

APPROVED

by Order of Rosatom South Asia Marketing
(India) Private Limited

dated 18.04.2019

№ 338/IN-01.02/190403

CODE OF ETHICS AND PROFESSIONAL CONDUCT OF THE EMPLOYEES IN

Rosatom South Asia Marketing (India) Private Limited

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1. **Introduction:**

1.1. The ‘Code of Ethics and Professional Conduct’ of the Employees of the Foreign Regional Centers of the State Corporation Rosatom - Rosatom South Asia Marketing (India) Private Limited is the document prescribing values of the Corporation and its Organizations specifying Ethical Principles and Rules of Conduct based thereon, including standards established in the applicable Indian Regulatory Acts of the Corporation and / or its Organizations. The Code is not an exhaustive body of Rules.

1.2. The Code is drafted to facilitate:

Elimination of chances of breach of the Law and Ethical Principles of Conduct adopted by the Corporation and its Organizations;

Strengthening the business reputation of the Corporation and its Organizations;

Introduction and stipulation of the Corporation’ and its Organizations values in the sector etc.

1.3. The Code is based on provisions of the following documents:

Federal Law No. 317-FZ of 01.12.2007 “On the State Atomic Energy Corporation ‘Rosatom’”;

Federal Law No. 273-FZ of 25.12.2008 “On Countering Corruption”;

General Principles of Professional Conduct of Civil Servants, as approved by Decree of the President of Russian Federation No. 885 of 12.08.2002;

Methodological Recommendations for Development and Adoption of Corruption Prevention and Countering Measures (Ministry of Labor of Russia, 08.11.2013);

The Prevention of Corruption Act, 1988, enacted in India;

IAEA Recommendations “Handbooks of Nuclear Law”, 2006, 2010, IAEA Safety Guide No. GS-G-3.5, 2014;

The Kyoto Protocol to the United Nations Framework Convention on Climate Change, Kyoto, 1992;

Unified Sectoral Anti-Corruption Policy of the State Atomic Energy Corporation “Rosatom” and its Organizations, as approved by ROSATOM’s order No. 1/364-P of 14.04.2015.

2. **Basic Terms and Abbreviations:**

For the purposes of the present Code the following terms and abbreviations shall have the meanings as assigned below:

‘Anti-corruption Policy’ is a local regulatory document of the Corporation or an Organization of the Corporation, aiming to define principles of non-corruption and prescribing methods for preventing as well as combating corruption.

‘Confidentiality of information’ is the requirement from an Employee receiving any specific information, of not transmitting such information to any third person/s without consent of its holder or any specific directions to that effect from the Corporation or any concerned and superior officer of the Corporation or an Organization of the Corporation.

‘Conflict of interest’ is the situation where any vested interest (whether direct or indirect) of the Corporation’s or its Organization’s Employee, who holds any position which assumes the responsibility of performing any job or role or duty for the Corporation or its Organization and of taking measures to prevent or settle the conflict of interests, affects or can or may affect the expected, fair, proper, honest, objective and impartial execution of such duty or exercise of power by him / her.

‘Corporation’ means the State Atomic Energy Corporation “Rosatom”.

‘Corruption’ means an act whereby an Employee **either demands or** accepts or obtains or agrees to accept or attempts to obtain from any person or Organization or institution, for himself or for any other person, any pecuniary benefit whether in cash or gift or in any other form or any benefit or advantage or gratification whatever, other than the official & legal remuneration, as a motive or reward or promise for doing or abstaining to do any official act or for showing or abstaining to show, in the exercise of his official functions, favour or disfavour to any person or organization or institution or does any act by way of commission or omission which he / she as an Employee ought not to have done or does any misconduct with the above intentions.

‘Ethics’ are the set guiding principles of honesty, fairness, uprightness, morality, equity, norms and values etc. regarding which any person of ordinary prudence ought to have inherent understanding and also the principles as may be laid by the Corporation or its Organization, which the Employees must follow and adhere to.

‘Ethical Assessment’ is the regular and persistent observation, taking cognizance of, keeping record of and interpretation of actions and functioning of the employees from the point of view of compliance of their behavior in respect to the Norms and Rules as stipulated by the present Code.

‘Ethical Principles’ are the principles and norms of business ethics and rules of business attitude and behavior stipulated by the present Code, which the Employees are required to follow.

‘Council on Ethics’ is the continuously monitoring as well as acting body of the Corporation, whose aim and purpose is to guide and keep informed the Employees about the various facets of the present Code of Ethics, and further assure that the Employees abide by and comply with the provisions of the present Code of Ethics, by assessing of the acts, actions and overall functioning of the Employees of the Corporation or its Organization, using means including giving incentives, reprimanding, cautioning, punishing etc.

‘Employee’ means the Employee of the Corporation Rosatom or its Organization.

‘KPI’ is the Key Performance Indicator.

‘Vested interest’, means a possibility, hope, desire, expectation or planning of receiving any pecuniary benefits, incomes as money or other property, including property rights, monetized services, results of executed works or any other benefits or advantages by an Employee of the Corporation or its Organizations, who holds the position, which assumes the responsibility of performing any job or role or duty for the Corporation and of taking measures to prevent or settle the conflict of interests, and / or persons being his/her close relatives or connections by marriage

(viz. parents, spouses, children, brothers, sisters, as well as brothers, sisters, parents of spouses and children's spouses), citizens or organizations, with whom the said employee and / or persons being his/her close relatives or connections by marriage, are bound by property, corporate or other close relations.

‘Organizations of the Corporation’ mean the Federal State Unitary enterprises, with respect to which the Corporation executes powers of the property owner on behalf of the Russian Federation, Joint Stock Companies, whose shares are owned by the Russian Federation and with respect to which the Corporation executes powers of the shareholders, their affiliated companies and business companies, whose shares (interests) are owned by the Corporation and above said organizations.

‘Regional Center’ means the Organization of the Corporation as the Foreign Regional Centers of the State Corporation Rosatom, in this Code - Rosatom South Asia Marketing (India) Private Limited.

‘Rotation’ means a permanent or temporary change of the Employee's job or labor function while in continuation of employment with the same employer as well as transient of the employer for employment with a different employer; performed as temporary transition in the form of assignment.

‘Mass media’ means the mass media agencies and corporations.

3. **Values of the Regional Centre:**

The following Values are adopted by the Regional Center:

One step ahead:

The Regional Centre strives to be the leader in the global market, be always one step ahead in technology, knowledge and the professional strength of its Employees. We foresee what will be tomorrow and are ready to be it today. We continuously advance and learn. Every day we try to work better than yesterday.

Responsibility for the Result:

Each of us bears personal responsibility for his / her work result to the State, Sector, colleagues and customers. In our work, we set for ourselves the most stringent requirements. It is not the spent effort that is evaluated, but the achieved results. The successful results are the foundation for our future achievements.

Efficiency:

We always strive to find the best solutions to problems. We aspire for efficiency and excellence in all we do; when achieving the set targets, we make efficient use of our resources and are continuously improving our working processes. There are no obstacles that can hinder our search for the most efficient solutions.

One Team:

We all are ROSATOM. We have common goals to achieve. We are working as a team of like-minded persons having unique working and quest for excellence in results. Together we are stronger and can achieve most ambitious goals working in synergy. The successes of our employees are the collective successes of the team.

Respect:

We always treat our customers, partners and suppliers with respect and courtesy. We always attentively listen to and hear and understand each other, regardless of positions

and places of work. We respect the history and traditions of the Nuclear Industry. The achievements of the past inspire us for new victories.

Safety:

Safety is our Top Priority. In our work, we paramount & ensure absolute safety of people and the environment first. There are no minutiae in safety; we know safety rules and follow them meticulously, while putting a stop to violations.

In the event of unavailability of the corresponding norms set by local Corporate Acts of the Regional Centre the decisions are to be made on the basis of the values of the Regional Centre.

4. Ethical Principles of Conduct for the Employees:

4.1. Common Ethical Principles of Conduct of the Employees:

Compliance with the law of the Republic of India, Russian Federation and other countries where the Regional Centre operates;

Intolerance to violations of labor protection and safety requirements in the use of atomic energy;

Inadmissibility of any form of coercion and harassment;

Zero tolerance to Corruption;

Inadmissibility of favoritism and discrimination associated with race, skin color, nationality, ethnic affiliation, gender, age, confession and religion conviction, property, social, official, marital status, political convictions, adherence to non-governmental associations, human physical capacities, and other similar characteristics;

Inadmissibility of humiliation of honor and dignity of other people;

Inadmissibility of circulation of information known to be false or without ascertaining its truthfulness, which tarnishes or may tend to harm the honor and dignity of Employees and partners, and undermine their reputation.

4.2. Relations with the State:

The employees of the Regional Centre shall:

Always remain alert to and aware of their special responsibility arising from the participation of the Russian Federation in management of the Corporation and strive to be an example to be followed in execution of their powers serving the interests of the State;

In their individual as well as collective activities be guided by generally recognized principles and norms of the International Laws and legislations of the Russian Federation and the Republic of India;

Build up sustainable and constructive relationships with the State, Powers and Local Authorities being guided by the principles of responsibility, good conscience and independence;

Not use their official and occupational status to impact activities of the State bodies, Organizations, Officials, Civil servants and citizens in settling personal matters;

Demonstrate civility and solicitude in interacting with and treating citizens as well as officials; and

Refrain from public utterance, judgments and assessments on behalf of the Regional Centre as regards activities of the State Bodies or Local Authority, its head, if it is beyond job duties or job description of the Employees.

4.3. Relations with Organization's Founders, Partners and Investors:

The Regional Centre endeavors for enhancement of its Investment Attractiveness and strengthening business reputation in the eyes of investors. Transparency and openness are the foundation for trust in the Regional Centre.

The Regional Centre respects rights of all Organizations, Founders Partners and Investors and assure them that their rights, as established by the law of the Republic of India, Russian Federation and Local Regulatory Acts will be duly followed.

Employees of the Regional Centre **shall** timely and completely, provide the parties concerned with the material information about the Corporation's activities through public disclosure in accordance with the established procedure, except for the restricted access information and data, which constitute the State secret.

4.4. Relations with Employees:

Professionalism and involvement of the personnel are a valuable resources of the Regional Centre. The Regional Centre facilitate enhancement of prestige of work in the nuclear sector and ensure that the Employees have safe Labour conditions. Leaders of the Corporation and its Organizations shall strive to create atmosphere, which facilitate enhancing and displaying the Employees' potential, in the team.

The Regional Centre recognizes Labour Rights as integral part of Human Rights, observe the principles of social partnership, norms as well as terms and conditions of the existing Industrial Agreements on Atomic Energy, Industry and Science, Collective Employment Agreement, and support nuclear industry veterans as per the provision of social policy of the Regional Centre.

4.5. To develop the Career:

The Employees shall have to-

Follow the Corporate values;

Fulfill individual KPI 100% and higher;

Be prepared for and accept rotation, both inside the Corporation as well as between its Organizations, for bearing additional load of work and responsibility in conditions of changes; and

Be ready to move to other regions.

4.6. Relations with Society and Non-governmental Organizations:

The activities of the Regional Centre affect residents of their host regions. The Regional Centre is accordingly guided by the principles of social responsibility in making decisions affecting the interests of the local population.

For the Regional Centre, the environment is the prime resource that needs security and protection.

Employees of the Regional Centre shall-

Show understanding, tolerance and respect for traditions of the peoples in host regions of the Regional Centre, take account of cultural and other features of different ethnic, social groups and confessions, facilitate inter-national and inter-confessional consent;

Observe neutrality that excludes a possibility of influence of political parties and other non-governmental associations decisions on their official activities;

Abstain from any act capable of raising doubts regarding the objective performance of the Employees in performance of their duties and shall not allow conflicting situation to occur which might damage their reputation or the reputation of the Regional Centre;

Shall not favor any professional and social groups or organizations, and shall maintain independence from influence of individuals, professional or social groups and organizations;

Contribute to development of regions through participation in serving current objectives and implementation of development projects of the host regions of the Regional Centre;

4.7. Relations with Contractors and Business Partners:

The Regional Centre endeavors to build smooth and effective interaction with contractors and business partners on an open and mutually beneficial basis while fulfilling undertaken commitments in the full scope. At the same time, the Regional Centre sets forth strict requirements to high standard and quality of provided goods and services, to reliability of contractors and business partners, to observance by them of the business community rules, including anti-corruption rules.

Employees of the Regional Centre shall-

Take account of contractors' and business partners' attitudes towards the ethical principles of conduct of the Employees; and

Thoroughly consider and timely respond to claims, applications and proposals being received by the Regional Centre regarding the issues of relationships with counteragents and business partners.

4.8. Relations with Mass Media:

The Regional Centre continuously interacts with the mass media and builds up its ties on the principles of openness and transparency. The Corporation and its Organizations carry out relations with mass media through structural divisions and / or employees having the corresponding authorities. Only authorized officials of the Corporation its Organizations shall appear before mass media as well as at events with mass media participation.

Employees to observe the following rules in relations with mass media:

Avoid making any statements and utterance uncoordinated with the Authorized Structural Division of the Corporation or an Organization of the Corporation, which may be perceived as an official position of the Corporation and / or its Organizations;

Refrain from passing to mass media any information or documents regarding the Corporation's activities, activities of its Organizations, the Regional Centre activity,

which has not been agreed upon with the Authorized Structural Division of the Corporation or an Organization of the Corporation;

In the event of speaking for or as a Corporation or its Organizations, the Employee at a public assembly with participation of the federal and regional mass media, get this speech approved by the Authorized Structural Division of the Corporation or any Organization of the Corporation authorized to interact with the mass media;

Without comments and distortions send information and / or appeals from mass media representatives to Structural Divisions and / or superior or concerned Employees of the Corporation or its Organizations having authority to interact with mass media; and

While preparing public presentations aimed at the outside audience, avail of Local Regulatory Acts of the Corporation for creation and drawing of presentations.

5. Rules of Conduct of Employees:

5.1. Corruption Control:

Corruption control in the Regional Centre shall be carried out in accordance with the Anti-corruption Policy.

An atmosphere of zero tolerance towards corruption shall be maintained in the Regional Centre. Any breach of laws and rules relating prevention of corruption shall stand condemned as they jeopardize the fundamentals of safety and efficiency of the Regional Centre. There are no hierarchic barriers in the Regional Centre, if legal and ethical norms are breached.

The leaders and senior officials of the Regional Centre are the guarantors that the anti-corruption rules and procedures are fulfilled; they demonstrate the personal example of observance of the anti-corruption rules of conduct and bear personal responsibility for non-observance of principles of the Anti-corruption Policy in the Regional Centre.

The Employees shall:

Refrain from Corruption or any related misconduct and other breaches of law in the interests or on behalf of the Regional Centre; and

Endeavor to avoid any conduct, which may be interpreted by others as willingness to commit or participate in commission of any corruption-related act.

5.2. Security of Recourses and Property:

The Employees shall practice and ensure delicate handling of properties of the Corporation and its Organizations, use them only for the intended purpose, make proper and maximum use of reuse the materials and properties if possible and follow principles of economical spending of resources for achieving efficiency and stability of the Corporation and its Organizations' activities and care of future generations.

The Employees shall:

In planning and use of resources, choose the option, where it is possible to minimize expenses if this does not affect safety, quality and terms; and

Use resources and property of the Regional Centre (including tools and equipment, vehicles and different means of communication etc.) for execution of their employment duties only.

Environment Care:

The Employees shall in the course of using the properties and material and other resources of or for the Corporation and its Organizations, endeavor to minimize harm to the environment, avail environment friendly material, avoid or minimize waste of natural resources, including water, electricity, fuel etc.

5.3. Information Security:

Any breach of confidentiality of information or a procedure of handling the documents which contain such information, can impair or harm or adversely affect the Regional Centre. The Regional Centre therefore stipulates directions on handling confidential information as per the law. These directions help maintain a reasonable balance between transparency and protection of the business and economic interests of the Regional Centre.

The Employees shall:

Observe provisions of the directions, guidelines, documents etc. which prescribe and regulate the handling procedure of confidential information of the Regional Centre and personal data of employees; and

Pass confidential information to third persons in accordance with the law and Local Regulatory Acts of the Regional Centre published in furtherance of the law.

5.4. Conflict of Interests:

The Employees shall:

Avoid any situation, which leads to conflict of interests or have signs thereof; and

Take statutory required measures to prevent a conflict of interest and to settle arising conflicts of interests.

5.5. Receiving and Giving Gifts, Exercise of Hospitality:

Receiving and giving gifts, exercise of hospitality are the means displaying and promoting courtesy, politeness, respect etc. and they facilitate development of business relations, provided they are of symbolic nature, not aimed at or visible as means to influence decision-making, and do not give rise to tracing such influence.

The Employees shall:

Be guided by special requirements for receipt of or giving gifts and showing hospitality in accordance with the set norms, laws and Local Regulatory Acts of the Regional Centre published in furtherance thereof.

5.6. Employment of Employees' Relatives in the Corporation:

The Corporation or its Organization adopts policy to welcomes the desires and aspirations of relatives of their Employees to join and work in the Corporation or related Sector. The Corporation however stipulates that all the filing up of vacancies shall be on merits and set procedures and policies of the Corporation and that there shall be no preference or favoritism in filing up the vacancies in the Corporation or providing job in any Organization of the Corporation.

The Employees shall:

Not affect or influence decisions on promotion of their relatives working in the Regional Centre; and

Not use their links with relatives to influence decision-making in discharge of their official duties.

5.7. Labour & Environmental Protection, Nuclear Radiation and Industrial Safety:

Protection and safety of the Environment are the priority Environmental Objectives of the Corporation and its Organizations.

The Corporation follows a reliable Environmental Policy based on the principles of reasonable nature exploration, preservation of the environment in the regions of industrial activities, enhancement of the radiation monitoring systems;

As a major electricity producer in the Russian Federation, the Corporation provides the consumers with environmentally clean energy, making a significant contribution to performance of national commitments by Kyoto protocol (agreement on measure to prevent emissions of greenhouse gases) and other international treaties;

The Corporation ensures safe labour conditions for its employees. All injuries, incidents and events without any exception as well as its precursors are the subject for investigations. The investigations are aimed at reaching conclusions which would help in avoiding a repetition of such events.

Violation of the principles, procedures & requirements of labor protection, environmental protection, nuclear radiation and industrial safety entails appropriate action and imposition of penalties on errant Employee/s according to the norms and laws of the Russian Federation as well as the host countries of the Corporation.

The Employees shall:

Shoulder the responsibility towards future generations, to strike balance between economic initiatives and essential environmental issues;

In addition to the mandatory preventive actions excluding the risks for the general public and environment, also work on minimization of negative influence caused to the environment by application of their own engineering achievements and world best practices in this area;

Be aware and observe requirements of the law of the Russian Federation, Republic of India, Local Regulatory Acts of the Regional Centre in the field of labor protection, environmental protection, nuclear, radiation and industrial safety;

Immediately stop any work if it can lead to dangerous consequences for their own lives or safety of others;

Commence and even allow other Employees any working only if there are qualifications corresponding to concerned work, appropriate training and absence of medial contra-indications;

Use personal protection equipment when such equipment is necessary for fulfillment of production objectives;

Provide information, render other assistance in investigation into occupational hazards, injuries and prerequisites thereof;

Refrain from being at the working place under the influence of alcohol, drugs or other similar stupefying substances, bringing, doing storage or distribution of drugs

and other similar substances whose circulation is prohibited by law, in any premises of the Regional Centre;

Refrain from smoking on the premises or in facilities of the Regional Centre, except for specially designated places;

Immediately inform the Authorized Structural Division or official of the Regional Centre on potential and occurring violations of Labour protection, environmental protection, nuclear radiation and industrial safety; and

Have the right of protection of confidentiality of information about the fact and content of such appeals;

Involve Non-governmental Environmental Organizations to participation in discussions of the planned activities in the field of use of atomic energy with respect to the issues of Environment Protection and ensuring Environmental Safety;

Promote development of Environmental culture, Environmental education, training and bring-up of the Regional Centre employees and general public in the regions hosting nuclear facilities.

5.8. Conflicts in the Corporation:

The Corporation prescribes taking necessary steps to reduce risks of conflicts and disputes between the Employees.

The Corporation recognizes the importance of pre-trial settlement of internal conflicts and strives to settle all disputes through negotiations with Employees using its good offices.

The Employees shall:

When signs of a conflict arise or appear while working in the framework of the Regional Centre, turn to an immediate supervisor or to structural divisions of the Regional Centre responsible for human resource management and inform about the facts and try to resolve the issues.

5.9. Corporate Identity:

Each employee shall facilitate building up the Corporate Identity of the Corporation. An appearance and conduct of an Employee has influence on how external audience perceive the Nuclear Sector.

The Employees shall:

While interacting with representatives of stakeholders, observe generally accepted rules of politeness and business communication;

While representing interests of the Regional Centre, avoid conduct and utterance harming or affecting the image of the Regional Centre; and

While selecting clothes for work, be guided by generally accepted dress code rules based on the principles of modesty, formality, accuracy and cleanness.

6. Application of the Code:

This Code covers all spheres of activity of the Regional Centre. All internal regulatory documents are produced taking into account the Code provisions.

The responsible person for updating of this Code of ethics and surveillance over compliance with its provisions is the Director for Personnel Management of State Corporation Rosatom. All amendments are to be introduced in accordance with the procedure established in the Corporation.

Observance of the Code's provisions does not replace the necessity of observing requirements of law of the Russian Federation and other countries where the Corporation operate. Should any contradictions arise between the provisions of the Code and requirements of the law, it is necessary to be guided by requirements of the law.

Most important tool of enforcement of observance of the Code provisions is the employee's inherent self-assessment and his/her moral appraisal by superiors and colleagues.

When formulating appeals regarding violations of the Code provisions, the employees should follow the following procedure:

To indicate the violator that it is impermissible to violate the Code procedures and to require stop these actions;

In case there is no positive result, to notify the immediate superior on the violation; and

If the immediate superior is involved in the violation or does not take measures to stop the violation, to notify Council of ethics.

In the Corporation, pursuit or punishment of employees for appeals related to potential and occurring violations of this Code by other employees is prohibited.

Incompliance with the provisions of this Code for the Corporation employees might lead to disciplinary and other types of disciplinary liability in the cases of violations of the corporate acts adopted in pursuit of this Code.

An employee might address any issues associated with application of this Code to the Directorate for personnel management of the Corporation.