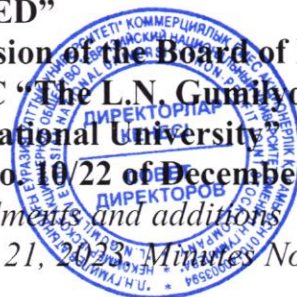


“APPROVED”

by the Decision of the Board of Directors
of the NJSC “The L.N. Gumilyov
Eurasian National University”
(Decision No. 10/22 of December 05, 2022)
(with amendments and additions
of February 21, 2023 Minutes No.02/23)



**Regulations
on the Ombudsman of the Non-Profit Joint Stock Company
“The L.N. Gumilyov Eurasian National University”**

Astana, 2022

1. General Provisions

1. These Regulations on the Ombudsman of the Non-Profit Joint Stock Company “The L.N. Gumilyov Eurasian National University” (hereinafter referred to as the Regulations) have been developed taking into account the legislation of the Republic of Kazakhstan, the Corporate Governance Code, the Charter and internal documents of the Non-Profit Joint Stock Company “The L.N. Gumilyov Eurasian National University” (hereinafter referred to as the Company).

2. The Company must adhere to high ethical standards and implement the necessary procedures to ensure the continuous application of these standards by all employees of the Company. The Management Board of the Company and all structural divisions of the Company, including the security service, should not prevent the transmission of notifications of alleged violations to the Ombudsman or the Board of Directors of the Company.

3. An Ombudsman is appointed in order to comply with the principles of business ethics and optimal regulation of social and labor disputes arising in the Company. The role of the Ombudsman is to advise employees, students, participants who have applied to him and who are in labor disputes, conflicts and assist them in developing a mutually acceptable, constructive and implementable solution, taking into account compliance with the legislation of the Republic of Kazakhstan (including confidentiality, if necessary), assisting in solving problematic social and labor issues of students and employees, the Company, as well as in their compliance with the principles of business ethics

4. The Ombudsman is a person appointed by the Board of Directors of the Company, who is entrusted with the functions of assisting in the protection of the rights and legitimate interests of students and employees of the Company.

5. The Ombudsman, acting as a neutral party, promotes the establishment and development of corporate values and culture, high standards of professional conduct and business ethics in the Company.

6. The Ombudsman in their activities is guided by the Constitution of the Republic of Kazakhstan, the laws of the Republic of Kazakhstan, other regulatory legal acts of the Republic of Kazakhstan, internal documents of the Company and these Regulations.

2. Principles of the Ombudsman’s Work

7. The main principles of the Ombudsman’s work are independence, neutrality and impartiality, confidentiality and informality.

8. The independence of the Ombudsman means that:

the Ombudsman is independent in their activities, is subordinate and accountable only to the Board of Directors of the Company, as well as carries out their activities independently of other internal structures of the Company;

no one has the right to influence the Ombudsman in carrying out their activities or to make appropriate attempts;

the Ombudsman may not hold senior positions in the Company, except for the combination of pedagogical and scientific activities in the Company;

the Ombudsman has access to all information (including primary and unprocessed), employees of the Company within the limits established by the legislation of the Republic of Kazakhstan;

the Ombudsman independently makes decisions on the need to respond and take appropriate measures in relation to the received appeal.

9. The neutrality and impartiality of the Ombudsman means that:

the Ombudsman is neutral, impartial and independent when considering an appeal;

the Ombudsman does not act on the side of any of the conflicting (disputing) sides;

the Ombudsman is not associated with any internal control function of the Company and does not report on their work to anyone, except for the Board of Directors of the Company;

the Ombudsman has no personal material and (or) non-material interests from the results of consideration of appeals.

10. The Ombudsman's confidentiality means that:

the Ombudsman does not disclose confidential information, unless they receive permission from the person who applied, during an informal discussion, and even in this case independently makes a final decision at their discretion. An exception is a real threat of causing serious consequences and (or) damage, as well as other cases established by the current legislation of the Republic of Kazakhstan;

no one can influence the Ombudsman or force them to disclose the names of the persons who applied to them, as well as information that could lead to the disclosure of the persons who applied to them, except in cases provided for by the current legislation of the Republic of Kazakhstan and these Regulations;

when providing recommendations on the main trends, identified problems, existing policies and established practices, the Ombudsman does not disclose the names of the persons who applied to them.

11. The informality of the Ombudsman means that:

the Ombudsman carries out their activities on an informal basis, in particular, listens, provides and receives information, materials and necessary explanations, and also, at their discretion, attracts interested persons to participate on an informal basis;

the Ombudsman does not make binding decisions and does not make formal decisions for the Company's officials;

the Ombudsman only complements the formal sources of conflict resolution of (disputable) situations, but in no case replaces them;

the Ombudsman does not participate in formal investigations both inside and outside the Company, in court proceedings, settlement of disputes in pre-trial and out of court;

the Ombudsman may not be called as a witness to testify in court on the circumstances that have become known to them in connection with the ongoing

investigation or other measures, except in cases established by the legislation of the Republic of Kazakhstan;

the appeal to the Ombudsman is voluntary, but not mandatory.

3. Main Functions of the Ombudsman

12. The main functions of the Ombudsman are:

1) consideration of applications of students and employees of the Company for actions (inaction) of employees and decisions (acts) of officials of the Company;

2) assistance to students and employees of the Company in the settlement of conflicts (disputes) at an early stage before their transfer to law enforcement and judicial authorities, settlement in pre-trial and out of court;

3) assistance in restoring the violated rights of employees and students of the Company;

4) participation in the development and introduction of recommendations on improving the legislation of the Republic of Kazakhstan on issues included in the competence of the Ombudsman;

5) giving recommendations to the Company's officials on the settlement of conflicts (disputes) on the received appeals;

6) development of recommendations for the resolution and prevention of conflicts (disputes) of a systemic legal and organizational nature;

7) holding necessary meetings, sessions, consultations, discussions with the Company's employees, representatives of state bodies and organizations, as well as hearing the Company's employees on the received appeals;

8) submitting, in accordance with the established procedure, a report on the results of the work carried out for consideration by the Board of Directors of the Company and its committees;

9) interaction with state bodies, trade unions and other organizations on issues included in the competence of the Ombudsman;

10) making proposals to improve the corporate governance system and increase the level of corporate culture in the Company;

11) initiating regular training of officials and employees aimed at understanding the Business Ethics Code, the role of the Ombudsman and the availability of the notification system for alleged violations;

12) taking other measures, including those aimed at restoring the violated rights and legitimate interests of the persons who applied to them.

4. Rights and Duties of the Ombudsman

13. The Ombudsman has the right:

1) to request and receive from the Company's employees the information, materials and explanations necessary for consideration of appeals;

2) for immediate reception by the Company's officials on issues within the competence of the Ombudsman;

3) to independently verify the facts of violations of the rights, freedoms and interests of employees and students of the Company;

4) to hear students and employees of the Company on the appeals received by the Ombudsman;

5) to convene necessary meetings, sessions with the participation of the Company's students and employees;

6) to receive assistance from responsible employees in solving issues related to their competence;

7) to involve persons from among the Company's employees as experts to prepare conclusions on the issues set out in the appeals received by the Ombudsman;

8) to meet with labor collectives and persons who have applied to the Ombudsman at places of their work;

9) to attend meetings of the Board of Directors and the Management Board of the Company on issues within the competence of the Ombudsman;

10) to apply to the Board of Directors of the Company and the Management Board of the Company with recommendations on improving social and labor relations in the Company, as well as on other issues within the competence of the Ombudsman;

11) to create advisory and expert councils, as well as working groups to consider individual issues on improving social and labor relations in the Company, as well as other issues arising from the activities of the Ombudsman;

12) to initiate procedures in the Company to identify violations of the norms of business ethics, the legislation of the Republic of Kazakhstan and other internal documents of the Company, both on the basis of received appeals and on their own initiative;

13) to conduct on their behalf outgoing correspondence on the official letterhead of the Company on issues within the competence of the Ombudsman;

14) to make recommendations to the Company's structural divisions on the implementation and improvement of ethical principles in the Company;

15) other rights necessary for the exercise of the functions assigned to the Ombudsman.

14. The Ombudsman is obliged to:

1) carry out their activities in compliance with the principles of independence, neutrality, impartiality, confidentiality and informality;

2) comply in their activities with the norms and requirements of the legislation of the Republic of Kazakhstan, internal documents of the Company and these Regulations;

3) submit on a quarterly basis a report on the results of the work carried out to the Board of Directors of the Company, who evaluate the result of their activities.

5. Appointment and Dismissal of the Ombudsman

15. The Ombudsman is appointed by a decision of the Board of Directors of the Company adopted by a simple majority of votes of the members of the Board of Directors.

16. The issue of appointment or dismissal of the Ombudsman is submitted to an in-person meeting of the Board of Directors. The presence of a candidate for the position of Ombudsman at the specified meeting is mandatory.

17. The decision of the Board of Directors on the appointment of an Ombudsman shall specify, inter alia, the term of office and the amount of the official salary.

18. A person appointed to the position of an Ombudsman must meet the following requirements:

- 1) citizenship of the Republic of Kazakhstan;
- 2) higher education;
- 3) work experience of at least 5 years;
- 4) it is desirable to have at least 3 years of work experience in educational organizations or in the specialty;
- 5) work experience in the field of negotiation process, mediation and conflict management (disputes) is desirable;
- 6) knowledge of the legislation of the Republic of Kazakhstan;
- 7) knowledge of the Company's internal regulatory documents;
- 8) demonstration of a high level of compliance with the corporate policy and requirements of the Company, compliance with the current legislation of the Republic of Kazakhstan;
- 9) exemplary professional ethics and effective leadership aimed at achieving results and significant positive changes;
- 10) impeccable business reputation, high authority and the ability to make impartial decisions;
- 11) developed teamwork and interaction skills with various stakeholder groups;
- 12) fluency in Kazakh, Russian and preferably foreign languages.

19. An employment contract is concluded with a person appointed as the Company's Ombudsman for a period determined by a decision of the Board of Directors.

20. The employment contract with the Ombudsman is signed on behalf of the Company by the Chairman of the Management Board – Rector.

21. The Board of Directors has the right to make a decision on early termination of the Ombudsman's powers and termination of the contract concluded with them in accordance with the procedure established by law.

22. The decision on the appointment of a new Ombudsman may be taken simultaneously with the decision on the early termination of the powers of the current Ombudsman.

23. If the Board of Directors makes a decision to terminate the powers of the Ombudsman, the Ombudsman draws up an act of acceptance and transfer of documents under their consideration, as well as documents to be stored. The specified documents under the act of acceptance and transfer are transferred to the new Ombudsman (in case of their appointment).

6. Handling Appeals and Organizing the Activities of the Ombudsman

24. The Ombudsman within the limits of their competence:

1) considers applications of students and employees of the Company that are not subject to consideration (are not under consideration) in law enforcement and judicial authorities of the Republic of Kazakhstan and foreign states, are not at the stage of settlement in pre-trial and out of court;

The written request must contain the full name, contact details of the applicant, and a statement of the substance of the issue.

2) Having received an appeal, the Ombudsman:

- within no later than ten working days from the date of receipt of the application, accepts it for consideration;

- explains to the applicant about other possible measures that can be taken to protect the applicant's rights;

- appeals, if necessary, to the management of the Company with a request to conduct an audit on the facts of the revealed violations, as well as for competent explanations to the Ministry of Science and Higher Education of the Republic of Kazakhstan.

3) The Ombudsman notifies the applicant on the results of the consideration of the appeal no later than 10 working days from the date of completion of the verification of the circumstances set out in the appeal.

25. Based on the results of verification of the facts of violations of the rights, freedoms and interests of employees and students, the Ombudsman draws up a Response Act.

26. The Office of the Company sends received correspondence addressed to the Ombudsman, without opening and registration, only to the Ombudsman. The fact of the received appeal by the Ombudsman is brought to the attention of the relevant employee, if necessary, the head of the structural unit, an official of the Company. In agreement with the Ombudsman, the head of the structural unit, an official of the Company appoints a responsible person to coordinate actions and provide maximum assistance to the Ombudsman on the received appeal.

27. The Ombudsman is not an authorized representative of the Company, does not accept information on their behalf, and does not act in a role or position assigned to conduct correspondence on behalf of the Company in accordance with the requirements of the current legislation of the Republic of Kazakhstan.

28. The Ombudsman has the right to redirect the persons who have applied to them, and the correspondence received, to the relevant structural subdivision and to an official of the Company for their subsequent conduct of the necessary official

correspondence on behalf of the Company in accordance with the procedure and terms established by the current legislation of the Republic of Kazakhstan.

29. Correspondence addressed to officials and heads of the structural divisions of the Company may not be delegated to the Ombudsman. Correspondence may be forwarded to the Ombudsman only by way of notification (for information) and for joint consideration of the issue. Responsibility for timely consideration and provision of a response in accordance with the current legislation of the Republic of Kazakhstan is borne by the person to whom the correspondence is addressed (officials and heads of the structural divisions of the Company authorized to conduct outgoing correspondence).

30. The participation of the Ombudsman in conducting an internal investigation is not allowed.

31. The Ombudsman is not a member (chairman) of working bodies, commissions on issues of conducting official investigations and (or) bringing employees of the Company to disciplinary responsibility. At the same time, the Ombudsman has the right to informally attend meetings of such bodies and commissions at their discretion.

32. The Ombudsman, within the limits of their competence, has the right to give the necessary explanations, which are of a recommendatory nature.

33. The administrative and organizational activities of the Ombudsman are provided by authorized persons of the Company in accordance with the procedure established by the internal documents of the Company.

In particular, responsible structural units and (or) officials ensure that the necessary measures are taken to protect against listening (viewing) means of communication (communication channels) of the Ombudsman (helpline, computer, e-mail, software, etc.). The Ombudsman must be organizationally and technically isolated at the location of the executive body of the Company.

34. The Company's officials are obliged to:

1) provide and ensure that the Company's employees provide reliable information, materials and explanations necessary for the Ombudsman to consider appeals and perform functions assigned to the Ombudsman, in the time and manner specified in the relevant request of the Ombudsman;

2) carry out the immediate reception of the Ombudsman on issues within the competence of the Ombudsman;

3) ensure that the Ombudsman meets with the person(s) who applied, the labor collective on issues included in the competence of the Ombudsman;

4) participate and ensure the participation of the Company's employees in their hearing by the Ombudsman on the received appeals, as well as in the discussion of other issues within the competence of the Ombudsman;

5) immediately inform the Ombudsman about potential conflicts (disputes) in order to respond in a timely manner;

6) take other measures and take actions aimed at maximum assistance to the Ombudsman in carrying out their activities.

35. The Company's officials guarantee and ensure the confidentiality of the consideration of information on violations of business ethics, the legislation of the Republic of Kazakhstan and other internal documents of the Company within the limits established by the current legislation of the Republic of Kazakhstan.

7. Conditions of Remuneration and Bonuses of the Ombudsman

36. The amount of the official salary of the Ombudsman is determined by the Board of Directors of the Company and can be changed by decision of the Board of Directors of the Company.

37. Salaries are calculated in accordance with the time sheet.

38. For the purpose of material interest of the Ombudsman in improving the efficiency and quality of work, remuneration can be paid based on the results of work for the year. Bonuses based on the results of activities are paid depending on the results of work for the purpose of material encouragement for the successes achieved and improving the efficiency of work, are not permanent and are not taken into account when calculating the average salary.

The Ombudsman is not awarded bonuses during the probation period and if they have not received a disciplinary penalty.

39. The Ombudsman is granted a paid annual leave of 30 (thirty) calendar days, as well as financial assistance in accordance with the internal regulatory documents of the Company.

8. Responsibility of the Ombudsman

40. The Ombudsman must perform their duties in good faith.

41. The Ombudsman, in accordance with the procedure established by the legislation and internal documents of the Company, is responsible for:

1) proper performance of the tasks, functions, rights and obligations assigned to them;

2) losses caused to the Company by their actions (inaction);

3) disclosure of information constituting an official, commercial or other secret protected by law;

4) the use of insider information (restricted access information) available to them about the Company for personal purposes.

42. Disciplinary penalties may be applied to the Ombudsman in accordance with the established procedure for non-performance or improper performance of official duties by decision of the Board of Directors of the Company.

9. Final Provisions

43. Issues submitted by the Ombudsman for consideration by the Board of Directors of the Company and its committees do not pass the procedure of consideration and approval by the Management Board of the Company. All

materials are provided by the Ombudsman directly to the Corporate Secretary Service of the Company.

44. These Regulations come into force from the date of approval by the Board of Directors of the Company.

45. Amendments and additions to these Regulations are made by the Decision of the Board of Directors of the Company.

46. In case of non-compliance of certain conditions provided for by these Regulations with the current legislation, the norms of the current legislation of the Republic of Kazakhstan are applied.