



Code of Ethics and Business Conduct

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- We will act honestly and decently
- We will be responsible for our actions
- We will understand and abide by laws and regulations
- We will read, understand and adhere to the requirements of the Code of Ethics and Business Conduct
- We will facilitate investigations of potential misconduct and seek guidance if we have any questions
- We will immediately notify, by any means available, of any doubts we have about actions that may violate the Code



Code of Ethics and Business Conduct

Understanding and adhering to the Code is a vital part of maintaining ivi's culture and reputation.

The Code of Ethics and Business Conduct provides an unshakeable foundation for ivi's Corporate Culture. Corporate Culture is not just a word for us. This is not a declaration for appearances' sake, just to proclaim the creation of such a document, but an a way to treat our business and our team.

This is also a list of practical qualities that we want to see in our employees.

This is something that we place special emphasis on in order to achieve leadership.

This is largely what the employee motivation system is based on.

Each of us plays a key role in creating an ethical culture and business practices in our Company. Accordingly, we must all follow the same rules. By doing so, we help to improve ivi and make it stronger. Each employee is personally responsible for maintaining our core values, which require compliance with the law as well as ethical behavior. We have issued the Code of Ethics and Business Conduct to reinforce our commitment to support this responsibility and provide guidance not only to our full-time or part-time employees, but also to our partners and contractors.

In addition to abiding by every requirement of the law, we primarily adhere to the principles of ethics. The principles that we must follow in our

work, which help us to ask the right questions and make the right choices in any situation.

The Code refers to numerous resources designed to help you to make the best decisions when conducting ivi's business operations.

To create a successful company with a good reputation, we strive to always act in good faith. We are always guided by ethical principles when making our decisions.

As we develop, the Code of Ethics will help to ensure that our values are still reflected in our daily activities. Commitment to integrity, honest and ethical actions, and compliance with the letter and intent of the law are critical to our continued success.

Thank you for your cooperation!

**With best wishes,
Oleg Tumanov**

This Code of Ethics and Business Conduct (hereinafter - «the Code») sets minimum ethical and legal standards of conduct for all employees, including management, Board of Directors members, contractors, and all persons who act on behalf of ivi. It shall be binding for IVI.RU MEDIA LIMITED (hereinafter referred to as» ivi»), including any companies directly and indirectly related to it

subsidiary companies — first and foremost, “ivi.ru” LLC, and other business entities (wherever they are located), which it controls, controlled joint ventures, all their employees, officers and members of the Board of Directors. Joint ventures where ivi does not have a controlling interest shall also comply with the rules set out herein or similar rules of business conduct and ethics.

Ivi selects business partners, such as distributors, suppliers, consultants, agents, and other third-party service providers, in line with the requirements of our Code.

We refuse to enter into business relationships with third parties that violate our high standards or deviate from the values we strive to achieve. Ivi has committed itself to working only with contractors whose ethical standards are in line with its own. Employees shall not cooperate with contractors, agents, consultants, or other third parties whose actions are contrary to this Code.

The Code defines the way employees shall behave when acting on behalf of ivi. It describes their duties and responsibilities to ivi, to each other, to clients, contractors, consumers, and government agencies.

The Code of Ethics and Business Conduct is intended to prevent fraud and promote fair and ethical conduct, integrity, and compliance with all applicable regulations by all ivi entities in the course of their business.

If you have any questions about this Code or the way it applies to you in any situation, please contact your direct supervisor or the persons who are responsible for compliance with the ivi business ethics and corporate control functions (representatives of the Compliance function) by email compliance@ivi.ru or follow the link <https://ivi.ru/company/ethic.action>



Fundamental Values

Employees, officers, and members of the Board of Directors shall be personally responsible for maintaining the company's core values, which require ethical behavior and compliance with the law. When evaluating the ethics of their decisions, they shall consider not only the ethics of the decision itself, but also its consequences.

Employees of the company try to work as effectively as possible and find all forms of constructive interaction with their colleagues. There is no place for envy in our team. Everyone thinks, first and foremost, about their responsibility and their results.

The values followed by ivi and any related party, include:

- Openness and honesty;
- Lack of scheming or clans;
- No vanity or arrogance within the team;
- No vanity or arrogance towards the market.

Fundamental Provisions

Since the success of ivi is based on the actions of many people, it is essential that each employee understands the following mandatory behavior standards:

- protect property owned and entrusted to ivi, including tangible valuables and proprietary, protected and confidential information, from loss, theft or misuse, and maintain proper records of such property;
- avoid conflicts of interest; such conflicts can take many forms;
- accuracy, integrity and adherence to standards in handling any information;
- perform assigned tasks responsibly, in the spirit of caring for the company, with a high level of reliability, productivity and quality, avoiding deliberately false and improper entries in documentation;
- respect for the privacy and dignity of employees of ivi and its subsidiaries;
- prevention of oppression and harassment within the team;
- act on behalf of ivi in the spirit of compliance with the law and meeting the requirements and reasonable expectations of our clients, shareholders, colleagues, local, national and international communities and authorities;
- comply with all laws of any jurisdiction that apply to ivi, including legislation on equal opportunities and rights of potential and current employees, fair competition, securities transactions based on official information, environment protection and transactions with public officials;
- refuse to give, accept, or demand improper gifts or benefits.

Actions that do not comply with these fundamental provisions shall not be tolerated. For more information about these and other standards, see below.

Honest, ethical and conscientious business management

Employees, officers, and members of ivi's Board of Directors are expected to act and perform their duties ethically, honestly, and with maximum integrity, regardless of their age, gender, health status, national, ethnic, or religious affiliation, origin, race, sexual orientation, or other factors unrelated to ivi's interests.

Honest behavior is deemed as behavior that does not include fraud or deception. Ethical behavior is deemed as behavior that meets accepted professional behavior standards. Ethical behavior includes ethical handling of actual or apparent conflicts of interest, any interest between personal and professional relationships.

Abuse of advantages over anyone through fraud, concealment, improper use of official information, misrepresentation of material facts or other unfair actions shall be prohibited.

Compliance with laws, regulations and rules

ivi requires that its employees, officers, and Board members comply with all laws, regulations, and rules applicable to the company wherever it operates. Cases where the applicability of the recommendations of the Code depends on local legislation or generally accepted business practices in a particular country: if the local legislation or business practices establish standards that are more stringent than those set out in the Code, the stricter ones are subject to compliance. Conversely, if the code provides for stricter standards, it shall take precedence. When you follow the requirement to comply with all applicable laws, regulations, and rules, you should act reasonably and sensibly and, if you are not sure of your actions, consult managers or other responsible employees.

If you become aware of any violation of any law, rule, or regulation by ivi, any of its officers, employees, Board of Directors members, or third parties who operate on behalf of ivi, you shall immediately report it to your direct supervisor or Compliance function

representative. Nothing in this Code prevents you from reporting any illegal activity to an authorized state regulatory authority, including any violation of U.S. securities laws, Russian antitrust laws, U.S. antitrust laws, or any other federal, regional, or local law of the Russian Federation, the United States, or any other state. Employees, officials, and members of the Board of Directors shall not release employees from their duties, demote them, suspend them, threaten them, harass them, or otherwise discriminate against them, or repress them for reporting such a violation. This Code shall not be interpreted as prohibiting you from testifying, participating in, or otherwise assisting in any administrative, judicial, or legislative process or investigation.

For Contractors

ivi expects its employees to consistently comply with the law and ethical standards. We expect the same from our suppliers, partners, and other contractors. Brief requirements for our contractors are set out in this Code of Ethics and Business Conduct. By entering into a business relationship with ivi, our counterparty confirms that it agrees with this Code of Ethics and Business Conduct and undertakes to comply with it.

Conflicts of Interest

Employees, officers, and members of the Board of Directors shall fully respect the interests of ivi. If possible, you shall refrain from any activities or from having personal interests that create a so-called conflict of interest. A conflict of interest exists when the interests or benefits of an individual or entity conflict or appear to conflict with those interests or have an advantage over ivi. In other words, a conflict of interest occurs when your personal interest actually intersects or may intersect with the interests of ivi. It may occur when you, as an officer, member of the Board of Directors, or employee, take an action or have an interest that does not allow you to perform your duties and obligations to ivi in good faith, objectively, and efficiently. A conflict of interest also occurs when a member of the Board of Directors, an employee of ivi, or a member of their family receives improper personal benefits by virtue of their position in ivi. The parties shall never use or attempt to use their position in the company to obtain improper personal benefits. Any ivi employee who is aware of a conflict of interest or is concerned that a conflict may develop shall discuss the matter with their supervisor and a Compliance function representative.

Examples of conflicts of interest:

- conflict between the proprietary and other interests of the Group, its shareholders, management bodies, management and (or) employees and the proprietary and other interests of clients, resulting in actions (omissions) of the company and (or) employees of the Group causing losses to clients and (or) entailing other adverse consequences for clients and the Group;
- a conflict between the commercial and personal or professional interests of the Group, its employees and clients, resulting in a person (from the Group) committing unfair actions and thereby unlawfully obtaining benefits (getting rich) at the expense of the Group's clients;
- a situation or circumstances when:
- personal interests of the Company employee (directly or indirectly) affect the proper performance or may interfere with the proper performance of their official duties, including challenging the objectivity of its decisions; and (or) arises or may arise a conflict between personal interests of an employee and the rights and legitimate interests of the Company, which, in turn, can damage the rights and legitimate interests, property and (or) goodwill of the Company.

Examples of situations where a conflict of interest may arise:

- conducting business with family members or friends within ivi or through its clients or other business partners;
- receiving or providing personal benefits, such as gifts or hospitality events, from a potential or current client or business partner of ivi;
- working for a competitor, client, or other business partner along with working for ivi;
- having a material financial interest, such as investing in a competitor, client, or business partner of ivi, that prevents you from performing your duties and obligations to ivi fairly, objectively, and efficiently. The Sarbanes-Oxley Act 2002 prohibits ivi (with some reservations) from issuing loans or arranging for them to be issued in the form of personal loans to Board of Directors members and executives.

In addition, all Board of Directors members, officers and employees shall be liable to ivi and shall act in its legitimate interests. Members of the Board of Directors and ivi's employees shall not receive any personal benefits by using the company's property, information, and positions unless approved by the ivi's Board of Directors. No member of the Board of Directors or ivi's employee shall use the company's property, information, or position for personal gain or compete with ivi, either directly or indirectly.

You shall inform the Compliance function representative of any transaction or relationship that is reasonably expected to give rise to a conflict of interest.

For Contractors

Contractors shall not hire ivi's employees or make payments to them on any basis in connection with a transaction between the counterparty and the Company. Contractors shall ensure that no personal relationships are used to influence ivi employees' decisions made during the course of their work. If the counterparty's employee or the counterparty itself has a relationship with an ivi employee that may create a conflict of interest, the counterparty shall inform ivi's Compliance function representative or take the necessary steps to have an ivi employee inform accordingly.

Protection and proper use of company's assets

Employees, officers, and members of the Board of Directors shall protect ivi's assets and ensure their effective use. Embezzlement, negligence, and fraud directly affect ivi's financial performance. Employees, officers, and members of the Board of Directors shall use ivi's assets and services solely for ivi's legitimate business. It is prohibited to use the Company's assets for personal gain or for the benefit of any third party. Employees, officers and members of the Board of Directors shall comply with ivi's legal interests. You shall not take advantage of opportunities that arise for your personal benefit due to your position in ivi or by using ivi's property or information.



Gifts and rewards

Ivi's funds and assets shall not be used for gifts, rewards, or other benefits to employees and public officials, unless such gifts are in line with applicable law, have a non-essential value or provided not in exchange or given not in the hope of any action by the recipient. Employees, officers and members of the Board of Directors shall not give cash under any circumstances. Employees, officers, and members of the Board of Directors shall not accept, and shall not allow, their family members to accept, any gifts, remuneration, or other benefits from persons who conduct or wish to conduct business with Ivi, other than gifts that have a non-material value. All gifts of material value shall be subject to immediate return and shall be reported immediately to direct supervisors. If an immediate return is not feasible, they shall be transferred to Ivi for charitable purposes or other purposes that Ivi, in its sole discretion, deems appropriate.

Common sense and moderation shall be used when making hospitality expenses on behalf of Ivi. Employees, officers, and members of the Board of Directors of Ivi may show and accept business hospitality provided that it is infrequent, moderate, and serves legitimate business purposes.

Ivi's contractors shall bear in mind that employees are not allowed to accept expensive gifts, treats or entertainment from them. It is allowed to accept common treats during business meetings and inexpensive tokens, but contractors shall not offer Ivi's employees travel, frequent treats (entertainment), or expensive gifts. Gifts in cash or their equivalents, such as gift certificates, are prohibited under any circumstances.

For Contractors

Ivi expects its employees to consistently comply with the law and ethical standards. We expect the same from our suppliers, partners, and other contractors. Brief requirements for our contractors are set out in this Code of Ethics and Business Conduct. By entering into a business relationship with Ivi, our counterparty confirms that it agrees with this Code of Ethics and Business Conduct and undertakes to comply with it.



Bribes and kickbacks

The United States Foreign Corruption Practice Act and similar laws in other countries that apply to ivi prohibit promises, authorizations, or gifts of value, directly or indirectly, to a non-American public official for the purpose of abusing his or her position or obtaining an improper advantage in an attempt to obtain or save business. The term «non-American public employee» is defined broadly: it may be an official or employee of any non-American Ministry, Agency, or government company; an official or employee of an interstate international organization (such as the United Nations); or any non-American party official or political candidate. In addition, under international anti - corruption legislation, such as the anti-bribery act of the United Kingdom of Great Britain and Northern Ireland, any offer or payment of bribes or kickbacks to individuals and public officials is considered to be a crime.

Illegal payments and offers to individuals and government employees of any country and payments to third parties are strictly prohibited if there is a possibility that such a third party will use the funds received for prohibited payments. Ivi shall not perform or attempt to perform actions that are prohibited through a third-party intermediary. Ivi and its employees may be held liable under international anti - corruption laws for the actions of subcontractors, partners, agents, consultants, and other persons acting on its behalf. The laws of the countries in which we operate prohibit incentive payments to non-US public officials for performing mandatory functions as part of their official duties.

Since you can be held liable under the US Foreign Corruption Practice Act, even without knowing that the payment may be misused, it is important for you to see the red flags that indicate a possible violation of the law. Examples of red flags:

- negative reputation of the business partner who receives the payment;
- knowledge of the relationship between a business partner and public officials;
- payments in cash, to offshore accounts, or through third parties;
- hiring a representative or agent who does not have knowledge or experience in the field where they will represent ivi;
- refusal to issue written assurances that improper payments are not allowed;
- unusually high fees;
- other suspicious facts.

In any situation where you see the red flags, you shall consult ivi's Compliance

representative before making payments and giving gifts or bonuses.

In addition, the US government has a number of laws and regulations regarding business gifts that can be accepted by US public officials. A promise, offer or presentation of a gift, provision of benefits or other gifts to an official or representative of the state that violates these rules not only contradicts the internal rules of ivi, but also constitutes a criminal offense. Regional, local government and governments of countries other than the United States may have similar rules and regulations.

For Contractors

Contractors acting on behalf of ivi shall comply with the U.S. Foreign Corruption Practice Act and all local anti-corruption laws. In the course of transactions where the counterparty acts as ivi's representative or which are related in any way to ivi, the counterparty may not transfer any material or other values, directly or indirectly, to public officials, employees of public companies and institutions, or officials of political parties in order to obtain any benefits or advantages.

Countering money laundering and terrorist financing

Ivi shall deal only with trustworthy clients and third parties who conduct legitimate business with funds from legitimate sources. Ivi shall be bound by a number of laws in many countries on countering money laundering, including U.S. laws on bank secrecy and on uniting and strengthening the United States of America by providing the appropriate means required to prevent and stop terrorism, as well as the Federal Law of the Russian Federation on countering the legalization (laundering) of proceeds from crime and the financing terrorism dated August 7, 2001, No. 115 - FZ, and is committed to its responsibilities to assist governments, international organizations and other stakeholders of the financial services industry in uncovering money laundering channels.

Money laundering is defined as knowingly engaging in financial transactions with funds obtained from criminal activities in order to «clean up» them in a way that makes it appear like they are obtained from a legitimate source. Financing terrorism is defined as a deliberate provision of material support, such as monetary mechanisms, financial security or financial services, to persons associated with a terrorist organization, regardless of the funds source legality.

Ivi shall comply with all applicable laws aimed at countering money laundering and shall never knowingly facilitate, support or tolerate any form of money laundering.

In addition, Ivi shall take sufficient measures to know its customers and clients to reduce the chance that it will be involved in money laundering without realizing it. Deliberately ignoring money laundering shall be prohibited.

If you become aware of a suspicious transaction, you shall report it to your direct supervisor or Compliance function representative.

Antitrust and competition law

Ivi has made it a point to comply with the antitrust and competition laws of each country in which it operates. No Ivi employee may engage in activities that interfere with free competition in violation of such antitrust and competition laws.



The accuracy of accounting and public records

Ivi's shareholders and the broader investor community trust Ivi and rely on the accuracy and completeness of its filings with the U.S. Securities and Exchange Commission and other public statements about Ivi's financial performance. This trust and projection impose special requirements on employees of Ivi's finance and accounting departments in connection with their preparation and filing of reports to the US securities and exchange Commission, the financial statements contained therein, and other public statements. Ivi has made it a point to provide accurate and complete reports to the US Securities and Exchange Commission in a timely manner and amend any incorrect information as soon as possible after such incorrect information has become known and has been confirmed to be material.

All Ivi's books, records and accounts shall be maintained in accordance with all applicable rules and standards, with an accurate representation of the true picture of the transactions that are reflected in them. Ivi's financial statements shall comply with international financial reporting standards and Ivi's accounting policies.

No hidden or unregistered accounts and funds, for whatever purpose, shall be tolerated. It is prohibited to enter false and misleading information in Ivi's books and records for any reason; corporate funds are paid and corporate valuables are issued only based on appropriate supporting documents.

Senior financial officers shall be liable for ensuring that the disclosure of information in Ivi's periodic reports is complete and fair, accurate, timely, and understandable. In doing so, senior financial officers shall take measures as reasonably appropriate:

- establish and comply with control and disclosure procedures, as well as accounting and financial controls to ensure that material information related to the company is brought to their attention;

- ensure that the company's periodic information and reports comply with the requirements of section 13 (A) or 15 (D) of the Securities Act 1934;

- ensure that the information contained in the periodic reports accurately reflects the company's financial standing and business results.

Senior financial officers shall be liable for ensuring that the disclosure of information in Ivi's periodic reports is complete and fair, accurate, timely, and understandable. In doing

so, senior financial officers shall take measures as reasonably appropriate:

- establish and comply with control and disclosure procedures, as well as accounting and financial control measures designed to ensure that material information related to the company is communicated to them;

- ensure that the company's periodic information and reports comply with the requirements of section 13 (A) or 15 (D) of the Securities Act 1934;

- ensure that the information contained in the periodic reports accurately reflects the company's financial standing and business results.

Senior financial officers shall not knowingly:

1. make, authorize, or send to another person materially false or misleading entries in the accounting and financial statements of the company or any of its subsidiaries;
2. correct substantially false and misleading data;
3. sign or allow another person to sign a document containing substantially false and misleading information;
4. falsely respond or fail to respond to specific requests from the company's independent auditor or from third-party sources.

For Contractors

Both Ivi and its counterparties shall maintain accurate reporting on all matters related to the counterparty's business relationship with Ivi, including correctly reporting all expenses and payments. If invoices are issued to Ivi based on the hourly wage of the counterparty's employee, the time spent shall be fully and accurately reflected. Contractors shall not delay invoicing or attempt to assign expenses to another reporting period.

Relationships with independent auditors

Employees, officers, and members of the Board of Directors shall not, directly or indirectly, provide information to accountants that is inherently false or misleading, or cause anyone to provide such information (or conceal or cause another person to conceal any material fact necessary to ensure that the information provided, in the light of the circumstances in which it was provided, is not misleading) in connection with any audit, analysis, or review of the ivi financial statements, or the preparation or filing of any document or report with the U.S. Securities and Exchange Commission. Employees, officers and members of the Board of Directors shall not, directly or indirectly, take any action to coerce, influence, mislead or deceive any independent public (certified public) accountant-auditor conducting an audit or analysis of ivi's financial statements.



Operations with securities based on proprietary information

Ivi's laws and internal rules require employees, officers, and members of the Board of Directors who, by virtue of their relationship with ivi, have important proprietary information about ivi or other companies, including its business partners, to refrain from transactions with ivi's securities or such other companies, and from transmitting such information to others who might conduct such transactions based on such information. In order to ensure that you will not engage in prohibited securities transactions based on official information, and to prevent any possibility of improper transactions, ivi adheres to the Rules regarding securities transactions based on official information.

If you have questions about the restrictions on your purchase and sale of any ivi securities or securities of another company that you have become aware of due to your relationship with ivi, you shall consult the Compliance function representative prior to the purchase and sale.

Confidentiality

Confidential proprietary information includes personal data, as well as Company's information that is not publicly available, such as business plans, research results or strategies, as well as internal financial information that can be used for personal gain.

Personal information is classified as confidential and is material to ivi, and any disclosure of such information may cause significant damage to ivi, its business operations and reputation. Therefore, the personal information of ivi employees, business partners, and clients shall be stored and used in accordance with the ivi rules and applicable law.

Ivi's confidential information entrusted to employees, officers and members of the Board of Directors shall be kept confidential, except in situations where its disclosure is authorized by the direct supervisor or required by law. This rule also applies to other companies with which ivi has entered into relationships, including its business partners. Unauthorized disclosure of confidential information shall be prohibited. In addition, anyone who deals with confidential information, shall take sufficient measures to ensure that confidential or proprietary business information of ivi or another company is transmitted internally only to those employees who need it to perform their official duties to ivi.



There may be situations when third parties request information about ivi from you. Except for the situations specified in the previous paragraph, employees, officers and members of the Board of Directors (who are not ivi's authorized representatives) are prohibited from discussing ivi's internal affairs with anyone or sharing its internal information with anyone outside the company, except when this is required in connection with their official duties to ivi and when they have signed a relevant confidentiality agreement. This prohibition applies in particular to questions about ivi from the media, professional market stakeholders (securities analysts, institutional investors, investment consultants, brokers and dealers), and securities dealers. All answers to questions on behalf of ivi shall be given only by authorized representatives of ivi. If you receive such a question, you shall decline to comment and refer the person who asked it to your direct supervisor or ivi's authorized representatives. Read more about disclosure on internal affairs in the list of confidential information (Schedule No. 1 to Employment Agreement - Non-disclosure Agreement), a copy of which is given to all members of the Board of Directors, officers and employees.

For Contractors

ivi provides a number of NDAs (Non-disclosure agreements) for interaction with contractors,

which shall be signed before the interaction begins. Depending on who discloses information to whom: ivi to counterparty, counterparty to ivi,

or both parties to each other, this shall define the form of the NDA. The purpose of this document is to protect important commercial information that the Parties exchange in the course of their relationship. For more information about disclosure, see the Confidentiality Agreement or the Non-disclosure Agreement.

Proper use of information technologies and social networks

ivi strives to protect the integrity, availability, and confidentiality of ivi's information and information systems, as well as information and information systems entrusted by ivi's clients, employees, and suppliers. Accordingly, as a condition of interaction, each of you is expected to protect your data and systems from unauthorized access, disclosure, modification, deletion or loss by complying with the Information Security Policy.

All members of the Board of Directors, officers and employees shall use ivi's information technology and social media platforms responsibly and in compliance with this Code and all other ivi's guidelines. Ivi's information technologies are all existing and future hardware, software, and services designed for collection, storage, transmission, and processing of data owned, leased, or provided by ivi. Ivi's social media platforms are websites, blogs, and other online profiles hosted by ivi. As an employee of ivi, you shall be solely liable for any comments about the Company and on behalf of the Company that you post on social networks (e.g. Facebook, Instagram, VK, LinkedIn, Twitter, YouTube, blogs or

forums). When calling yourself an ivi employee in these networks, you associate yourself with the company, your colleagues, managers, and clients. Therefore, you shall always remember that your messages will be available to the general public, and shall consider the Company's reputation and business interests, and never allow your statements to negatively affect the work or result in a conflict of interest between yourself and ivi. If you post information about ivi on external resources using social networks, you shall comply with the provisions hereof.

ivi's information technologies and social media platforms shall be used reasonably and professionally for the purposes of ivi's activities; limited and appropriate use for personal purposes is allowed. In addition, they shall not be used:

- to transmit messages of a harassing, discriminatory, defamatory, fraudulent or threatening nature, including discriminating messages based on race, religion, ethnicity, nationality, color, gender, gender identity, age, citizenship, veteran status, disability, marital status, or any other grounds for which discrimination is prohibited by law;
- for unauthorized transmission of ivi's confidential information and its trade secrets and for unauthorized discussion of ivi's activities or internal processes on an external site;
- to violate or condone the violation of security, communications, to disclose your user name or password, or to enable others to use your user name or password.

Subject to the provisions of applicable law, ivi reserves the right to monitor, access, and verify all ivi's information technologies and social media platforms as necessary, at its sole discretion and in accordance with applicable law. Ivi's right to control, access and verify all information technologies and social network platforms applies to its activities, as well as to personal information created, stored and transmitted using ivi's information technologies, including social network sites that are accessed using ivi's information technologies. Employees shall not be entitled to rely on the integrity of personal data in relation to such activities and personal information.

ivi reserves the right to restrict or terminate any user's access to and use of its information technologies at any time, for any reason, with or without prior notice, except in cases where such restriction or termination is prohibited by law.



For Contractors

Contractors shall protect ivi's confidential information. Contractors who have obtained access to ivi's confidential information as part of a business relationship can only share it with ivi's permission. Counterparties shall not perform operations with securities or organize such operations performed by other persons on the basis of confidential information received from ivi. If the counterparty believes that access to confidential ivi information was obtained by mistake, it shall immediately notify the employee who is its ivi contact person, and refrain from further dissemination of this information.

Similarly, a counterparty shall not share another company's information with ivi if the contract or law obliges it not to disclose such information.

Equal opportunities for all potential and existing employees

Ivi provides equal opportunities to all its potential and current employees and is committed to promoting an equal opportunity policy. Ivi shall be responsible for ensuring that no applicant or employee is discriminated on basis of gender (including transsexuals), sexual orientation, age, marital status, race, color, nationality, ethnicity, or mental or physical health conditions when applying for employment, training, promotion, or other work-related matters. All employees involved in recruitment and personnel management shall ensure that this rule is applied fairly and consistently in their area of responsibility.



Compliance with the rules against sexual harassment and racial harassment

ivi is committed to respecting and supporting the rights of all employees to work and live in an environment free from all forms of discrimination, including sexual harassment and racial harassment, bullying and threats. All forms of sexual or racial harassment are unacceptable, and moreover, they may violate the laws. These are unworthy, inappropriate actions that undermine the relationship in the team, its spirit and interfere with effective work, and ivi will not tolerate them. All employees shall comply with these rules and take measures to ensure that such actions do not occur. An employee who violates these rules shall be subject to disciplinary action, up to and including dismissal for a proven serious violation.

Prohibition of participation in fraudulent activities and property misappropriation

All employees, officers, and members of the Board of Directors shall prevent, detect, and report fraud (intentional misrepresentation or abuse of trust to obtain a benefit or gain an improper or unfair advantage), misappropriation of property or other misconduct. To do this, ivi intends to promote appropriate, law-abiding and ethical behavior and provide guidelines for it. Ivi supports the development of an atmosphere of trust in the team, when any ethical issues can be discussed. However, some violations shall be reported immediately to compliance@ivi.ru or on the ivi website:

- offering or receiving a bribe, promising to pay a bribe, or other Anti-corruption Policy violations;
- cases of fraud;
- actions aimed at misrepresenting financial statements;
- actions that carry significant risks of goodwill loss or legal risks to ivi, such as violation of the rights of clients and investors, execution of transactions using insider information, money laundering and terrorism financing, as well as other actions specified in the paragraph above;
- ethical violations that result in harm to an employee/employees or ivi.

It is prohibited to participate in fraudulent activities that include: assistance to clients and contractors in operations for laundering money obtained through criminal activities and financing of terrorism, organization with intent and by prior agreement of making payments to the organizers of illegal gambling, lotteries in the territory of the Russian Federation, including via the Internet, making payments to individuals included in the «Black lists» of regulatory authorities, organization with the intent and prior agreement to make payments to any individuals and legal entities engaged in other illegal activities (distribution of drugs, fictitious business, smuggling, etc.), deliberate misrepresentation, distortion or concealment of facts or information; misappropriation, improper use and documentation of funds, securities, other assets and financial transactions; destruction, seizure or improper use of documentation, equipment and other assets.

If you are not aware whether an action is a fraud, contact your direct supervisor or a representative of ivi's Compliance Function. An employee who discovers or suspects fraudulent activity shall immediately report it to the ivi's Compliance Function representative.

If you notice any case of legal requirement violation, or you are asked to commit an act that, in your opinion, may result in their violation, immediately report it to your direct supervisor or to the hotline (at compliance@ivi.ru or on ivi's web page).

Disciplinary Sanction

All employees, officers and members of the Board of Directors shall adhere to the principle of zero tolerance towards any behavior that violates this Code, to raise questions and concerns about compliance with the Code, to receive instructions and to report suspected violations.

Any violation of this Code may result in disciplinary action, including termination, and if necessary, legal proceedings. This Code sets out certain fundamental principles, policies, and procedures that govern the business activities of ivi parties. It is not intended to, and does not create any rights for, any employee, customer, supplier, competitor, shareholder, or any other individual or legal entity.

If a violation of the Code is confirmed, necessary measures shall be taken that are proportionate to the violation nature and scale. In this regard, ivi intends to prevent behavior that does not comply with the Code and to prevent such behavior as soon as possible after it is detected. Ivi employees who violate the Code may be subject to disciplinary action in accordance with the laws of the country in which they work. Certain violations of the Code may require ivi to refer the case to competent state or regulatory authorities for investigation or prosecution. Furthermore, any Manager who orders or authorizes actions that violate this Code, or who is aware of such actions but does not immediately report them, shall also be subject to disciplinary action, up to and including termination.

Contacts in case of suspicion

All employees, officers, and members of the Board of Directors who know or believe that any other employee or representative of ivi was engaged in or is engaged in activities related to ivi that violate applicable law or this Code shall immediately report this violation. In particular, any employee, officer, or member of the Board of Directors may report any cause for concern or dissatisfaction with accounting, internal control, audits, disclosure, misconduct, or unethical conduct, including, but not limited to:

- fraud or deliberate error in the preparation, evaluation, analysis or verification of ivi's financial documents;
- fraud or deliberate error in keeping ivi's financial records;
- deficiencies in ivi's internal control system or violations of internal control over financial reporting;
- a misrepresentation or false statement made by a senior executive, accountant, or external auditor regarding data contained in ivi's financial documents, financial statements or audit reports;
- evasion from fair submission of ivi's full financial statements.

Any person shall be entitled to report the above-mentioned facts, while maintaining their confidentiality and anonymity and not being subjected to the threat of dismissal or reprisals. Messages can be submitted either orally or in writing, and, optionally, anonymously. All concerns raised by employees, officers, and members of ivi's Board of Directors can be addressed to:

- immediate supervisor;
- Chairman of the Compliance Committee;
- representative of the Compliance function (at compliance@ivi.ru or on the Internet page ivi);

If an ivi employee does not know what to do in a particular situation, they shall contact their direct supervisor or a Compliance function representative.

For Contractors

A counterparty who believes that an employee or other representative of ivi has committed an illegal or otherwise unacceptable action, shall file a message to ivi via <https://corp.ivi.com/company/violation.action>



Reaction to Messages

The Compliance function manager and / or Compliance Committee shall investigate violations and take appropriate action in the event of any violation hereof.

After receiving the message, the Compliance Committee Chairman confirms the receipt to the notifying person, if possible. The communication shall be then verified by the persons designated by the Committee Chairman to conduct such verification. Maximum confidentiality shall be ensured in doing so. However, if the reporting person did not identify himself, and the information that he/she provided was insufficient, the Company may not be able to properly investigate and resolve the complaint. Anonymous messages shall contain sufficient information and details to enable a full investigation if necessary. Immediate and appropriate measures to remedy the violation shall be taken at the time and to the extent specified in the decision of the Committee's Chairman. If possible, and if the Chairman of the Committee deems it necessary, the reporting person will be notified of the measures taken to remedy the violation.

No Repressions

An ivi employee who participates in repressions against a person who reported concerns about a violation in good faith or participated in an investigation of a violation may be subject to disciplinary action, up to and including dismissal or termination of other business relationships. If a person believes that they are being subjected to such repressions, they shall immediately inform one of the persons listed in the section «Report on grounds for concern» above.

Exceptions to this Code of Business Conduct and Ethics

If an employee or an official believes that an exception to the rules should be made in their case, they shall first contact their direct supervisor. If the latter agrees that an exception is feasible, you shall get a permission from a representative of ivi's Compliance function. The latter shall ensure that all requests for deviations from any of these rules and decisions on such requests are documented. A Senior Executive or Board of Directors member who wants a permission to deviate from any of these rules shall contact ivi's Board of Directors. Any deviation from this Code for senior management or Board of Directors members, and any change hereto applicable to them, shall be accepted by ivi's Board of Directors.

FAQ

What is ivi's Code of Ethics and Business Conduct?

This is a document that supports ivi's mission and helps ivi to protect its culture and reputation by providing resources that make it easier for partners to make ethical decisions in the course of their operations. It shall be distributed to all employees of ivi's partners so that they make the right decisions in the course of their operations. These regulations outline some of ivi's expectations about how we should all work.

What should I do with the Code of Ethics and Business Conduct?

Read it carefully during business hours and make sure that everything is clear to you. If you have any questions or concerns, please address them to the Compliance function representative.

What is ivi's Ethics and Corporate Control Hotline?

This is a toll-free phone number where you can report issues and concerns about ethics, compliance, and possible violations of ivi's rules, including the Code of Ethics and Business Conduct, and our core values. The line is available 24/7; calls are answered by employees of an independent organization.

Can I contact the Hotline if I don't speak English well enough?

Yes, you can. Non-machine translation is available on request.

Can call the Hotline anonymously?

Yes, you can. In this case, you will be given a unique request number, which you can use to check the request status anonymously during further calls to the Hotline. Calls to the Hotline are not tracked; they are always processed confidentially.

We recommend that callers provide their name and contact number, as it may be difficult to investigate requests where the caller failed to provide this information.

Ivi cannot guarantee your anonymity if you have identified yourself or provided information that can be used to identify you; however, the company will use all reasonable efforts to ensure the maximum confidentiality of your data.

What is the web page for ethics complaints and how is it different from the Hotline?

The web page for ethics complaints is another tool that partners can use to request instructions or report concerns. As with the Hotline, you can submit a request anonymously, and your confidentiality will be ensured during its processing.

Will I be repressed or shamed for my appeal via the Hotline or the web page?

Ivi does not tolerate any repressions or reproaches against an employee or counterparty who expressed concern or asked a question about a possible (in their reasonable opinion) violation of the rules in force in Ivi.

How does the Hotline and the web page work with the Compliance function and with the rules and procedures, including the complaint review procedure?

The business ethics and corporate control service works with global partners to investigate and resolve complaints made using the Hotline and the web page. In addition to your supervisor and Compliance representative, there are other channels that anyone can use to file information about violations.

Who can I get additional information or a copy of the Code from?

Contact any Compliance function representative (via Hotline, web page, or email).