

«APPROVED»

**By the decision of the Board of
Directors of NJSC «West Kazakhstan
Marat Ospanov Medical University»
from April 22, 2022
minutes No. 4.**

REGULATIONS

**about the Compliance Officer of a non-commercial joint-stock
company «West Kazakhstan Marat Ospanov Medical University»**

Aktobe city, 2022

1. GENERAL PROVISIONS

1.1. This Regulation on the Compliance Officer (hereinafter referred to as the Regulation) of the non-commercial joint-stock company «West Kazakhstan Marat Ospanov Medical University» (hereinafter referred to as the Company) determines the status of the Compliance Officer, his goals, tasks, functions, rights, responsibility, basic requirements for qualifications of the Compliance Officer, powers, amounts and terms of remuneration, decision-making on the imposition of disciplinary sanctions on the Compliance Officer, advanced training and organizational and technical support of the Compliance Officer, as well as the interaction of the Compliance Officer with the collegial executive body of the Company - the Management Board of the Company, the relationship of the Compliance Officer with other structural divisions of the Company, as well as the procedure for making changes and additions to the Regulations.

1.2. Compliance officer - an employee of a joint stock company who is not a member of the board of directors and (or) the executive body of the company, who is appointed by the board of directors of the company and is accountable to the board of directors of the company. The compliance officer is appointed and dismissed by the decision of the Board of Directors of the Company, in agreement with the Department of Internal security of the Ministry of Health of the Republic of Kazakhstan

1.3. The functional duties, rights and responsibilities of the Compliance Officer are determined by this Regulations.

1.4. The Compliance Officer in carrying out his activities is guided by the current legislation of the Republic of Kazakhstan, the Charter, the Corporate Governance Code of the Company, decisions of the Company's management bodies, these Regulations, other internal documents of the Company and has the right to apply international professional standards of Compliance, to the extent not contradicting the current legislation of the Republic of Kazakhstan.

2. ORGANIZATIONAL STATUS OF THE COMPLIANCE OFFICER

2.1. The Compliance Officer is a structural subdivision of the Company, independent of other structural subdivisions of the Company, subordinate and accountable to the Board of Directors of the Company.

2.2. The Compliance Officer is independent in the adoption and implementation of measures to combat corruption in the Company, and is also independent of the influence of any persons in the performance of the tasks and functions assigned to him.

2.3. The independence of the Compliance Officer is achieved by ensuring the appropriate organizational status and his objective position in the performance of his functional duties.

2.4. A compliance officer must be impartial and unbiased in his work, including avoiding conflicts of interest.

2.5. A The Compliance Officer cannot be involved in work falling within the competence of other structural divisions of the Company, as well as in the preparation or execution of programs and projects that are not related to his authority

2.6. The compliance officer is subject to the provisions of the internal regulatory documentation of the Company, including the internal labor regulations of the Company.

2.7. The duties, rights and responsibilities of the Compliance Officer are established by these Regulations, job descriptions and the employment contract

2.8. The performance evaluation of the Compliance Officer is carried out by the Board of Directors of the Company and in accordance with the requirements of these Regulations.

3. GOALS, OBJECTIVES, PRINCIPLES, FUNCTIONS, RIGHTS AND DUTIES OF THE COMPLIANCE OFFICER

3.1. The main purpose of the Compliance Officer's activity is to ensure compliance by the Company and its employees with the legislation of the Republic of Kazakhstan on combating corruption, as well as monitoring the implementation of anti-corruption measures.

3.2. The tasks of the Compliance Officer are:

1) ensuring compliance with external regulatory requirements and best international practices on combating corruption;

2) ensuring compliance with the basic principles of combating corruption in accordance with the Law of the Republic of Kazakhstan «On Combating Corruption»;

3) identification, assessment and reassessment of corruption risks;

4) effective implementation of the system of measures to combat corruption in accordance with the Law of the Republic of Kazakhstan «On Combating Corruption».

3.3. The compliance officer is guided by the following principles:

1) the interest of the management of the subject of the quasi-public sector in the effectiveness of anti-corruption compliance;

2) sufficiency of powers and resources necessary to fulfill the tasks of anti-corruption compliance;

3) independence of the anti-corruption Compliance Officer;

4) regularity of assessment of corruption risks;

5) information openness of the activities of the anti-corruption compliance service;

6) continuity of anti-corruption compliance;

7) improvement of anti-corruption compliance.

3.4. Functions of the Compliance Officer:

1) develops the internal policy and standards on anti-corruption issues of the Company;

2) develops anti-corruption instructions for the Company's employees;

3) conducts explanatory activities on the issues of combating corruption and the formation of an anti-corruption culture;

- 4) takes measures to identify, monitor and resolve conflicts of interest in the Company;
- 5) promotes and develops corporate ethical values;
- 6) exercises control over the observance by the employees of the Company of anti-corruption legislation, as well as the corporate code of ethics of the Company.
- 7) organize training among employees and students of the Company on anti-corruption issues;
- 8) monitors compliance with anti-corruption restrictions by employees belonging to the category of persons equated to persons authorized to perform state functions;
- 9) conducts an internal analysis of corruption risks in the activities of the Company, in accordance with the rules for conducting an internal analysis of corruption risks;
- 10) ensures public disclosure of information on the results of the internal analysis of corruption risks;
- 11) conducts internal audits based on applications (complaints) about facts of corruption in the Company and/or participates in them;
- 12) coordinates the work to reduce corruption risks in the activities of the Company;
- 13) assist and participate in an external analysis of corruption risks in the activities of the Company, carried out by a joint decision of the first heads of the authorized body for combating corruption and the Company;
- 14) monitors and analyzes changes in anti-corruption legislation, judicial practice in cases related to corruption in the subjects of the quasi-public sector and brings to the attention of the managers and employees of the Company;
- 15) take measures to regulate the issues of gifts and entertainment expenses in the Company;
- 16) evaluates the effectiveness of the implementation of anti-corruption measures by structural divisions and employees of the Company;
- 17) ensures the inclusion in civil law contracts concluded by the Company, including procurement contracts, of provisions providing for mandatory compliance by the parties to the contract with the norms of anti-corruption legislation, business ethics and integrity, and the principles of fair competition;
- 18) makes recommendations to the head of the Company to eliminate identified corruption risks, improve the efficiency of internal processes for organizing the activities of the Company;
- 19) upon request, send reports and information on the anti-corruption measures taken to the authorized body for combating corruption;
- 20) annually reports to the Board of Directors of the Company on the work done.

3.5. Rights of the Compliance Officer:

- 1) request and receive information and materials from the structural divisions of the Company, including those constituting commercial and official secrets, within the framework of approved procedures regulated by the internal documents of the Company;
- 2) access to production and other facilities of the Company, to all documentation and other information requested in connection with compliance activities;



3) access to the Company's information system and accounting database (computer programs, accounting information systems, public procurement portal, personnel records, etc.) on an ongoing basis in a passive mode, i.e. without the right to enter and correct;

4) initiate the submission of issues related to the competence of the compliance officer to a meeting of the Board of Directors of the Company after consideration by the Internal Audit Committee of the Board of Directors;

5) initiate internal audits on incoming reports of possible corruption offenses or violations of the legislation of the Republic of Kazakhstan on combating corruption;

6) require managers and other employees of the Company to submit written explanations as part of internal audits;

7) participate in the development of draft internal regulatory documents of the Company, within its competence;

8) create information channels through which messages can be received about the presence or potential violation of anti-corruption laws in the Company, or make proposals to improve the effectiveness of anti-corruption measures.

3.6. Responsibilities of the Compliance Officer:

1) maintains the confidentiality of information about the Company and its affiliates, insider information that became known during the performance of the functions of the anti-corruption compliance service;

2) ensures the confidentiality of persons who applied for alleged or actual facts of corruption, violations of the corporate code of ethics and other internal policies and procedures on anti-corruption compliance issues;

3) promptly informs the Board of Directors of the Company about any situations related to the presence or potential possibility of violation of legislation in the field of combating corruption;

4) does not interfere with the established mode of operation of the Company;

5) complies with the requirement of service and professional ethics;

6) carry out other actions that do not contradict the legislation of the Republic of Kazakhstan;

7) complies with the requirements of the current labor legislation and the internal labor regulations of the Company.

4. QUALIFICATION REQUIREMENTS

4.1. The compliance officer must meet the following requirements, namely:

1) higher professional education in the field of law, preferably with additional education in the field of economics, finance and audit, as well as work experience in the field of law - at least 3 (three) years;

2) knowledge of the legislation of the Republic of Kazakhstan, regulatory legal acts of the Republic of Kazakhstan, including on issues in the field of combating corruption, knowledge of the state - Kazakh language or official - Russian language;

3) it is preferable to have an international certificate in the field of compliance «ICA International Diplomain Governance Riskand Compliance» or similar certificates, knowledge of foreign languages.

5. ACTIONS IN THE EARLY TERMINATION OF AUTHORITIES OF THE COMPLIANCE OFFICER

5.1. Termination of labor relations with the Compliance Officer at the initiative of the Board of Directors of the Company or at the initiative of the Compliance Officer himself is carried out in accordance with the labor legislation of the Republic of Kazakhstan.

5.2. In case of termination of the employment contract at the initiative of the Compliance Officer, he must notify the employer in writing at least one month in advance, except for cases provided for by the labor legislation of the Republic of Kazakhstan.

5.3. In the event that the Board of Directors of the Company makes a decision to terminate the powers of the Compliance Officer, an act of acceptance and transfer of the documents under his consideration, as well as documents to be stored in the archive, is drawn up.

5.4. The specified documents under the act of acceptance and transfer are transferred to the new Compliance Officer (in case of his appointment to the position) to be signed.

5.5. If a new Compliance Officer is not appointed, the documents under the acceptance certificate are transferred against signature to the person (employee of the Company) determined by the relevant order of the Chairman of the Board of Directors of the Company.

6. TERMS AND CONDITIONS OF PAYMENT OF THE COMPLIANCE OFFICER

6.1. The amount of the official salary of the Compliance Officer is determined by the Board of Directors of the Company.

6.2. Payroll is made in accordance with the time sheet. Accounting for the actually completed Compliance Officer is carried out by the responsible structural subdivision of the Company.

6.3. The procedure for payment of wages to the Compliance Officer is determined by the internal document of the Company, which regulates the system of remuneration of full-time employees.

6.4. By decision of the Board of Directors of the Company, the Compliance Officer is paid a bonus based on the results of their work for the reporting year, in case of high-quality and efficient performance of their functional duties, in the amount and on the terms determined by the relevant internal documents of the Company.

6.5. In honor of the celebration of national, state and professional holidays in the Republic of Kazakhstan, by saving the payroll fund (hereinafter referred to as payroll), bonuses to Compliance Officers are allowed in the amount corresponding to the amount of bonus payment in such cases to an employee of the Company with an official salary equivalent to the official salary of a Compliance Officer.

The corresponding bonus is carried out on the basis of the order of the Chairman of the Board - the Rector, or the person acting as his/her duties.



6.6. Bonuses to the Compliance Officer, provided for by these Regulations, are not made during the probationary period and if he has a disciplinary sanction that has not been lifted.

6.7. A Compliance Officer of the Company who has passed a probationary period or was hired without it, upon granting annual paid labor leave, is paid a health improvement allowance in the amount of 2 (two) official salaries once during a calendar year.

Annual paid leave of absence of the Compliance Officer is provided in accordance with the order of the Chairman of the Management Board - the Rector of the Company on the basis of an application addressed to the Chairman of the Board of Directors, subject to a positive resolution of the Chairman of the Board of Directors.

6.8. The compliance officer is provided with material assistance by saving payroll funds in the amount, on the terms established by the internal documents of the Company.

6.9. The Compliance Officer receives additional payments, guarantees and compensation payments in the amounts provided for by the labor legislation of the Republic of Kazakhstan, these Regulations and internal documents of the Company, as well as voluntary medical insurance at the expense of the Company (if the Company has an appropriate social package).

Voluntary social insurance does not apply to Compliance Officers who are on probation.

6.10. The compliance officer is provided with material assistance at the expense of the Company's payroll.

Financial assistance provided for in this paragraph is provided on the basis of copies of supporting documents (birth certificate (adoption / adoption), marriage certificate, death certificate) in the following cases and amounts:

1) in connection with the birth of a child / adoption or adoption of children - in the amount of not more than 100 minimum calculation indices (hereinafter referred to as the MCI) established by the legislation of the Republic of Kazakhstan on the republican budget for the corresponding financial year, with a lump sum payment to the employee. If both parents are employees of the Company, one-time material assistance is paid to one of the parents of their choice;

2) in connection with marriage - in the amount of not more than 50 MCI;

3) death of the spouse/children, parents of the employee - in the amount of not more than 300 MCI.

4) the death of an employee - in the amount of not more than 400 MCI with a lump sum payment to one of the family members or, in the absence of such, to the person who undertook the organization of the funeral.

6.11. Payments to the Compliance Officer not provided for by these Regulations, including other types of remuneration, additional payments, allowances, bonuses and other forms of material incentives in cash or in kind, are prohibited.

7. LIABILITY AND PENALTIES

7.1. The Compliance Officer is responsible for the implementation of these Regulations.



7.2. The Compliance Officer, in accordance with the established procedure, is responsible for the quality and timeliness of the performance of the functions and tasks assigned to him in accordance with job descriptions, employment contracts, internal documents and the legislation of the Republic of Kazakhstan.

7.3. For violation of labor discipline, failure to perform or improper performance of official duties, by decision of the Board of Directors of the Company, disciplinary sanctions may be applied to the Compliance Officer in accordance with the established procedure.

7.4. The material liability of the Compliance Officer and the procedure for compensation for the harm caused by them (if any), as well as the procedures for imposing disciplinary sanctions, are carried out in accordance with the labor legislation of the Republic of Kazakhstan and internal documents of the Company.

8. PROFESSIONAL DEVELOPMENT

8.1. The Compliance Officer must develop professional knowledge and skills without fail by participating in programs aimed at training, retraining, advanced training of the Company's employees and certification programs of the Compliance system.

8.2. The Management Board of the Company should contribute to the improvement of the Compliance Officer's knowledge and skills by ensuring that the Company's budget, in the prescribed manner, includes the costs of education and training on specialized topics and programs developed by the Compliance Officer and agreed with the Chairman of the Board of Directors of the Company, in order to continuously advanced training.

8.3. The training plan for the Compliance Officer, as a matter of priority, should include training and advanced training in the procedures and methods of the Compliance system, risk management and anti-corruption legislation, and the principles of corporate governance of the Company.

8.4. The procedure for preparing applications for training and advanced training and further procedures related to this process is carried out in accordance with the internal documents of the Company.

9. PRESENTATION OF INFORMATION

9.1. The relationship of the Compliance Officer with the Board of Directors and the Management Board of the Company should be built around the key role of the Compliance Officer associated with the provision of independent and objective information designed to ensure the effective management of the Company.

9.2. The Compliance Officer submits a quarterly report on the activities of the Compliance Officer to the Internal Security Department of the Ministry of Health.

9.3. The Compliance Officer submits to the Board of Directors of the Company a semi-annual and annual report on the activities of the Compliance Officer, after consideration by the Internal Audit Committee of the Board of Directors.

9.4. At the request of the Chairman of the Board of Directors of the Company, the Compliance Officer submits a brief report on his work.



9.5. The compliance officer must ensure the analysis of the information submitted to the Board of Directors of the Company for its completeness and accuracy.

9.6. The Board of Directors of the Company takes into account the annual report on the activities of the Compliance Officer.


9.7. The Compliance Officer has the right to be present at meetings of the Board of Directors of the Company where the issues of its activities are considered.

10. FINAL PROVISIONS


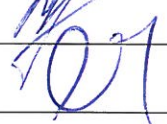
10.1. Changes and additions to these Regulations may be made at the initiative of members of the Board of Directors and the Compliance Officer of the Company.



Developed by:

No	Full name	Position	Signature	Date
1.	Izbasarov N.Zh.	Compliance Officer		09.04.2022

Agreed:

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