

## ZERO TOLLERANCE CORRUPTION PLAN



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## **1. Main principles**

Open Joint-Stock Company "The Fifth Power Generation Company" (hereinafter referred to as the Company) assumes the obligation to observe its Code of Ethics ratified by the Resolution issued by the Board of Directors (Minutes of Meeting \_\_\_ as of \_\_\_\_ ) (hereinafter referred to as Code of Ethics).

The Company's employees shall perform their duties honestly, sincerely and diligently. The other collaborating parties, i.e. persons, groups and entities involved in Company's activities aimed at the attaining either its objectives or goals shall also observe said rules.

The Company shall prevent all kinds of corruption including extortion, commercial corrupt practice and bribes. The Company shall develop its activity according to the legislation in force and ensure its highest transparency.

Said commitment based on the Code of Ethics is translated into the following fundamental principles:

- No direct or indirect corruption shall be admitted at the Company;
- The Company shall carry out the AntiCorruption Program according in accordance with the AntiCorruption Regulation ( hereinafter referred to as the Regulation)

## **2. Commitments**

In regard to the several economic operations considered as exposed to the most risk of corruption, in conformity to the Code of Ethics, the Company shall apply the following requirements to its business activities.

### **2.1 Bribes**

No illegal payment either cash or otherwise for obtaining any benefits whatsoever (i.e. privileges or guarantees for the scheduled service performance) shall be admitted by the Company in its relations with governmental or municipal authorities, partners and with all the interested parties.

This prohibition shall involve all the employees who shall intend to accept and/or offer bribes for their benefits and for benefit of their relatives, partners and mates using their position or activity in the Company.

Any intentions of promises, offers and requests for bribes shall be informed by the employees to their line managers and the Internal audit function through the dedicated channel set up to collect such reports, as defined in the Code of Ethics.

### **2.2 Contributions and donations to the political parties**

No illegal direct or indirect pressure on the political representatives shall be performed by the Company; no political party, its representative or candidate shall be financed by the Company, no activity aimed at political propaganda only shall be financed by the Company.

### **2.3 Contributions and donations in favor of the beneficiary organizations and sponsorship**

The Company shall perform the beneficiary and sponsor activity within the legislation of Russian Federation in force.

Sponsor and beneficiary activity as well as any other activity related to the donation of the Company assets, shall be authorized by the Board of Directors of the Company in accordance with

the Company Charter.

Sponsorship shall be focused at activities that may guarantee quality and involve a considerable number of citizens and which rationality and efficiency is assured by the Company's participation in its planning .

Anyway, when selecting the offers, the Company shall pay special attention to the probable conflicts of interests both personal and corporative.

The financial undertaking and the features of the activities sponsored by the Company, shall be yearly published in the Company's financial statements.

## **2.4 Facilitations**

Enel does not permit payments or benefits of any amount to be paid, offered or accepted, directly or indirectly, for the purpose of speeding up services already due from the subjects it is dealing with.

If facilitations should be promised, offered or requested, Enel employees must inform their line manager and the Audit function through the dedicated channel set up to receive such reports.

## **2.5 Gifts and representation expenses**

Enel does not permit any form of gift, which also means the offering and acceptance of hospitality, or reimbursement of expenses incurred which exceeds the amount provided for by clause 575 of the RF Civil Code, but aimed at obtaining any benefits or making influence on some independent decision.

The company shall not participate in illegal or inadmissible by the business practice or Code of Ethics activity, if known, incurred by the contracting companies or entities.

Generally, the Company souvenirs and gifts shall be aimed at the promotion of the Company's image. The offer of gifts, except the cheap ones, shall comply with the corresponding documentary procedure, which include the approbation by the relevant head of the structural department who shall inform the Internal audit function before handing the gift over.

Those company employees who have received unauthorized gifts or benefits shall inform their line managers and the Internal audit function which, in its turn, shall evaluate the admissibility of such situation and then inform the interested party on the respective Company position .

## **3. Implementation**

### **3.1. Organisation and responsibilities**

In order to implement the Company anticorruption rules, all the involved parties shall participate in the activities related to the Regulation.

### **3.2 Relations with the third parties**

#### **3.2.1 Subsidiary, affiliated companies and joint enterprises**

- In the acquisition phase and at the stage of establishing partnership relations with third companies, the Company shall verify the presence of the least conditions for the Regulation observance.

- The subsidiary and associated companies shall implement the Code of Ethics and the Regulation.

- Those affiliated companies or partners of associated companies which have no Code of Ethics or Anti-Corruption Program, shall be offered to accept the Company's Code of Ethics and the Regulation , or, otherwise to develop their own similar document.

### **3.2.2 Agents, consultants and intermediates**

- No illegal payment shall be made by the Company through their agents, consultants and intermediates.
- Any person who represents Enel is obliged to sign an undertaking to respect the provisions of the Code of Ethics and the Regulation.
- The fixed remuneration shall be accompanied by the sustaining documentation according to the assignment and usual business practice.
- The documentation shall contain the most accurate and transparent data and be kept to provide the operative control of the contractual performance.
- When the fact of Regulation incompliance by any contracting party is detected, the corresponding steps, provided for by the law and the contract with the contracting party, including contract termination, will be taken by the Company.

### **3.2.3 Purchase and Sale procedure**

- Sale and purchase procedure in the Company shall be performed in a fair and transparent way.
- The internal procedures shall involve such control level as may be necessary for making the suppliers selection process, contract performance, management and execution transparent and fair.
- Supplier evaluation process includes evaluation of its undertaking to behave in observance of the Code of Ethics and the Regulation.
- When the fact of Regulation incompliance by any contracting party is detected, the corresponding steps, provided for by the law and the contract with the contracting party, including contract termination, will be taken by the Company.

### **3.3 Human Resources**

- At the stage of admission, the selected candidates shall be familiarized with the Code of Ethics and the Regulation confirming it afterwards with a signature.
- All the internal documents related to the personnel management shall contain the reference to the Regulation.
- Nobody shall be punished for the refuse to pay bribes.
- Fulfillment of the norms provided for by the present regulation is a labour obligation for each employee of the Company, and norms incompliance is regarded as a disciplinary misconduct. Accordingly, in case of the Regulation incompliance the Company shall apply disciplinary punishment according to the Russian legislation in force. towards the employees including managing personnel.

### **3.4 Training**

- All the employees shall be familiarized and trained in understanding of the Regulation.
- Principles, obligations and rules for implementation procedures shall be essentially included in special sessions for particular employees groups.
- The interested parties shall be provided with such materials and experiences as may be useful for making their own Anticorruption Plan.

### **3.5 Reporting**

Employees, Company managers and directors shall report on any fact of incompliance or alleged incompliance with the Regulation or Code of Ethics to the Internal audit function whose duty is to evaluate and discuss, if possible, with the reporter and alleged responsible for such incompliance.

The mentioned reports shall be sent in a written form to the following address:

Internal Audit Department  
10A/2 4th Setunsky proezd, Moscow, 119136,

Or  
audit.coe@ogk-5.com

All the other interested parties may send their messages informing on incompliance or alleged incompliance to the above mentioned address.

In all the cases the confidentiality of the informer identification shall be guaranteed except cases of liability pursuant to Law or defense of the Company rights or rights of the person mentioned in the message.

The reports on incompliance with the Regulation shall be filed to the Internal audit function which, after previous evaluation, shall inform the General Director of the Company on the gravest cases and recommended measures.

### **3.6 Communication**

- All the employees shall be informed on the Regulation by the internal communication means confirming it with a signature.
- All the employees shall be provided with a copy of the Regulation.
- The provision shall be available for all the interested parties on the Company's website [www.ogk-5.com/ru/](http://www.ogk-5.com/ru/).

### **3.7 Control activities**

#### **3.7.1 Internal control system**

Each Company's organizational structure (structural department) within its competence shall be responsible for proper control system for compliance with the Regulation.

#### **3.7.2 Audit**

The monitoring activity for control measures developed by different organizational structures for the implementation of the Regulation shall be performed by the Internal audit function whose activity within the Company shall include drafting the corresponding recommendations for improving the internal control system.

The Internal audit function shall assess the suitability of the schedule of regular audit inspections as well as the actions for monitoring of the Regulation.

#### **3.7.3 The sustainability report**

Activities taken to implement the Regulation are included in the sustainability report, clear-cut, true-to-life and honest report on results achieved by the Company in all the fields related to the relationship with related parties.

### **3.8 Control and review**

The Internal Audit Committee provides the Board of Directors with:

- obligatory conclusions in regard to the review of the corresponding internal rules and procedures for its compliance with this Regulation;
- results of assessment of the corresponding modifications and additions to the Regulation offered by the Internal audit function according to results of audit inspection.