



APPROVED BY THE MANAGEMENT BOARD  
AO MIZUHO BANK (MOSCOW)  
Meeting minutes No.20-23 dated 27 October 2023

\_\_\_\_\_ A.I. Malyshev

## **Basics of Anti-Bribery and Corruption**

Version 1, October 2023



## Document history

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Author: D.Dubrovin  
Creation date: October 2023  
Department: Legal and Compliance (LCD)

Versions			
Date	Version	Status	Comments
OCT 2023	1	Draft	Adaptation of anti-bribery and corruption policy in line with main shareholder's standards

## 1. Purpose

Mizuho Group Anti-Bribery and Corruption Policy was adopted by AO Mizuho Bank (Moscow) (hereinafter “the Bank”) after was introduced by main shareholder (hereinafter “Mizuho”).

The Bank’s Code of Conduct sets forth Mizuho’s basic policy on ensuring strict observance of all laws, regulations and rules, implementation of corporate activities in a fair and honest manner, and conformance with the norms accepted by society. Based on that, this *Basics of Anti-Bribery and Corruption* (hereafter “Basics”) sets forth the basic stance to prevent bribery and corruption and the scope of applicable activities that apply to Mizuho Bank (Moscow).

## 2. Definitions

For the purposes of these Basics, the terms are defined as follows.

- i. “Bribery” is defined as provision and receipt of bribe.
  - “Provision of bribe” is defined as the act of directly or indirectly providing, or applying for or promising to provide bribe to public officials or a third party, irrespective of the purpose (not limited to obtaining benefit for oneself or a third party).
  - “Receipt of bribe” is defined as the act of receiving, requesting, or promising to receive bribe in relation to one’s duties irrespective of the purpose (not limited to obtaining benefit for oneself or a third party).
  - “Bribe” is defined as “undue benefit received in relation to the duties of either one or both of the parties concerned. It includes all benefits that satisfy the person’s demand or request that are not limited to money, goods or other asset-related benefit.
- ii. “Corruption” is defined as the act that violates laws or regulations, etc. related to bribery (hereafter collectively referred to as “Anti-Bribery Acts, etc.”) caused by abuse of the public position or public power by a public official, etc.
- iii. “Public officials, etc.” refer to all persons who conduct their country’s public duties, and those considered to be conducting public duties as set forth in the relevant country’s laws or regulations, etc. It also includes candidates of political parties and public services.

## 3. Basic stance

The Bank acknowledges the social significance of preventing bribery and corruption, and shall comply with the Anti-Bribery Law of Russia, shareholder’s standards etc. Moreover, by prohibiting executives and employees from involving in bribery or corruption as indicated below and by promoting fair and honest conduct, it shall aim to maintain and promote sound corporate activities.

- i. Mizuho clearly expresses its stance that it will not pursue increase of sales or improvement of benefit by wrongful acts, and shall not permit its executives and employees to engage in bribery or corruption to pursue improvement of benefit.
- ii. Compensation or rewards paid by the Bank in return to corporate activities based on a contract shall be proportionate to and directly related to the features of the goods and services received.



It shall not pay compensation or other rewards that exceed the standard price of the applicable market.

#### **4. Scope of application**

The Bank shall prevent executives and employees from involving in bribery and corruption by prohibiting such in the following activities.

- i. Exchange of entertainment and gifts
- ii. Donation to political parties, etc.
- iii. Recruitment, etc.
- iv. Facilitation payment (making payments for the purpose of facilitating administrative formalities to gain undue benefit in conducting corporate activities and business promotion)
- v. Conclusion of contracts for outsourcing operations and engaging third parties
- vi. Corporate acquisitions
- vii. Other activities related to duties

#### **5. Management framework**

To implement these Basics, the Bank shall if necessary formulate the administrative guidelines and operating procedures, etc. indicating the specific matters to be conducted, implement training to executives and employees to ensure compliance with these Basics, and monitor the implementation status.

#### **6. Disclosure inside and outside the Bank and Mizuho Financial Group, Inc.**

To demonstrate the initiatives on anti-bribery and corruption inside and outside the Bank, the Bank shall disclose these Basics.

#### **7. Amendment and cancellation**

These Basics shall be approved by the Management Board of the Bank as well as revisions.

#### **8. Department in charge**

The department in charge of these Basics shall be the Legal and Compliance Department.

Check: Approved IOP is available (After obtaining the approval)	End of Retention	Information Classification	MB
Confirmed by	<b>Application for Internal Procedure / Policy Approval</b>		
Confirmation date:			
Signature (Officer):			

<b>HO approval*</b>	<b>NOT required</b>	<b>Approval Date</b>	
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\* if HO approval is required please unhide next lines 7-11, print and circulate full form

<b>Approval Authority</b>	<b>Management Board</b>	<b>Approval Date</b>	<b>27 октября 2023 г.</b>
<b>Application Date</b>	23.10.2023	<b>Application Number</b>	MHBKM/A-COM/No.23-46

<b>Management Board members</b>	A.Malyshev	T.Hayashi	N.Patrikeeva	
	Signature	Signature	Signature	
Comment (if any)				
<b>Related Department (other than Compliance, Legal, proposing)</b>				
Comment (if any)				
<b>Proposing Department</b>	LCD			
<b>Document owner</b>	Dmitry Dubrovin			

<b>Purpose of Application</b>	<b>Establishment</b>				
<b>IOP Reference No. &amp; Title</b>	<b>PN</b>	<b>SP</b>	<b>D - DT</b>	<b>SN</b>	<b>Title</b>
<b>Description (Background/Purpose)</b>	Basics of Anti-Bribery and Corruption It is necessary to adopt Mizuho Group's Anti-Bribery and Corruption Policy in line with HO Circular BK/OC/No.23-29. As there is already Anti-Bribery Policy in Mizuho Moscow established in 2019 in line with local legislation, HO's document name will be Basics for Anti-Bribery and Corruption in order to administrate them separately. There is no contradiction between local and Group's ABC documents.				

<b>Related HOP / Other Procedures</b>	<b>Part</b>	<b>Chapter</b>	<b>Section</b>	<b>Item</b>	<b>Title</b>

**【Check Items】**

**Check 1: Requirements of H.O. Application** \*1: If at least one answer is "Yes", this IOP requires the approval of H.O.

Requirement: Select "Yes" for any item which applies to the establishment/revision/abolishment of this IOP		Yes/No	*1
A.	The proposed IOP comes in conflict with any provision of the HOP concerning approval authority and checks and balances.	No	
B.	The proposed IOP will allow the office not to take a step required by the HOP.	No	
C.	The proposed IOP will concern a new business or new product that is applicable to Category 3 or above as defined in the "Administrative Procedures for New Business and Products" under the management of the Risk Management Department.	No	
D.	The proposed IOP includes a subject for which the HOP requires the approval of the Head Office.	No	
E.	The IOPD or the Managing Department instructed through official circular etc. that the relevant part of the IOP requires the approval of the Head Office.	No	
F.	IOP that concerns Anti-Money Laundering, Combating the Financing of Terrorism, and Economic Sanctions such as asset freeze, which are under jurisdiction of The Compliance Promotion Department No. 2.	No	

<b>Items which conflicts with HOP or carried out without going through the whole process specified in HOP</b>	<b>Fill out this section</b>
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<b>Check 2: Legal &amp; Compliance Check</b>			
Legal & Compliance Check	Necessary	Confirmed by (person in charge of Legal & Compliance)	Result OK Signature

<b>Check 3: IOP Follow-up monitoring (3months after)*2</b>		*2: Refer to HOP "Part1 Chapter1 Section4 Item3"	
Subject IOP	Result	Confirmed by (JGM)	Confirmation date:
IOP related to new business/new products	No		Signature
IOP related to local laws and regulations etc.	No		