



**CODE OF
ETHICS AND BUSINESS CONDUCT OF
t2 Group**

Moscow

2020

Table of Contents

1. TERMS AND DEFINITIONS	4
2. t2 GROUP'S MAIN BENCHMARKS AND VALUES	4
3. ROLE AND RESPONSIBILITY OF t2 MANAGEMENT	5
4. INTERACTION WITH SHAREHOLDERS	6
5. INTERNAL AFFAIRS	6
5.1. Respect and human rights.....	6
5.2. Fair terms of work	6
6. OCCUPATIONAL AND ENVIRONMENTAL SAFETY	6
7. BUSINESS TRANSPARENCY. PREVENTION OF VIOLATIONS OF ADOPTED RULES AND STANDARDS	7
7.1. Risk management	7
7.2. Accuracy of statements.....	7
7.3. Counteraction of corporate fraud and corruption	7
7.4. Prevention and settlement of a conflict of interest.	8
7.5. Restricted information protection.....	9
7.6. Counteraction of the legalization (laundering) of criminally derived proceeds, financing of terrorism, and proliferation of weapons of mass destruction.....	9
7.7. Fair competition and compliance with antimonopoly laws.....	9
8. EXTERNAL INTERACTION	10
8.1. Interaction with interested parties	10
8.2. Interaction with state (municipal) authorities.....	10
8.3. t2 Group's interaction with the public and nongovernmental organizations	11
8.3.1. <i>Corporate social responsibility</i>	11
8.3.2. <i>Charitable activities and sponsorship</i>	11
8.3.3. <i>Public speeches, statements, and interaction with the media and the social media.</i>	11
9. COMPLIANCE WITH THE CODE	12
10. REPORTING VIOLATIONS OF THE CODE	13

ABOUT THE CODE OF ETHICS AND BUSINESS CONDUCT

The Code of Ethics and Business Conduct (hereinafter referred to as the "Code") is a collection of moral and ethical, legal and business principles on the basis of which we become aware who we are and how we must behave in our business community, what we should strive for in the process of labor activities and ideally beyond it as well.

The Code shows the commitment of t2 Group, its management and personnel to high ethical standards of running a transparent and fair business intended to ensure the corporate culture improvement, maintain the business reputation of t2 Group, increase the value, financial stability, and efficiency of t2 Group.

The Code defines and fixes the relevant corporate values, ethical standards and rules of the personnel's conduct, which we must follow in our work, when interacting with our colleagues, business partners, customers, state officials, and other third parties.

For the purposes of implementing the Code's provisions, t2 Group complies with the requirements of the applicable laws of the Russian Federation as well as the in-house regulatory documents.

The Code functions as an organizing source in all the areas of t2 Group's activities, certain provisions of which and their implementation procedure are described in detail in t2 Group's in-house documents, including policies, codes, regulations, provisions, organizational and administrative documents, as well as employment agreements and job descriptions of t2 Group's personnel.

t2 Group's personnel, whatever positions they hold, functions they perform, and regions they work in, must follow this Code and comply with its principles and requirements.

1. TERMS AND DEFINITIONS

The following terms and definitions are used in the Code:

Shareholders of t2 Group: members of Limited Liability Company "T2 RTK Holding", which directly or indirectly holds a 100% interest in the authorized capitals of t2 Group Companies.

t2 Group (abbreviated name: t2 Group or the Company): Limited Liability Company "T2 Mobile" (hereinafter referred to as LLC "T2 Mobile") and legal entities, in which the powers of the sole executive body have been transferred under a resolution of the general meeting of shareholders (members)/the sole shareholder (member) to managing organization LLC "T2 Mobile", and each of the above legal entities is separately referred to as **a t2 Group Company**.

Business Partner: a legal entity or an individual, with which/whom t2 Group maintains or intends to start business relations of any kind, other than Customers.

Customer: an individual or a legal entity that signed a services agreement with the Company, intends to sign this agreement or uses its services without a concluded agreement.

Corporate Culture: a system of principles, values, customs, models of conduct, corporate communications, lifestyles, and thinking of t2 Group, aimed at achieving and maintaining a balance of interests within the Company, shared by the Company's personnel, and permitting them to move in the same direction in an integrated way as a whole to achieve the Company's business objectives.

Compliance: ensuring compliance of t2 Group's operation with the requirements of the Russian and applicable foreign laws, other binding regulatory documents, and also creation of mechanisms for analyzing, identifying, and evaluating compliance risks, as well as the best ethical business practices.

Compliance Risks: risks of legal sanctions or sanctions of regulators, considerable financial loss or reputation loss due to the Company's failure to comply with the requirements, provisions, regulations, and standards of Russian laws and in-house regulatory documents.

Management: used with respect to the General Director of LLC "T2 Mobile" and senior managers of the first line of subordination to the General Director of LLC "T2 Mobile", responsible for t2 Group management.

Employee: individual entering into labor relations with the employer. t2 Group Companies may be considered employers within t2 Group Companies.

Third Parties/Other Parties: business entities, nonprofit organizations, in the authorized capitals of which t2 Group holds no direct or indirect interest, the bodies of which include no representatives of the Company, and also individuals that are no employees and that do not hold any positions at t2 Group's governing bodies.

Ethical Standard: reference, sample, model of business conduct based on the Company's values, compliance with which forms the corporate culture. If the ethical standards are fixed and supported by the Company (both formally and informally), they become a standard of everyday activities.

2. t2 GROUP'S MAIN BENCHMARKS AND VALUES

t2 Group's effective strategy defines the priority objectives, used resources, and a sequence of steps to achieve t2 Group's strategic goals.

A vision defines what we want to become and what we strive for in the business community:

We will be a preferred and favourite operator of mobile services for those unwilling to overpay.

If the vision is our goal in the future, our mission is the present, i.e. what we are, how we are defined, how we see our business, and how we distinguish from others:

We create an alternative to market practices. We offer a new quality of life to consumers of mobile services: honest, transparent, advantageous offers, high quality partner programs and services.

t2 values are values bringing together t2 Group's personnel:

- **Open.** t2 Group's personnel are open with each other, subscribers, and partners. They know that if they are open and honest with one another then the Company will become a trusted business too.
- **Challenging.** t2 Group's personnel regularly pose challenges and always seek new ways of self-improvement. t2 Group's personnel are not afraid of disrupting the status quo on the market to make the life of subscribers even better. t2 Group's personnel are ambitious in everything they do.
- **Cost-conscious.** t2 Group's personnel are cost-conscious and always efficiently use their time, financial and human resources.
- **Quality.** For t2 Group's personnel, the quality of services and relations are of key importance as they always do their best to meet the expectations of partners and the needs of subscribers and colleagues.
- **Flexibility.** t2 Group's personnel have a flexible way of thinking. They take into account the opinions of subscribers and each other, share them and strive to be better every day. t2 Group's personnel embrace changes and perceive them easily.
- **Action.** t2 Group's personnel are active and action-oriented. In order to achieve the result, they encourage initiative, make speedy decisions, and are always responsible for their words.

3. ROLE AND RESPONSIBILITY OF t2 MANAGEMENT

t2 Group's management is responsible for creating, supporting, and developing a corporate culture based on the principles described in this Code: tone at the top.

t2 Group's management use their personal example to demonstrate their commitment to the lawful and ethical running of the business, namely:

- act consistent with the requirements of laws, the in-house regulatory documents, and demand that their subordinates behave likewise;
- urge and provide support to employees in their active participation in and contribution to the corporate culture promotion;
- help create in the team a community of transparent and safe communication where every employee can raise an issue and an initiative for discussion;
- take measures aimed at eliminating any violations of ethical standards, regulations, and principles, and also take necessary steps to influence the violators;

- take into account the personnel's compliance with the requirements of the Code and their contribution to the responsible conduct culture formation when evaluating the personnel.

4. INTERACTION WITH SHAREHOLDERS

Respect for the rights and lawful interests of t2 Group's shareholders is one of the fundamental principles of corporate governance. With respect to the shareholders, t2 Group creates best conditions for the exercise of their rights and interests, including: participating in the governance of t2 Group, obtaining accurate and comprehensive information about t2 Group's operations.

The personnel's efforts are totally aimed at preserving and augmenting the shareholder value of t2 Group.

5. INTERNAL AFFAIRS

5.1. Respect and human rights

t2 Group recognizes that the human rights and freedoms are the highest value and each employee has a right to privacy, personal and family secrecy, protection of his/her honor, dignity, and reputation.

t2 Group rejects any discrimination, whether active or passive, and also in the form of any discriminatory expressions and actions due to sex, age, race, nationality, ethnicity, language, citizenship, social, property, or marital status, political or religious beliefs, disability, sexual orientation, marriage or parental status, membership in a trade union, affiliation with a political organization, and for other reasons.

t2 tries to create a transparent and friendly working environment. This environment formation is a result of common efforts made by all the personnel. t2 personnel follow a polite and friendly style of business communication and avoid any rudeness, arrogance, offence, or disrespect for their colleagues.

5.2. Fair terms of work

t2 Group fully complies with the labor laws of the Russian Federation.

All the employees hired by t2 Group must sign employment agreements determining their terms of work.

The employee's working hours, terms of labor and rest time meet the standards set by the labor laws of the Russian Federation.

t2 Group guarantees to its employees labor remuneration and equal career opportunities based on the achieved performance results and the level of corporate competences.

The Company and its personnel are jointly responsible for the personnel's professional development. The Company offers its employees opportunities for their functional and personal development by providing a generally available training system.

At the same time, the personnel are responsible for the efficient use of the professional growth and individual development opportunities offered by the Company.

6. OCCUPATIONAL AND ENVIRONMENTAL SAFETY

Providing safe labor conditions is one of the most important goals pursued by t2 Group, in connection with which the Company takes measures aimed at improving production processes, upgrading production

equipment, controlling the sanitary condition of the working environment, and other measures aimed at improving the current labor conditions in order to reduce any risks of job-related injuries.

t2 Group is aware that safe production depends on not just technical condition of equipment and premises, but also on the personnel's competence, respect for the production discipline.

t2 Group contributes to the environmental safety, supports the efforts of the Russian and international community in this area.

When carrying out its business operations, t2 Group conforms to the provisions of the applicable laws on environmental protection, using modern methods and technology aimed at minimizing the negative environmental impact.

7. BUSINESS TRANSPARENCY. PREVENTION OF VIOLATIONS OF ADOPTED RULES AND STANDARDS

7.1. Risk management

The Company's activities are associated with objective risks: market, financial and economic, regulatory, technogenic, and other risks.

Risk management forms an integral part of the decision making system at all the levels of the Company's corporate governance. Risk management is perceived as part of the Company management process, namely: strategic, operational, and business planning, performance efficiency management, management of operations, control.

The Company encourages:

- transparent and honest discussions of Risks, which leads to a better grounded decision making process,
- exchange of information on Risks, collective decisions on Risks based on information available in different structural subdivisions,
- a preventive approach to Risk Management: foreseeing negative situations instead of responding to them after they occur.

7.2. Accuracy of statements

The financial and non-financial statements of t2 Group are prepared in compliance with the Russian and international standards and fully show, in all material respects, the Company's financial position and performance results.

Accurate bookkeeping is an important factor for a successful business as accounting is a source of data ensuring the passing of decisions by the shareholders, executives, investors, business partners, regulators, and society.

All the accounting documents of t2 Group must contain full, accurate, and real information and correspond to the applicable standards, laws, and regulations relevant to accounting, financial, management, and tax statements.

All the transactions are recorded for accounting purposes in a timely, proper, correct, and detailed manner, are documented and available for an audit.

No inaccurate, incomplete, contradicting, and late statements may be presented.

7.3. Counteraction of corporate fraud and corruption

Employees follow the single principles of rejection of any corrupt practices and counteract all of them.

An important element of anticorruption efforts is incorporating the Personnel anticorruption standards in the corporate culture.

t2 Group uses its in-house regulatory documents aimed at preventing and avoiding corporate fraud and corruption, which comply with the requirements of anticorruption and other applicable laws of the Russian Federation that are publicly available and must be brought to the notice of all the employees.

When business partners are chosen, they are checked for their compliance with anticorruption requirements adopted at t2 Group.

t2 Group follows the limitations and prohibitions set by the Russian laws when it comes to offering gifts to public officials and civil officers in connection with their office or performance of their official duties.

t2 Group's employees may not offer, give, donate to the personnel of state institutions any gratification in any form such as loans, payment for services, entertainment, holidays, transport expenses, and other fees, regardless of their amount.

t2 Group's employees may not use their official positions for their own benefits, including:

- for accepting gifts, fees, and other benefits for themselves and other persons in exchange for provision of the Company's services, actions or transfer of any confidential or insider information;
- for accepting gifts, fees, and other benefits for themselves and other persons while running the Company's affairs, including before and after negotiations over deals and agreements;
- for accepting gifts, fees, and other benefits, not permitted by the Company's in-house documents, employment agreements, for themselves and other persons in the process of performing their official duties.

Offered or received gifts must be symbolic and of a low value. In doubtful cases, employees should seek consultations from their managers or the Internal Control and Compliance Directorate.

Business hospitality must not be perceived as a way of encouraging the recipient to perform any actions or have a purpose of influencing the objectivity of a decision by the receiving or giving parties.

Offering, promising, giving, demanding, or accepting a bribe in any form, commercial bribery, abusing powers, demonstrating the readiness to make or accept any unlawful payments are prohibited.

In case of suspecting any intention to be involved in corrupt practices or identifying any specific facts of corruption, each employee must notify without delay t2 Group thereof in accordance with the procedure set by the Code and the Company's in-house regulatory documents.

7.4. Prevention and settlement of a conflict of interest

t2 Group's main objective in preventing and settling a conflict of interest is to limit the influence of private interests, personal interest of employees on their labor functions and business decisions to be made.

Management of conflict of interest at t2 Group is based on the following principles:

- information about a real or potential conflict of interest must be disclosed;

- the Company's reputation risks must be individually considered and evaluated in case of identifying and settling every conflict of interest;
- the process of disclosing information about a conflict of interest and its settlement process is confidential;
- a balance of the Company's interests and the employee's interests must be maintained in settling a conflict of interest;
- an employee must be protected against reprisals due to reporting a conflict of interest, which was disclosed by the employee in due time and settled.

The Company's employees performing their official (labor) duties must take steps to prevent a conflict of interest. An employee must report any possibility of a conflict of interest or all the potential conflicts of interest to t2 Group in one of the ways specified in Section 10 of the Code so that the Company could settle or eliminate them.

When performing their labor functions, the Company's employees must prevent any unreasonable influence of any third parties on business decisions they make.

7.5. Restricted information protection

t2 Group's employees may process and transfer restricted information solely in compliance with the applicable laws and the Company's requirements and rules.

Restricted information means information being valuable for its owner, access to which is lawfully restricted. This information includes secrecy of communication, personal data, a commercial secret, secrecy of investigations and legal proceedings, other types of secrets, as well as insider information.

The Company's employees that, while performing their official duties, have access to such information must be particularly prudent when processing it and protecting its confidentiality.

7.6. Counteraction of the legalization (laundering) of criminally derived proceeds, financing of terrorism, and proliferation of weapons of mass destruction

t2 Group actively helps implement the national system of measures aimed at counteracting the legalization (laundering) of criminally derived proceeds, financing of terrorism, and proliferation of weapons of mass destruction (AML/FT/PWMD). t2 Group's policy controlling t2 Group's financial transactions ordered by the Customers is stated in the Internal Control Rules for the AML/FT purposes.

The Company participates in measures aimed at identifying and preventing financial transactions suspected of being carried out for the purposes of legalizing (laundering) criminally derived proceeds and/or financing terrorism and proliferating weapons of mass destruction, and also at reporting such transactions to the Federal Financial Monitoring Service.

7.7. Fair competition and compliance with antimonopoly laws

t2 Group strictly follows the fair competition principles.

The Company is confident that free competition serves to efficiently satisfy the growing demands of business partners, has a good impact on the industry development and our business. This permits to provide high quality services to the Company's customers at competitive prices.

The Company takes no part in negotiations and agreements with competitors and business partners on matters relevant to pricing, rates, discounts, scope of provided services and sold products, conduct at auctions, refusal to sign agreements with specific counterparties or customers, market sharing, establishment of any barriers for entering or leaving a market.

The Company does not carry out and does not demonstrate its readiness to perform any actions that may be qualified as unfair competition consistent with the requirements of the applicable laws, including using any ambiguous and negligent expressions in internal and external correspondence, documents, presentations, public statements and negotiations, which may be considered as the ones violating the antimonopoly legislation.

The Company respects its competitors and interacts with them consistent with common business ethical practices, complying with the requirements of the antimonopoly laws at the same time.

8. EXTERNAL INTERACTION

8.1. Interaction with interested parties

Interaction with business partners, customers, and other interested parties is in full compliance with the policies, regulations, procedures, and rules adopted at t2 Group.

The Company provides open and equal access for potential business partners to procedures for procurement of goods, works, and services, leads them to form a better quality and price offer.

In the process of studying the market, choosing partners and concluding agreements, the Company particularly makes sure that a business partner has a good reputation, possesses adequate experience, resources, and competences.

The Company builds long-term relations with its customers as a result of providing quality services, demonstrating integrity and honesty in all its activities. Creation of products, services, and production of any other corporate goods fully meet the requirements of the regulatory documents adopted in the territory of Russia.

8.2. Interaction with state (municipal) authorities

Telecommunication operations affect the public and state interests: national security, defense, availability of communication services for the population.

t2 Group interacts with state authorities by making its proposals to modify the industry-specific regulatory framework, tries to find a reasonable compromise between the interests of the Company and business.

The Company's employees, interacting with state authorities, being aware of their responsibility toward the Company and their colleagues, are expected to:

- show good manners and attention when dealing with officials of state authorities;
- be a model of professionalism, an impeccable reputation for officials of state authorities, help form a good attitude to them and the Company's activities.
- interaction of t2 Group's employees with officials of state authorities is based on business relations.

8.3. t2 Group's interaction with the public and nongovernmental organizations

t2 Group shows tolerance and respect toward the customs and traditions of the peoples of Russia and other states, takes into account cultural and other specifics of various ethnic, social groups and confessions in its operation.

The Company has no preferences for any professional or social groups and organizations.

The Company is not dependent on any specific citizens, professional or social groups and organizations.

The Company's employees must avoid any conflict situations that may cause damage to t2 Group's reputation.

8.3.1. Corporate social responsibility

By implementing projects in the area of corporate social responsibility (CSR), t2 Group brings together its own competences and resources and the capacities of its partners: charitable social and nonprofit organizations (NPO), state authorities, and the media.

In the process of implementing the corporate social policy, the Company chooses its business partners and its social activity facilities on a non-discriminatory basis.

Activities in the corporate social responsibility area are a factor of the Company's competitive stability in the market in the long run and also a factor of reducing non-financial risks of the Company and its social environment.

8.3.2. Charitable activities and sponsorship

Charitable activities mean donations to a charity fund or another organization – the ultimate beneficiary, from which t2 Group expects nothing in exchange.

Sponsorship may have various forms, including support of the Company's business, social or cultural events, or specific organizations, whose activities are recognized by the Company to be socially important for society.

Charitable activities and sponsorship must be carried out on an understandable, transparent, and reasonable basis; before being signed, charity and sponsorship agreements must be carefully checked and analyzed against their compliance with the laws and the Company's in-house regulatory documents.

8.3.3. Public speeches, statements, and interaction with the media and the social media

t2 Group's information policy is pursued in full compliance with the laws of the Russian Federation. In the process of implementing its information policy, t2 Group does not violate any rights and interests of the shareholders, employees, customers, business partners, and third parties.

t2 Group implements its independent information policy according to its own objectives and goals to form a reputation in the public area, achieve its key communication and business indicators. The need for disclosing information about the Company's operations and its scope is determined by the Company's shareholders and Management.

Direct contacts of employees with the media are not allowed, except for specifically authorized persons.

The Company does not directly regulate its personnel's activity on their personal accounts and public/closed groups in the social media.

Compliance with the rules and standards of the personnel's conduct in the public area has an impact on

t2 Group's reputation. For the personnel's convenience, t2 Group's Intranet provides a detailed description of the rules of conduct in the social media and interaction with the media, compliance with which will help avoid any negative impact on t2 Group's reputation.

9. COMPLIANCE WITH THE CODE

t2 Group's employees, regardless of their positions and status, must comply with this Code.

The Company's employees must be aware that any violation of the Code may cause damage to the business reputation of t2 Group and also result in administrative sanctions, lower performance efficiency and losses sustained by the Company.

An employee's failure to comply with t2 Group's corporate ethical rules and regulations, rules of conduct and labor routine stated in the Code and other in-house documents adopted by t2 Group may result in sanctions being imposed on them in cases and in accordance with the procedure stipulated by the laws of the Russian Federation.

The Company's employees provide their assistance, in every possible way, during official examinations of disputable ethical situations, supply materials and documents necessary for examining an ethical violation situation.

10. REPORTING VIOLATIONS OF THE CODE

Most violations of ethical and legal standards are revealed by employees, so the Company appreciates a transparent working atmosphere stimulating employees to constructive criticism. The Company encourages this initiative as it helps manage compliance risks, identify and eliminate them as they arise, by maintaining a good atmosphere.

An employee, who came to know about a violation of the Code, the legislative regulations, the in-house regulatory documents by other employee, a business partner, or other person, and also about a forthcoming or supposed violation, must openly or anonymously report the same without undue delay in one of the following ways:

- reporting personally to an officer of the Internal Control and Compliance Directorate of t2 Group or to ethics@t2.ru ;
- calling the trust line of Rostelecom PJSC and its subsidiaries: **8-800-1-811-811**, which may be used by both t2 Group's employees and third parties;
- using a feedback form for receiving reports about violations on the anticorruption portal of Rostelecom PJSC and its subsidiaries: www.nocorruption.rt.ru

Employees and other persons (hereinafter referred to as reporters) may report about their suspicions of violations of the Code anonymously without providing their personal data. However, if a reporter does not act anonymously, the Company will be able to interact with them when conducting an official investigation and provide feedback according to its results, which will make violation elimination more efficient.

The Company guarantees that the reporter's personal data and reports will be used confidentially solely for conducting an official investigation and only by the persons directly involved in the necessary measures.

The Company undertakes not to impose sanctions against honest reporters that report such violations. Employees reporting any violations of the Code or participating in official investigations may not be subject to any reprisals or pressure.

Attempts to prevent anyone from reporting any violations of the Code, in-house regulatory documents and/or legislative provisions are prohibited.

An official investigation will be launched without delay into every report about violations (actual or potential), as a result of which measures to eliminate violations are to be taken. If required by the legislative regulations, materials are to be forwarded to the relevant state agencies.

IF YOU FEAR THAT YOU DO NOT FULLY UNDERSTAND ANY PART OF THIS CODE:

- Please read the policies of t2 Group concerning the relevant area.
- If no relevant policy is available or if you have read the policy and still have some questions, please consult your manager or contact the Internal Control and Compliance Directorate by e-mail or write to ethics@t2.ru .