



## **ANTI-CORRUPTION POLICY**

### **1. General Provisions and Scope of Application**

1.1. The Anti-Corruption Policy (hereinafter the “Policy”) is a by-law of the autonomous non-profit organisation “Russian Institute of Modern Arbitration” (hereinafter the “RIMA”) developed in the accordance with Article 13.3 of the Federal Law № 273-FZ “On Combating Corruption”, Methodological Recommendations on Development and Adoption of Anti-Corruption Measures by Organisations, as well as international best practices combating corruption.

1.2. The Policy constitutes a basic framework, which establishes the main goals, principles and courses of anti-corruption activities.

1.3. The Policy applies to all employees of the RIMA irrespective of their position and job. The principles and requirements set out in the Policy may apply to counterparties and other persons, if it is specified in contracts, their internal policies or derives from the effective legislation.

1.4. Interactions of the employees of the RIMA, involved in administration of arbitration in the Russian Arbitration Center, with other persons involved in such arbitral proceedings shall be regulated by the Policy subject to provisions specified in the arbitration rules and effective legislation.

1.5. Director General of the RIMA is responsible for prevention of corruption, including development and implementation of the Policy.

1.6. A person violating the Policy and effective anti-corruption legislation may be subject to disciplinary, civil, administrative and criminal liability at the initiative of the RIMA, law enforcement agencies or others on the grounds specified and in accordance with the procedure established in labour contracts, regulations of the RIMA and effective legislation.

1.7. If the RIMA sponsors any projects or the RIMA’s projects are sponsored, the Sponsor Policy applies (Appendix 3 to the Policy). Provisions of the Policy apply to sponsorship *mutatis mutandis*, and the information on involvement of the RIMA in sponsorship shall be public. In any event, the RIMA shall not be involved in sponsorship, if it is aimed directly or indirectly at inducing public officials and persons associated with the state and public authorities to grant illegal advantages to the RIMA.

### **2. Goals, Objectives and Principles**

2.1. The major goals of the Policy are:

2.1.1. prevention of corruption in the RIMA;

2.1.2. detection and interception of corruption activities in the RIMA;

2.1.3. development and maintenance of anti-corruption corporate consciousness and zero tolerance to corruption activities among the employees of the RIMA.

2.2. To achieve the abovementioned goals, the main objective of the Policy is to implement a number of measures aiming at mitigation of risks of involvement of the employees of the RIMA in corruption activities, *inter alia*, by means of obliging the employees to know and to apply the Policy, as well as by means of raising their awareness of the effective anti-corruption legislation.

2.3. The principles of the anti-corruption activities of the RIMA are:

2.3.1. intolerance of corruption in all its forms and manifestations, including in interaction with counterparties, representatives of public and municipal authorities, employees of the RIMA and others;

2.3.2. accessibility of information on corruption-related incidents and public application of measures to detect and intercept the corruption activities;

2.3.3. inadmissibility of privileges and immunities for certain employees of the RIMA which limit or exclude their liability for corruption activities.

### **3. Obligations of the Employees of the RIMA to Combat Corruption and to Avoid Conflict of Interest**

3.1. The employees of the RIMA are strictly forbidden to abuse their professional position, pay or take bribes, commit commercial bribery, or in any other way misuse their position for the purpose of deriving profit.

3.2. The employees of the RIMA are obliged to:

3.2.1. avoid committing corruption activities or participating in them for or on behalf of the RIMA, as well as any other activities, which may be interpreted as corruption activities or intention to commit them in the opinion of the reasonable and informed person;

3.2.2. promptly inform the line manager of the cases of corruption activities involving the employees of the RIMA, counterparties or other persons the RIMA interact with, as well as of the cases of conflict of interest which occurred or may occur.

3.2.3. make other best efforts to minimise corruption risks and avoid cases when their personal interest may influence performance of their employment duties.

3.3. When it is related to the performance of employment duties, the employees of the RIMA are forbidden to offer or accept cash or cash-equivalent gifts, as well as to request any gifts or services.

3.4. The employees of the RIMA are allowed to accept other gifts of a value which does not exceed 3000 roubles, unless it implies reciprocating with any services related to the performance of their employment duties, and unless it may be interpreted as the corruption activities. This prohibition does not apply to gift exchange between the employees of the RIMA.

3.5. Paragraphs 3.3 and 3.4 apply to hospitality and travel costs by or towards the RIMA and its employees *mutatis mutandis*; it is allowed to offer or accept hospitality and travel costs to the extent that 1) it is not intended to provide or obtain undue benefits and does not give rise to mutual obligations; 2) it does not create conflict of interest; 3) it is legal and appropriate; 3) it is not detrimental for the RIMA's reputation in any way.

### **4. Anti-Corruption Measures Carried Out by the RIMA**

4.1. The anti-corruption measures carried out by the RIMA include:

4.1.1. prohibition for the employees and other persons acting on behalf of the RIMA to give, suggest, promise, receive or request cash, any material assets, as well as any financial or other benefit, if it may be interpreted as commercial bribery or brokering in it;

4.1.2. participation of the top management of the RIMA in promotion of intolerance of corruption in all its forms and manifestations among the employees of the RIMA;

4.1.3. prevention and elimination of conflict of interest, including by means of a) the conflict check of the employees of the RIMA involved in arbitral proceedings in accordance with the applicable arbitration rules; b) the risk assessment of the counterparties in a procedure stipulated by the Appendix 2 to the Policy; c) the annual filing of declarations on conflict of interest by the employees of the RIMA in a form approved by the Director General of the RIMA; b) suspension of the employees of the RIMA from the work processes in other cases, when their participation in such processes may result in conflict of interest, by a decision of the Director General of the RIMA;

4.1.4. incorporation of a standard anti-corruption clause in the contracts involving the RIMA;

4.1.5. incorporation of a direct reference to the Policy in labour contracts of the RIMA;

4.1.6. preliminary assessment of the counterparties of the RIMA and their credibility, including examination of their judicial background, information concerning bankruptcy, evidence of their involvement in offences and other public information (Appendix 3 to the Policy);

- 4.1.7. prohibition to establish off-the-books accounts and to use fraudulent documents;
  - 4.1.8. implementation of procedures for informing the RIMA on commission of the corruption offences by the employees, counterparties and other persons the RIMA interacts with, including creation of the hotline for reporting cases of corruption via the email address [compliance@centerarbitr.ru](mailto:compliance@centerarbitr.ru);
  - 4.1.9. regular trainings for the employees of the RIMA concerning anti-corruption and avoidance of conflict of interest, other regular reminders of the need to comply with the Policy, as well as informing the employees of the RIMA of the anti-corruption legislation;
  - 4.1.10. regular compliance risk assessment;
  - 4.1.11. cooperation with the law enforcement authorities if any corruption offences are detected;
  - 4.1.12. drafting and implementation of the anti-corruption local regulations of the RIMA.
- 4.2. Compliance with the Policy is subject to monitoring by the commission appointed by the Director General of the RIMA. Not less than once every two years, the RIMA shall engage an external auditor for the compliance review.

## **5. Code of Business Ethics and Corporate Conduct**

- 5.1. The business ethics and corporate conduct of the employees of the RIMA are based on that they shall respect everyone's dignity, appreciate any and all points of view, be open to any form of discussion, engage those who are interested in arbitration and unite them; as well as they shall take into account the major mission of the RIMA: to become a free and open platform which wishes to unite Russian and foreign specialists, businessmen and scholars, who are interested in promotion of alternative dispute resolution in Russia and who are ready to create a high-quality school of arbitration comparable to the best international ones.
- 5.2. While performing their employment duties, the employees of the RIMA:
- 5.2.1. consider that recognition, respect and protection of human rights and freedoms are the primary value and regard discrimination in all its forms as unacceptable;
  - 5.2.2. act in strict compliance with the labour contract, by-laws and policies, applicable legislation and world's best practices;
  - 5.2.3. combat corruption in all its forms and avoid conflict of interest;
  - 5.2.4. respect cultural peculiarities of various social groups and do not tolerate any manifestations of chauvinism, racism and sexism;
  - 5.2.5. abstain from any conduct which may give rise to doubts about their honesty and commitment to the high ethical standards, as well as be detrimental to the RIMA's reputation in other way;
  - 5.2.6. abstain from public utterances and judgements with regard to the activities of the RIMA and its employees, unless it falls under the employment duties;
  - 5.2.7. are careful, correct, polite and tolerant when communicating with colleagues and other persons, as well as adopt the necessary measures to prevent and settle the situations of conflict.
- 5.3. Paragraph 5.2 applies equally to the Director General and other employees in management roles. Besides, such employees shall avoid forcing their subordinates to join any movements or associations; adopt necessary measures in case of weakening of the staff morale; set the example of fair, honest and ethical conduct through the own example; take other measures aimed at complying with the provisions of Paragraph 5.

## **6. Corporate Social Responsibility and Charity**

- 6.1. The priorities of the RIMA's corporate social responsibility are:
- 6.1.1. development and promotion of the alternative dispute resolution as a means to protect economic rights in Russia and abroad;
  - 6.1.2. support of student community, including regular donations to student teams for their participation in Russian and international moot competitions on arbitration and mediation;

- 6.1.3. development of legal theory and involvement in organisation of educational programs in civil and commercial law and procedure, and international private law;
- 6.1.4. reduction of negative impact on the environment, implementation of the new digital systems, which allow to minimise use of paper;
- 6.1.5. promotion of gender equality, prevention of discrimination on the grounds of the race, ethnicity, religion, age or sexual orientation;
- 6.1.6. concern for life, health and wealth of the employees of the RIMA, provision of the opportunities for career advancement (promotions), fair and decent remuneration, respect for their rest time.
- 6.2. To the extent feasible, the RIMA participates in charity and grants earmarked donations in the area of education and research. Following the earmarked donations, the RIMA requests the reports and documents which prove earmarking of the funds.
- 6.3. In any event, the RIMA shall not be involved in charity, if it is aimed directly or indirectly at inducing public officials and persons associated with the state and public authorities to grant illegal advantages to the RIMA.

**STANDARD ANTI-CORRUPTION CLAUSE FOR INCORPORATION IN CONTRACTS  
INVOLVING THE RIMA**

At all times throughout the course of the Contract, the Parties, their affiliates, intermediaries and employees:

- are obliged to comply with the provisions of the anti-corruption legislation and to abide by the principle of zero-tolerance to corruption activities in all its forms;
- abstain from paying, suggesting or allowing payments of money or valuables in all its forms, directly or by proxy, if it is aimed at influencing acts or decisions of the recipients in order to keep or receive any illegal privileges regarding their business;
- abstain from the activities categorised as bribery, commercial bribery, as well as legalisation (laundering) of proceeds of crime according to the legislation applicable to the Contract.

If any Party suspects that any provisions of this Article are or may be violated, the Party shall inform the other Party in writing, indicating the violation and attaching the materials which prove or suggest that such a violation occurred or may occur.

## REGULATION ON PRELIMINARY RISK ASSESSMENT OF COUNTERPARTIES

1. Compliance with the Regulation on Preliminary Risk Assessment of Counterparties (hereinafter, the “Regulation”) is mandatory for assessment of vendors, suppliers, lessors and other counterparties of the RIMA.
2. In the course of the risk assessment, the responsible employee of the RIMA shall gather the information and hold the activities listed below:
  - 2.1. receiving and checking of an extract from the Unified State Register of Legal Entities (or Entrepreneurs), including the information on bankruptcy;
  - 2.2. searching and gathering of reports on liquidation or reorganisation, or forthcoming removal of non-performing legal entities from Unified State Register of Legal Entities;
  - 2.3. searching and gathering of information on inclusion in the list of legal entities with the participation of disqualified persons in their executive bodies;
  - 2.4. examination of the Internet website and the information it contains;
  - 2.5. searching and gathering of positive and negative feedback on the activities;
  - 2.6. presence of the licenses and other special authorisations, if applicable;
  - 2.7. searching and gathering of information on involvement in litigation or other disputes;
  - 2.8. gathering and checking of other public information.
3. To select the counterparty, the requirement to avoid conflict of interest, including the conflict of interest between the potential counterparty and the employees of the RIMA, shall be also taken into account. For this purpose, the responsible employee of the RIMA informs the other employees of the potential counterparty and asks to confirm that there is no conflict of interest. Such confirmations shall be attached to the gathered information on the counterparty.
4. Following the activities stipulated by Paragraph 2 of the Regulation, the responsible employee of the RIMA forms a file of the counterparty in electronic and (or) paper form, prepares a report on preliminary conclusions as to compliance risks and credibility of the counterparty and transfers the file to the Director General and Chief Accountant if any potential risks are detected.
5. Not later than 2 days after receiving the file, the Director General, taking into account the opinion of the Chief Accountant, decides whether to enter into business relations with the counterparty and informs the responsible employee of the RIMA of the decision.
6. The results of the risk assessment of the counterparties are to be updated regularly but not less than once every two years.

## SPONSORSHIP POLICY OF RUSSIAN INSTITUTE OF MODERN ARBITRATION

The Russian Institute of Modern Arbitration (hereinafter - «**the RIMA**») is a non-profit organization aimed at the development and popularization of professional and independent arbitration in Russia, as well as increasing attractiveness of Russia as a place for business and dispute resolution.

For this purpose and in accordance with Paragraph 3.2 of the RIMA Charter, among other things the RIMA organizes and holds conferences, round-table discussions, seminars on the development of arbitration, as well as implements legal educational programs, including lectures, webinars and internships.

Under Paragraph 3.3 of the RIMA Charter, to achieve statutory goals the RIMA may carry out income generating activities, including through the production of goods and rendering of services corresponding to the goals of the RIMA.

This Sponsorship Policy contains the general provisions governing the fundraising activities of the RIMA to achieve the above statutory goals and to implement the above statutory activities.

### Definitions

**Sponsor** - a person providing the funds or ensuring the provision of funds or other assistance for organizing and (or) holding an educational event for the agreed Goal.

**Goal** - organizing and (or) holding conferences, round-table discussions, seminars dedicated to the development of arbitration, as well as legal educational programs, including lectures, webinars and internships; creation and (or) use of the result of intellectual activity.

**Sponsored Advertising** - advertising distributed with an indication of a particular person as the Sponsor<sup>1</sup>.

**Sponsorship Assistance** - the agreed amount of funds provided by the Sponsor or other types of assistance.

**Sponsorship Package** - list of marketing activities by the RIMA to be carried out within the framework of the agreed Goal for Sponsorship Assistance. The sponsorship Package is to be specified in the sponsorship agreement between the RIMA and the Sponsor.

### General Provisions on Sponsorship

1. The Sponsor may check the information on the distribution of advertising about products (goods, services).
2. The Sponsor cannot oblige the RIMA to distribute the following information:
  - 2.1. About the superiority of the quality of goods produced and sold by the Sponsor (works performed, services rendered) over the quality of similar goods (works performed, services rendered) produced or sold by other organizations;

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<sup>1</sup> Article 3(10)(9) of the Federal Law No. 38-FZ of 13 March 2006 "On Advertising"

- 2.2. Other information that the current Russian legislation recognizes as unfair competition in commercial activities.
3. The Sponsor agrees that the obligations of the RIMA terminate after carrying out of marketing activities, as detailed in the Sponsorship Package.
4. The Sponsor agrees that Sponsorship Assistance does not entail any obligations on the part of the RIMA in terms of administering arbitration disputes by the RAC at RIMA. Sponsorship Assistance aims solely at the realization of the agreed Goal.
5. This Policy is an integral part of any sponsorship agreement concluded with the RIMA, unless otherwise agreed by the RIMA and the Sponsor, and is valid within the duration of the sponsorship agreement between the RIMA and the Sponsor.