

ANNEX 1

to Order of the Director of
"SAYENKO KHARENKO" Attorneys' Office
No [●] dated "[●]" [●] [●]

M.I. Golota

**ANTI-CORRUPTION PROGRAM of
"SAYENKO KHARENKO" Attorneys' Office**

Kyiv, 2018

KEY DEFINITIONS USED IN ANTI-CORRUPTION PROGRAM

The definitions used in this Anti-corruption program shall have the following meanings:

Attorneys' Office - Sayenko Kharenko Attorneys' Office.

Attorneys - attorneys of the Attorneys' Office.

Anti-Corruption Law - Law of Ukraine "On Prevention of Corruption" No. 1700-VII, dated 14 October 2014.

Anti-corruption program - a set of rules, standards and procedures for identifying, counteracting and preventing corruption in the activities of the Attorneys' Office.

Direct subordination - the relationship of direct organizational or legal dependence of subordinates on their director, including through addressing (participation in addressing) matters concerning hiring, dismissal, the use of incentives, disciplinary measures, giving of instructions, requests, and control over their implementation.

Relatives - spouses, children, parents, siblings, grandparents, grandchildren, adoptive parents, adopted children and other persons living together, connected by common life and mutual rights and obligations with the subjects of corruption offenses (in the meaning given below in this anti-corruption program).

Whistleblower - an employee of the Attorneys' Office who made a Notice (as defined below).

Highest management body - in accordance with the Charter of the Attorneys' Office the highest management body of the Attorneys' Office is the General Meeting.

Report - a written document prepared according to the results of the assessment of corruption risks in the activities of the Attorneys' Office.

Commission - the body that assesses corruption risks in the Attorneys' Office.

Conflict of interest include: (i) **potential conflict of interest** - a person having a private interest in the area in which they perform their official or representational powers which could affect the objectivity or impartiality of decisions or committing or non committing acts during the execution of these powers; and (ii) a **real conflict of interest** - a conflict between the private interests of the individual and official or representative powers that affect the objectivity or impartiality of decisions or committing or non committing actions during the execution of these powers;

Corruption - the use by persons to whom this anti-corruption program applies of his/her official powers and related opportunities to obtain unlawful benefit or acceptance of such benefits or acceptance of promise/offer of such a benefit for himself/herself or others or promise/offer or the provision of unlawful benefit to a person referred to in paragraph 1 of Article 3 of the Anti-Corruption Law or at his/her request to another individual or legal entity with a view to inciting the person to the unlawful use of official powers and related opportunities.

Corruption offense - act containing evidence of corruption committed by a person to whom this anti-corruption program applies for which the law provides criminal, disciplinary and/or civil liability.

Unlawful benefit - cash or other property, benefits, services, intangible assets promised, offered, granted or received without due legal grounds.

Contractor - any individual or legal entity that cooperates with the Attorneys' Office, provides services, or carries out any other activity on its behalf. In particular, contractors include representatives of the Attorneys' Office under the power of attorney who are not employees of the Attorneys' Office. Depending on specific circumstances, the individuals and/or legal entities with whom the Attorneys' Office has entered into an agreement on the provision of services (under which the Attorneys' Office acts as a customer) may be recognized as Contractors of the Attorneys' Office.

Notice - a notification by the employees of the Attorneys' Office about the violations of the anti-corruption program, commission of corruption, or corruption-related offenses.

Gift - money or other property, benefits, services, intangible assets, which are provided/received free of charge or at a price below the minimum market price.

Third party - any individual or legal entity other than the Attorneys' Office, Contractors, as well as employees of the Attorneys' Office and their relatives.

Other terms not directly defined in this anti-corruption program shall be used in the meanings given in the Anti-Corruption Law.

Attorneys' Office:

- Being aware of the fact that corruption is not a local problem, but has turned into a transnational phenomenon that affects societies and economies of all countries of the world, which determines the extremely important role of cooperation in the field of preventing and combating corruption;
 - Understanding the negative impact of corruption on the development of democratic institutions of the state, ethical values of society, justice, the rule of law;
 - Understanding the danger of problems caused by corruption for the economy, as well as threats to the stability and security of the state as a whole;
 - Understanding the need to combat all forms and cases of corruption not only at the international and state levels, but also at the level of individual companies;
 - Understanding the need for engagement not only on the part of state institutions, but also of private entities, institutions and organizations;
 - Considering that the Attorneys' Office also carries out its activity in the territory of the United Kingdom of Great Britain and Northern Ireland;
 - Taking into account the fact that services of the Attorneys' Office are provided both to residents and non-residents of Ukraine;
 - Taking into account the various types, nationality, places of business of counterparties and other third parties cooperating with the Attorneys' Office;
 - Taking into account the international nature of the activity of the Attorneys' Office;
 - Understanding the necessity and inevitability of contacts of the Attorneys' Office with state authorities and local self-governance bodies;
 - Willingness to adhere to international standards in the field of corruption prevention and counteraction;
 - Seeking to comply with the provisions of international law and national legislation of Ukraine in the field of corruption prevention and counteraction; and
 - Understanding the social responsibility and legal consciousness of the Attorneys' Office,
- i) approves this anti-corruption program;**
- ii) undertakes to take the measures necessary and sufficient to ensure compliance with and implementation of the anti-corruption program by all employees of the Attorneys' Office; and**
- iii) undertakes to take reasonable steps to disseminate and exercise reasonable control over compliance with this anti-corruption program by all Contractors and, where practicable and appropriate, by Third Parties, on the basis of the respective written arrangements and agreements and in accordance with the current legislation of Ukraine.**

INTRODUCTION

- By this anti-corruption program, the Attorneys' Office declares that all its employees (including paralegals and administrative staff), Attorneys, Director of the Attorneys' Office (hereinafter referred to as the **Director**), the Head of the Attorneys' Office (hereinafter referred to as the **Head**), Participants of the Attorneys' Office-partners (hereinafter referred to as **Partners**), Chief Accountant, Accountant, Executive Director, Chief Financial Officer, Head of personnel department, Manager of personnel department, Attorneys' Assistants, Lawyers, Junior Lawyers and Counsels, Head of the Marketing and Communications Department (hereinafter referred to as **Employees**) in their internal activities, as well as in legal relations with Contractors, state authorities, and local self-governance bodies, are guided by the principle of "zero tolerance" towards any manifestations of corruption and shall take all measures envisaged by legislation to prevent, detect and counteract corruption and related actions (practices) and inaction.
- This Anti-corruption program was developed on the basis of the Anti-Corruption Law, Law of Ukraine No. 3207-VI "On Amendments to Certain Legislative Acts of Ukraine on Responsibility for Corruption Offenses" dated 7 April 2011, Law of Ukraine "On Amendments to Certain Legislative Acts of Ukraine on Implementation of EU Visa Action Plan on Liberalization of Visa Procedure for Ukraine in Respect of the Responsibility of Legal Entities" No. 314-VII dated 23 May 2013, Law of Ukraine "On National Anti-Corruption Bureau of Ukraine" No. 1698-18 dated 14 October 2014, decision of the National Agency for the Prevention of Corruption No. 75 dated 2 March 2017 "On approval of the general Anti-corruption program of legal entity" and other legislative acts of Ukraine.
- This Anti-corruption program has been developed taking into account the main provisions and recommendations of the fundamental regulations of foreign jurisdictions on the prevention and counteraction of corruption and bribery that have acquired international significance and which do not contradict the legislation of Ukraine, in particular: (i) U.S. Foreign Corrupt Practices Act (the FCPA), (ii) A Resource Guide to the Foreign Corrupt Practices Act [the FCPA Guide] and the 2015 Yates Memo, (iii) United Kingdom Bribery Act (UKBA), and (iv) other guidelines and/or reference information on the practical application of the United Kingdom Bribery Act.
- This anti-corruption program is mandatory for all Employees (as defined below), including the Director, Head and Affiliates of the Attorneys' Office, as well as for all Contractors and Third Parties (as defined below), to which it applies.
- Measures ensuring the implementation of this anti-corruption program within the limits of their authority shall be carried out by:
 - 1) Partners of the Attorneys' Office;
 - 2) Director and Head of the Attorneys' Office;
 - 3) Employee of the Attorneys' Office responsible for the implementation of the anti-corruption program (hereinafter referred to as the "**Commissioner**") whose legal status is determined by the Anti-Corruption Law and the anti-corruption program;
 - 4) other employees of the Attorneys' Office.

PRINCIPLES ON WHICH THIS ANTI-CORRUPTION PROGRAM IS BASED

This anti-corruption program is prepared considering generally accepted international legal principles for combating corruption and applies in accordance with the basic principles of prevention and counteraction of corruption and related violations, namely:

- **compliance with the law:** the provisions of the anti-corruption program comply with the requirements of the current legislation of Ukraine (including the provisions of Article 9 of the Constitution of Ukraine). The Attorneys' Office assumes responsibility to review the provisions of the anti-corruption program, subject to material changes made to the legislation of Ukraine, which apply to the anti-corruption program;
- **permanent and compulsory nature:** this anti-corruption program applies to the entire Attorneys' Office and is mandatory for all its employees, and, subject to the provision of the same in the provisions of relevant agreements, for Contractors and Third Parties (as defined below);
- **continuous monitoring:** The Attorneys' Office systematically monitors compliance with the requirements of this anti-corruption program by all employees of the Attorneys' Office (as well as, if possible and appropriate, by Contractors and Third Parties);
- **protection of personal data:** The Attorneys' Office complies with the requirements of the legislation on protection of personal data and ensures the protection of personal data of employees, Contractors and Third Parties (as defined below) in the process of performance of the requirements of this anti-corruption program;
- **enforcement of liability:** Persons violating the requirements of this anti-corruption program bear criminal, disciplinary and/or civil liability;
- **mandatory reporting of corruption offences/violations:** Employees of the Attorneys' Office are obliged to inform the Commissioner regarding any activity which, in their opinion, can constitute a corruption offense or an offense established by the current Criminal Code of Ukraine or the Code of Ukraine on Administrative Offenses;
- **assessment of corruption risks:** The Attorneys' Office from time to time conducts a systematic assessment of the potential corruption risks arising or resulting from its activities;
- **proper documentation:** The Attorneys' Office maintains proper and accurate documents of relations with all the Contractors and Third Parties.

**SECTION I.
GENERAL PRINCIPLES
APPLIED TO CORUPTION BY ATTORNEYS' OFFICE**

1. All employees of the Attorneys' Office are committed to maintain high standards of conduct with all persons they deal with inside and outside the Attorneys' Office. Personal behaviour and any activity of the employees should be associated with honesty and responsibility, and the inadmissibility of any manifestations of corruption, making the Attorneys' Office an attractive and reliable business partner.
2. The Attorneys' Office demonstrates absolute and unconditional intolerance of corruption. Employees of the Lawyer Association are obliged to adhere to the legislation of Ukraine on prevention and counteraction to corruption, including relevant international conventions, the approval of mandatory nature of which was granted by the Verkhovna Rada (parliament) of Ukraine. All employees, as well as Contractors and Third Parties are expected to follow the highest standards of personal, business and professional conduct and ethics.
3. The requirements of this anti-corruption program apply to the Partners, the Director and the Head of the Attorneys' Office, and are also binding on all other employees of the Attorneys' Office regardless of their position, location, and actual official and labour duties.
4. Prior to establishing any relationship with the Contractors and (if applicable and appropriate) with Third Parties, they must first be familiarized with the general requirements of this anti-corruption program (with the exception of provisions which are directly and exclusively applicable to the employees of the Attorneys' Office) and to provide their consent to their compliance.
5. Aware of this anti-corruption program, employees, Contractors and Third Parties understand the negative consequences of failure to comply with its requirements and making corruption offenses.
6. The Attorneys' Office understands and also notifies its employees, Contractors and Third Parties that any unlawful (unethical) acts may negatively affect the reputation of the Attorneys' Office.

GOALS OF ANTI-CORRUPTION PROGRAM

1. The Anti-corruption program sets out basic rules for the prevention and counteraction of corruption at the level of the Attorneys' Office, its Contractors and Third Parties. In addition, the anti-corruption program defines the area of responsibility of the Attorneys' Office and the area of responsibility of all its employees, Contractors and Third Parties for compliance with its provisions.
2. The anti-corruption program is designed to:
 - 1) assist employees of the Attorneys' Office in assessing existing and potential corruption risks, identifying cases of corruption and applying measures to prevent and counteract them;
 - 2) determine the procedures to be followed by employees of the Attorneys' Office in the event of the detection of a corruption offense, or suspicion of its commission;
 - 3) clarify questions of implementation, monitoring and updating of this anti-corruption program and anticipated procedures and anti-corruption measures.

**SECTION II.
ANTI-CORRUPTION MEASURES IN THE ACTIVITIES OF THE ATTORNEYS' OFFICE**

1. LIST OF ANTI-CORRUPTION MEASURES IN THE ACTIVITIES OF THE ATTORNEYS' OFFICE

1. The Attorneys' Office ensures the development and implementation of measures that are necessary, sufficient and appropriate to prevent, detect and counteract corruption in their activities, as well as timely detection of corruption during interaction of the Attorneys' Office with Contractors and Third Parties.
2. Anti-corruption measures shall include, in particular:
 - 1) periodic assessment of corruption risks in the activities of the Attorneys' Office;
 - 2) development and approval of anti-corruption standards and procedures in the activities of the Attorneys' Office.

3. The main anti-corruption standards and procedures of the Attorneys' Office are:

- 1) familiarization of new employees with the content of the anti-corruption program, conducting educational events on prevention and corruption counteraction ;
- 2) typical provisions on mandatory compliance with the anti-corruption program and their inclusion in relevant agreements and other documents;
- 3) mechanism of notification of detected violations of the anti-corruption program, corruption offences or corruption-related offenses, as well as the confidentiality of such notices and protection of whistleblowers;
- 4) the use of measures taken by the Commissioner and employees to prevent and combat corruption;
- 5) the procedure for reviewing disclosure statements, including internal investigation and imposition of disciplinary penalties;
- 6) norms of professional ethics and duties and prohibitions for employees;
- 7) mechanisms for preventing and resolving conflicts of interest;
- 8) restrictions on gifts, representation expenses, donations, charitable help, irrevocable financial assistance, etc.;
- 9) supervision and control over observance of the requirements of the anti-corruption program.

2. PERIODIC ASSESSMENT OF CORRUPTION RISKS IN THE ACTIVITIES OF THE ATTORNEYS' OFFICE

1. The Attorneys' Office shall at least once a year carry out an internal assessment of corruption risks in its activities.

2. Corruption risk means a reasonable probability of occurrence of an event of corruption or corruption-related offense or violation of the requirements of the anti-corruption program.

3. The assessment of corruption risks in the Attorneys' Office shall be conducted by the Commission on the basis of the Commissioner's previous recommendations.

The procedure and composition of the Commission, as well as the term of office of its members, shall be approved by the Director or the Head.

The Commission shall comprise the Commissioner (Head of the Commission), as well as other employees determined by the Director or the Head and agreed with the Commissioner.

Other employees may be involved in the assessment of corruption risks initiated by the Commissioner (other members of the Commission).

4. The purpose of the Commission's activity is to identify and eliminate corruption risks in the activities of the Attorneys' Office, in particular in the activities of its Partners, the Director, the Head, and Employees.

5. Corrupt risks in the activities of the Attorneys' Office are divided into internal and external.

Internal corruption risks are identified in the organizational, managerial, financial, economic, personnel and legal procedures of the Attorneys' Office.

External corruption risks are identified in the activities of Contractors and Third Parties, including public authorities, local authorities, and public associations with whom the Attorneys' Office cooperates in the course of its activities.

6. As a result of the identification of corruption risks, the Commission carries out its determination and description. Detected corruption risks are distributed by the Commission to groups depending on their degree, probability of occurrence, potential harm to the Attorneys' Office, and other factors.

7. According to the results of the assessment of corruption risks in the activities of the Attorneys' Office, the Commission prepares a written report signed by all members of the Commission headed by the Commissioner.

The report shall be submitted to the Director, Head and Partners of the Attorneys' Office for consideration, and shall include:

- 1) identified corruption risks as well as possible causes of their generation and the conditions giving rise to them;
- 2) a general assessment of the identified corruption risks and their distribution into groups;
- 3) proposals on measures to prevent, eliminate (reduce) the level of detected corruption risks.

The text of the Report shall be provided for familiarization to all employees of the Attorneys' Office.

8. If, during the assessment of the corruption risks, the Commission detects violations of the anti-corruption program or the commission of a corruption offense, the Commissioner requests the Director or the Head to conduct internal investigation in accordance with the procedure provided for in Section XIII of the anti-corruption program and in accordance with the current legislation.

9. According to the results of the assessment of corruption risks, the Director, the Head, the Partners shall take necessary measures to prevent, detect and counteract corruption in the activities of the Attorneys' Office.

3. ANTI-CORRUPTION STANDARDS AND PROCEDURES IN THE ACTIVITIES OF THE ATTORNEYS' OFFICE

1. In order to formulate the organizational culture and conduct of intolerance to any corruptive behaviour for all employees (at the moment of approval of this anti-corruption program and after each update), as well as for all new employees and other persons acting on behalf of the Attorneys' Office, an obligatory introduction with the provisions of the Anti-Corruption Law, the anti-corruption program and related documents shall be carried out.

2. Provisions for mandatory compliance with the anti-corruption program are included in internal code of conduct of the Attorneys' Office, regulations on structural divisions, all labour agreements (contracts), and are included (if applicable and appropriate) to the agreements entered into by the Attorneys' Office. Clients of the Attorneys' Office, by entering into agreements on provision of services to the Attorneys' Office, confirm their reputation as entities whose activity is not related to corruption (even in the absence of relevant court decisions) and that they will not be used as an intermediary for transfer to third parties (or for obtaining from third parties) of an unlawful benefit.

3. Contractors of the Attorneys' Office are selected according to criteria based on transparency of activities, competitiveness, quality of goods, works and services and reliability.

4. The Attorneys' Office (in the absence of prohibitions established by law) may carry out charitable activities only after the Commissioner's written opinion on the absence of corruption risks.

Charitable activity of the Attorneys' Office, in general, should be carried out (in the absence of prohibitions established by law) only through charitable organizations in accordance with legislation.

5. Charitable activity of the Attorneys' Office shall not be allowed if:

- 1) its implementation is a condition for entering into any agreement (contract), decision-making by a public authority, a local self-government body, or is carried out in order to obtain advantages in business activity;
- 2) the Contractor, a public authority, a local government body or another third party insists on the implementation of a particular type of charitable activity through a charitable organization.

6. For the purposes of making a Notice, the Commissioner shall place the relevant information on the information stands at the Attorneys' Office and on the official website of the Attorneys' Office. Such information should contain:

- 1) the telephone number for Notices;
- 2) the e-mail address for Notices.

The Notice shall be made in any form allowing identification of the potential offender.

Employees shall have the right to make Notices anonymously.

The Commissioner shall keep a register of Notices.

The term for consideration by the Commissioner of Notices shall be 10 business days from the moment of receipt of the Notice. The specified term may be extended, in case of justified necessity, up to 30 calendar days from the moment of receipt of the Notice.

SECTION III.
STANDARDS OF PROFESSIONAL ETHICS OF EMPLOYEES OF THE ATTORNEYS' OFFICE

1. Employees of the Attorneys' Office during the performance of their labour (professional) duties shall be strictly obliged to adhere to generally accepted ethical standards of conduct or requirements of the Code of conduct of the Attorneys' Office (if any and/or if distributed to employees).
2. Employees of the Attorneys' Office shall tolerantly and respectfully treat political, ideological, religious and other views and beliefs of others, and also undertake not to use their powers in the interests of any political parties and/or politicians, and/or public associations, and/or for their own benefit and for the benefit of relatives.
3. Employees of the Attorneys' Office shall act objectively, independently, impartially, neutrally, regardless of personal interests, personal attitude to any persons, or their own political, ideological, religious and other personal views and beliefs.
4. Employees of the Attorneys' Office shall conscientiously, competently, efficiently, responsibly and in a timely fashion perform their labour (professional) duties, as well as prevent abuses and ineffective use of the funds and property of the Attorneys' Office.
5. Employees of the Attorneys' Office shall not disclose or otherwise use confidential information that has become known to them in connection with the performance of their labour (professional) duties, except in cases established by law.
6. Employees of the Attorneys' Office, regardless of personal and professional interests, shall refrain from execution of the decisions or orders of the Director, the Head, the Partners and other managers of the Attorneys' Office, if such execution threatens the rights, freedoms and lawful interests of separate individuals, legal entities, state or public interest or contradicts the law.

SECTION IV.
**RIGHTS AND OBLIGATIONS OF PARTNERS AND EMPLOYEES (EXCEPT FOR THE COMMISSIONER)
OF THE ATTORNEYS' OFFICE**

1. The Partners, the Director, the Head, the employees and other persons acting on behalf of the Attorneys' Office shall have the right to:
 - 1) submit proposals for the improvement of the anti-corruption program;
 - 2) contact the Commissioner for consultations on the implementation of the anti-corruption program and explanations regarding its provisions.
2. The Partners, the Director, the Head, and the employees of the Attorneys' Office are obliged to:
 - 1) adhere to the relevant requirements of the Anti-Corruption Law, the anti-corruption program and related internal documents, and to ensure the practical implementation of the anti-corruption program;
 - 2) immediately inform the Commissioner of the Attorneys' Office of cases of violation of the requirements of the anti-corruption program (or cases of incitement to such actions);
 - 3) promptly inform, in accordance with the procedure established by the anti-corruption program, the emergence of a real or potential conflict of interest;
 - 4) not commit and not participate in the commission of corruption and corruption-related offenses.
3. For employees, the Director, and the Head of the Attorneys' Office it shall be prohibited to:
 - 1) use their official powers or their position and the related possibilities in order to obtain an unlawful benefit for themselves or other persons;
 - 2) arrange, serve as an intermediary, or personally carry out any cash payments or non-cash transfers or settlements with Contractors of the Attorneys' Office, if such payments or settlements are not provided for by the applicable law;
 - 3) take any actions that directly or indirectly incite other employees, the Director or the Head of the Attorneys' Office to violate the requirements of the Anti-Corruption Law or the anti-corruption program.
4. After termination of employment or other termination of cooperation with the Attorneys' Office, employees shall not disclose or otherwise use in his/her interests confidential information which has become known in connection with the performance of his/her labour (professional) duties, contractual obligations, except in cases established by the law or agreement.

5. The employees, the Director, and the Head of the Attorneys' Office may accept gifts that meet generally accepted rules of hospitality (for example, gifts in the form of souvenirs, food and drink, entertainment, transport costs and accommodation), if the cost of such gifts does not exceed the amount of one minimum wage established at the time of receipt of the gift, and if acceptance of such gift is not related to the performance of a certain action (withholding from performance of action) in favor or in the interests of the giver and/or the close persons of the giver.

The restriction regarding the value of gifts provided by this clause shall not apply to gifts which:

- 1) are given by relatives;
- 2) received as public discounts on goods, services, public prizes, prizes and bonuses;
- 3) is a book or other educational product, the gift of which is generally accepted in business and professional practices.

In the event of discovery of a gift subject to prohibition, as well as in the event of receipt of the offer of such a gift, the employees, the Director, the Head of the Attorneys' Office must promptly, but not later than within one business day, take the following measures:

- 1) refuse the offer;
- 2) if possible, identify the person who made the offer;
- 3) notify the Commissioner of the proposal and the direct manager (if any), the Director or the Head of the Attorneys' Office.

6. Employees, the Director, the Head, as well as persons acting on behalf of the Attorneys' Office, refrain from offering gifts to state officials, people's deputies of Ukraine, deputies of local councils, their relatives, actual or potential Contractors (with the exception of copies of books written with the participation of employees of the Attorneys' Office), their employees or representatives, as well as refraining from any other behaviour that can be regarded as intent to commit a corruption offense related to the activities of the Attorneys' Office.

7. Employees, the Director, the Head of the Attorneys' Office within one business day shall inform the Commissioner in writing in the established form about each offer to make or receive a prohibited gift.

SECTION V. RIGHTS AND OBLIGATIONS OF THE COMMISSIONER

1. The Commissioner of the Attorneys' Office shall be appointed by meeting of Attorneys' Office in accordance with the legislation of Ukraine on labour and constituent documents of the Attorneys' Office.

2. The Commissioner may be an individual who is capable of performing the relevant duties by virtue of his/her business and moral qualities, professional level and health status.

3. The Commissioner may not be someone who:

- 1) has an unpaid or non-executed criminal record in the manner prescribed by law;
- 2) by a court decision be recognized as disabled or with limited capabilities;
- 3) other cases stipulated by the Ukrainian law.

In case of occurrence of incompatibility circumstances, the Commissioner shall be obliged to inform the Director or the Head of the Attorneys' Office within two days from the date of occurrence of such circumstances and carry out other actions stipulated by the legislation of Ukraine.

4. The Commissioner may be dismissed from office early in cases stipulated by the Ukrainian law.

5. The Commissioner may for the performance of his/her duties (with the consent of the Director or the Head) engage other employees of the Attorneys' Office.

6. The performance of duties by the Commissioner in the Attorneys' Office shall be independent. Intervention in the activities of the Commissioner on the part of employees, the Partners, the Director, the Head, the Contractors of the Attorneys' Office, as well as other persons shall be prohibited.

7. The Partners, the Director and the Head of the Attorneys' Office shall be obliged to provide the Commissioner with the appropriate material and organizational working conditions and facilitate the performance of the Commissioner's functions provided for in the Anti-Corruption Law and the anti-corruption program.

8. The Commissioner for the performance of tasks assigned to him/her shall:
 - 1) carry out his/her functions objectively and impartially;
 - 2) organize the preparation of internal documents of the Attorneys' Office regarding the establishment and implementation of the anti-corruption program;
 - 3) ensure the supervision, control and monitoring of the compliance by employees, the Director and the Head of the Attorneys' Office with the Anti-Corruption Law and the anti-corruption program;
 - 4) evaluate the results of implementation of the measures provided for by the anti-corruption program;
 - 5) ensure preparation of a report on progress of implementation of the anti-corruption program;
 - 6) participate in carrying out inspections and internal investigations conducted under the anti-corruption program;
 - 7) participate in the periodic assessment of corruption risks in the activities of the Attorneys' Office;
 - 8) ensure the confidentiality of information and protection of employees who report violations of the requirements of the anti-corruption program along with the commitment of corruption offenses or offenses related to corruption;
 - 9) provide the Partners, the Director, the Head and the employees of the Attorneys' Office with explanations and consultations regarding the application of the anti-corruption program;
 - 10) organize training and introductory interviews on issues related to the prevention of corruption;
 - 11) carry out other duties provided for by the Anti-Corruption Law, the anti-corruption program, an employment agreement (contract) and employment instruction.
9. The Commissioner for the performance of the tasks assigned to him/her shall have the right to:
 - 1) receive from the employees, the Partners, the Director, the Head of the Attorneys' Office explanations on issues related to his/her powers.
 - 2) receive information and materials (certified copies of financial, accounting and legal documents, internal service correspondence) from the Divisions of the Attorneys' Office regarding the activities of the Attorneys' Office, including documents related to the conduct (or participation) of the procurement of goods, works or services, contests, etc.
 - 3) access the electronic storage and processing of the Attorneys' Office and, if necessary, require registration of the relevant data on a certified paper medium;
 - 4) initiate sending of requests to state authorities, local governments, enterprises, institutions, organizations of all forms of ownership to obtain information and materials related to the activities of the Attorneys' Office;
 - 5) exercise other rights provided for in the Anti-Corruption Law, the anti-corruption program, employment agreements (contracts) and employment instructions.

**SECTION VI.
PROCEDURE FOR REPORTING BY THE COMMISSIONER BEFORE PARTNERS OF THE
ATTORNEYS' OFFICE**

1. The Commissioner shall prepare a report on the results of the implementation of the anti-corruption program (hereinafter referred to as the "**Report**") at least once a year.
2. The Report shall include the following information:
 - 1) implementation of measures determined by the anti-corruption program;
 - 2) the results of the implementation of measures determined by the anti-corruption program;
 - 3) revealed violations of the requirements of the Anti-Corruption Law, the anti-corruption program and measures taken to eliminate such violations;
 - 4) the number and results of inspections and internal investigations;
 - 5) events interfering with the proper performance by the Commissioner of his/her functions, the establishment of unreasonable restrictions, and cases of interference with his/her activities by third parties;
 - 6) available suggestions and recommendations.
3. If necessary, the content of the submitted Report shall be further discussed by the Commissioner with the Partners, the Director or the Head of the Attorneys' Office.
4. The general results of the implementation of the anti-corruption program may be made publicly available.

**SECTION VII.
PROCEDURE FOR SUPERVISION AND MONITORING OF COMPLIANCE WITH THE ANTI-
CORRUPTION PROGRAM AND ASSESSMENT OF THE RESULTS OF THE
IMPLEMENTATION OF MEASURES SET OUT THEREIN**

1. The Commissioner shall control and monitor compliance by employees, the Director, and the Head of the Attorneys' Office with the anti-corruption program.
2. Supervision and control over compliance with the anti-corruption program shall be carried out by the Commissioner in the following forms:
 - 1) consideration of and response to Notices;
 - 2) carrying out scheduled and unscheduled inspections of the activities of employees of the Attorneys' Office in relation to implementation of the anti-corruption program;
 - 3) conducting an examination of organizational and regulatory, legal, production and financial documents, as well as their drafts.
3. If, during the exercise of supervision and control over compliance with the anti-corruption program, the Commissioner reveals signs of violation of the anti-corruption program or signs of corruption or corruption-related offenses, he/she shall initiate an internal investigation in accordance with the procedure provided for in Section XV of the anti-corruption program.
4. The Commissioner shall ensure the organization of an assessment of the results of implementation of the measures provided for by the anti-corruption program.

In order to carry out the assessment, the Commissioner shall have the right to receive in writing the relevant information from employees, the Director, and the Head of the Attorneys' Office about the results of the implementation of the relevant measures.

The results of the assessment shall be summarized by the Commissioner in a written report, which he/she shall submit to the Director, the Head and the Partners not less than once every six months. The assessment shall be carried out according to the criteria defined by the Commissioner.

**SECTION VIII.
TERMS AND CONDITIONS OF CONFIDENTIALITY OF NOTICES PROVIDED BY THE
EMPLOYEES TO THE COMMISSIONER ABOUT VIOLATIONS OF ANTI-CORRUPTION
REQUIREMENTS**

1. Confidentiality of the Notices shall be guaranteed to employees of the Attorneys' Office.
 2. Notices may be made in any form. Notices may be anonymous, provided that information contained therein relates to a particular employee of the Attorneys' Office or Contractor or Third Party and contains actual data that can be verified. Notices may also be made by employees and officials of the Contractors and Third Parties.
 3. The submission of knowingly false Notices shall be prohibited.
 4. The Commissioner shall carry out the verification of information contained in the Notice, and if the Notice concerns the actions of the Commissioner himself - an employee designated by the Partners, the Director or the Head.
 5. Any data regarding the identity of the person who made the Notice shall be considered confidential and shall be protected in accordance with the law.
- The Commissioner and the persons engaged by him/her in the verification of information contained in the Notice shall not be allowed to disclose such information.
6. Information about the Whistleblower may not be disclosed except in cases established by the law.
 7. Measures for the protection of the Whistleblower shall be determined by the Partners, the Director or the Head together with the Commissioner and implemented subject to the Whistleblower's written consent.

**SECTION IX.
REGULATION OF CONFLICT OF INTERESTS IN ACTIVITY OF THE EMPLOYEES OF THE
ATTORNEYS' OFFICE**

1. Employees of the Attorneys' Office shall be obliged not later than the next business day from the date when they discovered or should have learned about their actual or potential conflicts of interest, to inform their immediate supervisor in writing. They shall not take actions or to make decisions in conditions of actual conflict of interests and take measures to resolve actual or potential conflict of interest.

In case of an actual or potential conflict of interest with the Director or the Head of the Attorneys' Office, he/she shall notify the Commissioner and the Partners.

In case of actual or potential conflict of interest with the Commissioner, he/she shall notify the Director or the Head and Partners in writing.

2. A direct supervisor of the employee who has reported that he/she has actual or potential conflict of interest, within two business days from receiving such notice, shall decide on how to resolve the conflict of interests as reported by this employee.

3. The decision on the settlement of a conflict of interest in the activities of the Director or the Head of the Attorneys' Office shall be made by the Partners.

4. Employees of the Attorneys' Office may independently take measures to resolve the conflict of interests by depriving the relevant private interests with provision of supporting documents to the direct supervisor and the Commissioner. Deprivation of private interest should exclude any possibility of its concealment.

SECTION X. PROCEDURE FOR PROVIDING CONSULTATIONS AND EXPLANATIONS BY THE COMMISSIONER TO THE EMPLOYEES

1. If there are questions regarding the interpretation of certain provisions of the anti-corruption program, the Partners, the Director, the Head and the employees of the Attorneys' Office may apply to the Commissioner for an oral or written explanation.

2. The nature of the request for clarification or advice shall be communicated directly to the Commissioner (in days and hours determined by the Commissioner) or by sending him/her a business note or sending a written request to his/her e-mail address in any form.

3. The Commissioner shall provide an oral explanation during a personal meeting or in writing, not later than within 10 business days from the date of receipt of the request.

The Commissioner may extend the term of consideration of the request up to 30 calendar days and shall inform the person who submitted the request for clarification about the expended period.

SECTION XI. PROCEDURE FOR IMPROVEMENT OF PROFESSIONAL SKILLS OF EMPLOYEES IN THE FIELD OF PREVENTION AND COUNTERACTION OF CORRUPTION IN THE ATTORNEYS' OFFICE

1. Improvement of professional skills of the employees of the Attorneys' Office in the field of prevention and detection of corruption shall be carried out in order to provide basic knowledge on Anti-Corruption Law, increase the level of implementation of the requirements of the anti-corruption program, the formation of an organizational culture and intolerance towards any events of corruption.

2. Improvement of the qualification shall be carried out in accordance with the plan-schedule approved annually by the Director of the Attorneys' Office, which shall be prepared by the Commissioner.

The subject and form of the activities (seminars, lectures, workshops, trainings, webinars, etc.) for the improvement of professional skills shall be determined by the Commissioner taking into account:

- 1) the proposals of the Director, the Head, the Partners;
- 2) the results of the evaluation of implementation of the anti-corruption program;
- 3) the results of the periodic assessment of corruption risks in the activities of the Attorneys' Office;
- 4) the results of internal investigations;
- 5) the report of the Commissioner to the Partners.

3. The Commissioner shall keep records regarding the measures taken to improve professional skills in the field of prevention and detection of corruption, as well as records regarding attendees.

SECTION XII. APPLICATION OF DISCIPLINARY MEASURES TO EMPLOYEES WHO VIOLATE THE PROVISIONS OF THE ANTI-CORRUPTION PROGRAM

1. In the presence of information indicating signs of violation of the requirements of the anti-corruption program by employees, the Attorneys' Office shall:

- 1) appoint an internal investigation in the order established by the anti-corruption program in order to confirm or refute information about the alleged violation;
- 2) if there are sufficient grounds based on the results of an internal investigation, the Director imposes a disciplinary penalty in accordance with the law.

2. Disciplinary measures shall be imposed on employees of the Attorneys' Office in accordance with the rules of labour legislation.

SECTION XIII. PROCEDURE FOR IMPLEMENTATION OF INTERNAL INVESTIGATIONS

1. In the event of receipt of a Notice or the detection of signs of violation of the anti-corruption program by an employee of the Attorneys' Office or indications of committing by the employee of the Attorneys' Office of corruption or corruption-related offenses, the Commissioner shall notify the Director or the Head who shall take the measures provided for in paragraph 2 of this section.

In the event of receipt of a Notice or the detection of signs of violation of the requirements of the anti-corruption program by the Director or the Head, or indications of committing by the Director or the Head of a corruption or corruption-related offense, the Commissioner shall notify the Partners who shall take the measures provided for in paragraph 2 of this section.

In case of receipt of a Notice or the detection of facts about committing by the Commissioner of a corruption or corruption-related offense, violation of the requirements of the anti-corruption program, the Director or the Head shall notify the Partners of the Attorneys' Office and take the measures provided for in paragraph 2 of this section.

2. Under the conditions provided for in paragraph 1 of this section, the Partners, the Director, the Head shall take the following measures:

- 1) within three business days, initiate an internal investigation in order to confirm or refute information about the alleged violation of the anti-corruption program, corruption or corruption-related offenses;
- 2) upon the results of an internal investigation, apply disciplinary measures against the violators if justified;
- 3) to determine, by the results of an internal investigation, ways to eliminate the causes and consequences of the violation, if any, and to take measures to prevent such actions in the future;
- 4) in the event of detection of signs of corruption or corruption-related offenses for which administrative or criminal liability is stipulated, immediately inform the specially authorized subjects in the field of combating corruption.

3. An internal investigation shall be conducted only in cases where information provided or discovered relates to specific individuals and contains actual data that can be verified.

An internal investigation shall be initiated by the Director and carried out by the Commissioner. The procedure for implementation of internal investigations that are carried out in accordance with the anti-corruption program shall be approved by the Director upon appointment of the Commission.

The investigation period should not exceed 14 business days. The specified term can be extended up to 30 calendar days if necessary.

Materials relating to internal investigations shall be kept in the archives of the Commissioner for at least 5 years.

SECTION XIV. AMENDMENTS TO THE ANTI-CORRUPTION PROGRAM

1. The content of the anti-corruption program can be revised according to the results of:
 - 1) report on the assessment of corruption risks in the activities of the Attorneys' Office;
 - 2) supervision and control over compliance with the anti-corruption program, as well as evaluation of the results of implementation;
 - 3) analysis of the performance of duties by the Commissioner;
 - 4) conducting by the Commissioner a questionnaire, discussion and consultation with employees, the Director, the Head, the Partners of the Attorneys' Office, as well as with the Contractors and Third Parties of the Attorneys' Office for the improvement of the anti-corruption program.

2. The Commissioner, as well as the Partners, the Director, the Head, and the employees of the Attorneys' Office may be the initiators of amendments to the anti-corruption program.
3. Proposals for amendments to the anti-corruption program shall be submitted to the Commissioner who studies and systematizes them.
4. As a result of approval by the Partners of proposals for amending the anti-corruption program systematized by the Commissioner, the Director, by his/her order, shall approve the relevant amendments to the anti-corruption program, which are then fully integrated.