2**.

7.4 Information required for disclosure in accordance with the requirements of the legislation is disclosed in the terms established by law.

7.5 The Foundation is aware of its responsibility to society as a whole, including individuals and organizations that are directly affected by our activities, and considers itself obliged to report to the community about its activities. In addition to information that is required to be provided and disclosed, the Foundation also discloses information about its activities on its website and pages on social networks in cases where there are no valid reasons not to do so.

8 COMPLIANCE WITH LEGAL REQUIREMENTS AND OFFICIAL GUIDELINES

8.1 The Foundation operates in strict compliance with the Constitution of the Russian Federation, the Civil Code of the Russian Federation, Federal Law No. 7-FZ dated January 12, 1996, "On Nonprofit Organizations," Federal Law No. 135-FZ dated August 11, 1995, "On Charitable Activities and Volunteering," and other legislative acts of the Russian Federation.

8.2 The Foundation complies with international law, including the United Nations Convention, the Council of Europe Convention, the Organization for Economic Cooperation and Development Convention, international standards and recommendations of the Financial Action Task Force on Money Laundering, takes into account the best practices applicable in the field of activity of nonprofit organizations, and applies them in its work.

9 ACCURACY OF FINANCIAL INFORMATION AND REPORTING

- 9.1 In the course of its activities, the Foundation maintains financial and accounting statements in full compliance with the requirements of Russian legislation, in particular, approves the budget and report on its execution, maintains separate accounts for income and expenses related to the main statutory activities of the Foundation and income-generating activities, documents the expenses of events held, and conducts an audit of financial statements in cases established by the legislation. The financial statements of the Foundation make it possible to fully trace the movement of funds from the Donor to the Beneficiary.
- 9.2 When collecting and raising funds, the Foundation declares the objectives of the program/project and further ensures the expenditure of funds in accordance with the stated goals and conditions of spending these funds established by the Donors (if there are such conditions). If these conditions contradict the legislation, this Code of Ethics, other internal documents of the Foundation, its mission, or values, the Foundation shall refrain from raising funds from the relevant Donors. The Foundation discloses information on the progress of the implementation of the program/project and implemented programs/projects.
- 9.3 We know how important it is to comply with the requirements for financial reporting, and we strive to be guided by the most modern standards that set high requirements for our activities. When preparing financial documents, our Employees always take into account international standards and requirements and apply international best practices to ensure that the activities of the Foundation are fully transparent.
- 9.4 We also respect the requirements and requests of the authorized bodies and international organizations, fully complying with the procedures established by them for financial reporting, including the requirements of the legislation on countering the legalization (laundering) of proceeds from crime, financing of terrorism, and financing the spread of weapons of mass destruction, we assist and provide the requested information in accordance with applicable legislation. Amongst other things, to comply with the aforementioned legislation and to prevent tax evasion, we carry out a procedure for identifying and confirming the good faith of both Donors and Counterparties in accordance with the Guidelines for Requesting and Examining the Documents of Counterparties. In the course of this work, attention is paid to the reputation of Donors and Beneficiaries, while using publicly available information, including international lists of terrorists (UNSC) and national lists. It is important for us to create stable relationships with our Counterparties based on good faith, openness, and mutual trust.
- 9.5 The financial activities of the Foundation are accountable to government agencies and Donors. We strive to create transparency, social well-being, and security, we understand the importance of the Foundation's annual report for our Donors, Beneficiaries, partners, and the general public and reflect in it full and complete information regarding the activities of the Foundation, its Employees, and the projects implemented by the Foundation. Other reports of the Foundation are approved and submitted to the authorized bodies within the terms established by the legislation.

10 PARTICIPATION IN POLITICAL ACTIVITY

- 10.1 In accordance with the law, the Foundation is not entitled to spend its funds and use its property to support political parties, movements, groups, and campaigns. We do not participate in political activities, in political propaganda, in the publication and distribution of statements, in political and/or election campaigns, in preelection campaigning, referendum campaigning, and referenda, and we do not take any other action to influence the results of election campaigns, referenda, or elections. The Foundation may not participate in these actions (political activities) either directly or indirectly through the provision of grants, donations, conclusion of contracts for the provision of services, etc.

- 10.2 Employees are prohibited from supporting political activities or participating in political activities on behalf of the Foundation. Third parties with whom the Foundation has business relations (Beneficiaries, suppliers of goods and services, partners, Experts, etc.) under no circumstances should support political activities on behalf of the Foundation.
- 10.3 The Foundation respects the personal religious beliefs and political preferences of its Employees, provided that they are within the law. The Employees understand that their religious beliefs and political preferences should not have a negative impact on the performance of their official duties and business communication with colleagues and third parties. The Foundation does not prevent the participation of Employees in political, religious, and public activities as individuals.
- 10.4 However, when making such decisions (on participation in political activities), the Employees must take into account public perception, in particular, the risk that the individual actions of an Employee may seem performed on behalf of the Foundation. Therefore, it is important that Employees perform all activities in such a way as to maintain public confidence in the Foundation as a charitable organization engaged in educational and charitable purposes that does not support or participate in political activities.
- 10.5 To achieve this goal, it is necessary to observe the following recommendations:
- 10.5.1 The Foundation Employees may not engage in political activities during working hours. Any significant amount of time spent on such goals, except for evenings and weekends, should be during a vacation.
- 10.5.2 The Foundation employees may not use the resources or funds of the Foundation in connection with personal participation in political activities. This means that the use of work computers, email, smartphones and tablets, photocopying, postage, stationery, and the premises of the Foundation is prohibited, and that telephone calls on such matters should not be made during working hours or at the expense of the Foundation.
- 10.6 Employees who participate as individuals in public events of a social and political nature should pay special attention so that the name of the Foundation is not mentioned in connection with these events in publications, public statements, public audio and video information, and other public materials. Therefore, it is important that Employees, participating in such events, present themselves as individuals, and not as the Foundation Employees. In cases where there is or may be an indication of a connection between an Employee and the Foundation, the Employee must make a clear statement that they are participating in such activities in their personal capacity and not as a representative of the Foundation.

11 INTERACTION WITH STATE OFFICIALS

- 11.1 We strive to develop partnerships and cooperation based on legality and trust with state organizations and institutions, government bodies, and local governments to effectively address socially important tasks and achieve sustainable social changes, especially in education, culture, development of sports, support and development of the nonprofit sector, development of a charity culture.
- 11.2 In our interactions with State officials, we are especially attentive to the strict standards and requirements that are established for them by law. Our general rule is that we do not conduct financial transactions with State officials and their close relatives (and organizations related to them). The Foundation does not hire or make job offers to a State official during their employment in the public service, does not pay for and does not reimburse for their travel expenses, does not enter into an agreement on the provision of services, does not pay for services, does not provide grants. We also should not offer Gifts to State officials.

11.3 We must never provide or offer, directly or indirectly, anything of value to a State official with the intention to influence them, gain or maintain an advantage in doing business, and/or speed up the actions or decisions taken by the official. This also applies to third parties with whom the Foundation has a business relationship.

12 COMPLIANCE WITH ANTICORRUPTION LEGISLATION: INADMISSIBILITY OF BRIBES AND OTHER ILLEGAL ACTIONS AND OFFENSES RELATED TO THE LAUNDERING OF PROCEEDS FROM CRIME AND FINANCING OF TERRORISM

12.1 One of the most important conditions for the implementation of the Foundation’s activities is strict observance of the current legislation governing, among other things, issues related to combating corruption and other offenses related to the legalization (laundering) of proceeds from crime and financing of terrorism. In this connection, the Foundation declares a categorical nonacceptance of dishonest and illegal ways to carry out activities and voluntarily assumes obligations in the field of preventing corruption and other offenses set forth in this Anticorruption Policy.

13 COMPLIANCE WITH THE CODE OF ETHICS AND REPORTING ON OFFENSES

13.1 High ethical standards and strict adherence to the principles of the Code of Ethics are one of the main priorities and areas of responsibility of each Foundation Employee. The Foundation Employees are required to assist in the investigation of cases of the violation of the Ethical Code, to provide the necessary explanations and materials necessary for verification.

13.1 The Foundation Employees exercising their authority on the basis of employment contracts with the Foundation must read this Code of Ethics, understand it, and sign it.

13.2 This Code of Ethics applies to current members of the Foundation Board, the Board of Guardians, the Expert Board, and other persons involved in the work of the Foundation. In support of this, the mentioned persons sign the “Consent on the adoption and observance of anticorruption policies and the principles and rules for conducting charitable activities and risk management of the Foundation as well as on the observance of measures aimed at preventing corruption by the Employees of the Vladimir Potanin Foundation” in accordance with the form attached to this Code of Ethics as **Annex 3**.

13.3 Responsibility for the organization of work on the implementation of the requirements and provisions of the Code of Ethics rests with the Ethics Commission. The personal composition of the Commission is formed in accordance with the Regulations on the Ethics Commission and is approved by order of the General Director of the Foundation.

13.4 The Foundation Employees who are guilty of violating the requirements of this Code of Ethics may be held accountable in the manner and on the grounds provided for by the current legislation and internal regulatory documents. Noncompliance with and violation of the principles of the Code of Ethics can be considered as an action incompatible with the status of the Employee of the Foundation.

to the Principles and Rules for conducting charitable activities
and risk management of the Vladimir Potanin Foundation

CONFLICT OF INTEREST NOTICE

I, _____

(surname, name, patronymic, position)

notify about my Personal interest in the performance of official duties, which is leading or may lead to a Conflict of interest (underline as appropriate).

The circumstances that are the basis of the Personal interest:

(please describe the Personal interest that is leading or may lead to a Conflict of interest)

Official duties, the performance of which is being affected or may be affected by the Personal interest:

(please describe official duties, the performance of which is being or may be adversely affected by the Personal interest)

Suggested measures to prevent or settle the Conflict of Interest:

(please write your suggestions for settling the Conflict of Interest)

I intend/do not intend to personally attend the meeting of the Ethics Commission when considering this notice (underline as appropriate).

_____, 20__
(date)

(signature, printed name)

to the Principles and Rules for conducting charitable activities
and risk management of the Vladimir Potanin Foundation

**WRITTEN CONSENT TO THE PROCESSING OF PERSONAL DATA WHEN CARRYING
OUT ACTIVITIES TO CONTROL LEGALITY AND GOOD FAITH**

(the “Consent”)

Moscow

1. PERSONAL DATA SUBJECT

Surname, name, patronymic

Address

Passport number

Date of issue and issuing authority

the "Personal Data Subject"

2. OPERATOR

2.1 Name

Vladimir Potanin Foundation

2.2 Address

16/1 Tverskaya St., Moscow 125009 (the "Operator")

3. PURPOSE OF PERSONAL DATA PROCESSING

3.1 This Consent to the processing of Personal Data (as defined below) is given by the Personal Data Subject freely, of their own free will, and in their interest, taking into account the following circumstances:

- (A) The Personal Data Subject and the Operator are in an employment relationship.
- (B) The Personal Data Subject is provided with access to the corporate information systems of the Operator, including the email system (the “**Corporate Account**”) for the performance of official duties.
- (C) Access to the corporate information systems is carried out using corporate technical devices provided to the Personal Data Subject by the Operator for the performance of official duties (the “**Corporate Devices**”).
- (D) The Personal Data Subject understands that illegal and unfair actions of the Workers and officials of the Operator may entail negative consequences for both the Workers and officials themselves and the Operator. The Personal Data Subject understands that the monitoring of compliance with the requirements of applicable legislation, other laws and regulations, local regulations, and policies of the Operator implies that the Operator

conducts internal investigations and monitoring of the Corporate Devices and Corporate Account provided to the Personal Data Subject.

- 3.2 In view of this, the Personal Data Subject provides the Operator this Consent to the processing of Personal Data for the purpose of monitoring by the Operator, its officials, and Workers the compliance with the requirements of applicable legislation, other laws and regulations, internal policies, and regulations adopted locally by the Operator as well as to prevent their violations in the activities of the Operator, its Workers, and officials (the “**Internal Audit**”).
- 3.3 The achievement of the stated purpose of Personal Data processing by the Operator implies the organization of the following processes and the performance of the following tasks:
 - 3.3.1 Control (monitoring) of the Personal Data Subject's use of the Corporate Account and Corporate Devices
 - 3.3.2 Verification of the procedure for the collection and further processing of information related to the activities of the Operator and contained in the Corporate Account and on Corporate Devices
 - 3.3.3 Conducting internal investigations by the Operator for any possible violations of the legislation of the Russian Federation (including, but not limited to, labor, criminal, civil law, and also legislation on protection of data, computer (information) systems, Personal Data and privacy) as well as local regulations and internal procedures of the Operator
 - 3.3.4 Verification of the proper performance by the Personal Data Subject of their official duties
 - 3.3.5 Ensuring the confidentiality of the information of the Operator, workers, clients and counterparties, third parties as well as the confidentiality of the Personal Data processed by the Operator
 - 3.3.6 Providing measures to identify, prevent, suppress, disclose suspected offenses
 - 3.3.7 Detection and prevention of real and potential Conflicts of Interest in the activities of the Operator, its officials, and Workers
 - 3.3.8 Interaction with government bodies and officials
 - 3.3.9 Ensuring the legality of the Operator’s activities and preserving its respectable business reputation
 - 3.3.10 Carrying out measures to minimize and/or eliminate the consequences of offenses
 - 3.3.11 Providing the Personal Data Subject the possibility to safely and confidentially inform the Operator of actual and potential offenses on the part of the Operator’s Workers and officials
 - 3.3.12 Other legitimate tasks and processes whose implementation is compatible with the stated purpose of the Personal Data Processing
4. THE PERSONAL DATA SUBJECT HEREBY GIVES CONSENT TO PROCESSING THE PERSONAL DATA LISTED BELOW:
 - 4.1.1 Surname, name, patronymic
 - 4.1.2 Position title
 - 4.1.3 Photographic images of the Personal Data Subject
 - 4.1.4 The data obtained as a result of informing on offenses and potential offenses on the part of workers and officials of the Operator
 - 4.1.5 Security video recordings
 - 4.1.6 Information on the use by the Subject of the Personal Data of their entry pass

- 4.1.7 Identification/authentication data required to access the Corporate Account, in particular, the corporate email address, login, and password to access the corporate email system
- 4.1.8 The content of the electronic messages received and sent by the Personal Data Subject (including deleted and archived) using the Corporate Account and Corporate Devices
- 4.1.9 Any information contained in the Corporate Account and Corporate Devices, in case this information relates to the Operator
- 4.1.10 Any information that can be obtained by the Operator during the assessment and subsequent actions taken following the results of the control (monitoring) of the Corporate Account and Corporate Devices, in case this information relates to the Operator
- 4.1.11 Any information obtained in the course of activities to identify, prevent, suppress, disclose, and investigate suspected offenses
- 4.1.12 Any other data that may be required by the Operator in connection with the achievement of this purpose as well as the organization of the relevant processes and the performance of relevant tasks
- 5. (the "Personal Data") ACTIONS WITH PERSONAL DATA AND GENERAL DESCRIPTION OF THE METHODS OF PERSONAL DATA PROCESSING
 - 5.1.1 To achieve the stated purpose of Personal Data Processing, the Personal Data Subject hereby gives consent to the following actions with the Personal Data:
 - 5.1.2 Processing of Personal Data, including: collection, recording, systematization, accumulation, storage, correction (updating, changing), retrieval, use, transfer (delivering, access), anonymization, blocking, deletion, destruction of Personal Data.
 - 5.1.3 The Operator is obliged to immediately provide all the necessary information about third parties who process Personal Data on behalf of the Operator (including their full name and address) upon the receipt of a corresponding request from the Personal Data Subject.
 - 5.2 General description of Personal Data Processing methods:
 - 5.2.1 Personal Data will be processed both manually and by automated means (mixed processing).
 - 5.2.2 When processing Personal Data, the Operator takes the necessary legal, organizational and technical measures to protect the Personal Data from unlawful or accidental access to them, destruction, alteration, blocking, copying, distribution of Personal Data, and from other illegal actions.
 - 5.2.3 Processing of Personal Data by the Operator is carried out using methods that ensure the confidentiality of such data, except in cases of the anonymization of Personal Data, and in compliance with the established requirements for ensuring the security of Personal Data in accordance with applicable legislation.
- 6. TERM, CONSENT WITHDRAWAL PROCEDURE
 - 6.1 This Consent is valid until the achievement of the purpose of the Personal Data Processing specified in this Consent, except when a different, longer period of Personal Data Processing is provided for by applicable legislation, or when the Processing of such Personal Data is continued by the Operator on other legal grounds.
 - 6.2 This Consent may be withdrawn at any time by sending a written notice to the Operator.
 - 6.3 In the event of the withdrawal of this Consent, the Operator is obliged to terminate the Processing of the Personal Data, to ensure the termination of such Processing, and, if the storage of the Personal Data is no longer required for the purpose of the Personal Data Processing specified in this Consent,

to destroy the Personal Data or to ensure their destruction within a period of time not exceeding 30 calendar days from the date of the receipt of the stated withdrawal.

6.4 In confirmation of the foregoing, this Consent is signed by me, the Personal Data Subject.

_____, 20__
(date)

(signature, printed name)

to the Principles and Rules for conducting charitable activities
and risk management of the Vladimir Potanin Foundation

**CONSENT ON THE ADOPTION AND OBSERVANCE OF ANTICORRUPTION POLICIES
AND THE PRINCIPLES AND RULES FOR CONDUCTING CHARITABLE ACTIVITIES AND
RISK MANAGEMENT OF THE FOUNDATION AND ON THE OBSERVANCE OF MEASURES
AIMED AT PREVENTING CORRUPTION BY EMPLOYEES OF THE VLADIMIR POTANIN
FOUNDATION**

In accordance with the provisions of section 15 of the Anticorruption Policy of the Vladimir Potanin Foundation (the "**Anticorruption Policy**" and "**Foundation**," respectively) and section 13 of the Principles and Rules for Conducting Charitable Activities and Risk Management of the Vladimir Potanin Foundation (the "**Code of Ethics**"), taking into account changes and amendments introduced from time to time, the text of which is published on the official website of the Foundation on the internet and is available at the electronic address [SPECIFY PERMANENT ADDRESS OF RELEVANT POLICIES],

I, _____ ,
(surname, name, patronymic, status of the person)

confirm that I have read the Anticorruption Policy, the Code of Ethics, and the other documents regulating issues related to the prevention and suppression of corruption and other offenses related to the legalization (laundering) of proceeds from crime and financing of terrorism in the Foundation, and I give my consent that the requirements and procedures stipulated by these documents will apply to me.

I know that in accordance with the provisions of the Code of Ethics and the Anticorruption Policy all Foundation Employees, including myself, are prohibited, directly or indirectly, personally or through third parties, to engage in corrupt activities and other offenses related to the legalization (laundering) of proceeds from crime and financing of terrorism, including offering, giving bribes, promising, asking, or receiving payments to simplify formalities in any form, including in the form of money, valuables, services, or benefits to any persons and from any persons or organizations, including commercial organizations, government and local government authorities, Russian and foreign government officials, private companies, and their representatives.

I agree with the Anticorruption Policy, the Code of Ethics, and the other documents regulating issues related to the prevention and suppression of corruption and other offenses related to the legalization (laundering) of proceeds from crime and financing of terrorism in the Foundation and agree to be guided by them when making decisions in my professional activities in cooperation with the Foundation.

I am informed about the possibility of reporting (including anonymously) to the confidence line regarding the compliance with corruption legislation and the Code of Ethics as well as to the Ethics Commission about my suspicions of the legality or ethics of my actions and also the actions, omissions, or suggestions of Employees, Counterparties of the Foundation, or other persons who interact with the Foundation.

_____, 20__
(date)

(signature, printed name)

to the Principles and Rules for conducting charitable activities
and risk management of the Vladimir Potanin Foundation

NONDISCLOSURE AGREEMENT

I, _____ ,
(surname, name, patronymic, position/status of the person)

confirm that I have been given access to confidential information of the Vladimir Potanin Foundation (the "**Foundation**") and the Foundation's partners, which is not subject to disclosure, except for cases established by law, and information that is disclosed by the Foundation in accordance with the Principles and the Rules for Conducting the Charitable Activities and Risk Management of the Foundation (the "**Code of Ethics**").

I understand that confidential information, in particular, includes the personal data of the Foundation Employees and Counterparties, information about the Foundation's Donors and their reputation, information about the identity of the Experts and the content of their expert opinions.

I confirm that I have access only to the information that is directly necessary for my activities. I undertake to maintain the confidentiality of all the information that became known to me in the course of my activities within the Foundation, information transferred to the Foundation by third parties under conditions of confidentiality, and other information of the Foundation that I received access to in connection with the implementation of my activities within the Foundation and that is unknown and inaccessible to third parties legally.

In accordance with the Nondisclosure Agreement, I am prohibited directly or indirectly, personally or through third parties, to make any copies or recordings of documents or materials containing confidential information for myself (i.e., for personal use) or third parties about which the Foundation does not know.

I guarantee not to disseminate untruthful and false information regarding the Foundation, which may cause damage to the reputation of the Foundation and its Donors, and to impede the dissemination of such information to the extent possible and in accordance with applicable legislation. I guarantee that I will not use for my personal purposes or publish any data or information I received in connection with the activities in the Foundation without the prior written consent of the Foundation.

I undertake:

- a) not to take any actions as a result of which confidential information becomes (may become) known to third parties without the consent of the Foundation,
- b) not to disclose confidential information, having accessed such information as a result of actions taken by accident or by mistake, and to notify the Foundation about this immediately,
- c) not to copy and/or not to transfer materials to other persons for copying, recording, photographing, taking notes of confidential information,
- d) to take all possible measures to prevent and suppress unauthorized access by third parties to confidential information,
- e) not to allow the unauthorized transfer, distribution of physical storage media with confidential information to third parties.

I understand that the disclosure of confidential information of the Foundation, except as required by law or internal regulations of the Foundation, is unacceptable. If I disclose confidential information of the Foundation, I will be liable in accordance with Russian law.

I agree with the provisions of the Nondisclosure Agreement, with the local regulations governing issues related to the prevention and suppression of actions that violate the confidentiality and disclosure of information in the Foundation, and I undertake to be guided by them when making decisions in my professional activities within the Foundation.

I have been warned about the possibility of being brought to [disciplinary], administrative, civil, and/or criminal liability for the violation of the requirements of Russian and other applicable legislation, the Code of Ethics, and this Nondisclosure Agreement.

_____, 20____
(date)

(signature, printed name)