

Corporate Ethics Initiative for Business in the Russian Federation

WHEREAS, the Signatories are Russian and foreign companies having business operations in Russia;

WHEREAS, the Signatories agreed to strengthen their efforts to counter the risk of bribery and corruption in their business environment in the Russian Federation on the basis of a zero-tolerance policy towards bribery & corruption;

WHEREAS, the Signatories aim to support the multi-industry and multi-national anti-corruption initiative which was launched by the Engineering & Construction, Energy, and Mining & Metals Governors of the World Economic Forum, in cooperation with Transparency International and the Basel Institute on Governance;

WHEREAS, the [Partnering Against Corruption – Principles for Countering Bribery](#) (hereinafter the “Principles”), derived from Transparency International’s Business

Principles for Countering Bribery, shall therefore become the basis of the Signatories Initiative (Annex 1).

NOW therefore, the Signatories agree as follows:

1. This initiative shall apply to and shall be binding upon the Signatories’ and/or their respective affiliates¹ business activities in the Russian Federation.
2. Each Signatory shall respect the Principles and abide to them whenever doing business in the Russian Federation. Each Signatory is committed to either implement anti-bribery and anti-corruption practices corresponding to these Principles in their organization and their distribution channels or use them to benchmark and improve existing programs. Each Signatory may, however, apply stricter principles for its own organization.
3. If a Signatory obtains knowledge about an actual or potential infringement of the Principles by another Signatory (which shall include any of its employees), it shall inform the respective Signatory thereof in order to allow the rectification of the (alleged) infringement.

Non-disclosure reservation: The Participants in the person of law firms and auditors are not expected and shall not disclose, use or distribute any information known to them as a result of their professional service rendering and connected with their clients and customers and shall treat any such information as confidential.

4. The Signatories will meet at least once a year and review their experiences with the implementation of the Principles in the Russian Federation and consider any changes to the Principles which may have occurred or which may be desirable. The co-operation of the Signatories and any possible exchange of information between the Signatories in connection with this agreement is limited to the scope of this Initiative. The co-operation of the Signatories under this Initiative shall comply with applicable laws, in particular competitions laws.

¹ affiliates controlled by Signatories

5. In the event that a Signatory asserts that a material breach of the Principles has been committed by another of the Signatories, the Signatory may request the expulsion of the Signatory which breached the Principles (the "Defaulting Signatory"). If the occurrence of a material breach is contested by the Defaulting Signatory, either Signatory may at any time submit the dispute to the Dispute Adjudication Board ("DAB") in accordance with Section 6. The DAB then decides if a material breach has been committed and if the Signatory shall be expelled from this Initiative.

The right to request to expel the Defaulting Signatory shall be the sole and exclusive remedy for the other Signatories regarding the material breach of the Principles.

6. All disputes in connection with this initiative, which cannot be settled between the Signatories, shall be submitted to a Dispute Adjudication Board in accordance with the ICC Dispute Board Rules ("DB Rules"). The DAB shall have three members; all members shall be appointed by the Dispute Board Centre of the ICC pursuant to the DB Rules. The ruling of the DAB shall be final and binding upon the Signatories.

7. This initiative shall be governed by the substantive laws of Switzerland.

8. Each Signatory agrees to have its company name and the fact that the Signatory has signed up to the initiative published in a dedicated internet webpage and/or print media. Prior to any publication, a draft of the publication shall be submitted to the Signatories for approval.

Signatories:

- A3 Group Law Firm
- AJZ Engineering GmbH
- "Albis Plastic" OOO
- ALPE Consulting OOO
- Anwaltskanzlei PADVA & EPSHTEIN
- Anwaltskanzlei Shevyrev und Partner
- Axel Springer Russia
- ZAO "BEFL"
- Beiten Burkhardt Rechtsanwaltsgesellschaft mbH
- Brenntag OOO
- Commerzbank (Euroasija) SAO
- Continental Tires RUS OOO
- Dagmar Lorenz GmbH, Rechts- und Steuerberatung
- Deutsche Management Akademie Niedersachsen gemeinnützige mbH

- Deutsche Bahn AG
- Deutsche Bank Ltd., Moskau
- Distributionszentrum Bertelsmann OOO
- DURA Automotive Systems GmbH
- OOO "Egida"
- EHRMANN OOO
- GEWIMA OOO
- OOO "Heraeus Materials, St. Petersburg"
- "HeidelbergCement RUS" LLC
- Hyperglobus OOO
- Henkel Rus OOO
- IFB Ingenieure GmbH
- ILF Engineering and Project Management
- Johnson Controls International ZAO
- OOO "JBK "Schulze, Brutjan und Partner"
- K + S Aktiengesellschaft
- Klarenco LLC
- Knauf Service OOO
- Konsu OY / ZAO Konsu M
- Kuehne+Nagel GmbH
- KVL Consult OOO
- Lafrentz Achte Baugesellschaft mbH
- Lanxess OOO
- Linde KCA Dresden GmbH
- Lindner
- MAN Avtomobili Rossiya OOO Importeurgesellschaft
- MAKS-Besopasnost
- "MauerGroupSt.Petersburg" OOO
- MAWY GmbH

- Mennekes Elektro RUS OOO
- Mercedes Benz-Russia ZAO
- Merck KGaA
- Mikhailov & Partner Unternehmensberatung GmbH
- Molkerei MEGGLE Wasserburg, Drs. Sil Hendrik van der Ploeg, CEO
- MTU Friedrichshafen
- NP Europäische Personalzertifizierungsstelle "EuroKompZert"
- OOO Nörr"
- OsnaTrans
- OAO "OSRAM"
- Panalpina World Transport ZAO
- PC-Ware Russia OOO
- PERAMET Anlagentechnik GmbH
- OOO Phoenix Contact Rus
- PSI AG
- "Railion Russija Services" OOO
- ROHDE & SCHWARZ GmbH & Co.KG
- Rödl & Partner Moscow
- Rusmarketing GmbH
- RUSSIA CONSULTING OOO
- Saueressig OOO
- OOO "schattdecor"
- ZAO "Schenker Russia"
- Service-Integrator OOO
- Siemens LLC
- SMS Siemag AG
- Tenzor Consulting Group
- THOST Russia Projektmanagement OOO
- TM Defence Legal Services OOO

- ООО "VITRULAN Textilglas"
- Volkswagen Group Rus ООО
- Webasto Rus ООО
- Wermuth Asset Management GmbH
- Zellstoff und Papier Handelsgesellschaft mbH