

	Title Policy of the Gazprom EP International B.V. Group Companies on Compliance with Sanction Restrictions	Reg. No. 121	
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Contractor A.Y. Kurashvili Head, Contracts Division	Approval Date 22 June 2021 (with entry into force on 01 July 2021)		

1. General Provisions

- 1.1. The Policy of the Gazprom EP International B.V. Group Companies on Compliance with Sanction Restrictions (the "Policy") is a high-level fundamental document establishing the minimum requirements for compliance with Sanction Restrictions in all jurisdictions wherein the Group Companies operate.
- 1.2. The Policy is based on:
 - UNSC resolutions;
 - EU Regulation 833/2014 of 31 July 2014;
 - Normative regulations of an extraterritorial nature of foreign states;
 - National law applicable to the Group Companies;
 - Company-wide policies and regulations on Sanction Restrictions.
- 1.3. The Policy seeks to:
 - Minimize the risk of Sanctions, including Secondary sanctions, being imposed on the Group Companies;
 - Deter operations that may include support or justification of political or military aggression, sheltering criminals and terrorists, developing nuclear and other weapons programs, and violating human rights;
 - Create in the Group Companies a uniform, effective system of controls with regards to Sanction Restrictions.
- 1.4. The Policy reflects the commitment of the executives and employees of the Group Companies to the ethical standards of conducting a legitimate, open, and politically free business, adhering to the best practices of corporate management, and upholding business reputation.
- 1.5. The underlying principles of the Policy include:
 - Compliance with the Sanction Restrictions of jurisdictions wherein the Group Companies operate, are incorporated and/or licensed;
 - Compliance with the requirements of UN, EU sanction regimes or other extraterritorial regulations (if applicable) wherever the Group Companies operate and abandonment of a business violating such Sanction Regimes;
 - Consideration by the Group Companies Sanction Regimes imposed by other jurisdictions if the facts of a transaction make it feasible;
 - Non providing by the Group Companies goods, works, or services even though the above is authorized by relevant regulations, especially if the circumstances constitute a reputational risk;
 - Refusal of the Group Companies and their employees to do business with any person subject to restrictions so as not to violate any applicable Sanctions;
 - Refusal of the Group Companies from business that would violate the export laws applicable to them.
- 1.6. This Policy applies to all the Companies within the Gazprom EP International B.V. Group.

2. Terms and Definitions

Secondary sanctions	Economic restrictions imposed by international organizations, a country, or a group of countries against violators of already existing Sanctions restrictions.
Group Company	Gazprom EP International B.V. and/or its subsidiaries, partially or fully, directly or indirectly controlled by Gazprom EP International B.V., and their separate divisions (branch, representative and project offices). For the purposes of this definition, "control" means holding, directly or indirectly, of more than 50% (fifty percent) of total interests.
Corporate Service Center (CSC)	The Branch Office of the private limited liability company Gazprom EP International Services B.V. in Saint Petersburg.
Sanctions/Sanction	Economic restrictions imposed by international organizations, a country, or a group of

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restrictions

countries on the other country or group of countries (its individuals and legal entities) to hinder certain activities, which may involve a full or partial ban on imports and exports as well as restrictions on financial transactions with such countries, including cross-border payments and investments.

3. Measures to comply with sanction restrictions

- 3.1. The Management Board of Gazprom EP International B.V. defines a general strategy for the Group Companies on Sanction Restrictions and regularly reviews the reports by related executive bodies.
- 3.2. The managing directors of the Group Companies allocate powers, duties, and responsibilities under this Policy among the employees and/or structural units of the Group Companies, ensure the organization of activities aimed at the implementation of the principles and requirements of the Policy, including the appointment of persons responsible for the development, implementation, and control of the procedures for compliance with Sanction Restrictions.
- 3.3. Before establishing any business relationship or conducting any transaction with persons or organizations, a Group Company must ensure that such relationship and transaction comply with applicable UN resolutions, EU regulations on Sanctions and other applicable extraterritorial restrictions by verifying whether such persons or organizations are or are not included in a special blacklist and other sanction lists.
- 3.4. The Group Companies must verify their relationships and transactions for any possible violation of Sanctions imposed on a particular country, individual, or legal entity.
- 3.5. Contracts with counterparties must include provisions that:
 - assert that a counterparty is not on sanction lists or otherwise subject to Sanction Restrictions;
 - require compliance with UN resolutions, EU regulations on Sanctions, other applicable extraterritorial restrictions and with this Policy;
 - require the counterparties to abstain from participating in or promoting any business activity that may cause the Group Companies to break any applicable Sanctions-related obligations;
 - allow a Group Company to withdraw from the contract if a counterparty is in breach of this Policy, is included in sanction lists, or is otherwise subject to Sanction Restrictions.
- 3.6. The Group Companies cannot enter into a business relationship or transaction that directly or indirectly involves countries or persons subject to Sanction Restrictions unless the potential business relationship or transaction has been verified and approved by applicable verification systems and procedures that the Group Companies adopt from time to time.
- 3.7. Just because a country is subject to Sanctions or a person is a national of such country does not necessarily mean that the Group Companies may not enter into any business relationship or transaction involving such country or person. Nonetheless, a transaction must be first scrutinized by a compliance-control team to ensure that Sanctions-related obligations are not violated. In case of doubt, employees of the Group Companies should seek advice from the Legal Department at the CSC (compliance@gazprom-international.com).

4. Consequences of failing to comply with sanction restrictions

- 4.1. Failing to comply with Sanction Restrictions constitutes a violation of legal and/or regulatory requirements and may expose the Group Company to serious reputational damage, legal and regulatory actions, as well as financial loss, and may also expose particular employees involved in the violation to substantial fines or imprisonment.
- 4.2. The Group Companies follow a zero-tolerance approach to deliberate violations of this Policy or applicable sanction regimes. If an employee fails to comply with this Policy, he/she may be subjected to disciplinary measures, including a dismissal. Disciplinary measures will depend on the circumstances of the violation and will be imposed as required by applicable law and the internal policies and regulations of a Group Company.
- 4.3. The Group Companies may terminate a business relationship with any counterparty (including the termination of all current contracts) via a written notification to the counterparty with immediate effect, without having to seek legal redress, or without any obligations to compensate for losses (whether direct and/or indirect) of any kind or nature to the benefit of said counterparty if:
 - The counterparty fails to comply with any of the provisions hereof and is incapable of remedying the situation (if remediable) within 10 days of the written notification on the violation to the counterparty; or
 - The Counterparty is included in any sanction list or is subject to other Sanction Restrictions.

5. Final provisions

- 5.1. Contracts and agreements between the Group Companies and counterparties may contain more specific provisions regarding certain matters covered herein. Nothing in this Policy supersedes any particular provision in a particular contract or agreement between a Group Company and counterparty, and in the event of a discrepancy between this Policy and any other provision in a particular contract or agreement, the provision in the contract or agreement will prevail.
- 5.2. This Policy is intended to supplement and not replace other codes of conduct, policies, rules, and procedures that apply from time to time to employees and counterparties. If any employee or counterparty has any doubts about the codes, policies, rules, and procedures applicable in a particular situation, or if any employee or counterparty discovers any conflict or inconsistency between this Policy and any other code of conduct of the Group Companies or any other policies, he/she should seek advice from the Legal Department at the CSC by writing to: compliance@gazprom-international.com.
- 5.3. This Policy will be interpreted by the Legal Department at the CSC. For this purpose, the Legal Department has the right to involve specialists and experts from other structural divisions.

6. Procedure for review and amendment

- 6.1. Since Sanction Regimes may vary rapidly and without prior notice, this Policy may be updated as needed.
- 6.2. Amendments hereto are subject to the internal normative documents, including the improvement of the package of measures to prevent sanction risks.