



APPROVED BY
the General Meeting of Shareholders
of PIK - Specialized Developer
Public Joint Stock Company

Minutes No. 1
dated March 5, 2021

**REGULATION
ON THE GENERAL MEETING OF SHAREHOLDERS
OF Public Joint Stock Company
«PIK-specialized homebuilder»**

**Moscow
2021**

Article 1. General

- 1.1. These Regulations on the General Meeting of Shareholders in Public Joint Stock Company «PIK-specialized homebuilder» (the “Regulations”) have been developed in accordance with the applicable laws of the Russian Federation, including the Civil Code of the Russian Federation, Federal Law “On Joint-Stock Companies”, regulations and Charter of Public Joint Stock Company «PIK-specialized homebuilder» (the “Company”), as well as provisions of the Corporate Governance Code recommended by the Bank of Russia.
- 1.2. These Regulations govern the matters related to preparing, calling and holding the General Meeting of Shareholders, as well as determine the procedure for election, legal status, functions and powers of working bodies of the General Meeting of Shareholders.
- 1.3. The Company ensures equal and fair treatment of shareholders in exercising their right to take part in the management of the Company.
- 1.4. The General Meeting of Shareholders shall be the supreme management body of the Company. In its activities, the General Meeting of Shareholders relies on the applicable laws of the Russian Federation, as well as the regulations and Charter of the Company, and these Regulations.
- 1.5. The General Meeting of Shareholders may be passed in the form of a meeting (joint presence of shareholders so as to discuss the items on the agenda and decide on the issues put to vote), or in the form of absentee voting.
- 1.6. The General Meeting of Shareholders may not be held at a place or time that render the attendance of the General Meeting of Shareholders by shareholders impossible, or cause substantial hindrances to such attendance for Company’s shareholders.
- 1.7. Any matters related to calling, preparing and holding the General Meeting of Shareholders in the Company not covered by the provisions of the abovementioned regulations shall be resolved based on the need to secure the rights and interests the shareholders.

Article 2. Right to Attend the General Meeting of Shareholders in the Company

- 2.1. The list of persons entitled to attend the General Meeting of Shareholders shall be drawn up in accordance with the rules for drawing up a list of persons exercising their rights attached to securities as set by the securities laws of the Russian Federation. The date, as at which the persons entitled to attend the General Meeting of Shareholders of the Company are determined (recorded), shall not be set sooner than ten (10) days after the date of passing the resolution to hold the General Meeting of Shareholders or later than twenty-five (25) days before the date of the General Meeting of Shareholders, and to the extent stipulated by the Federal Law "On Joint-Stock Companies" – later than fifty-five (55) days before the date of the General Meeting of Shareholders.

When holding the General Meeting of Shareholders, the agenda of which contains an item concerning the Company’s reorganization, the date, as at which the persons entitled to attend such meeting are determined (recorded), may not be set sooner than thirty-five (35) days before the date of the General Meeting of Shareholders.

- 2.2. The Company shall disclose the date of drawing up the list of persons entitled to attend the General Meeting of Shareholders by publishing the corresponding message in the INTERFAX News Feed at <http://www.e-disclosure.ru/portal/company.aspx?id=44> on the day of the Board of Directors meeting dedicated to calling and holding the General Meeting of Shareholders in the Company.
- 2.3. The list of persons entitled to attend the General Meeting of Shareholders, save for information on the will of such persons, shall be provided for examination at request of a person(s) included in such list and holding at least one (1) per cent of votes. However, the information that enables identification of individuals included on the list, save for their surnames, names and patronymics, shall only be provided with the consent of such individuals.

At request of any interested party, no later than on the business day following the date of receipt

of such request, the register-keeper or the person in charge of the mandatory centralised custody of securities shall provide such party with a statement of including the latter on the list of persons entitled to attend the General Meeting, or a statement indicating that such party has not been included in the said list.

Article 3. Procedure for Proposing Items to be Put on the Agenda of the General Meeting of Shareholders and Nominees for the Company's Bodies

- 3.1. A shareholder(s) of the Company holding in aggregate at least 2% of voting shares in the Company shall be entitled to put items on the agenda of the annual General Meeting of Shareholders and to propose nominees for the Company's Board of Directors and Internal Audit Commission within 60 days after the end of the Company's financial year. The number of nominees may not exceed the number of members of the corresponding body.
- 3.2. If the proposed agenda of the extraordinary General Meeting of Shareholders contains an item concerning the election of members of the Company's Board of Directors, a shareholder or shareholders holding in aggregate at least 2 per cent of voting shares in the Company may propose nominees for the Board of Directors, provided that the number of such nominees may not exceed the number of members of the Company's Board of Directors. Such proposals shall be delivered to the Company no later than thirty (30) days before the date of the extraordinary General Meeting of Shareholders.
- 3.3. A proposal for putting items on the agenda of the General Meeting of Shareholders shall be submitted in writing, shall specify the item wording, name of the shareholder(s) submitting the same, number and category (type) of shares held by such shareholder(s), and shall be signed by such shareholder(s) or representative of such shareholder(s). A proposal to put items on the agenda of the General Meeting of Shareholders may contain a wording of the resolution on each item proposed. If a proposal to put items on the agenda of the General Meeting of Shareholders does not contain a wording of the resolution on the item proposed, the Board of Directors shall propose a wording with respect to such item.
- 3.4. A proposal concerning nominees for the Company's bodies shall contain the surname, name and patronymic of the nominee and data of their identification document: series and/or number of the document, date and place of its issue, and issuing authority. If the nominee is a Company's shareholder, the number and category (type) of shares they owned, the name of the body, for which the nominee is proposed, as well as the name of the shareholder(s) proposing the nominee, number and category (type) of shares owned by such shareholder(s) shall also be specified. The proposal shall be signed by the shareholder(s) or representative of such shareholder(s).
- A proposal concerning nominees shall be accompanied by the written consent of each nominee to his/her nomination and election.
- 3.5. A proposal concerning a nominee for the Auditor of the Company to be approved by the General Meeting of Shareholders shall contain the following information on the nominee:
- full business name of the legal entity – audit firm (or surname, name and patronymic of an individual auditor);
 - location and contact phone numbers;
 - audit license number, name of the issuing body and date of issue;
 - license term;
 - full business names of legal entities that engage the nominee as their official auditor.
- 3.6. A shareholder(s) of the Company not recorded in the Register of Shareholders of the Company shall also be entitled to propose items to be put on the agenda of the General Meeting of Shareholders and nominees by giving the corresponding directions (instructions) to the person that records their rights to shares. Such directions (instructions) shall be given in accordance with the rules set by the securities laws of the Russian Federation.
- 3.7. If the proposal concerning the agenda of the General Meeting of Shareholders is signed by the shareholder's representative acting in accordance with the authorities based on a power of attorney, such proposal must be accompanied by the power of attorney (copy of the power of attorney certified

in the procedure prescribed by the laws of the Russian Federation) containing information on the person being represented and the representative, and executed in accordance with the requirements to a power of attorney for voting imposed by the Law.

A power of attorney (copy of the power of attorney certified in the procedure prescribed by the laws of the Russian Federation) issued by a foreign person in a foreign state and drawn up in a foreign language must be accompanied with its translation into the Russian language certified in the procedure prescribed by the laws of the Russian Federation. Such power of attorney must be legalized or apostilled, unless otherwise provided by an international treaty of which the Russian Federation is a signatory.

Verifying the powers of the nominee holder who sends a notice of the shareholder's will in accordance with the direction (instruction) received from the latter is not required.

Where a proposal concerning the agenda of the General Meeting of Shareholders is signed by a shareholder (shareholder's representative), whose rights to shares are recorded by the nominee holder, such proposal must be accompanied by a statement from such shareholder's depository account that verifies the number of shares in the Company owned by such shareholder as at the date no sooner than seven (7) business days before the date of sending such proposal.

3.8. The Company's Board of Directors shall consider the proposals received and resolve to include them on the agenda of the General Meeting of Shareholders or to refuse putting them on such agenda within five (5) days after the expiry of the time limits specified in the Charter for receipt of proposals concerning the agenda of the annual General Meeting of Shareholders and candidates for the Company's bodies by the Company, as well as the expiry of the time limit for receipt of proposals concerning the agenda of an extraordinary General Meeting of Shareholders with respect to nominees for the Company's bodies by the Company.

3.9. An item proposed by a shareholder(s) shall be put on the agenda of the General Meeting of Shareholders, and nominees shall be included on the list of nominees for voting in the elections to the relevant Company's body, except where:

- the shareholder(s) fails (fail) to meet the time limits specified in the Charter for putting items on the agenda and proposing nominees for the annual General Meeting of Shareholders;
- the shareholder(s) fails (fail) to meet the time limits specified in the Charter for proposing nominees to be elected to the Company's bodies at the extraordinary General Meeting of Shareholders;
- the shareholder(s) who signed the proposal does not/do not hold the number of voting shares in the Company required under Article 53(1,2) of the Law;
- the proposal does not comply with the requirements provided in Article 53(3,4) of the Law and clauses 3.3-3.7 of these Regulations;
- the item proposed for inclusion on the agenda of the General Meeting of Shareholders of the Company is beyond its competence according to the Law and/or does not comply with the requirements of the Law and other legal acts of the Russian Federation.

3.10. The appearance of misprints or any other minor deficiencies in the shareholder's proposal shall not constitute grounds for the refusal to put the proposed item on the agenda of the General Meeting of Shareholders, and to include the proposed nominee on the list of nominees to be elected to the corresponding Company's body, if the overall content of the proposal enables determining the will of the shareholder and confirming such shareholder's right to send the proposal. Should the proposal contain any substantial deficiencies, the Company shall inform the shareholder to that effect within a reasonable time limit to enable the latter to correct them until the Board of Directors approves the agenda of the General Meeting of Shareholders and the list of nominees to be elected to the corresponding Company bodies.

- 3.11. A substantiated resolution of the Company's Board of Directors to refuse putting the proposed item on the agenda of the General Meeting of Shareholders or including the nominee on the list of nominees for voting in the elections to the corresponding Company's body, shall be sent to the shareholder(s), who proposed such item or such nominee, within three (3) days after the date of passing the respective resolution.
- 3.12. If such resolutions were received by the Company from persons that are not recorded in the Register of Shareholders of the Company and gave a direction (instruction) to the person that records their rights to shares, such resolution of the Company's Board of Directors shall be sent to such persons within three (3) days after the date of passing the respective resolution in accordance with the rules for providing information and materials to persons exercising their rights attached to securities as set by the securities laws of the Russian Federation.
- 3.13. The Company's Board of Directors shall not be entitled to amend the wordings of items proposed to be included on the agenda of the General Meeting of Shareholders and wordings of resolutions on such items.
- 3.14. Beside the items proposed to be put on the agenda of the General Meeting of Shareholders by the shareholders and nominees proposed by the shareholders for the formation of the corresponding body, the Company's Board of Directors shall be entitled to put items on the agenda of the General Meeting of Shareholders or nominees on the list of nominees at its own discretion.

Article 4. Preparation for the General Meeting of Shareholders

4.1. As part of the preparation for the General Meeting of Shareholders, the Board of Directors shall determine:

- form of the General Meeting of Shareholders (meeting or absentee voting);
- date, place (address, at which the General Meeting of Shareholders will be held), time of the General Meeting of Shareholders and postal address, to which completed ballot papers may be sent, or where the General Meeting of Shareholders is held in the form of absentee voting, deadline for receipt of ballot papers and postal address, to which completed ballot papers must be sent;
- possibility of electronic voting and the address of the website in the Internet information and telecommunication network where the electronic ballot form can be filled in (if the Board of Directors decides that electronic voting is possible);
- starting time of registration of attendees of the General Meeting of Shareholders held in the form of a meeting;
- date, as at which the persons entitled to attend the General Meeting of Shareholders are determined (recorded);
- agenda for the General Meeting of Shareholders;
- procedure for examining information (materials) to be provided as part of the preparation for the General Meeting of Shareholders, and address (addresses), at which one can examine the same;
- list of information (materials) to be provided to the shareholders as part of the preparation for the General Meeting of Shareholders and procedure for providing the same;
- form and text of the ballot paper in case of voting by poll;
- wording of decisions on the agenda of the General Meeting of Shareholders to be sent electronically (in the form of electronic documents) to nominee holders of shares registered in the shareholder register;
- any other information provided by the Law and other regulations of the Russian Federation.

4.2. The General Director of the Company shall prepare and hold the General Meeting of Shareholders in accordance with the resolutions passes by the Board of Directors.

Article 5. Information on the General Meeting of Shareholders

5.1. A notice of the General Meeting of Shareholders shall be given at least twenty-one (21) days before the date of such meeting, and a notice of the General Meeting of Shareholders, the agenda of which contains an item concerning the Company's reorganization – at least thirty (30) days before the date of such meeting.

Where the proposed agenda of an extraordinary General Meeting of Shareholders contains an item concerning the election of members of the Company's Board of Directors or the proposed agenda for the General Meeting of Shareholders contains an item relating to the Company's reorganization by merger, spin-off or split-up, and an item concerning the election of the board of directors of the company established as a result of reorganization by merger, spin-off or split-up, a notice of the extraordinary General Meeting of Shareholders shall be given at least fifty (50) days before the date of such meeting.

5.2. Within the time limits specified, a notice of the General Meeting of Shareholders shall be given to the persons entitled to attend the General Meeting of Shareholders and recorded in the Company's Register of Shareholders by posting on the Company's website at: www.pik-group.ru (the "Company website").

5.3. If a person recorded in the Company's register of shareholders is a nominee shareholder, a notice of the General Meeting of Shareholders, as well as information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders, shall be sent in electronic form (in the form of electronic documents signed using a digital signature) to the nominee shareholder.

5.4. A notice of the General Meeting of Shareholders shall specify:

- full business name of the Company and its location;
- form of the General Meeting of Shareholders (meeting or absentee voting);
- date, place (address, at which the General Meeting of Shareholders will be held, including information on the premises where it will be held), time of the General Meeting of Shareholders and postal address, to which completed ballots may be sent, or where the General Meeting of Shareholders is held in the form of absentee voting, deadline for receipt of ballot papers and postal address, to which completed ballot papers must be sent;
- possibility of electronic voting and the address of the website in the Internet information and telecommunication network where the electronic ballot form can be filled in (if the Board of Directors decides that electronic voting is possible);
- starting time of registration of attendees of the General Meeting of Shareholders;
- date, as at which the persons entitled to attend the General Meeting of Shareholders are determined (recorded);
- agenda of the General Meeting of Shareholders;
- procedure for examining information (materials) to be provided as part of the preparation for the General Meeting of Shareholders, and address (addresses), at which one can examine the same;
- categories (types) of shares whose holders are entitled to vote on all or some of the items on the agenda of the General Meeting of Shareholders;
- documents required for admission to the venue where the General Meeting of Shareholders will be held; - information on whether shareholders are entitled to demand that the Company repurchase the shares held by them, the repurchase price and procedure (in case of holding the General Meeting of Shareholders, the agenda of which contains items, the voting on which may entail, under the Law, the accrual of the right to demand repurchase of shares by the Company);
- other information required according to the Law.

5.5. Information (materials) to be provided to the persons entitled to attend the General Meeting of

Shareholders as part of the preparation for the General Meeting of Shareholders of the Company shall include:

- annual accounting (financial) statements, auditor's report thereon, Company's Internal Audit Department's report and Internal Audit Commission's report by results of auditing the annual accounting (financial) statements, evaluation of the Company auditor's report drawn up by the Audit Committee of the Company's Board of Directors;
- annual report and Internal Audit Commission's report on the reliability of data contained in the annual report;
- information on nominees for the Company's Board of Directors and Internal Audit Commission, Company auditors;
- information on who proposed a given item or a given nominee for the Company's management body or any other body;
- draft amendments and supplements to the Charter or draft restated Charter, other draft internal documents of the Company to be approved by the General Meeting of Shareholders;
- draft resolutions of the General Meeting of Shareholders;
- recommendations of the Company's Board of Directors regarding the payment of remuneration and/or compensation for expenses to members of the Company's Internal Audit Commission associated with the discharge of their duties, and regarding the payment of remuneration and/or compensation for expenses to members of the Company's Board of Directors associated with the discharge of their duties;
- information provided in Article 32.1 of the Law on shareholders' agreements entered into over one year preceding the date of the General Meeting of Shareholders;
- opinions of the Company's Board of Directors on major transactions, report on interested-party transactions made by the Company over the reporting year, as well as information (materials) stipulated by the Law, legal acts of the Bank of Russia and Charter of the Company.

5.6. Additional information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders of the Company, the agenda of which contains an item concerning the payment (declaration) of dividends, shall include recommendations of the Company's Board of Directors regarding the distribution of profits, including the amount of dividends and procedure for their payment.

5.7. Additional information (materials) to be mandatorily provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders of the Company, the agenda of which contains an item concerning the election of members of the Company's Board of Directors and members of the Company's Internal Audit Commission, shall include the following information on the nominees:

- surname, name and patronymic;
- information sufficient to provide insight into the personal and professional qualities of nominees, including information on their experience and biography, education, including professional advancements (name of the educational institution, date of graduation, specialist field), employers and positions held over the past five (5) years, as well as information on their compliance with the requirements to members of the Company's bodies, if such requirements are set by law;
- information on the availability or non-availability of nominees' written consents to the election to the corresponding Company's body;
- information on the compliance of candidates for the Board of Directors with the independence criteria.

5.8. Additional information (materials) to be mandatorily provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders in the Company, the agenda of which contains an item concerning the approval of the Company's auditor, shall include the following information on the nominee:

- full business name of the legal entity – audit firm (or surname, name and patronymic of an individual auditor);
- location and contact phone numbers;

- audit license number, name of the issuing body and date of issue;
- license term.

5.9. Additional information (materials) to be mandatorily provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders in the Company, the agenda of which contains items, the voting on which may entail the accrual of the right to demand repurchase of shares by the Company, shall include:

- appraiser's report on the market value of the Company's shares, demands to repurchase which may be raised against the Company;
- calculation of the value of the Company's net assets according to the Company's accounting (financial) statements for the preceding reporting period;
- minutes (extract from the minutes) of the meeting of the Company's Board of Directors, at which it was resolved to determine the repurchase price for the Company's shares, specifying such repurchase price.

5.10. Additional information (materials) to be mandatorily provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders in the Company, the agenda of which contains an item concerning the Company's reorganization, shall include:

- draft resolution to split up, spin off, or transform, or agreement (draft agreement) on the amalgamation or merger to be entered into between the companies engaged in such amalgamation or merger;
- rationale for the terms and conditions of and procedure for the Company's reorganization contained in the resolution to split up, spin off, or transform, or agreement (draft agreement) on the amalgamation or merger;
- draft transfer instrument in the event of reorganization by spin-off or split-up;
- annual reports and annual accounting (financial) statements of all entities involved in the reorganization over the three past financial years preceding the date of the General Meeting of Shareholders, or for each past reporting year from the time of formation of the entity, if the entity has been operating for less than three years;
- interim accounting (financial) statements of all entities involved in the reorganization over the past quarter preceding the date of the General Meeting of Shareholders, if such statements are prepared.

5.11. The Company shall also be entitled to additionally provide the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders of the Company, with the following:

- Board of Directors' stance (recommendations) regarding each item on the agenda of the General Meeting of Shareholders, as well as dissenting opinions of members of the Board of Directors on each item on the agenda;
- if amendments to be introduced to the Company Charter or internal documents – draft documents reflecting the proposed amendments;
- rationale for distribution of net profits and evaluation of its compliance with the Company's dividend policy, including for the payment of dividends and Company's in-house needs, accompanied with explanations and economic justification of the requirement to channel a certain part of net profits to its in-house needs;
- information on the results of appraisal of the market value of property contributed towards the payment for additional shares, if such appraisal was performed by an independent appraiser, or any other information that enables a shareholder to form an opinion on the real value of such property and its trend;
- if resolutions to increase/decrease the charter capital, to amend the Charter and internal documents are being passed, if major transactions / interested-party transactions are being approved – rationale of the need to pass such resolutions and explanation of consequences for the Company and its shareholders if such resolutions are passed;

-if interested-party transactions are being approved – list of interested parties specifying grounds for recognizing them as interested parties.

- 5.12. The Company shall have the right to post information (materials) for the relevant meeting on the Company's website. The Company is also entitled to additionally publish information on travelling to the place of holding the General Meeting of Shareholders, a sample form of a power of attorney, which the shareholder may grant to his/her representative for participation in the General Meeting of Shareholders, information on the procedure for certifying such a power of attorney.
- 5.13. In order to ensure equal treatment of all shareholders of the Company, including foreign shareholders, the Company has the right to provide information about the meeting, including materials not only in Russian but also in English language, as well as to translate ballot papers into English.
- 5.14. If a person recorded in the Company's register of shareholders is a nominee shareholder, a notice of the General Meeting of Shareholders, as well as information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders as part of the preparation for the General Meeting of Shareholders of the Company, shall be provided in accordance with the rules for providing information and materials to persons exercising their rights attached to securities as set by the securities laws of the Russian Federation.
- 5.15. Information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders as specified herein, shall be made available to the persons entitled to attend the General Meeting of Shareholders for examination in the premises of the executive body or at any other places, the addresses of which are specified in the notice of the General Meeting of Shareholders, and, if so provided by the Company Charter, on the Company's website as well, within twenty (20) days before the date of the General Meeting of Shareholders, and where the agenda of the General Meeting of Shareholders contains an item concerning the Company's reorganization – within thirty (30) days before the date of the General Meeting of Shareholders.
- 5.16. Information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders as specified herein, shall be made available to the persons attending the General Meeting of Shareholders during such meeting.
- 5.17. At the request of a person entitled to attend the General Meeting of Shareholders, the Company shall provide such person with copies of documents to be provided to the persons entitled to attend the General Meeting of Shareholders as specified herein within seven business days following the date of receipt of the corresponding request by the Company, and where such request was received before the date, after which information (materials) to be provided as part of the preparation for the General Meeting of Shareholders must be made available to shareholders – following such date.
- 5.18. The fee charged by the Company for the provision of the said copies may not exceed the expenses for their production.
- 5.19. Wordings of resolutions on items included on the agenda of the General Meeting of Shareholders, as well as ballot papers (texts of ballot papers) shall be sent (provided) by the Company by means of their delivery to the Registrar of the Company for sending them in electronic form (in the form of electronic documents) to nominee shareholders recorded in the Company's Register of Shareholders, in accordance with the rules for providing information and materials to persons exercising their rights attached to securities as set by the Federal Law "On Securities Market", at least twenty days before the date of the General Meeting of Shareholders, and if the Company sends or serves ballot papers prior to the General Meeting of Shareholders, or publishes voting ballot forms – no later than at the time of sending or serving ballot papers to the persons recorded in the Company's Register of Shareholders and entitled to attend the General Meeting of Shareholders, or before the date of publication of voting ballot forms.

Article 6. Opening of and Procedure for Holding the General Meeting of Shareholders

- 6.1. The General Meeting of Shareholders held in the form of a meeting shall be opened if, by the time it begins, there is a quorum for at least one of the matters included in the agenda of the General Meeting

of Shareholders.

- 6.2. If there is no quorum on any of the matters included in the agenda of the General Meeting of Shareholders by the starting time of the General Meeting of Shareholders, the opening of the General Meeting of Shareholders shall be postponed by two (2) hours.
- 6.3. The opening the General Meeting of Shareholders may not be postponed more than one (1) time.
- 6.4. Prior to discussing the election of the members of the Company's Board of Directors, persons attending the General Meeting of Shareholders shall be informed of the number of votes cast for each of the candidates to be elected to the Board of Directors by ballot papers which are received or electronically filled in on the Internet site, at least two days prior to the date of the General Meeting.
- 6.5. A General Meeting of Shareholders, at the opening of which a quorum was present only for certain items on the agenda, may not be closed if, at the closing of registration, persons whose registration provides a quorum for the adoption of decisions on other items on the agenda of the General Meeting of Shareholders have registered.
- 6.6. The Chairman of the General Meeting of Shareholders shall manage its work.
- 6.7. The Chairman of the Board of Directors shall be the Chairman of the General Meeting of Shareholders. Should there be no Chairman of the Board of Directors, the Board of Directors shall elect the Chairman of the meeting from among the members of the Company's Board of Directors.
- 6.8. The Chairman of the General Meeting of Shareholders shall:
 - announce the opening and closing of the General Meeting of Shareholders;
 - upon completion of discussions regarding a certain item on the agenda (all items on the agenda) of the General Meeting of Shareholders, announce the start of voting on such item(s);
 - announce the results of voting on the items put to vote to the General Meeting of Shareholders;
 - chair the General Meeting of Shareholders and manage its work;
 - take measures to maintain or restore order at the General Meeting of Shareholders;
 - secure the compliance with resolutions passed by the General Meeting of Shareholders with respect to the procedure for holding the General Meeting of Shareholders;
 - secure the compliance with the agenda of the General Meeting of Shareholders;
 - give the floor to reporters and co-reporters to speak on the agenda items of the General Meeting of Shareholders, as well as to the attendees of the General Meeting of Shareholders willing to speak on any agenda items, based on their written applications;
 - secure the rights of shareholders to express their opinions on the matters discussed at the General Meeting of Shareholders;
 - discharge any other functions provided by the Law, as well as by any other laws and regulations.
- 6.9. The Chairman of the meeting shall be entitled neither to interrupt the speech of a meeting attendee, nor to comment on it, unless it is caused by a violation of the procedure for holding the meeting on the part of the speaker.
- 6.10. The Chairman of the meeting shall officially announce the opening and closing of the meeting. After the official announcement of the meeting opening, the Chairman of the meeting shall present the Presidium of the General Meeting of Shareholders, which may include, the Company's General Director, members of the Board of Directors, as well as any other persons. The Presidium shall collectively perform the overall management of the meeting, review questions and applications received by the meeting, aggregate and classify them and, where applicable, form the Presidium's collective opinion on a certain matter and decide on attaching the materials (speech texts, messages, information, etc.) of the meeting attendees who sent the said materials to the Presidium, to the meeting minutes.
- 6.11. The Company strives towards enabling shareholders to timely receive information on, and materials for, the meeting, ask questions of the members of the Management Board and the Board of Directors, and communicate with each other without hindrance.
- 6.12. The General Meeting of Shareholders shall be held so as to enable shareholders to make informed and carefully weighed decisions on all items put on the agenda. For this purpose, unless otherwise specified in the resolution of the General Meeting of Shareholders, the following regulations shall apply to the General Meeting of Shareholders:
 - speech on the agenda – up to thirty (10) minutes; on the approval of the annual report, annual

- accounting (financial) statements, and distribution of profits, including payment (declaration) of dividends, and losses of the Company by results of the reporting year – up to twenty (20) minutes;
- co-speech – up to ten (10) minutes;
 - answers for questions on reporters’ speeches – up to ten (10) minutes;
 - questions to reporters and applications for giving the floor may only be submitted in writing. Notes with questions and applications shall be delivered to the Presidium of the meeting.
- 6.13. An attendee of the General Meeting of Shareholders willing to speak at the General Meeting of Shareholders on any agenda item shall submit a written application specifying agenda item which they would like to speak on, to the secretary of the General Meeting of Shareholders before the end of discussion on such item. The secretary of the General Meeting of Shareholders shall forward the application received to the Presidium of the meeting for its further announcement at the General Meeting of Shareholders.
- 6.14. One attendee of the General Meeting of Shareholders may only speak once on one agenda item for the General Meeting of Shareholders.
- 6.15. If the meeting continues for three hours without interruption, a break in the work of the meeting not exceeding one hour may be set.
- 6.16. Should it be impossible to hold a meeting within one day, a break till at least 9am (local time) on the next day shall be announced.
- 6.17. Given the nature of items being reviewed, their number on the agenda of the General Meeting of Shareholders and the progress in reviewing them, the Chairman of the General Meeting of Shareholders shall be entitled to suggest reducing the time for speeches and discussion of items. Should an objection be received from any one of the attendees of the General Meeting of Shareholders, the Chairman shall put the matter of setting other regulations for speeches to vote.
- 6.18. Setting other regulations for speeches on items on the agenda, as well as any other resolutions on the procedure for holding the General Meeting of Shareholders not covered by this section of the Regulations may be determined directly at the General Meeting of the Shareholders. Such resolutions shall be passed by the General Meeting of Shareholders prior to starting the review of the corresponding agenda item, by majority vote of attendees of the General Meeting of Shareholders according to the principle “one voting share – one vote”. The shareholders who vote by sending filled-in ballot papers, as well as by giving directions to a nominee shareholder and sending them a notice of will shall not participate in such voting.
- 6.19. The following persons shall be invited to the General Meeting of Shareholders:
- members of the Board of Directors;
 - members of the Management Board;
 - General Director;
 - members of the Internal Audit Commission;
 - Auditor (Auditor’s authorized representative(s));
 - nominees proposed to be elected at the General Meeting of Shareholders to the Board of Directors, Internal Audit Commission, and nominee for the Auditor (Auditor’s authorized representative(s)).
- 6.20. Nominees proposed to be elected to the corresponding Company’s body shall be invited to the extraordinary General Meeting of Shareholders, the agenda of which contains an item concerning the election of members of the Board of Directors and the Internal Audit Commission.
- 6.21. Nominees proposed to be elected to the Board of Directors, Internal Audit Commission, and nominee for the Auditor (Auditor’s authorized representative(s)) shall be available to answer the questions of shareholders at the General Meeting of Shareholders.
- 6.22. At a General Meeting of Shareholders held in the form of a meeting, the agenda of which contains an item, with respect to which an opinion was presented by the General Director, Chief Accountant, Internal Audit Commission of the Company, Audit Committee of the Board of Directors, Auditor of the Company, or Internal Audit Department, the said persons / members of the bodies that drew up the corresponding opinion may be invited to attend to enable shareholders to ask questions of them.
- 6.23. The Corporate Secretary of the Company shall be the secretary of the General Meeting of Shareholders.
- 6.24. Should the Corporate Secretary of the Company be absent on the day of the General Meeting of

Shareholders, the secretary of the Board of Directors shall be the secretary of the General Meeting of Shareholders.

6.25. The Secretary of the General Meeting of Shareholders shall:

- exercise control over the preparation of draft documents for the General Meeting of Shareholders;
- draw up notices of the General Meeting of Shareholders and ensure their timely sending to the persons included on the list of persons entitled to attend the General Meeting of Shareholders;
- ensure the preparation of information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders;
- secure access of the persons included on the list of persons entitled to attend the General Meeting of Shareholders to information (materials) to be provided to such persons;
- arrange making and providing to a person entitled to attend the General Meeting of Shareholders copies of documents to be provided to such person within seven (7) business days following the date of receipt of the corresponding request by the Company;
- secure the issuance of extracts from and statements on the list of persons entitled to attend the General Meeting of Shareholders;
- send ballot papers to the persons included on the list of persons entitled to attend the General Meeting of Shareholders;
- draw up and sign the minutes of the General Meeting of Shareholders and Report on Voting Results;
- draw up and sign extracts from minutes of the General Meeting of Shareholders;
- certify the accuracy of copies of minutes of the General Meeting of Shareholders, as well as copies of extracts from minutes of the General Meeting of Shareholders, and copies of Reports on Voting Results.

6.26. Upon summing up and announcing the voting results, the Chairman of the General Meeting of Shareholders shall declare the General Meeting of Shareholders closed.

6.27. Representatives of state authorities, mass media and other persons may attend the General Meeting of Shareholders based on a written invitation from the Chairman of the Company's Board of Directors.

Article 7. Extraordinary General Meeting of Shareholders

7.1. An extraordinary General Meeting of Shareholders shall be held based on the resolution of the Company's Board of Directors at its own initiative, or at the request of the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding at least 10% of the voting shares in the Company as the date of filing such request.

7.2. The extraordinary General Meeting of Shareholders shall be convened at the request of the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding at least 10% of the voting shares in the Company by the Company's Board of Directors.

7.3. The request to hold an extraordinary General Meeting of Shareholders shall contain wordings of items to be put on the meeting agenda and may contain wordings of resolutions on each of these items, as well as a proposal on the form of holding the General Meeting of Shareholders. If the request to hold an extraordinary General Meeting of Shareholders does not contain a wording of the resolution on the item(s) proposed, the Board of Directors shall propose a wording of the resolution with respect to such item(s). If the request to convene an extraordinary General Meeting of Shareholders contains a proposal concerning nominees, such proposal shall contain the surname, name and patronymic full names of the nominees and data of their identification documents: series and/or number of the document, date and place of its issue, and issuing authority. If the nominee is a Company's shareholder, the number and category (type) of shares they own, and name of the body, for which the nominee is proposed shall also be specified. The number of nominees may not exceed the number of members of the corresponding body. If the request to convene an extraordinary General Meeting of Shareholders has been initiated by a shareholder(s), it shall contain the full name(s) of the shareholder(s) requesting the convocation of such General Meeting of Shareholders and specify the number, category (type) of shares held by them. The request to convene an extraordinary General Meeting of Shareholders shall be signed by a person(s) requesting the convocation of the extraordinary General Meeting of Shareholders.

- 7.4. The Board of Directors may not amend the wordings of agenda items and the wordings of resolutions proposed on such items, or alter the proposed form of the extraordinary General Meeting of Shareholders being convened at the request of the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding at least 10% of voting shares in the Company.
- 7.5. Within 5 days following the date of submission of the request by the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding in aggregate at least 10% of voting shares in the Company to convene an extraordinary General Meeting of Shareholders, the Company's Board of Directors shall pass a resolution to convene an extraordinary General Meeting of Shareholders, or to refuse convocation of the same.
- 7.6. An extraordinary General Meeting of Shareholders convened at the request of the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding at least 10% of voting shares in the Company shall be held within 40 days following the submission of the request to hold an extraordinary General Meeting of Shareholders.
- 7.7. An extraordinary General Meeting of Shareholders convened at the request of the Company's Internal Audit Commission, Company Auditor, or a shareholder(s) holding at least 10% of voting shares in the Company, the agenda of which contains an item concerning the election of members of the Company's Board of Directors, shall be held within 75 days following the submission of the request to hold an extraordinary General Meeting of Shareholders.
- 7.8. Where the Board of Directors must pass a resolution to hold an extraordinary General Meeting of Shareholders to elect members of the Company's Board of Directors pursuant to the Law, such General Meeting of Shareholders shall be held within 70 days following the passing of the resolution to hold the same by the Company's Board of Directors.
- 7.9. Within five days following the date of submission of the request by the Company's Internal Audit Commission, Company Auditor, or a shareholder(s) holding in aggregate at least 10% of voting shares in the Company to convene an extraordinary General Meeting of Shareholders, the Company's Board of Directors shall pass a resolution to convene an extraordinary General Meeting of Shareholders, or to refuse convocation of the same. The resolution to refuse convocation of the extraordinary General Meeting of Shareholders requested by the Company's Internal Audit Commission, Company's Auditor, or a shareholder(s) holding at least 10% of voting shares in the Company may only be passed where:
- the procedure for submitting a request to convene an extraordinary General Meeting of Shareholders stipulated by the Law has not been complied with;
 - the shareholder(s) requesting an extraordinary General Meeting of Shareholders does not/do not hold at least 10% of voting shares in the Company as at the date of request;
 - none of the items proposed for putting on the agenda of the extraordinary General Meeting of Shareholders is within its competence and/or complies with the requirements of the Law and other legal acts of the Russian Federation.
- 7.10. The resolution of the Company's Board of Directors to convene an extraordinary General Meeting of Shareholders, or a substantiated resolution to refuse convocation of such meeting shall be sent to the persons requesting such meeting within three days following the passing of such resolution.
- 7.11. Should the Company's Board of Directors fail to pass the resolution to convene an extraordinary General Meeting of Shareholders within the time limit specified by the Law, or should it resolve to refuse convocation of such meeting, the Company's body or persons requesting such meeting shall be entitled to file a claim in court seeking to compel the Company to hold an extraordinary General Meeting of Shareholders.
- 7.12. The court order to compel the Company to hold an extraordinary General Meeting of Shareholders shall indicate the time limits of and the procedure for holding the meeting. The enforcement of the judgment shall be assigned to the claimant or, upon its petition, to a Company body or another person subject to their consent. The Company's Board of Directors may not be such body. The Company body or another person which holds the extraordinary General Meeting of Shareholders under the judgment, shall have all powers provided by the Law to convene and hold such meeting. If the extraordinary General Meeting of Shareholders is held by the claimant according to the court judgment, expenses for the preparation and holding of this meeting may be reimbursed by resolution

of the General Meeting of Shareholders out of Company's funds.

Article 8. Functions of the Scrutineers

- 8.1. The Company's Registrar, keeper of its Register of Shareholders, shall act as the Scrutineers.
- 8.2. The Company shall promptly notify the Company's Registrar of its resolution to convene the General Meeting of Shareholders.
- 8.3. To discharge the functions of the Scrutineers, the Company's Registrar shall appoint its representatives taking into account the requirements to the personal composition of the Scrutineers imposed by the Law. At least three representatives of the Registrar must be appointed as a mandatory condition.
- 8.4. The Scrutineers shall discharge the following functions:
 - acknowledge the passing of the resolution by the General Meeting of Shareholders and composition of shareholders present when passing the same;
 - verify the powers of and register attendees of the General Meeting of Shareholders;
 - determine the quorum of the General Meeting of Shareholders and quorum to pass the resolution on each item on the agenda of the General Meeting of Shareholders;
 - clear up any problems arising in connection with exercising the right to vote at the General Meeting by the shareholders (or their representatives);
 - explain the procedure for voting on items put to vote;
 - secure compliance with the established procedure for voting and the shareholders' right to participate in the voting;
 - count the votes and summarize the voting results;
 - certify copies of ballot papers filled in by the persons entitled to attend the General Meeting of Shareholders;
 - draw up a record of voting results;
 - archive ballot papers;
 - discharge any other functions provided by the Law, and other laws and regulations, the Company's Charter and these Regulations.

Article 9. Registration of Persons Entitled to Attend the General Meeting of Shareholders

- 9.1. Persons entitled to attend the General Meeting of Shareholders shall be registered in accordance with the requirements set by the laws of the Russian Federation.
- 9.2. The registration of persons entitled to attend the General Meeting of Shareholders shall start from the time specified in the notice of the General Meeting of Shareholders. The registration of persons entitled to attend the General Meeting of Shareholders held in the form of a meeting shall be carried out at the place of holding such General Meeting of Shareholders.
- 9.3. If the notice of the meeting specifies the possibility of electronic voting, the registration, identification, authorisation of persons participating in the General Meeting of Shareholders without being present at the venue of the General Meeting, by filling in the electronic ballot form on the website on the Internet, is carried out on the website in the Internet where the electronic ballot form is filled in (in case the notice of the meeting specifies the possibility of electronic voting)
- 9.4. The persons included on the list of persons entitled to attend the General Meeting of Shareholders, persons that acquired the rights to shares of the said persons by way of inheritance or reorganization, or their representatives acting under the power of attorney for voting or the law may attend the General Meeting of Shareholders.
- 9.5. If the General Meeting of Shareholders is held (save for the General Meeting of Shareholders held in

the form of absentee voting), the persons included on the list of persons entitled to attend the General Meeting of Shareholders or their representatives shall be entitled to register as attendees of such meeting or to send the filled-in ballot papers to the Company or to fill in an electronic ballot form on a website (if the notice of the meeting indicates the possibility of electronic voting)

- 9.6. Registered as attendees of the General Meeting of Shareholders held in the form of a meeting shall be the persons entitled to attend the General Meeting of Shareholders, save for the persons, ballot papers (notices of will) of which were received at least two days before the date of the General Meeting of Shareholders.
- 9.7. The persons entitled to attend the General Meeting of Shareholders held in the form of a meeting, ballot papers (notices of will) of which were received at least two days before the date of the General Meeting of Shareholders, shall be entitled to attend General Meeting of Shareholders.
- 9.8. A shareholder may exercise their right to attend the General Meeting of Shareholders in person or through such shareholder's representative.
- 9.9. A shareholder may replace their representative at the General Meeting of Shareholders at any time, or may attend the General Meeting of Shareholders in person.
- 9.10. A person entitled to attend the General Meeting of Shareholders (including the new representative acting under the power of attorney for voting) shall be registered as an attendee of the General Meeting of Shareholders and provided with ballot papers if the notice of replacement (revocation) of the representative is received by the Company or Company's Registrar before the registration of the representative, whose powers are terminated.
- 9.11. The persons entitled to attend the General Meeting of Shareholders shall be registered subject to identification of the persons that appear to attend the General Meeting of Shareholders by comparing the data contained on the list of persons entitled to attend the General Meeting of Shareholders against the data of documents presented (provided) by the said persons.
- 9.12. In the course of registration, a person entitled to attend the General Meeting of Shareholders shall present their identification document.

If a person entitled to attend the General Meeting of Shareholders attends the General Meeting of Shareholders through such person's representative, the said representative shall present, in addition to their identification document, a document certifying such representative's powers.

- 9.13. A shareholder's representative at the General Meeting of Shareholders shall act in accordance with the powers based on the provisions of federal laws or acts of authorized state bodies or local self-government bodies, or under the power of attorney drawn up in writing. The power of attorney for voting shall contain information on the person being represented and the representative (for an individual: full name, data of their identification document (series and/or number of the document, date and place of its issue, and issuing authority), for a legal entity: name, details of its location). The power of attorney for voting shall be executed in compliance with the requirements of Article 185.1(3,4) of the Civil Code of the Russian Federation, or certified by a notary public.
- 9.14. Information on the representative of a shareholder being a legal entity authorized to act without a power of attorney based on the legal entity's constituent documents shall match the data contained in the register. Should the information provided be inconsistent with the data contained in the register, to certify their powers, the shareholder's representative shall present the following documents: certified copy or extract from the charter of the person entitled to attend the General Meeting of Shareholders with respect to the scope of representative's powers and procedure for exercising the

same, extract from the minutes (or any other document) on the appointment (election) of the shareholder's representative to the position, which authorizes them to act without a power of attorney in accordance with the charter.

- 9.15. The documents that certify the powers of successors and representatives of the persons entitled to attend the General Meeting of Shareholders shall be delivered to the Registrar in the course of registration of such persons as attendees of the General Meeting of Shareholders, or shall be attached to ballot papers sent by such persons.
- 9.16. In the course of registration of a person entitled to attend the General Meeting of Shareholders, such person shall receive ballot papers, to acknowledge which the person entitled to attend the General Meeting of Shareholders shall sign the list of persons entitled to attend the General Meeting of Shareholders.
- 9.17. Should shares in the Company be transferred after the date, as at which the persons entitled to attend the General Meeting of Shareholders are determined (recorded), and before the date of the General Meeting of Shareholders, the person entitled to attend the General Meeting of Shareholders shall issue a power of attorney for voting to the corresponding transferee, or shall vote at the General Meeting of Shareholders according to the transferee's instructions if the share transfer agreement contains the corresponding provisions. The above rule shall apply to any subsequent instance of transfer of shares in the Company.
- 9.18. If powers of attorney have been issued with respect to the transferred shares, the transferees of such shares shall be registered as attendees of the General Meeting of Shareholders, and if the voting on items on the agenda of the General Meeting of Shareholders is carried out by poll, they shall be provided with ballot papers.
- 9.19. If a share in the Company is jointly held by several persons, the right to vote at the General Meeting of Shareholders shall be exercised by one of such joint holders or their common representative at their discretion. The powers of each of the said persons shall be duly executed.
- 9.20. The registration of persons entitled to attend the General Meeting of Shareholders shall not end from the time of commencement of the meeting.

The registration of persons entitled to attend the General Meeting of Shareholders and not registered as attendees of the General Meeting of Shareholders before its opening shall end upon completion of discussions regarding the last item on the agenda of the General Meeting of Shareholders, with respect to which there is a quorum present, before the start of the time provided for voting to the persons who have not cast their votes before.

Article 10. Quorum of the General Meeting of Shareholders. Adjourned General Meeting of Shareholders

- 10.1. The General Meeting of Shareholders shall be deemed duly constituted (to have a quorum) if the shareholders attending such meeting hold in aggregate more than one-half of the outstanding voting shares in the Company. The quorum shall be determined as at the date of determination (recording) of the persons entitled to attend the General Meeting of Shareholders, except for the shares not considered for determining the quorum to the extent specified in the federal laws of the Russian Federation and regulations of the Bank of Russia.
- 10.2. Those shareholders registered as attendees of such meeting including through the website specified

in the notice of the General Meeting of Shareholders and the shareholders, ballot papers from which are received or whose electronic ballot forms have been completed on the website indicated in the notice at least two days before the date of the General Meeting of Shareholders shall be recognized as attendees of the General Meeting of Shareholders held in the form of a meeting.

- 10.3. Filling out the electronic form of ballots on the website specified in the notice of the General Meeting of Shareholders can be done by shareholders during the General Meeting of Shareholders, if they have not exercised their right to participate in such a meeting in any other way. When completing the electronic ballot form on the internet site, the date and time of completion shall be recorded.
- 10.4. Those shareholders, ballot papers from whom are received or whose ballot forms are fill in electronically on the website specified in the notice of the General Meeting of Shareholders before the deadline for receipt of ballot papers shall be recognized as attendees of the General Meeting of Shareholders held in the form of absentee voting.
- 10.5. Those shareholders which give to the persons that record their rights to shares voting instructions in accordance with the securities laws of the Russian Federation shall also be recognized as attendees of the General Meeting of Shareholders, provided that the notices of their will are received at least two days before the date of the General Meeting of Shareholders, or before the deadline for receipt of ballot papers, where the General Meeting of Shareholders is held in the form of absentee voting.
- 10.6. If the agenda of the General Meeting of Shareholders contains items, the voting on which involves different compositions of voters, the quorum for passing resolutions on such items shall be determined separately. In such case, the absence of a quorum for passing resolutions on items, the voting on which involves one composition of voters, shall not hinder passing resolutions on the items, the voting on which involves another composition of voters, for passing which there is a quorum present.
- 10.7. For the purpose of determining the quorum, parts of votes attached to fractional shares shall be added up without rounding.
- 10.8. In the absence of a quorum for an annual General Meeting of Shareholders, an adjourned General Meeting of Shareholders with the same agenda shall be held. In the absence of a quorum for an extraordinary General Meeting of Shareholders, an adjourned General Meeting of Shareholders with the same agenda may be held.
- 10.9. The adjourned General Meeting of Shareholders shall be deemed duly constituted (to have a quorum) if the shareholders attending such meeting hold in aggregate at least 30% of the outstanding voting shares in the Company.
- 10.10. If an adjourned General Meeting of Shareholders is held within 40 days after the failed General Meeting of Shareholders, the persons entitled to attend the General Meeting of Shareholders shall be determined (recorded) as at the date at which the persons entitled to attend the failed General Meeting of Shareholders were determined (recorded).
- 10.11. In the absence of a quorum for an annual General Meeting of Shareholders to be held based on a court order, an adjourned General Meeting of Shareholders with the same agenda shall be held within 60 days. No additional resort to the courts is required in such case. The adjourned General Meeting of Shareholders shall be convened and held by the person or Company body specified in such court judgment, and should such person or Company body fail to convene the annual General Meeting of Shareholders within the time limit specified by such court judgment, the adjourned General Meeting of Shareholders shall be convened and held by other persons or Company body that file the relevant lawsuit in court, provided that such persons or Company body are specified in the court judgment.

10.12. In the absence of a quorum for an extraordinary General Meeting of Shareholders to be held based on a court judgment, an adjourned General Meeting of Shareholders shall not be held.

Article 11. Voting at the General Meeting of Shareholders

- 11.1. Each shareholder shall have the opportunity to exercise their right in a simple and convenient way, without hindrance.
- 11.2. Voting on agenda items for the General Meeting of Shareholders shall be carried out by ballot papers. The form and text of a ballot paper, as well as wordings of resolutions on the agenda items for the General Meeting of Shareholders that must be sent in electronic form (in the form of electronic documents) to nominee holders of shares recorded in the Register of Shareholders shall be approved by the Board of Directors as part of the preparation for the General Meeting of Shareholders.
- 11.3. Voting at the General Meeting of Shareholders shall be carried out according to the principle “one voting share of the Company – one vote”, except for holding cumulative voting with respect to the election of members of the Company’s Board of Directors, and where fractional shares that vest partial votes in their holders are available in the Company.
- 11.4. Receipt by the Company registrar of notices of will of the persons entitled to attend the General Meeting of Shareholders who are not recorded in the Company’s Register of Shareholders and give to the persons that record their rights to shares voting directions (instructions) in accordance with the securities laws of the Russian Federation, shall be equated with voting by poll.
- 11.5. At request of the persons included on the list of persons entitled to attend the General Meeting of Shareholders, they shall be provided with ballot papers with a mark indicative of their repeated issue.
- 11.6. Should shares in the Company be transferred after the date of drawing up the list of persons entitled to attend the General Meeting of Shareholders to two (2) or more transferees, the person entitled to attend the General Meeting of Shareholders shall, if the share transfer agreement(s) contains (contain) the corresponding provisions, vote at the General Meeting of Shareholders according to the instructions of each transferee of such shares, and/or issue a power of attorney for voting to each transferee specifying the number of shares, the right to vote on which is granted by such power of attorney.
- 11.7. If the instructions of transferees coincide, their votes shall be added up. If the instructions of transferees with respect to voting on the same item on the agenda of the General Meeting of Shareholders do not coincide, the person included on the list of persons entitled to attend the General Meeting of Shareholders shall vote on such item, in accordance with the instructions received, with the number of votes attached to the shares that are held by each transferee.
- 11.8. For the purpose of determining the quorum and counting votes, parts of votes attached to fractional shares shall be added up without rounding.
- 11.9. If the (annual or extraordinary) General Meeting of Shareholders is held, a ballot paper shall be sent to, or served against signature to, each person specified on the list of persons entitled to attend the General Meeting of Shareholders at least twenty (20) days before the date of the General Meeting of Shareholders.
- 11.10. A ballot paper shall be sent by registered mail or handed over to each of the said persons against signature.
- 11.11. If the General Meeting of Shareholders is held (save for the General Meeting of Shareholders held in the form of absentee voting), the persons included on the list of persons entitled to attend the General Meeting of Shareholders (their representatives) shall be entitled to attend such meeting or to send the filled-in ballot papers to the Company. In such case, for the purpose of determining the quorum and summarising the voting results, the votes cast by ballot papers received by the Company at least two (2) days before the date of the General Meeting of Shareholders shall be considered.
- 11.12. The persons entitled to attend the General Meeting of Shareholders held in the form of a meeting, ballot papers from whom are received at least two (2) days before the date of the General Meeting of Shareholders, shall be entitled to attend General Meeting of Shareholders.
- 11.13. A ballot paper shall contain the information specified in Article 60(5) of the Law. A ballot paper

may contain additional information determined by the Board of Directors when approving the ballot paper form and text.

- 11.14. The persons registered as attendees of the General Meeting of Shareholders held in the form of a meeting shall be entitled to vote on all agenda items from the time of opening of the General Meeting of Shareholders until its closing, and where the voting results and resolutions passed by the General Meeting of Shareholders are announced at the General Meeting of Shareholders, before the start of counting votes on agenda items of the General Meeting of Shareholders. The above rule shall not apply to voting on any item concerning the procedure for holding the General Meeting of Shareholders.
- 11.15. Upon completion of discussions regarding the last agenda item of the General Meeting of Shareholders (or the last agenda item for the General Meeting of Shareholders with respect to which there is a quorum present) and until the closing of the General Meeting of Shareholders (start of counting votes), those persons who have not cast their votes before shall be provided with time for voting.
- 11.16. Each attendee of the General Meeting of Shareholders may request a copy of the ballot paper filled in by such attendee and certified by the Registrar acting as the Scrutineers before the closing of the General Meeting of Shareholders.

Article 12. Counting Votes

- 12.1 In the event of voting by poll, votes on those items on which the voter left (chose) only one of the possible voting options, shall be counted. Ballot papers filled in in breach of the said requirement shall be deemed invalid.
- 12.2 Votes cast by ballot papers received by the Company and signed by a representative acting under a power of attorney for voting shall not be considered for determining the quorum of the General Meeting of Shareholders, or for summarising the voting results, if a notice of replacement (revocation) of such representative was received by the Company or Company Registrar at least two (2) days before the date of the General Meeting of Shareholders, or the deadline for receipt of ballot papers, where the General Meeting of Shareholders is held in the form of absentee voting.
- 12.3 If two (2) or more ballot papers filled in by the same person, in which the voter left (chose) various voting options on the same agenda item for the General Meeting of Shareholders, are discovered, all such ballot papers shall be deemed invalid in terms of voting on such item. The above rule shall not apply to the ballot papers signed by the person that issued a power of attorney for voting with respect to transferred shares, and/or the person acting under the said power of attorney, in which the boxes intended for recording the number of votes cast for each voting option specify the number of votes cast for each voting option, and the corresponding marks are present.
- 12.4 If on a ballot paper, on the item concerning the election of members of the Company's Internal Audit Commission the "for" voting option is left (chosen) with respect to the number of nominees exceeding the number of persons to be elected to the corresponding Company body, the ballot paper shall be deemed invalid in terms of voting on such item. The above rule shall not apply to the ballot papers signed by the person voting with transferred shares, in accordance with the instructions received from transferees of such shares, and containing the corresponding marks. The invalidation of a ballot paper in terms of voting on one, several or all items, the voting on which is performed using such ballot paper, shall not constitute grounds for excluding votes cast by such ballot for the purpose of determining the quorum.
- 12.5 If a ballot paper does not allow identification of the person (shareholder or shareholder's representative) that votes using such ballot, the ballot shall be deemed invalid.
- 12.6 If a ballot paper is invalidated, votes on the items cast by it shall not be counted.

Article 13. Voting Results. Record of Voting Results

- 13.1. In accordance with the results of voting at the General Meeting of Shareholders, the minutes of the General Meeting of Shareholders, a record of voting results of the General Meeting of Shareholders

and a Report on Voting Results shall be drawn up.

- 13.2. The record of voting results shall be drawn up and signed by the persons authorized by the Registrar. The record of voting results shall be drawn up within three business days following the closing of the General Meeting of Shareholders, or the deadline for receipt of ballot paper, where the General Meeting of Shareholders is held in the form of absentee voting.
- 13.3. Upon drawing up the record of voting results and signing the minutes of the General Meeting of Shareholders, the ballot papers shall be sealed by the Registrar and placed in the Company's archives for storage. The record of voting results shall be attached to the minutes of the General Meeting of Shareholders.
- 13.4. Resolutions passed by the General Meeting of Shareholders and voting results shall be announced at the General Meeting of Shareholders, during which the voting took place, as well as communicated to the persons included on the list of persons entitled to attend the General Meeting of Shareholders, in the form of a Report of Voting Results by means of sending it by registered mail within four business days following the closing of the General Meeting of Shareholders or the deadline for receipt of ballot papers, where the General Meeting of Shareholders is held in the form of absentee voting.
- 13.5. If as at the date of determination (recording) of the persons entitled to attend the General Meeting of Shareholders a person recorded in the Company's register of shareholders is a nominee shareholder, information contained in the Report of Voting Results shall be provided to the nominee shareholder in accordance with the rules for providing information and materials to persons exercising their rights attached to securities as set by the securities laws of the Russian Federation.

Article 14. Minutes of the General Meeting of Shareholders

- 14.1. The minutes of the General Meeting of Shareholders shall be drawn up within three business days following the closing of the General Meeting of Shareholders in two copies. Both copies shall be signed by the Chairman of the General Meeting of Shareholders and the Secretary of the General Meeting of Shareholders.
- 14.2. The minutes of the General Meeting of Shareholders shall specify:
 - full business name, location and address of the Company;
 - type of the General Meeting of Shareholders (annual, extraordinary, adjourned annual, adjourned extraordinary);
 - form of the General Meeting of Shareholders (meeting or absentee voting);
 - date, as at which the persons entitled to attend the General Meeting of Shareholders are determined (recorded);
 - date of the General Meeting of Shareholders;
 - place of the General Meeting of Shareholders held in the form of a meeting (address at which the meeting was held);
 - agenda of the General Meeting of Shareholders;
 - time of the General Meeting of Shareholders, including:
 - starting and ending times of registration of the persons entitled to attend the General Meeting of Shareholders held in the form of a meeting;
 - opening and closing times of the General Meeting of Shareholders held in the form of a meeting, and where resolutions passed by the General Meeting of Shareholders and voting results are announced at the General Meeting of Shareholders, time of starting to count the votes;
 - postal address, to which filled in ballot papers are sent (could be sent);
 - the address of the website where the electronic ballot forms were filled in (if the notice of the meeting specified the possibility of electronic voting);
 - total number of votes held by the shareholders holding voting shares in the Company (number of votes held by the persons included on the list of persons entitled to attend the General Meeting of Shareholders, on each item on the agenda)
 - number of votes, which voting shares in the Company counted for, on each agenda item for the General Meeting of Shareholders determined considering the provisions of the regulation that

imposes additional requirements to the procedure for preparation, convocation and holding of the General Meeting of Shareholders;

- total number of votes held by the shareholders that attended the meeting (number of votes held by the persons that attended the General Meeting of Shareholders, on each agenda item, specifying whether there was a quorum present for each item on the agenda);
- voting results (number of votes cast for each voting option (“for”, “against”, “abstain”)), on each agenda item for which there was a quorum present;
- Chairman and Secretary of the General Meeting of Members;
- principal provisions of speeches and full names of speakers on each agenda item of the General Meeting of Shareholders held in the form of a meeting;
- items put to the vote, wordings of resolutions adopted by the General Meeting of Shareholders on each agenda item;
- person that acknowledged the passing of resolutions by the General Meeting of Shareholders and composition of persons present when passing the same;
- date of the minutes of the General Meeting of Shareholders.

Should the agenda of the General Meeting of Shareholders contain an item concerning the election of members of the Board of Directors, the minutes of the General Meeting of Shareholders shall specify which of the members of the Board of Directors were elected as independent directors.

Should the agenda of the General Meeting of Shareholders contain an item concerning the consent to the Company to the conclusion of an interested-party transaction, the minutes of the General Meeting of Shareholders shall specify:

- number of votes held on this item by the persons having no interest in such transaction who attended the General Meeting of Shareholders;
- number of votes cast on this item for each voting option (“for”, “against”, “abstain”).

The minutes may specify any other information provided by the Law, as well as any other laws and regulations.

The minutes of the General Meeting of Shareholders shall have attached thereto:

- record of voting results at the General Meeting of Shareholders;
- documents adopted or approved by resolutions of the General Meeting of Shareholders.

14.3. Resolutions of the General Meeting of Shareholders shall be available to all shareholders. For this purpose, the Company shall post resolutions of the General Meeting of Shareholders on the Company’s website within two days following the date of the minutes of the General Meeting of Shareholders.

Article 15. Means of Communications between Shareholders and the Company

15.1. The Company shall provide several methods for arrangement of interactions between the Company and its shareholders:

- by e-mail. The e-mail address for communications with shareholders is specified on the Company’s website in the “Contacts” section. Shareholders have an opportunity to express their opinions, request necessary documents and provide items to be put on the agenda as part of the preparation for the General Meeting of Shareholders by sending a request to the abovementioned e-mail address accompanied with data for feedback and documents certifying their holdings of the Company’s securities;
- through the Corporate Secretary of the Company. Shareholders also have an opportunity to contact the Corporate Secretary of the Company by phone and to express their opinions, request necessary documents and provide items to be put on the agenda as part of the preparation for the General Meeting of Shareholders. Data on and contact information of the Corporate Secretary of the Company are provided on the Company’s website in the “Contacts” section. In addition, by making a preliminary agreement with the Company’s Corporate Secretary, a shareholder may, personally or through the shareholder’s representative, come to the Company’s location, deliver such request and receive a reply to it in the same manner.

15.2. During the preparation for the General Meeting of Shareholders, the Company is entitled to establish a dedicated telephone channel (hotline) for communications with shareholders, to create a dedicated e-mail address, and to post forms for feedback with respect to items on the agenda of the General Meeting of Shareholders; on the Company's website.

Article 16. Final Provisions

16.1. Any amendments and supplements to these Regulations shall be adopted at the General Meeting of Shareholders by a simple majority vote.

16.2. In all other matters not covered by these Regulations, the provisions of the Charter and the applicable laws of the Russian Federation shall apply