



INTERPIPE

INTERPIPE's ANTICORRUPTION and ETHICAL PRINCIPLES COMPLIANCE PROGRAM

LIMITED LIABILITY COMPANY "INTERPIPE UKRAINE"

1A, Pysarzhevskiyi str., Dnipro, Ukraine, 49005. Tel: +38 (056) 74 74 066, Fax: +38 (056) 74 74 974, +38 (056) 74 74 919
www.interpipe.biz e-mail: info@ua.interpipe.biz
IBAN: UA353057490000002600930287405, Beneficiary's bank: JSC "BANK CREDIT DNEPR", Kyiv, Ukraine



INTERPIPE

Table of Contents

1. Introduction	3
2. Responsibility for implementation of this Program	4
3. Who must comply with this Program	4
4. Terms and definitions	5
5. Responsibilities	6
6. General Principles	8
7. Gifts, meals, travel, hospitality, and entertainment	9
8. Political and charitable donations	10
9. Marketing and sponsorship	11
10. Confidential Information	11
11. Record keeping	12
12. Third Parties	12
13. Joint Venture Partners and candidates for acquisitions	13
14. Engagement of Government officials	13
15. Whistleblowing	14
16. Antitrust compliance	15
17. Sanctions	16
18. Trainings	17
19. Compliance department	18
20. Senior Management	18
21. Relevance Control	19
Appendix A: Scenarios and guidelines	20

1. Introduction

Scope:

This program (the “Program”) applies globally to all entities and subsidiaries of INTERPIPE HOLDINGS PLC (together “INTERPIPE” or “Company”, each separately - an “Entity”).

This policy is drafted and shall be used to for the purpose of generalization, transparency and compliance by all INTERPIPE employees with the provisions of corporate codes and policies (hereinafter referred to as "Policies"), including, but not limited to: the Code of Ethics, anti-corruption policy, the Charter of responsible procurement, and the provisions of this Program, as well as for the purpose of informing and guiding our employees on detection and response mechanisms to cases of violations of the provisions of the law, Policies and Programs related to compliance with ethical standards, sanction restrictions, and prevention of corruption.

The Company will adopt a risk-based approach with an emphasis on raising awareness, prevention and reporting. This Program and Policies is supported by staff training, systems and controls and support from senior management.

INTERPIPE conducts all its business in an honest and ethical manner., with a zero-tolerance approach to bribery and corruption. The Company is committed to act professionally, fairly and with integrity in all our business dealings and relationships wherever we operate, and implementing and enforcing effective systems to prevent corruption, unethical behavior and other violations.

Entities incorporated in the Ukraine are bound by Ukraine laws, including the Law of Ukraine “On corruption prevention” and regulations of all Ukrainian regulators.

Entities incorporated in the United States are bound by United States laws, including the Foreign Corrupt Practices Act, and any applicable regulations of their regulators, including FINRA rules relating to payments and gratuities.

Entities incorporated in the Switzerland are bound by Swiss laws, SECO and other local regulators regulations.

Entities incorporated in Germany are bound by German laws and other local regulators regulations.

Entities incorporated in Cyprus are bound by Republic of Cyprus laws and other local regulators regulations.

Entities incorporated in UAE are bound by UAE laws and other local regulators regulations.

All Entities are bound by local laws of the country of their registration, international regulations and INTERPIPE Policies when operating locally or internationally.

2. Responsibility for implementation of this Program

The Management bodies of each Entity and INTERPIPE shall have overall responsibility for implementation of this Program's provisions and ensuring it complies with legal and ethical obligations, and principles.

The Compliance Department of INTERPIPE is responsible for monitoring the implementation of this Program, compliance with its provisions by employees at all levels, its effectiveness, ongoing risk assessment, as well as considering any requests regarding its interpretation.

Management of Entities at all levels are provided with the authority for implementation of the principles of this Program which includes:

- ensuring that subordinates are informed of and understand the provisions of the Program;
- conducting adequate and regular training about this Program (together with the Compliance Department of INTERPIPE);
- appropriately report on any issues that arise within the framework of compliance with this Program;
- ensuring that all suppliers, contractors and business partners are informed about zero-tolerance approach for any violations before the start of business relations with them and, if it is appropriate, in the future.

3. Who must comply with this Policy?

All employees of INTERPIPE, as well as persons acting on behalf of INTERPIPE in any capacity, must comply with the provisions and principles of the Program, namely: employees, managers, directors, agents, contractors, partners in joint ventures, representatives of third parties and business partners or any other persons associated with INTERPIPE or acting on its behalf regardless of location (hereinafter "Employee" or "Employees").

4. Terms and definitions

"Bribery" means an offer, promise, transfer, authorization to transfer, or receipt or acceptance of any financial or other benefit or anything of value for the purpose of obtaining an undue advantage or advantage in an illegal or unlawful way.

"Bribe" means any form of payment, gift, meal, travel or entertainment.

"Facilitation payment" means a payment to public officials (or equivalent officials) for expediting an administrative process, the outcome of which has already been determined.

"Corruption" means any actions aimed at improper use by officials of their rights and official opportunities for the purpose of personal enrichment or obtaining an illegal advantage in daily activities.

"Conflict of interests" means a conflict between public legal obligations and private interests of an official, in which such private interests, which arise from his position as a private person, are capable of improperly influencing the performance of official duties or functions by this official.

"Sanctions" means any local legislative or international restrictions/measures of legal influence/regulation, coercive measures against a person/persons or state/states that have violated international norms, treaties, obligations and/or special economic and other restrictive measures applied against individuals or legal entities under the legislation of a certain state.

"Third Party" means any person or organization with which an INTERPIPE employee comes into contact while performing official duties or work tasks, including current and potential customers, suppliers, contractors, distributors, agents, advisors, government and public bodies, their agents, representatives and officials, politicians or political parties.

"Illegitimate (Illegal) advantage" may include the acceleration, obtaining or retention of contracts, commercial, government approvals (including licenses or permits issued by the government), or favorable tax or customs rulings. This term may also include securing or inducing any other improper business advantage with any entity or individual.

"Public servant" must be interpreted as broadly as possible. This definition includes, but is not limited to, the following categories:

- managers, employees or persons who officially act on behalf of the government, government departments, agencies, organizations, state or government companies;
- any person acting as an official representative of any government, government organization or company or international public organization (for example: an official adviser to the government);

- a manager or employee of an international organization (such as the World Bank or the UN);
- a member of the country's ruling royal family;
- manager, employee or representative of any political party;
- any candidate for political office.

"Value" may mean, but is not limited to, the following: money, cash, gifts, restaurant bills, entertainment, stocks, bonds, private property, transfers or forgiveness of debt, charitable contributions and services, even of small value.

"Goodwill" means the established reputation of an enterprise, which is treated as a quantifiable asset and calculated as part of its value at the time of sale.

Clarifications:

- Offering, promising, giving, receiving or soliciting a bribe is a criminal offense punishable by fine and/or imprisonment. If the Company does not ensure that adequate procedures are in place to control and prevent bribery, the Company may face reputational losses, large fines and/or lose opportunities to participate in public procurement.
- Considering that corruption is the abuse of entrusted power for private gain, it is necessary to assess and model whether, under any circumstances, an action (including a gift, hospitality or payment, or offer of any of those) is reasonable and justified, or, on the contrary, carried out with for the purpose of providing the recipient with an improper benefit in exchange for actions or refraining from actions by the recipient in the performance of his or her function. The intention behind the act should always be considered.

5. Responsibilities

Employees are obliged to:

- make sure that you have read, understood and comply with this Program;
- participate in mandatory trainings and take appropriate tests;
- avoid (or suggest) any actions or inactions that may lead to a violation of the provisions of the Program;

- notify management or the Compliance department of INTERPIPE if you believe or have suspicions about existing or possible violations of the Program, for example: report any signs of bribery, corruption or conflict of interest;
- obtain approvals required by the Program;
- accurately and honestly reflect all financial transactions;
- always report attempts to offer or demand a bribe (or an inappropriate gift, hospitality or entertainment);
- carefully maintain confidentiality;
- always use acceptable wording:
 - do not mislead or exaggerate, that is, avoid boastful, false or misleading statements;
 - do it simply, write it down or explain it orally;
 - fulfill what was promised on time and in full;
- Integrity: be open and honest in all business dealings;
- Objectivity: do not allow bias, conflict of interest or undue influence of others to prevail over your professional or business judgment;
- Professional conduct: comply with relevant laws and regulations and avoid any actions that bring you or the Company into disrepute;
- Long-standing business relationships: on their own are not a satisfactory substitute for maintaining up-to-date due diligence information (including informing Compliance department and Economic Security Service of INTERPIPE about material changes in the counterparty's risk profile).

A person's actions are not appropriate if they are illegal, unethical, contrary to the general understanding of honesty, partially or completely violate trust. Such inappropriate actions may be related to any economic activity, professional activity, conclusion of agreements/contracts, or even relate to employment issues or other types of activities of the Company.

You can inform your line manager, the Compliance department, the Personnel management department or via using the helpline or website bot notifications (contacts are available on our website [https://interpipe.biz/en/esg/governance_and_ethics/trustline]).

Employees who violate the provisions of the Program may be subject to disciplinary and administrative action, which may result in dismissal for violation and criminal prosecution. The Company also reserves the right to terminate relationships with other individuals and/or entities working on its behalf if they violate the provisions of this Program.

6. General Principles

Employees (or anyone on behalf of an employee) may not:

- give, promise to give or offer payments, gifts or hospitality, as a result of which it is expected (or there will be an expectation of) obtaining any commercial advantage. Likewise, no incentive of any kind may be offered or promised for commercial advantages already provided;
- offer or accept gifts or hospitality during any commercial negotiations or tender process, if such actions can be qualified as intentional or such as may affect the outcome of the negotiations or tender;
- accept an offer, payment, gift or hospitality from a third party who you believe or suspect is offering it in anticipation of receiving a commercial advantage or something else in return;
- accept a hospitality or a gift that is excessively generous or does not correspond to the circumstances, from a third party;
- offer a gift to government officials, their representatives, politicians or political parties or accept a gift from them, under any circumstances;
- give, offer, authorize, promise money, gifts or anything of value to government officials, foreign governments, officials, their representatives or any person who knows that it will be transferred to a foreign government, official or others, with the purpose of:
 - exerting influence on the adoption of a law or decision by such persons within the framework of the performance of official duties or receiving similar values from such persons;
 - encouraging such a person to perform or refuse to perform any action in violation of their legal duties;
 - provision of illegal advantage;
 - inducing such a person to use his or her influence on a foreign government or institution so that the latter, by their actions or inaction, influence any decision or act of such government or institution in order for the Company to obtain an illegal advantage, participate in a project or economic activity, or assist in the Company's business;
- threaten or attack another employee who refuses to participate in bribery, other offenses or has reported his or her suspicions about possible violations of the provisions of the Program;
- make payments with assistance of any type;
- participate in any activity that may lead to violations of the provisions of the Program;

- facilitate tax evasion by a client, supplier or other third party in any way.

Employees must:

- to declare and notify the Compliance department in writing (by e-mail) about any gifts given or received, for the purpose of verification and approval in accordance with the provisions of Article 7 of this Program;
- report any expenditure on gifts, hospitality, travel, catering or payments to third parties in accordance with our expenditure policies, indicating the reason for such expenditure.

7. Gifts, meals, travel, hospitality and entertainment

Line managers of Entities and internal divisions are responsible for monitoring gifts, meal and hospitality bills, travel and entertainment in accordance with the Program, and for timely reporting of violations to the Compliance department.

7.1. Adequate and appropriate gifts, meal and hospitality bills, travel or entertainment are permissible for employees to give or receive to or from third parties only for:

- establishing or maintaining goodwill;
- maintaining and/or improving our reputation;
- effective marketing or presentation of the Company's products.

7.2. The following gifts shall not be deemed acceptable:

- inappropriate or excessive;
- given or offered to a third party with the intention of obtaining business or an advantage, or in order to obtain business or an advantage, or for the purpose of express or implied exchange for services or advantages;
- deliberate violation of the client's policies or the laws of the country where the gift is given;
- in the form of cash.

7.3. Prohibition upon the giving of gifts

7.3.1. Employees of the Company and third parties acting on its behalf may not give personally, directly or covertly, any gifts or promotional materials, the value of which in aggregate exceeds

\$50 or the equivalent in any currency to one person per calendar year to executives, employees, agents or representatives of other persons, if such gifts are related to the Company's business.

7.3.2. Employees of the Company and third parties acting on its behalf may not personally, directly or indirectly, give any gifts or promotional materials, the value of which in the aggregate exceeds USD 50 or the equivalent in any currency to one person per calendar year to executives, employees, agents or representatives of other persons, if such gifts are related to the business of the employer or principal of the recipient of the Company's gift.

Advertising materials of insignificant value branded with the Company's logo are not subject to the above prohibitions and restrictions.

7.4. Prohibition upon the receiving of gifts

7.4.1. Employees of the Company and their family members may not receive gifts, benefits, assistance or compensation if such things could influence their judgment when working for the Company or provoke the possibility of abuse.

7.4.2. Consent to receive a gift from any person or entity with which the Company has a current or potential business relationship, the value of which exceeds \$50 or its equivalent in any currency, requires the approval of the Compliance department.

7.4.3. Any gifts offered or received by an Employee from any person or entity with which the Company has a current or potential business relationship, the value of which exceeds USD 50 or its equivalent in any currency, must be reported to the Compliance department, which will keep track of such offers and gifts.

Personal gifts are not subject to the above prohibitions and restrictions unless they are related to a current or potential business interest of the Company.

7.4.4. Personal gifts to government officials on behalf of the Company must be approved in advance by PR and Compliance departments.

If you have any questions related to the above provisions on gifts, you should contact the Compliance department of INTERPIPE for clarifications.

8. Political and charitable donations

(i) Any donations must be approved by management of the appropriate level, taking into account the requirements of the Program;

(ii) The Company does not permit the use of its funds, resources, property or production facilities to support or contribute to any political candidates or political parties;

(iii) charitable and sponsorship contributions cannot be used as a substitute for bribery or corruption;

(iv) all charitable donations on behalf of the Company or Entities must be approved by the management of the Company or Entity within their authorized powers, taking into account the requirements of this Program.

9. Marketing and sponsorship

All advertising and sponsorship activities must be conducted transparently, ethically and in full compliance with applicable laws, regulations, any applicable industry codes, international and local recommendations and regulations.

All such activities must be carefully accounted for by the INTERPIPE PR department.

10. Confidential Information

Misuse of confidential information can be equated to bribery. Employees are required to comply with INTERPIPE's policies and procedures regarding the use and handling of confidential information.

General principles of use and processing of confidential information:

- all employees must treat all client information or any other non-public information relating to any client as confidential both during and after their employment and must take appropriate measures to protect such information from unauthorized use and disclosure;

- all employees must treat all information created or received by the Company for its commercial purposes as the exclusive confidential property of the Company, both during and after their employment;

- accordingly, the Company expects that all employees will limit the disclosure of confidential information only to persons who must possess such information to solve work tasks and achieve the Company's goals;
- any use, processing and transfer of confidential information must be carried out in such a way as to avoid its distribution to persons who do not have the appropriate need, access level or right to possess such information.

11. Record keeping

The Company undertakes to keep and maintain accurate and reasonably detailed records which fairly reflect the transactions and dispositions of assets carried out by the Company; these records will be maintained by an appropriate system of internal accounting controls. All charitable and political contributions and gifts, payment or reimbursement for entertainment, dining, travel or hospitality provided by the Company must be recorded in the accounts.

All records relating to operations related to this Program will be kept for at least 5 years. Under no circumstances should accounting officers of the relevant departments of the Company and/or Entities agree to falsify invoices or information regarding payments and/or reimbursements that are unusual, improperly designed, or appear to be inconsistent with the rules and principles of this Program. In addition, the responsible staff must ensure that the accounts are maintained in accordance with the applicable regulations and that any transactions take place only after obtaining the necessary approvals.

12. Third Parties

INTERPIPE and its employees must carefully analyze the existence of risks that a third party with whom there is (or will be in the future) business relationship and/or transactions will violate the relevant anti-corruption laws and regulations. Employees who intend to do business with a third party must take precautions to reasonably ensure that such third party will act with the same level of integrity as is expected of Employees under this Program. Employees must consult with the Compliance department, the Economic Security Service and the Company's Controlling Department and obtain confirmation, that due diligence has been carried out and that the

relevant agreements contain all necessary statements before entering into any agreements with third parties.

When preparing or entering into agreements with a third party, employees should be attentive to signs of potential violations of the law and the provisions of this Program. Such indications include, but are not limited to, the third party's refusal to include required provisions in the agreement and/or confirm current and future compliance with applicable laws and regulations of the INTERPIPE's Program and Policies. Employees should consult with Compliance department if they become aware of any warnings while working with third parties. Sections on mandatory compliance with applicable legislation, international and local sanction restrictions and legal norms are provided in advance in the Company's template contractual documents. In cases where non-template documents are used during the conclusion of the agreement, the Legal department is obliged to supplement such drafts with relevant sections, if they are not available.

In order to maintain the appropriate level of awareness and knowledge of employees, the Compliance department must monitor changes in applicable local and international regulations or legislation, update this Program and INTERPIPE Policies, and conduct systematic training of Employees.

13. Joint Venture Partners and Candidates for acquisitions

Prior to executing any joint venture agreement or acquisition, INTERPIPE shall (i) conduct a thorough and timely analysis of the potential anti-corruption and other risks of the potential joint venture partner or acquisition target; (ii) implement an effective compliance program to mitigate any wrongdoing by these entities, if any; and (iii) take any other reasonable action to stop any improper activity and to prevent it in the future.

14. Engagement of Government Officials

The employment of (or the conclusion of similar agreements with) current or former Ukrainian or foreign public and/or government officials may be considered as providing a certain value to such a person. Therefore, the Company's Entities should be extremely careful when concluding employment agreements (or similar in content) with current or former Ukrainian or foreign public

and/or government officials, as well as with family members or close relatives of such persons, without violating the applicable norms of labor legislation. In case if hiring/employment of persons happens within a year after their dismissal from work that gave them the above-mentioned status - the consent of the Economic Security Service and the Compliance department of INTERPIPE is mandatory for concluding an employment agreement (or similar in content) with the persons specified in this Article 14 of the Program.

15. Whistleblowing

General principles:

- INTERPIPE encourages openness and will support anyone who in good faith reports a violation or raises a concern in accordance with the rules of this Program and the Company's Policies, even if it turns out that they are wrong;
- INTERPIPE seeks to ensure that no one suffers unfair treatment as a result of refusing to participate in bribery and/or corruption offences, or through reporting in good faith the suspicion and/or fact that an actual or potential bribery or other corruption offense has taken place, or may take place in the future;
- whistleblowing is informing about any suspicion of an actual or possible violation or danger related to the activities of INTERPIPE. This includes bribery, fraud, corrupt or other criminal activity, legal malpractice, health and safety risks, environmental damage and any breach of legal or professional obligations undertaken by the Company;
- INTERPIPE hopes that employees feel and will feel in the future the ability to openly report violations. If you wish to raise your concern confidentially, you may do so through independent means of communication available 24/7 with the Company's Compliance Department:

(i) anonymous hotline at: +380676416439

(ii) website bot notification form at:
https://interpipe.biz/en/esg/governance_and_ethics/trustline

(iii) email boxes: compliance@m.interpipe.biz

INTERPIPE will make every effort to keep your identity confidential and disclose it only as necessary to those involved in the investigation of your matter.

- no employee may threaten or retaliate against whistleblowers in any way and will be subject to disciplinary action or, depending on the consequences, prosecution may be referred to the

appropriate government authorities for such actions. At the same time, the provision of knowingly false information by the applicant entails disciplinary or administrative responsibility.

The Compliance department of INTERPIPE is obliged to inform the Company's employees at least once a month about the possibilities of reporting violations and the Company's open attitude to such reports.

16. Antitrust compliance

INTERPIPE's policy is to fully and strictly comply with the anti-monopoly legislation of Ukraine and any other jurisdiction of operations, as well as other relevant international anti-monopoly laws and regulations. This policy is based on a strong respect for and belief in the antitrust laws, and a recognition of the potentially serious adverse consequences of antitrust violations. We understand that the primary purpose of antitrust laws is to preserve and promote competition and that this law is based on the assumption that private enterprise and free competition are the most efficient ways to allocate resources, produce goods at the lowest possible cost, and ensure the production of high quality products.

Our goal is to conduct ourselves in such a way as to avoid any possibility of antitrust influence. Full compliance with antimonopoly legislation is a mandatory requirement for all Entities and Company Employees. In order to comply with antitrust laws, employees should not discuss certain topics in formal meetings or during informal contacts with other industry representatives. Topics to avoid when communicating with competitors include (but are not limited to): our prices, pricing approaches and timing, overall costs, margins, sales and pricing terms, production capacity and levels, new projects.

As part of the above, the Company Employees are prohibited:

- to set maximum prices for products or services;
- to divide markets or customers among competitors;
- to falsify bids, rotate bids or distort the process of open or closed tenders/auctions in any other way;
- to boycott customers, suppliers or sellers;
- to facilitate a conspiracy to exclude competitors or customers from the market;
- to circulate Company's research and development plans, sales or marketing plans, or any confidential product, development or manufacturing strategies.

In case if communication or correspondence may be construed to raise antitrust risks or be the basis for investigations into violations of antitrust legislation, employees are obliged to stop such communication or correspondence and, as soon as possible, inform the Compliance department, which shall take appropriate measures to eliminate such risks and will provide consultations. If necessary, for consideration and further decision-making, the Compliance department may involve other departments of the Company.

ESG Committee of the Management Board of INTERPIPE on an ongoing basis, but not less than once every six months, conducts an assessment of compliance by the Company and Entities with antitrust legislation in all business jurisdictions, the results of which shall be recorded in the minutes of the meeting.

ESG (Environment, Social & Governance) Committee of the Management Board of INTERPIPE is a permanent committee of the Management Board of the Company, the main purpose and task of which is to manage, develop and structure processes related to the issues of compliance with environmental, social and management standards and control their compliance in the Company.

17. Sanctions

17.1. International sanctions

International sanctions are political and economic decisions that are part of the diplomatic efforts of countries, multilateral or regional organizations against states or organizations which purpose is to protect national security interests or to protect international law, as well as to protect against threats to international peace and security.

International sanctions may include the temporary imposition of economic, trade, diplomatic, cultural or other restrictions on their object, which may be lifted when the motivating security considerations no longer apply or if no new threats arise.

Main international authorities who widely use economic sanctions are:

- UN Security Council;
- OFAC (Office of Foreign Assets Control of the US Treasury);
- Council of the EU;
- HMT (Royal Treasury of Great Britain);

- SECO (State Secretariat for Economic Affairs of Switzerland);
- Individual states or groups of states.

17.2. Ukrainian sanctions

Ukraine, as a state, and state bodies of Ukraine have the right to apply sanctions to individuals and legal entities in order to protect national interests, national security and territorial integrity of Ukraine.

Decisions regarding the application, cancellation and amendment of sanctions are made by the National Security and Defense Council of Ukraine (NSDC) and are put into effect by the relevant Decrees of the President of Ukraine.

The Cabinet of Ministers of Ukraine, through the adoption of relevant resolutions, and the National Bank of Ukraine also have the right to impose certain restrictions.

17.3. Compliance with sanctions

INTERPIPE and all Entities undertake to comply with all and any current and future international, Ukrainian and other local restrictions applied in accordance with local legislation and international legal norms/agreements, including, but not limited to, against of the following countries and territories (as well as legal entities and individuals associated with these countries): Russian Federation, Republic of Belarus, Iran, Cuba, Syria, North Korea, temporarily occupied territories of Ukraine.

18. Trainings

Trainings and/or education based on this Program is mandatory for both new employees and all other categories of employees or other persons working for or acting on behalf of INTERPIPE in all jurisdictions. All employees are required to participate in training on the application and use of this Program and other policies of the Company.

19. Compliance department

Compliance with applicable laws, provisions of this Program and INTERPIPE Policies should be part of proactive risk management.

The Compliance department, in cooperation with other departments, must assist the Company in matters of compliance and application of all necessary rules and regulations of the law, including:

- existing anti-corruption procedures;
- flexible risk assessments, including:
 - consideration of temporary changes in the risk profile;
 - assessment of corruption risks in all jurisdictions where we work in all areas of business;
- independent control (including random checks of expenses);
- assistance in internal investigations (includes consultations on process and confidentiality issues);
- carrying out appropriate monitoring;
- conducting audits of internal and external reporting on issues that are within the Department's sphere of responsibility.

Also, the Compliance department is responsible for including information on compliance with antitrust norms and legislation in all jurisdictions into quarterly and annual reports (whichever is applicable).

20. Senior Management

Senior management undertakes to hear from time to time the reports of the Compliance department and, together with it, to review the compliance and effectiveness of this Program.

Senior management will provide useful challenges to assess compliance with the Program and directly assist in the oversight of mechanisms and controls.

We recognize that as global market operators we must adopt a risk-based approach.



INTERPIPE

21. Relevance control

(Current version of the Program)

The current version of the Program is approved (revised) as of 21.02.2024

Appendix A: Scenarios

An effective mechanism for raising awareness is the consideration of potential scenarios. The following is a non-exhaustive list of illustrative examples that may occur in our business, in addition to unusually generous gifts or repeated and generous hospitality that should be of concern.

If you encounter any of these scenarios (red flags), you should immediately notify Compliance department and/or Economic Security Service:

- you become aware that the third party engages in or has been accused of engaging in improper business practices, has a reputation for paying bribes or solicits bribes, or has a reputation for having a “special relationship” with government officials;
- the third party refuses to provide an invoice or a receipt for payment, the invoice looks non-standard or fake;
- the third party requires payment to be made in a country or geographic location other than the third party's place of residence or business;
- a third party asks for an unexpected additional fee or commission to "facilitate" the provision of a service or before signing a contract with us;
- a third party requires repeated or excessive entertainment or gifts before entering into or continuing negotiations for a contract or provision of services;
- a third party requests us to provide a job or other benefit to a friend or relative;
- we have been billed for commissions or fees that appear excessive for the service claimed;
- the third-party consulting agreement includes only vaguely described services;
- the third party does not have appropriate business qualifications or is engaged in a different field of activity than the one for which it was planned to be engaged;
- the third party is proposed by a foreign official or public servant, in particular, those who have the authority to influence the relevant business direction;
- the third party does not wish to cooperate in matters of compliance with the legislation and/or norms or provisions of the Program;
- a third party objects to the provisions of this Program or articles on compliance with norms/legislation in INTERPIPE draft agreements;
- third-party due diligence reveals negative references;



INTERPIPE

- involvement of an agent, intermediary, consultant, distributor or supplier who are not commonly involved in the area or are unknown to us;
- a third party unlawfully requests confidential information without justification;
- the transaction concerns a country known for corrupt payments or a country subject to any sanctions restrictions.

The list of scenarios may be changed or supplemented, which will be sent to all Employees.