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| **"APPROVED."**by decision of the supervisory boardBIOKIMYO JSCNo. 1 of July 7, 2021Chairman of the meeting A. Tugizbaev*(print)* |

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**CONTACT**

**ABOUT COMPLIANCE SERVICES**

**JOINT-STOCK COMPANY**

**"BIOKIMYO"**

(*revised version)*

**г. Yangiyul - 2021**

**O N O T H E R T H E R E A T I O N**

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**I. General provisions**

1.1 These Regulations regulate the activity of the Compliance Service of BIOKIMYO JSC (hereinafter referred to as the Service). It establishes the order of creation and order of its activity of service, appointment of the head, and also his rights and duties.

1.2 The Service is a structural subdivision of BIOKIMYO Joint-Stock Company (hereinafter referred to as the Company), directly subordinated to the Chairman of the Board, in accordance with the approved structure of the executive body of the Company.

1.3. The Service has the right of direct communication, to the Supervisory Board of the Company, bypassing the Chairman of the Board of the Company in the following cases:

groundless failure by the Chairman of the Management Board to take measures to develop and improve the Company's anti-corruption system (including unjustified refusal to allocate resources for anti-corruption measures);

failure by the Chairman of the Management Board to respond to violations of the Company's Anti-Corruption Policy, other Company policies and procedures for combating corruption or applicable anti-corruption laws;

violations of the Anti-Corruption Policy, other Company anti-corruption policies and procedures or applicable anti-corruption laws by the Chairman of the Management Board.

1.4 The organizational form of the Service is established by the staff schedule of the Company, approved by order of the Chairman of the Management Board of the Company.

1.5 The Service is headed by the Head of the Service, who is appointed by order of the Chairman of the Company's Management Board and is responsible for the quality and timely performance of tasks assigned to the Service.

1.6 The activities of the Service are aimed at providing methodological and operational guidance on the implementation of the anti-corruption compliance system in the Company, as well as its functioning, monitoring and follow-up control of the implementation of anti-corruption measures and procedures.

1.8 The Service in its activities is guided by:

The Constitution and the current legislation of the Republic of Uzbekistan;

The Articles of Association of the Company;

decisions of the General Meeting of Shareholders and the Supervisory Board of the Company;

Code and Rules of Corporate Governance and the Company's Code of Ethics;

These Regulations and job descriptions of employees of the Service;

the rules of internal labor regulations;

decisions, resolutions, orders, directives, instructions and other local acts of the Company.

1.9 The Service operates in cooperation with other structural subdivisions of the Company, joint-stock companies and industry organizations, other bodies, ministries and agencies.

**II. Structure of the Service**

**Requirements for the Head of the Service**

2.1 The Service is created by the decision of the general meeting of shareholders of the company.

2.2 The Head of the Service is approved by the Chairman of the Management Board and is directly subordinated to him and accountable to the Supervisory Board.

2.3 The job descriptions of the Head of the Service are approved by the Chairman of the Management Board of the Company. The Head of the Service must be acquainted with these Regulations and job description in the manner and terms established by the Labor Code of the Republic of Uzbekistan and local acts of the Company.

2.4 The Head of the Service must have knowledge, experience and qualifications sufficient for the performance of his/her duties, an impeccable reputation and be trusted by the governing bodies of the Company.

2.5 The Head of the Service is appointed a person who has higher legal or economic education, in the absence thereof - other higher education and qualification in the field of compliance and/or risk management and/or internal control and/or internal audit and at least 5 years of work experience in the specialty, who is able to lead, work in a team and has skills in using modern information technologies, as well as in working with applications of individuals and legal entities.

2.6 The Head of the Service is obliged to take care of the systematic improvement of his qualifications.

2.7 The work plan of the Service shall be coordinated with the Chairman of the Management Board of the Company.

**III. Tasks and functions of the Service**

3.1 The main tasks of the Service are:

organization, implementation, operation and monitoring of antimonopoly compliance;

Identification and assessment of risks of violation of competition law in the society;

creating, regulating and improving the Company's anti-corruption system;

monitoring and controlling the effective functioning of the Company's anti-corruption system;

internal investigations and timely response to corrupt practices in the Company;

interaction with anti-corruption societies;

interaction with law enforcement agencies to combat corruption.

3.2 To perform the tasks assigned to it, the Service performs the following functions:

3.2.1. in the organization, implementation, operation and monitoring of the Company's antimonopoly compliance:

collects and reviews materials (including an inventory of internal documents to identify norms that restrict competition and (or) infringe on the rights and interests of consumers, other business entities), takes measures aimed at eliminating the deficiencies identified, as well as further prevention of these actions;

monitors the elimination of risks of violating competition law;

monitors changes in competition law, as well as ensures the implementation of relevant changes in internal documents;

identifies the risks of violating competition law, keeps records of the circumstances related to the risks of violating competition law, determines the likelihood of the risks of violating competition law;

identifies conflicts of interest that may lead to restrictions on competition in the activities of employees and structural divisions of the company, and develops proposals to eliminate them;

advises the company's employees on issues related to compliance with competition law;

organizes interaction with other structural subdivisions of the Company on issues related to the functioning of antimonopoly compliance;

initiates and participates in internal investigations relating to violations of this provision;

interacts with the antimonopoly authority regarding violations of competition law;

regularly conducts (or organizes) training on antitrust compliance issues and provides up-to-date information to the relevant departments;

examines draft documents adopted by the state body or management bodies of the company, and in case of identification of norms that may entail a violation of competition law, informs the head of the state body or management body of the company about it.

Supervises the development of the draft operating budget for approval by the Supervisory Board.

Evaluate the achievement of key performance indicators of antitrust compliance in society

3.2.2. as part of the creation, regulation and improvement of the Company's anti-corruption system:

drafts internal regulatory documents aimed at implementing anti-corruption measures in the Company;

Develops a plan of measures to combat corruption in the Company (including for the year, as well as for the long term) and submits it for approval to the Executive Board and the Supervisory Board;

conducts an assessment of corruption risks, based on the results of which, if necessary, develops measures to minimize the identified risks;

Develops, initiates and implements proposals to optimize the Company's processes in order to ensure compliance with applicable anti-corruption laws, reduce reputational risks for the Company, and improve control procedures and internal regulatory documents of the Company in connection with the construction of an anti-corruption system;

Evaluate and provide an opinion on draft anti-corruption measures as to their sufficiency, proportionality and relevance in terms of the Company's anti-corruption policies and procedures and applicable anti-corruption laws;

participates in the process of analyzing and resolving situations of conflict of interest to the extent and in the manner prescribed by the Company's internal regulatory documents, and maintains a register of conflict of interest situations of the Company;

participates in the process of checking candidates for employment and the reliability of counterparties to the extent and in the manner prescribed by the Company's internal regulatory documents;

approves the Company's current operations in accordance with the Company's internal regulatory documents;

provides explanations and recommendations to the Company's employees on anti-corruption issues;

In order to identify corruption cases and corruption risks in the Company's activities, the Company conducts surveys among the Company's employees and counterparties regarding the Company's procedures aimed at combating corruption;

participates in the preparation of training plans for the Company's employees with regard to training in anti-corruption norms and requirements;

develops training materials on anti-corruption issues for the Company's employees and conducts appropriate training in the amount and manner prescribed by the Company's internal regulatory documents;

participates in the promotion of anti-corruption behavior among the Company's employees;

participates in the preparation of materials, as well as in the planning and conduct of external events held and/or attended by the Company as part of the fight against corruption;

Ensures that the information posted in the Anti-Corruption section of the Company's official website is filled out and updated;

collect information on the status and trends of corruption offenses in other companies in order to assess the likelihood of similar offenses committed by Company employees;

3.2.3. as part of monitoring and controlling the effective functioning of the Company's anti-corruption system:

Regularly inspects the discipline of compliance with the Company's established control procedures and monitors transactions and payments in areas of high corruption risk in accordance with the Company's internal regulatory documents;

oversee the elimination of identified violations of anti-corruption laws and internal regulatory documents of the Company in the field of combating corruption;

oversees anti-corruption training for all Company employees and their participation in accordance with the training plan;

analyzes the results of information communication channels for reporting corruption and communicates the analytical materials to the Management Board and the Company's employees in order to raise their awareness of corruption risks;

Report to the Management Board on a quarterly basis and as required, on the work done to counteract corruption in the Company.

monitors and controls the performance of tasks assigned to the Company by government anti-corruption programs;

3.2.3. as part of internal investigations and timely responses to corrupt practices in the Company:

in the manner and to the extent prescribed by the Company's internal regulatory documents, analyze and take action on reports of corruption risks and offenses received by the Company's Helpline and other communication channels;

initiates and participates in internal investigations into corrupt practices in the Company;

analyzes information on the results of internal investigations into corrupt practices in the Company in order to further improve the anti-corruption system;

controls the proportionality and sufficiency of penalties for persons brought to disciplinary responsibility for violations of anti-corruption requirements and norms;

3.2.4. within the framework of interaction with law enforcement authorities on combating corruption:

in coordination with the Chairman of the Board or the Supervisory Board and in the manner prescribed in the internal regulatory documents of the Company, assists authorized representatives of law enforcement agencies in carrying out activities to suppress or investigate corrupt practices in the Company.

3.2.6. The Service may perform other tasks and functions within the authority in accordance with the instructions of the Chairman of the Management Board and the Supervisory Board.

**IV. Rights and Responsibilities of the Service**

4.1 To perform the tasks and functions assigned to it, the Service has the right in the prescribed manner:

conduct (at least once a year) an analysis of identified violations of competition law (availability of injunctions, fines, complaints, initiated cases from the antimonopoly authority)

to monitor and analyze the application of competition law in society.

Implements measures when risks of violating competition law are identified;

making a presentation to the head of the company to bring the guilty parties to administrative responsibility in accordance with applicable law.

request, require and receive from employees of the Company and Subsidiaries analytical materials, opinions, primary and other supporting documents, statistical and other information on issues within their competence, necessary to perform the duties of the Service;

In accordance with the internal regulatory documents of the Company, have access to documentation and information, including trade secrets or other information protected by law, necessary to perform the duties of the Service;

conduct inspections, request documents, receive written explanations from the Company's employees, as well as inspect buildings, premises and equipment, make copies of relevant documents and make photo and video recordings of the Company's activities within the framework of inspections carried out in accordance with the duties of the Service or agreed upon with the Chairman of the Management Board;

Give written instructions, assignment letters and recommendations to employees and divisions of the Company within the scope of its activities;

Make proposals to the Chairman of the Management Board and the Supervisory Board of the Company to improve the anti-corruption system in the Company and its subdivisions;

request from the Chairman of the Management Board of the Company the provision of organizational and technical conditions and execution of documents necessary for the performance of the duties of the Service;

directly address the Supervisory Board on issues within the area of responsibility of the Service (taking into account clause 1.3. of these Regulations);

represent the Company in the ministries and departments of the Republic, public and other organizations on a range of issues within the competence of the Service;

The Service may have other rights in accordance with the law and (or) internal regulatory documents of the Company.

4.2 Efficiency and effectiveness of the Service activity is evaluated by the Chairman of the Company Management Board according to achievement of target indicators of the Service activity efficiency and corruption counteraction system in the Company that are established and evaluated in accordance with the procedure set forth by the local acts of the Company.

4.3 The Service is responsible for:

The proper and effective performance of the tasks assigned to it;

timely identification of violations that have negative consequences for the activities of the Company's anti-corruption system and the Company itself;

To comply with the regime of protection of confidential information that has become known to them in the course of their official duties;

organization of qualitative elaboration of draft acts, proposals and questions, submitted to the management bodies of the Company, other bodies and to the Cabinet of Ministers in the part relating to the objectives of the Service;

ensuring executive discipline in accordance with the resolutions of the President of the Republic of Uzbekistan from April 11, 2017 № PP-2881 "On the personal responsibility of state advisers to the President, heads of the Cabinet of Ministers and its complexes, state and economic management bodies, as well as khokimiyats at all levels for effective and efficient execution of acts and instructions of the President, as well as to strengthen executive discipline" and the Cabinet of Ministers from January 12, 1999.

4.4 Type and extent of responsibility of the Service employees for non-performance or improper performance of their job duties is established in accordance with the current legislation of the Republic of Uzbekistan and local acts of the Company.