

APPROVED BY  
the decision of the annual  
General Meeting of Shareholders  
of PJSC Rosseti Moscow Region  
May 21, 2021  
(Minutes No. 24 of May 25, 2021)

**REGULATIONS**  
**on the General Meeting of**  
**Shareholders of the Public Joint Stock**  
**Company**  
**Rosseti Moscow region**

Moscow,  
2021.

## **1. GENERAL PROVISIONS**

1.1. These Regulations have been developed in accordance with the Civil Code of the Russian Federation, the Federal Law "On Joint Stock Companies", other regulatory legal acts of the Russian Federation, the Charter of the Rosseti Moscow Region Public Joint Stock Company (hereinafter referred to as the Company) and defines the procedure for preparing and holding the General Meeting of Shareholders of the Company (hereinafter referred to as the General Meeting of Shareholders).

1.2. The General Meeting of Shareholders is the highest management body of the Company.

1.3. In its activity, the General Meeting of Shareholders is governed by the legislation of the Russian Federation, the Company's Charter and these Regulations.

## **2. CONVOCAATION AND PREPARATION FOR HOLDING A GENERAL MEETING OF SHAREHOLDERS**

2.1. The decision to convene the General Meeting of Shareholders is made by the Board of Directors of the Company.

2.2. In preparation for the General Meeting of Shareholders, the Board of Directors make the following decisions:

- (a) on convening and determining the format for the General Meeting of Shareholders;
- (b) on the determination of the date, place and time of the General Meeting of Shareholders, the time of commencement of registration of persons participating in the General Meeting of Shareholders (in case of holding General Meeting of Shareholders in the form of a meeting), the determination of the deadline for receipt of completed voting ballots and the mailing address to which completed voting ballots are to be sent (in case of holding the General Meeting of Shareholders in the form of absentee voting), as well as (if it is provided for by the Company's Charter and if there are necessary technical opportunities) the email address to which the completed newsletters can be sent, and (or) the website URLs in the Internet telecommunication network, on which the electronic form of newsletters can be completed. The location address of the registrar of the Company should be included in the list of addresses to which the completed ballots can be sent;
- (c) on determination of the agenda of the General Meeting of Shareholders;
- (d) on determination of the date for determining (fixing) persons entitled to participate in the General Meeting of Shareholders;
- (e) on determination of the deadline for the acceptance of proposals by shareholders on the nomination of candidates for election to the Board of Directors of the Company, if the agenda of the extraordinary general meeting of shareholders contains the issue which concerns electing members of the Board of Directors of the Company;
- (f) on determination the list of information (materials) provided to shareholders in preparation for the General Meeting of Shareholders, and the procedure for its provision;

- (g) on determination of the type (s) of privileged shares whose owners have the right to vote on issues on the agenda of the General Meeting of Shareholders;
- (h) on approval of the form and text of voting ballots at the General Meeting of Shareholders, as well as wording of decisions on the issues on the agenda of the General Meeting of Shareholders, which should be sent in electronic form (in the form of electronic documents) to nominal shareholders registered in the register of shareholders of the Company;
- (i) on the determination of the date of sending voting ballots to persons entitled to participate in the General Meeting of Shareholders (in case of holding the General Meeting of Shareholders in the form of absentee voting, as well as in case of holding the General Meeting of Shareholders in the form of a meeting if, in accordance with the Federal Law "On Joint-Stock Companies" or the Company's Charter, voting ballots are to be sent (delivered) to persons entitled to participate in the General Meeting of Shareholders, prior to the General Meeting of Shareholders);
- (j) on the determination of the procedure for notifying shareholders of the Company about the General Meeting of Shareholders, including approval of the form and text of the notice;
- (k) on the election of the Secretary of the General Meeting of Shareholders;
- (l) on approval of cost estimates associated with the preparation and holding of the General Meeting of Shareholders.

2.3. The Sole Executive Body of the Company organizes the execution of decisions of the Board of Directors of the Company related to the preparation and conduct of the General Meeting of Shareholders, including:

- ensuring timely sending of the requirement to the Registrar of the Company on compiling a list of persons entitled to participate in the General Meeting of Shareholders as of the date established by the Board of Directors of the Company;
- ensuring the production of ballots in accordance with the form and text approved by the Board of Directors of the Company;
- ensuring sending of voting ballots to shareholders and the acceptance of completed voting ballots, as well as, in the event of a decision by the Company's Board of Directors on the possibility of sending completed voting ballots to the e-mail address and (or) filling in the electronic form of ballots on the website determined by the Board of Directors in the Internet information and telecommunications network, - the functioning of these electronic means of obtaining completed voting ballots;
- providing notification to shareholders on holding the General Meeting of Shareholders in accordance with the procedure and deadlines established by the decision of the Board of Directors and the Company's Charter;
- ensuring preparation of the necessary materials (information) on the agenda of the General Meeting of Shareholders and the opportunity

- to familiarize with the specified information (materials) in accordance with the decisions of the Board of Directors;
- ensuring the provision by the Company of a list of persons entitled to participate in the General Meeting of Shareholders for familiarization with it at the request of persons included in this list and having at least one percent of votes, in accordance with the requirements of the current legislation of the Russian Federation, from the date it is received by the Company;
  - taking other actions to enforce decisions of the Board of Directors of the Company.

### **3. SPECIFICS OF CONVENING AN EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS**

3.1. The extraordinary General Meeting of Shareholders is held by decision of the Board of Directors (Supervisory Board) of the Company at its own initiative, by the request of the Audit Commission (auditor) of the Company, Auditor of the Company and the shareholders (shareholder) owning at least 10 (ten) percent of the Company's voting shares as at the date of submission of the request.

3.2. Within five (5) days from the date of the request of the Audit Commission of the Company, the Auditor of the Company or a shareholder (shareholders) holding at least ten (10) percent of the voting shares of the Company to convene an extraordinary General Shareholders Meeting of the Company, the Board of Directors of the Company shall make a decision to convene or refuse to convene an extraordinary General Shareholders Meeting of the Company.

3.3. The decision of the Company's Board of Directors to convene an Extraordinary General Meeting of Shareholders or a reasoned refusal to convene it shall be sent to the persons requesting it not later than three (3) days from the date of the decision made.

### **4. INFORMATION SUPPORT OF THE GENERAL MEETING OF SHAREHOLDERS**

4.1. The notice of the General Meeting of Shareholders shall be posted on the website of the Company on the Internet information and telecommunication network at the address [www.rossetimr.ru](http://www.rossetimr.ru) no later than the expiry of the deadline for notification of the General Meeting of Shareholders.

The notice of the General Meeting of Shareholders by the decision of the Board of Directors may additionally be sent to persons entitled to participate in the General Meeting of Shareholders and registered in the register of shareholders of the Company, in one or more of the following ways:

1) sending an electronic message with the text of the notice of the General Meeting of Shareholders to the e-mail address of the relevant person specified in the register of shareholders of the Company;

2) sending a text message containing the procedure of familiarization with the notice of the General Meeting of Shareholders to the contact

phone number or to the e-mail address indicated in the register of the Company's shareholders.

If the person registered in the register of shareholders of the Company is a nominee shareholder, the notice of the General Meeting of Shareholders of the Company and the information (materials) to be provided to persons entitled to participate in the General Meeting of Shareholders are provided during the preparation for the General Meeting of Shareholders of the Company, in accordance with the rules of the legislation of the Russian Federation on securities to provide information and materials to persons exercising their rights attached to securities.

Information (materials) on the issues on the agenda of the General Meeting of Shareholders within twenty (20) days, and in case of a General Meeting of Shareholders, the agenda of which contains an issue on the reorganization of the Company, within thirty (30) days before the General Meeting of Shareholders shall be available for review to persons entitled to participate in the General Meeting of Shareholders in the premises of the executive body of the Company and other places, addresses of which are indicated in the notice of the General Meeting of Shareholders, as well as on the website of the Company on the Internet at [www.rossetimr.ru](http://www.rossetimr.ru). At the same time, the Company strives to ensure the availability of materials for the General Meeting of Shareholders at least 30 days before the date of its holding.

The specified information (materials) shall be available to the persons participating in the General Meeting of Shareholders at the time of its holding.

The above notice and materials are also recommended to be published in English.

The procedure for familiarization of persons entitled to participate in the General Meeting of Shareholders with information (materials) on the agenda of the General Meeting of Shareholders and the list of such information (materials) are determined by a decision of the Board of Directors of the Company.

4.1.1. The information (materials) to be provided to persons entitled to participate in the General Meeting of Shareholders of the Company includes the following documents:

- the annual report of the Company and the conclusion of the Audit Commission of the Company based on the results of its audit;
- annual accounting (financial) statements, including an audit report, an opinion of the Audit Commission based on the results of verification of such statements;
- conclusion of the Internal audit carried out in the Company in accordance with Article 87.1 of the Federal Law "On Joint Stock Companies";
- information about the candidate (candidates) to the Board of Directors of the Company (if submitted) or information about the failure of candidates to provide the specified information, about the candidates to the Audit Commission of the Company, information about the shareholders who nominated these candidates, as well as information about the presence or absence of written consent of the nominated candidates for election to the relevant body of the Company;

- justifications and explanatory notes on the proposed draft decisions;
- information about the managing organization or manager, in case of consideration of the transfer of powers of the sole executive body of the Company to the managing organization or manager (including information about their affiliation with persons controlling the Company);
- information on candidates for the Company's auditors sufficient to form an idea of their professional qualities and independence, including the name of the self-regulatory organization of auditors, of which the candidate for the Company's auditors is a member, a description of the procedures used in the selection of external auditors that ensure their independence and objectivity, as well as information on the proposed remuneration of external auditors for audit and non-audit services (including information on compensation payments and other expenses associated with the engagement of the auditor) and other material terms of the Contracts concluded with the auditors of the Company;
- a draft of amendments and additions to be made to the Company's Charter (or a new draft of the Company's Charter), if made or approved, as well as comparative tables of the amendments introduced, with their justification;
- draft internal documents of the Company governing the activities of the management and control bodies of the Company in the new edition (amendments and additions to internal documents) if made, as well as comparative tables of the amendments introduced, with their justification;
- draft decisions of the General Meeting of Shareholders;
- information on shareholder agreements concluded during the year prior to the date of the general meeting of shareholders;
- conclusions of the Board of Directors of the Company on a major transaction;
- report on related party transactions concluded by the company in the reporting year;
- recommendations of the Board of Directors of the Company on the distribution of profits, including the amount of the dividend on the company's shares and the procedure for its payment, and the Company's losses based on the results of the reporting year.
- information on vehicular access to the venue of the General Meeting of Shareholders;
- an approximate form of power of attorney that a shareholder can issue to his representative and the procedure for its certification;
- information (materials) provided for by the legislation of the Russian Federation and the Company's Charter.

The list of information (materials) to be provided to persons entitled to participate in the General Meeting of Shareholders is determined taking into account issues on the agenda of the General Meeting of Shareholders.

4.2. The minutes of the General Meeting of Shareholders of the Company are posted on the official website of the Company on the Internet information and telecommunication network at [www.rossetimr.ru](http://www.rossetimr.ru) no later than 3 (three) days from the date of its compilation.

The minutes of the General Meeting of Shareholders are also recommended to be published in English.

4.3. When nominating candidates to the Board of Directors of the Company, shareholders of the Company provide the following information about the candidates:

4.3.1. Surname, Name, Patronymic;

4.3.2. Data of an identity document (series and (or) number of a document, date and place of its issue, issuing authority);

4.3.3. Citizenship;

4.3.4. Place of residence (state, city);

4.3.5. Age and Education;

4.3.6. Occupation;

4.3.7. Primary employment;

4.3.8. Positions held by the candidate at the time of the nomination, as well as information on the positions held for the previous five years;

4.3.9. Information on the ownership of shares of the Company and its subsidiaries and affiliates (the number of owned shares);

4.3.10. Whether the candidate is a member (candidate for election) of the Board of Directors, a member (candidate for election) of a collegial executive body or other collegial management body of another legal entity;

4.3.11. Whether the candidate is an official of another business company, another official of which is also nominated as a candidate for the Board of Directors of the Company;

4.3.12. Whether the candidate is the spouse, parent, son, daughter, brother, sister of the officials (the manager) of the Company (officials of the managing organization of the Company);

4.3.13. Whether the candidate is a party to obligations with the Company, in accordance with the terms of which the candidate can acquire property (receive money), the value of which is ten or more percent of the candidate's total annual income, except for receiving remuneration for participation in the activities of the Board of Directors of the Company;

4.3.14. Whether the candidate is (will be, as a result of his/her being elected to the Board of Directors of the Company) a representative of the state, that is, a person who is (will be, as a result of his/her being elected to the Board of Directors of the Company) a representative of the Russian Federation or constituent territories of the Russian Federation on the board of directors of joint-stock companies, in relation to which the decision to use special rights (the "golden share") has been made, and by persons who are required (will be required, as a result of their election to the Board of Directors of the Company) to vote on the basis of written directives (instructions, etc.) of a constituent territory of the Russian Federation or a municipal unit.

4.4. The provision by the shareholders of the Company of the information specified in subclauses

4.3.3. - 4.3.14 of these Regulations shall be recommendatory in nature. Failure by shareholders of the Company to provide such information cannot be grounds for refusing to include the corresponding candidate in the list of persons to vote for election to the Board of Directors of the Company.

4.5. The information on the candidates to the Board of Directors of the Company referred to in cl. 4.3 shall be accessible to all shareholders of the Company

along with other information materials on the agenda of the General Meeting of Shareholders of the Company.

4.6. Prior to the General Meeting of Shareholders the executive bodies of the Company must implement the Company's information policy in a way aimed at electing candidates to the Board of Directors of the Company, who meet the requirements of regulatory bodies and trade organizers on the securities market of the Russian Federation.

4.7. In preparation for the General Meeting of Shareholders in the form of a joint presence, the Company shall provide invitations to members of the executive bodies of the Company, members and candidates to the Board of Directors, members and candidates to the Audit Commission of the Company, and the Auditor of the Company to participate in the General Meeting of Shareholders.

4.8. Shareholders have the right to apply through the Corporate Secretary to the Company's officials for additional clarifications on the issues on the agenda of the General Meeting of Shareholders. The questions are drawn up in writing and sent to the Company by e-mail: [ir@rossetimr.ru](mailto:ir@rossetimr.ru).

## **5. HOLDING THE GENERAL MEETING OF SHAREHOLDERS IN THE FORM OF A MEETING**

The holding of the General Meeting of Shareholders of the Company in the form of a meeting consists of the direct participation of the shareholders of the Company in the General Meeting of Shareholders to discuss agenda issues and make decisions on issues put to the vote.

When holding a General Meeting of Shareholders in the form of a meeting (joint presence of shareholders to discuss agenda issues and make decisions on issues put to the vote), information and communication technologies may be used to enable remote participation in the General Meeting of Shareholders, discussion of agenda issues and decision-making on issues put to the vote, without a physical presence at the venue of the General Meeting of Shareholders.

### **5.1. Registration of persons entitled to participate in the General Meeting of Shareholders**

5.1.1. Registration of persons entitled to participate in the General Meeting of Shareholders is carried out by the person performing the functions of the Counting Commission (hereinafter referred to as the Counting Commission) at the venue of the General Meeting of Shareholders indicated in the notice of the meeting. Shareholders also have the right to register to participate in it on the website specified in the message on the Internet information and telecommunications network if the notice of the meeting provides doing so.

Registration of persons entitled to participate in the General Meeting of Shareholders begins at the time specified in the notice of the meeting.

5.1.2. Registration for participation in the General Meeting of Shareholders held in the form of a meeting is mandatory for persons (their representatives) who are entitled to participate in the General Meeting of Shareholders.



If voting on the issues on the agenda of the General Meeting of Shareholders, held in the form of a meeting, can be carried out by sending to the Company the completed voting ballots and (or) by filling out the electronic form of the ballots on the website on the Internet information and telecommunication network at the address specified in the notice of the General Meeting of Shareholders (if such a possibility is provided for by a decision of the Board of Directors), then registration for participation in the General Meeting of Shareholders is mandatory for the persons whose ballots have been received or whose electronic ballots are filled out, no later than two days before the date of the General Meeting of Shareholders.

5.1.3. When registering, a shareholder (his representative, assignee), who arrived at the General Meeting of Shareholders, shall present a passport or other identification document.

Representatives of shareholders, when registering for participation in the General Meeting of Shareholders, in addition to identification documents, shall present to the Counting Commission a power of attorney issued in accordance with the requirements of the Civil Code of the Russian Federation and the Federal Law "On Joint-Stock Companies" or a copy certified by a notary.

If a sole executive body, an individual, is registered as a representative of a shareholder - legal entity to participate in the General Meeting of Shareholders, in addition to documents proving the identity of the sole executive body of the shareholder of the Counting Commission, a copy of the minutes certified by the legal entity (extract from the minutes) session (meetings) of the authorized body shall be provided, containing the decision on the appointment of the current sole executive body.

When registering for participation in the General Meeting of Shareholders, assignees of shareholders, in addition to identity documents, shall submit to the Counting Commission copies of documents confirming the assignment, certified by a notary.

In case of failure to submit these documents, the assignee, as well as the representative of the shareholder, shall not be entitled to participate in the General Meeting of Shareholders.

5.1.4. Registration of persons entitled to participate in the General Meeting of Shareholders is carried out only in case of identification of persons who appeared to participate in the General Meeting of Shareholders by comparing the data contained in the list of persons entitled to participate in the General Meeting of Shareholders with the data of the documents presented by these persons.

5.1.5. Upon registration, a person participating in the General Meeting of Shareholders is issued ballots for voting on the agenda issues.

If voting at the General Meeting of Shareholders can be carried out by sending completed voting ballots to the Company, at the request of persons included in the list of persons entitled to participate in such a General Meeting of Shareholders, they are issued voting ballots with a note on their re-issuance.

5.1.6. Registration of persons entitled to participate in the General Meeting of Shareholders ends at the moment when the Chairperson of the General Meeting of Shareholders announces the completion of the discussion of the last issue on the agenda of the General Meeting of Shareholders of the Company, for which quorum is present.

## **5.2. Opening of the General Meeting of Shareholders**

5.2.1. The representative of the Counting Commission at the time, which, in accordance with the notice of the General Meeting, is the start time of the General Meeting of Shareholders, announces the presence of quorum on the issues on the agenda of the General Meeting of Shareholders.

5.2.2. The General Meeting of Shareholders is competent (has a quorum) if it was attended by shareholders who collectively hold more than half of the votes of the Company's outstanding voting shares.

Shareholders who have registered to participate in the General Meeting of Shareholders shall be deemed to have participated in the General Meeting of Shareholders, including those registered on the website on the Internet information and telecommunications network specified in the notice of the General Meeting of Shareholders (if such an opportunity was provided for by the decision of the Board of Directors of the Company), as well as shareholders whose ballots were received or whose electronic ballots were completed on the website on the Internet information and telecommunications network (if such an opportunity was provided for by the decision of the Board of Directors of the Company), no later than two days prior the date of the General Meeting of Shareholders.

The shareholders who, in accordance with the applicable legislation of the Russian Federation on securities, have given instructions (directions) on voting to persons who keep records of their rights to shares, are also considered to have participated in the General Meeting of Shareholders, if the messages on such persons' expression of will are received no later than two days prior the date of the General Meeting of Shareholders .

If the agenda of the General Meeting of Shareholders includes issues on which voting is carried out by a different voting body, the quorum for making decisions on these issues is determined separately.

At the same time, the absence of a quorum for decision-making on issues on which voting is carried out by one voting body does not prevent the adoption of a decision on issues on which voting is carried out by another voting body, for which quorum is present.

When deciding whether to consent to or subsequently approve a related party transaction, the general meeting of shareholders shall be deemed competent regardless of the number of shareholders who are not interested in the abovementioned transaction and who hold voting shares of the Company participating in it.

5.2.3. If there is a quorum for at least one of the issues included in the agenda of the General Meeting of Shareholders of the Company, the Chairperson of the General Meeting of Shareholders shall announce the opening of the General Meeting of Shareholders.

5.2.4. The General Meeting, at the time of the opening of which there was a quorum only on certain agenda issues, cannot be closed if the persons whose registration provides the quorum for making decisions on other issues on the agenda of the General Meeting have registered by the time of the end of the registration.

5.2.5. If there is no quorum on any issue included in the agenda of the General Meeting of Shareholders of the Company by the time the General Meeting of Shareholders of the Company starts, the Chairperson of the General Meeting of Shareholders announces the postponement of the opening of the General Meeting of Shareholders for 2 (Two) hours.

The postponement of the opening of the General Meeting of Shareholders of the Company more than once is not allowed.

The Chairperson of the General Meeting of Shareholders shall announce the failure to hold General Meeting of Shareholders unless 2 (Two) hours after the announcement of the postponement of the opening of the General Meeting of Shareholders the persons who provide a quorum for at least one of the issues included in the agenda of the General Meeting of Shareholders have been registered.

If 2 (Two) hours after the announcement of the postponement of the opening of the General Meeting of Shareholders the persons who provide a quorum for at least one of the issues included in the agenda of the General Meeting of Shareholders have been registered, then the Chairperson of the General Meeting of Shareholders shall announce the opening of the General Meeting of Shareholders.

5.2.6. In the absence of a quorum for the annual General Meeting of Shareholders, a repeated General Meeting of Shareholders with the same agenda shall be held.

In the absence of a quorum for an extraordinary General Meeting of Shareholders, a repeated General Meeting of Shareholders with the same agenda may be held.

The decision to convene a repeated General Meeting of Shareholders of the Company is made by the Board of Directors of the Company.

A repeated General Meeting of Shareholders of the Company, convened to replace the failed one, is competent if it is attended by shareholders who collectively hold at least 30 percent of the votes of the Company's outstanding voting shares.

### **5.3. Discussion of issues on the agenda of the General Meeting of Shareholders**

5.3.1. Persons speaking at the General Meeting of Shareholders shall comply with the following time limits on speeches:

- report on agenda issues - up to 30 minutes,
- co-report - up to 20 minutes,
- speeches in the debate – 5 minutes,
- speeches with questions and references – 2 minutes each.

The Chairperson of the General Meeting of Shareholders has the right to increase the time limits specified in this clause.

5.3.2. A shareholder who wishes to speak in the debate on the agenda of the General Meeting of Shareholders have to send a written statement to the Secretary of the General Meeting of Shareholders.

The statement shall contain the surname, first name, patronymic (name) of the shareholder (his/her representative), the agenda issue on which the shareholder wishes to speak, and shall also be signed by the shareholder (the shareholder's representative).

The question shall be sent in writing to the Secretary of the General Meeting of Shareholders; in addition to the wording of the question being asked, the shareholder (the shareholder's representative) shall also indicate the surname, first name, patronymic (the name of the shareholder - legal entity), and the question shall be signed by the shareholder (the shareholder's representative).

5.3.3. The Secretary of the General Meeting of Shareholders transmits the statements and questions received from shareholders to the Chairperson of the General Meeting of Shareholders.

If there was a quorum only on certain issues on the agenda by the time of the opening of the General Meeting of Shareholders, at the end of the discussion of the last of those issues the representative of the Counting Commission announces the presence or absence of a quorum on other agenda issues.

5.3.4. In case of the end of discussion of all issues on the agenda of the General Meeting of Shareholders, for which quorum is present, the Chairperson of the General Meeting of Shareholders shall announce the end of discussion of the agenda issues and the end of registration of persons participating in the General Meeting of Shareholders.

5.3.5. Before the discussion of the agenda issue including the election of members of the Board of Directors of the Company, the representative of the person acting as the Counting Commission announces the number of cumulative votes cast for each of the candidates included in the voting list, according to the ballots received or the electronic form of which has been filled out on the website on the Internet, no later than two days before the date of the general meeting.

#### **5.4. Voting at the General Meeting of Shareholders**

5.4.1. Voting at the General Meeting of Shareholders in the form of joint presence shall be carried out in the order established by the Federal Law "On Joint-Stock Companies", other regulatory acts and the Company's Charter, along with these Regulations.

5.4.2. Voting on the items on the agenda of the General Meeting is carried out only by voting ballots.

Voting by ballots is equivalent to the receipt by the registrar of the Company of messages on the will expression of persons who have the right to participate in the General Meeting of Shareholders, are not registered in the register of shareholders of the Company and, in accordance with the requirements of the legislation of the Russian Federation on securities, have given instructions (directions) on voting to persons who keep records of their rights to shares.

5.4.3. Persons who have registered to participate in the General Meeting of Shareholders held in the form of a meeting have the right to vote on all agenda issues from the opening of the General Meeting of Shareholders until the start of the counting of votes.

5.4.4. After the end of the discussion of the last issue on the agenda of the General Meeting of Shareholders (the last issue on which quorum is present)

persons who have not voted before that moment shall be given 30 (Thirty) minutes to vote.

The person who filled out the ballot for voting shall have the right, upon its transfer to the counting commission (by the representatives of the registrar acting as the counting commission), to demand the production and certification of a copy of the ballot filled out by him/her from the counting commission (representatives of the registrar acting as the counting commission) of the Company.

At the same time, copies of the completed ballots are made at the expense of the Company.

5.4.5. After the specified time, the Chairperson announces the start of the counting of votes.

## **5.5. Summing up and announcing the results of voting on issues on the agenda of the General Meeting of Shareholders. Closing of the General Meeting of Shareholders**

5.5.1. The counting of votes and summing up of voting results on the issues on the agenda of the General Meeting of Shareholders is carried out by the Counting Commission in accordance with the requirements of the applicable legislation of the Russian Federation.

5.5.2. The decisions made by the General Meeting of Shareholders and the results of voting may be announced at the General Meeting of Shareholders during which the voting was held, and shall also be brought to the attention of persons included in the list of persons entitled to participate in the General Meeting of Shareholders in the form of a Voting Results Report in the manner provided for by the Company's Charter for notification of holding of the General Meeting of Shareholders, no later than four working days after the closing date of the General Meeting of Shareholders.

If, as of the date of determining (fixing) the persons entitled to participate in the General Meeting of Shareholders, the person registered in the register of shareholders of the Company was a nominee holder of shares, then the information contained in the Voting Results Report is provided to the nominee holder of shares in accordance with the rules of the legislation of the Russian Federation on securities to provide information and materials to persons exercising rights on securities.

5.5.3. After the announcement of the voting results on the issues on the agenda of the General Meeting of Shareholders, if they are announced at the General Meeting of Shareholders, the Chairperson announces the closure of the General Meeting of Shareholders.

## **6. HOLDING OF THE GENERAL MEETING OF SHAREHOLDERS IN THE FORM OF ABSENTEE VOTING**

6.1. Voting on the issues on the agenda of the General Meeting of Shareholders, held in the form of absentee voting, is carried out by voting ballots.

The ballots shall be equal to the receipt by the registrar of a company of messages of the expression of the will from the persons who have the right to participate in the General Meeting of Shareholders, are not registered in the register of the shareholders of a company and, in accordance with the requirements of the legislation of the Russian

Federation on securities, have given instructions (directions) on voting to the persons who record their rights to shares.

6.2. The shareholders whose ballots have been received and (or) whose electronic ballots has been filled out on the website on the Internet information and telecommunication network indicated in the notice of the General Meeting of Shareholders (if such an opportunity was provided for by a decision of the Board of Directors of the Company) before the specified deadline for acceptance of ballots, are considered to be Participants in the General Meeting of Shareholders held in the form of absentee voting, as well as shareholders who, in accordance with the rules of the legislation of the Russian Federation on securities, have given instructions (directions) on voting to the persons who record their rights to shares if messages of expression of their will have been received before the deadline for accepting ballots.

If the deadline for accepting completed voting ballots occurs on a non-working day, then the deadline for accepting completed voting ballots shall be the next working day.

The deadline for accepting voting ballots expires on the day the acceptance of voting ballots ends, at the hour when the Company ends the working day, in accordance with the established rules.

6.3. Completed voting ballots can be sent to the Company by registered mail, delivered against receipt to the General Director, the person authorized to receive correspondence addressed to the Company, sent to the Registrar of the Company, or to the email address determined by the decision of the Board of Directors of the Company in preparation for the General Meeting of Shareholders. If a decision is made by the Board of Directors of the Company, the electronic form of voting ballots can also be filled out on the website on the Internet information and telecommunication network, as determined by the relevant decision of the Board of Directors of the Company and indicated in the notice of the General Meeting of Shareholders of the Company.

6.4. The General Director organizes the collection, preservation and transfer of completed voting ballots to the Counting Commission or to another person acting as the Counting Commission.

6.5. A shareholder - an individual, when filling out the ballot, indicates his/her surname and initials; a shareholder - a legal entity indicates the full corporate name of the legal entity.

6.6. When filling out the ballot, the representative of the individual shareholder indicates his/her surname and initials, as well as the details of the power of attorney (other document confirming his/her authority); the representative of the shareholder - legal entity indicates his/her surname and initials, as well as the position or details of the power of attorney (other document confirming his authority).

6.7. The shareholder's representative shall attach a power of attorney (its notarized copy) or other document to the voting ballot, on the basis of which he/she acts.

6.8. The General Meeting of Shareholders, held in the form of absentee voting, is authorized (has a quorum) if, no later than the deadline for accepting voting ballots, the Company has received ballots from shareholders collectively holding more than half of the votes of the Company's outstanding voting shares.

6.9. The decisions made by the General Meeting of Shareholders and the results of voting shall be brought to the attention of the persons included in the list of persons entitled to participate in the General Meeting of Shareholders in the form of a Voting Results Report in the manner prescribed for notice of the general Meeting of Shareholders no later than four working days after the deadline for accepting ballots.

If, as of the date of determining (fixing) the persons entitled to participate in the General Meeting of Shareholders, the person registered in the register of shareholders of the Company was a nominee holder of shares, then the information contained in the Voting Results Report is provided to the nominee holder of shares in accordance with the rules of the legislation of the Russian Federation on securities to provide information and materials to persons exercising rights on securities.

## **7. WORKING BODIES OF THE GENERAL MEETING OF SHAREHOLDERS**

7.1. The working bodies of the General Meeting of Shareholders shall be: a) Chairperson of the General Meeting of Shareholders; b) the Counting Commission; c) Secretary of the General Meeting of Shareholders.

7.2. The functions of the Chairperson of the General Meeting of Shareholders shall be performed by the Chairperson of the Board of Directors.

In the absence of the Chairperson of the Board of Directors at the General Meeting of Shareholders, the Deputy Chairperson of the Board of Directors shall preside at the General Meeting of Shareholders.

In the absence of the Chairperson of the Board of Directors and the Deputy Chairperson, any member of the Board of Directors may preside at the General Meeting of Shareholders by decision of the members of the Board of Directors present at the General Meeting of Shareholders.

7.3. The Chairperson of the General Meeting of Shareholders opens and closes the meeting, announces the agenda of the General Meeting and the order of speeches and reports on agenda issues, the end of the discussion of agenda issues and the start of the counting of votes, ensures compliance with the procedure established by these Regulations, signs the minutes of the General Meeting of Shareholders.

7.4. The functions of the Counting Commission of the Company at the General Meeting shall be performed by a professional participant of the securities market who has a license to carry out register maintenance activities, who is the holder of the register of shareholders of the Company (Registrar of the Company).

7.5. The Counting Commission performs the following functions:

- a) verification of authority and registration of persons participating in the General Meeting of Shareholders (shareholders, their representatives);
- b) determination of the quorum of the General Meeting of Shareholders;

- c) clarification of issues arising in connection with the voting rights exercised by shareholders of the Company (their representatives) at the General Meeting of Shareholders;
- d) explanation of the voting procedure on issues put to the vote;
- e) ensuring the established voting procedure and the rights of the shareholders of the Company to vote;
- f) counting of votes and summing up voting results; g) drawing up minutes on the voting results;
- h) bringing the voting results to the attention of the shareholders of the Company;
- i) transfer of voting ballots to the archive;
- j) other functions stipulated by the legislation of the Russian Federation and the Company's Charter, and the agreement concluded between the Company and the Registrar.

7.6. The functions of the Secretary of the General Meeting of Shareholders are performed by the Corporate Secretary of the Company, unless otherwise decided by the Board of Directors of the Company.

If it is impossible to fulfill the functions of secretary of the General Meeting of Shareholders by the Corporate Secretary of the Company, the secretary of the General Meeting of Shareholders is elected by the Board of Directors when deciding on preparations for the General Meeting of Shareholders.

7.7. The Secretary of the General Meeting of Shareholders performs the following functions:

- a) receiving applications from persons participating in the General Meeting of Shareholders on the right to speak in the debate on the issues on the agenda of the meeting, as well as receiving questions;
- b) transfer to the Chairman of the General Meeting of Shareholders of statements and questions received from shareholders;
- c) recording the progress of the General Meeting of Shareholders (main provisions of speeches and reports);
- d) other functions provided for by these Regulations and the Company's Charter.

## **8. FINANCIAL SUPPORT OF THE GENERAL MEETING OF SHAREHOLDERS**

8.1. Expenses related to the preparation and holding of the General Meeting of Shareholders are carried out at the expense of the Company's funds, in accordance with the cost estimate approved by the Board of Directors and are included in the Company's budget.

8.2. The General Director submits to the Board of Directors a report on the expenditure of funds for the preparation and holding of the General Meeting of Shareholders no later than two months after the General Meeting of Shareholders.

8.3. If an extraordinary General Meeting of Shareholders is held by persons requiring convocation, the expenses related to the preparation and holding shall be paid by these persons.



By decision of the General Meeting of Shareholders, the documented expenses related to the preparation and holding of the General Meeting of Shareholders, borne by the above-mentioned persons, may be reimbursed at the expense of the Company.

## **9. FINAL PROVISIONS**

9.1. If, due to the changes in the legislation and regulatory acts of the Russian Federation, certain articles of these Regulations conflict with the applicable law, then these articles shall cease to be valid, and until the introduction of amendments to these Regulations, the Company shall be governed by the laws and regulations of the Russian Federation.