

APPROVED

by the decision of Board of  
Directors of Mobile TeleSystems  
Public Joint Stock Company  
September 16, 2021, Minutes 319

**REGULATIONS ON  
PROVISION OF INFORMATION TO THE SHAREHOLDERS  
OF MOBILE TELESYSTEMS PUBLIC JOINT STOCK COMPANY**

Moscow, 2021

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## 1. INTRODUCTION

### A. Purpose

- 1.1. This Regulation sets forth the terms and conditions for providing the Shareholders with the information and documents requested by the Shareholders, including pursuant to applicable laws of the Russian Federation.
- 1.2. The purpose of this Regulation is to ensure the information rights of the Shareholders, including equal (as compared to other Shareholders enjoying the same information rights entitlement) and timely access to the Company's information and documents and to facilitate harmonization and unification of practices of such information provision at the Shareholders' requests under article 91 of the JSC Law and related legislation provisions, rules and regulations.
- 1.3. The Company adheres to the principle of equal treatment of its Shareholders, so that all Shareholders within the same shareholding threshold and information rights entitlement, and upon meeting the same pre-conditions set forth herein, shall be offered the same information rights based on the same terms and principles.

The Company shall take reasonably necessary measures to ensure unhindered access of the Shareholders to its documents and information, always in compliance with the mandatory requirements of applicable law. When providing the Shareholders with access to its information and documents, the Company shall maintain reasonable balance between protection of:

- (a) the rights of the Shareholders, so that the Company does not infringe their lawful information rights by means of abuse of its right to request as a condition to provision of information an unlimited list of the supporting documents or creating other unreasonable hurdles preventing Shareholders from exercising their legal rights; and
  - (b) the rights of the Company as such from abuse of the right to receive information by minority Shareholders or greenmailers, including by lawfully preserving confidentiality of the commercially sensitive data that may have a significant impact on the Company's competitiveness.
- 1.4. This Regulation shall be publicly available on the Official Website of the Company both in Russian and English languages.

### B. Legal and Regulatory Framework

- 1.5. This Regulation is based upon:
  - (a) the JSC Law (including, inter alia, article 91 thereof);
  - (b) directive of the Bank of Russia "On additional requirements for the procedure for the provision of documents or copies of documents by JSCs in accordance with article 91 of Federal Law "On Joint-Stock Companies" No. 5182-Y dated 28 June 2019;
  - (c) other applicable rules and regulations of the Bank of Russia; and
  - (d) the Charter and other internal policies and procedures of the Company stipulating its principles and approach to provision and disclosure of information, protection of confidential information and prevention of the unlawful use of inside information (including, amongst others, Policy for Corporate Disclosure).

- 1.6. This Regulation is drawn with regard to relevant recommendations of the Corporate Governance Code and the best international corporate practices.

C. Application

- 1.7. This Regulation shall be binding upon all officers and employees of the Company involved in the process of preparation and provision of information to the Shareholders upon their requests.

2. **GLOSSARY**

**Bank of Russia** means the Central Bank of the Russian Federation.

**Charter** means the Company's charter, approved by the general shareholders' meeting of the Company on 23 June 2021, minutes No. 52 (as may be amended from time to time).

**Company** means Mobile TeleSystems Public Joint Stock Company.

**Confidential Information** shall have the meaning given to this term in the definitions section of the NDA.

**Corporate Governance Code** means the code envisaged by the letter of the Bank of Russia No. 06-52/2463 dated 10 April 2014 (as may be amended from time to time).

**JSC Law** means the Federal Law "On Joint-Stock Companies" No. 208 dated 26 December 1995 (as may be amended from time to time).

**NDA** means a non-disclosure agreement to be entered into between the Company and its Shareholder(s), a form of which is available at the Official Website (as may be amended from time to time).

**Official Website** means the official Internet website of the Company at <https://mts.ru/>.

**Policy for Corporate Disclosure** means the Company's policy statement guidelines for corporate disclosure, approved by the Company's Board of Directors on 21 May 2015, minutes No. 235 (as may be amended from time to time).

**Regulation** means this regulation (as may be amended from time to time).

**Shareholder** means a person or entity that owns shares of the Company and/or holds the American Depositary Receipts of the Company.

*For the purposes of this Regulation, references to a **Shareholder** include such Shareholder's authorized representatives and other persons exercising rights attached to the Company's shares, unless otherwise provided by the current legislation of the Russian Federation or this Regulation.*

**Structural Unit** means a structural unit of the Company, which has its own functions, objectives and responsibility within a designated scope of authority determined by the Company's internal regulations.

3. **GENERAL PROVISIONS**

- 3.1. The Shareholders shall enjoy the right to access the information and documents of the Company on equal and fair terms pursuant to the applicable legislation of the Russian Federation, as well as principles set out in the Charter, the Policy for Corporate Disclosure and this Regulation.

- 3.2. This Regulation shall determine the procedure for provision of information to the Shareholders upon their requests as follows:
- (a) provision of access to the documents envisaged by the JSC Law for review at the Company's office located at Moscow, Marksistskaya street, 4 (or at another office of the Company as may be allowed by the Corporate Secretary of the Company upon request of the Shareholder) in the manner and under conditions established by the JSC Law, the Charter and this Regulation; and
  - (b) provision of the copies of documents envisaged by the JSC Law in accordance with the procedure and on the terms set out therein, the Charter and this Regulation.
- 3.3. The Charter, list of the Company's affiliates, reports of the Company and other documents subject to mandatory disclosure pursuant to applicable legislation of the Russian Federation shall also be available for public inspection at the Official Website.
- 3.4. The Company may use modern means of communication and information exchange, including electronic media, sufficiently secure to meet requirements of Company's information security policies, to ensure efficiency of the information provision to its Shareholders. Shareholders may provide to the Company, amongst other things, their email addresses in order to facilitate timely and effective communications.

#### **4. PROCEDURE FOR PROVISION OF INFORMATION BY THE COMPANY TO ITS SHAREHOLDERS**

##### **A. Documents disclosed by the Company**

- 4.1. In order to ensure the balance of rights and legitimate interests of the Company and its Shareholders the Company hereby sets forth the following regime of availability of its information and documents to the Shareholders who are entitled to request documents and information pursuant to article 91 of the JSC Law:
- (a) the Shareholder(s) holding less than 1 (one) percent of the Company's voting shares shall have the right to access the following documents and information:
    - (i) foundation documents of the Company, Charter and any amendments and/or modifications thereto duly registered pursuant to applicable laws of the Russian Federation;
    - (ii) documents confirming state registration of the Company;
    - (iii) decision on issuance (additional issuance) of the Company's securities as well as any amendments thereto, report on the results of the securities issuance (additional issuance), notification on the results of the securities issuance (additional issuance);
    - (iv) internal regulations of the Company governing its corporate bodies and approved by the general shareholders' meeting of the Company;
    - (v) regulations on the Company's branches and representative offices;
    - (vi) annual reports;
    - (vii) annual financial statements and the related audit reports;
    - (viii) appraisers' reports drafted in line with the requirements of the JSC Law in case of the Company's shares buy-back at the request of its Shareholder;

- (ix) documents received by the Company according to chapter XI.1 of the JSC Law;
  - (x) minutes of the general shareholders' meetings of the Company;
  - (xi) list of the Company's affiliates;
  - (xii) reports of the Company's audit committee;
  - (xiii) listing prospectus of the Company, the issuer's reports and other documents, containing information subject to publication or disclosure by other means pursuant to the JSC Law and other federal laws;
  - (xiv) notifications provided to the Company on the executed shareholders' agreements and lists of persons who have entered into such agreements; and
  - (xv) court decisions and rulings in respect of any disputes pertaining to the foundation of the Company, its management and participation therein and any judicial acts related to such disputes, including arbitration court orders on the commencement of the proceedings and allowance of a statement of claim or applications for changing the subject matter or cause of action;
- (b) the Shareholder(s) holding no less than 1 (one) percent of the Company's voting shares shall have the right to access the following documents and information:
- (i) information concerning major transactions and/or interested party transactions of the Company, including type, subject, and value of such transactions, their date, and maturity date of obligations thereunder, as well as information on approval or ratification (in Russian – *последующее одобрение*) of such transactions;
  - (ii) minutes of meetings of the Company's Board of Directors; and
  - (iii) appraisers' reports on appraisal of assets in respect of which the Company has entered into major transactions or interested party transactions; and
- (c) the Shareholder(s) holding no less than 25 (twenty-five) percent of the voting shares of the Company shall have the right to access the following documents and information (without prejudice to rights under paragraphs (a) and (b) above):
- (i) minutes of meetings of the Company's executive bodies; and
  - (ii) accounting records.
- 4.2. The Company reserves the right, in its discretion, to provide the Shareholder(s) with additional information, which is not subject to the mandatory requirements to provide information under the JSC Law, if such information is reasonably requested by the Shareholder(s) for a legitimate reason.
- 4.3. The list of persons entitled to participate in the general shareholders' meetings of the Company, save for the information on the expression of will of such persons, shall be provided by the Company for familiarization upon requests of the persons included therein and holding at least 1 (one) percent of votes. Information enabling the identification of individuals on such list, except for their last name, first name, and patronymic/middle name, shall be provided only upon their express consent.

The Company shall ensure familiarization with the above list of persons entitled to participate in the general shareholders' meetings of the Company starting from the date when the Company receives such list.

B. Procedure and time limits for providing Shareholders with access to the Company's documents

- 4.4. Access of the Shareholders to the Company's information and documents (copies thereof) shall be subject to submission of a written request or otherwise as may be agreed to by the Company.
- 4.5. The Shareholder's request for provision of documents or copies thereof shall contain:
- (a) family name, given name and patronymic (where available) of a Shareholder – individual or the full legal name and the main state registration number (in Russian – *основной государственный регистрационный номер*) (other identification number if a request is submitted by a foreign legal entity) of the Shareholder – legal entity;
  - (b) evidence of that Shareholder's share ownership and the percentage of shares owned in the form of an extract from the shareholders' register or the depo account with a depository or in other reasonable form acceptable to the Company;
  - (c) confirmation of authority if the request is made by a Shareholder representative (e.g. a power of attorney);
  - (d) preferred method of communication (mailing address and/or email address) with the Shareholder;
  - (e) list of the Company's documents to be provided, broken down by type and period of their creation;
  - (f) method of providing the Company's documents and where the Shareholder opts for:
    - (i) provision of the copies of documents – please indicate a specific type of receipt: personally at Company's office located at Moscow, Marksistskaya street, 4 (or at another office of the Company as may be allowed by the Corporate Secretary of the Company upon request of the Shareholder), by mail, courier, e-mail or otherwise as agreed with the Company;
    - (ii) provision of the certified copies of documents – please indicate the requirement to certify copies of documents; and
    - (iii) review of the documents – please indicate whether the Shareholder intends to copy the Company's documents using its own technical means; and
  - (g) date of signature of the request and signature of the Shareholder.

The request may contain additional information further specifying the Company's information and documents to be provided, elaborating on the specific form of the documents' provision, or alternative contact details of the Shareholder (e.g. telephone number).

With respect to Shareholder requests the Company is entitled to waive any of the requirements listed in clauses 4.5 to 4.13 in its sole discretion on a case by case basis, provided, for example, that the Company already has the relevant information pertaining to the relevant Shareholder(s) on file, and/or otherwise has reasonable

assurance that a request to provide information and documents is received from the entitled Shareholder, and/or the legitimate interest of the Shareholder is known to the Company, etc.

- 4.6. Request of the Shareholder(s) holding less than 25 (twenty-five) percent of the Company's voting shares filed in respect of the documents referred to in clause 4.1(b) of this Regulation shall contain the business purpose justifying such request.

The **Business Purpose** means the legitimate interest of the Shareholder in obtaining information and documents that are reasonably required for the proper exercise of its rights provided for by the JSC Law. A business purpose shall not be deemed reasonable, in particular if:

- (a) the Company is aware of the actual circumstances testifying to the Shareholder's bad faith;
  - (b) the Shareholder demonstrates an unwarranted interest in obtaining the requested documents or information; and
  - (c) the Shareholder is a competitor of the Company or an affiliate of such competitor, while the requested documents contain Confidential Information relating to the competitive area, so that their provision may contravene certain commercial interests of the Company.
- 4.7. Where the request is submitted collectively by several Shareholders to surpass the required shareholding threshold, such request shall be signed by all Shareholders and filed supplemented with all documents required hereunder, separately for each of the Shareholders.
- 4.8. Shareholder's request shall be supplemented with the original extract from the Shareholder's personal account in the Shareholders' register to confirm the number and category (type) of its shares either as of the filing date of the request or no later than 3 (three) business days prior thereto.
- 4.9. If the request is signed by the Shareholder, which rights to the Company's shares are accounted for on the custody account at the depository, such request shall be supplemented with a statement from the custody account of that Shareholder issued by the depository in question. In case the Shareholder's rights to the Company's shares are accounted for in a foreign depository, the request shall be supplemented by a similar document of a foreign nominal holder or foreign organization confirming the number of shares of the Company held by such Shareholder as of the date not earlier than 7 (seven) business days prior to the filing date of the request.

Any document issued by a foreign nominal holder or foreign organization and drawn up in a foreign language shall be provided with its translation into Russian and certified in accordance with the procedure established by the legislation of the Russian Federation.

- 4.10. If the request is signed by the Shareholder, which shares have been acquired in accordance with articles 76, 84.7 or 84.8 of the JSC Law and is related to the aforementioned acquisition, such request shall be supplemented with a statement confirming the amount of shares on the account of the Shareholder as of the date preceding acquisition in question.



- 4.11. If the request is signed by the Shareholder's representative acting pursuant to a power of attorney, this request shall be supplemented with the respective power of attorney (its copy certified as required by applicable legislation) containing information on both the Shareholder and the representative.
- 4.12. If the request is signed by an authorized representative of the Shareholder exercising the trust management of the Company's shares under the trust management agreement, this request shall be supplemented with the duly certified copy of such trust agreement (a certified extract therefrom as related to the rights transferred to the manager) confirming authorities of such person exercising the respective rights of the Shareholder.
- 4.13. If the request is signed by a bankruptcy trustee of the Shareholder – legal entity in bankruptcy proceedings, such request shall be supplemented with the arbitration court ruling (certified copy thereof) on approval of the respective person as a receiver in bankruptcy exercising the respective rights of the Shareholder.
- 4.14. The request may be submitted to the Company in the following ways:
- (a) by mail or courier to the postal address of the Company: 4 Marksistskaya str., Moscow, 109147, Russian Federation;
  - (b) handed in against a written acknowledgment of receipt to a person authorized to take delivery of written communications addressed to the Company;
  - (c) issuance of guidance (instructions) to the client nominal holder by a Shareholder which rights to the Company's shares are accounted for by the nominee holder (client nominal holder), if so provided for in the agreement therewith, and subsequent sending of a message on the will of such Shareholder by the client nominal holder in accordance with the above guidance (instructions);
  - (d) by e-mail using electronic signature or other method that allows the Company to receive reasonable assurance about the sender's identity to the Company's email account at [shareholder@mts.ru](mailto:shareholder@mts.ru); or
  - (e) by other means agreed between the Company and the Shareholder.

C. Review and fulfilment of the Shareholder's request by the Company

- 4.15. Following receipt of the Shareholder's request, the responsible officer or employee of the Company shall carry out its preliminary assessment and, if appears necessary or advisable, forward the request to the appropriate Structural Unit(s) of the Company, where the requested information and documents are or may be available.
- 4.16. The requested documents shall be provided by the Company to the requesting Shareholder within the term of 7 (seven) business days from the date of the receipt of request.

Where the Shareholder has requested copies of a considerable number of the Company's documents (over 10 documents and/or over 200 pages), the above time period may be extended up to 20 (twenty) business days so as to fulfill such request. In this case, the Company shall notify the Shareholder of the time extension and causes thereof no later than 7 (seven) business days from the request's submission date.

- 4.17. If the request of the Shareholder does not contain respective information and documents which Shareholder shall provide to the Company pursuant to applicable

clauses 4.5 to 4.13 of this Regulation (unless the Company waives its requirement to receive any such information and documents from the Shareholder in cases when, for example, the Company already has the relevant information pertaining to the relevant Shareholder(s) on file, and/or otherwise has reasonable assurance that a request to provide information and documents is received from the entitled Shareholder, and/or the legitimate interest of the Shareholder is known to the Company, etc.), then the Company shall within the term of 7 (seven) business days liaise with the requesting Shareholder and request provision of the missing information and documents. In this case, the term for provision of documents shall run from the date of receipt of all the required information and documents envisaged by this Regulation.

- 4.18. Should the Shareholder fail to attach certain documents confirming its status of a Shareholder or the Company has reasonable need to verify information and documents received from the Shareholder, the Company is entitled to take the required measures as provided by current legislation of the Russian Federation and this Regulation, including send an inquiry to the registrar / depository of the Company's shares, make due diligence and/or know your customer checks, etc.

In the aforesaid case, the term for provision of information upon the request of such Shareholder shall commence on the date of receipt by the Company of the supporting information from the registrar / depository. However, the Shareholder bears negative consequences of its failure to provide documents confirming its right to request any information.

- 4.19. Without prejudice to clauses 4.17 and 4.18 hereof, where the Shareholder has provided to the Company necessary information (as specified in clauses 4.5 to 4.13 above) and the same Shareholder makes an additional request for information (documents) after the initial request, the Company may in its sole discretion provide the information (documents) requested in such Shareholder's additional request without requiring the Shareholder to re-send the information and documents confirming its status of a Shareholder and/or authorities of a person acting on its behalf etc.

This clause 4.19 shall not apply where the Company has any reason to doubt the entitlement or identity of the Shareholder or due authorization of Shareholder's representative (e.g. if it is contacted by a different representative of a Shareholder or a different e-mail address is used).

- 4.20. Where Shareholder's request for provision of Company's documents or information contains insignificant misprints not affecting its contents, the Company shall satisfy the request within the above time limits.
- 4.21. If the Company does not hold the requested information and documents, it shall within the time limits established by the current legislation of the Russian Federation inform the requesting Shareholder thereof and specify the reasons why the information and documents are not available.
- 4.22. Nothing in this Regulation shall prevent the Company and/or its Shareholders from liaising with each other by phone, email or any other mutually convenient means of communication to ask or clarify any questions, which arise within the framework of requesting and providing Company's information and documents.

D. Access of Shareholders to Confidential Information

- 4.23. The documents containing Confidential Information may only be provided to a Shareholder subject to its signing of an NDA. A standard form of the NDA for all Shareholders is available on the Official Website.
- 4.24. A standard form of the NDA is offered for signing to all Shareholders in order to ensure confidentiality of information and documents (including their protection and non-disclosure) provided to the Shareholders pursuant to their requests in accordance with the applicable laws of the Russian Federation, the Charter and this Regulation.
- 4.25. A standard form of the NDA contains provisions, sections or paragraphs that are subject to inclusion or non-inclusion in the NDA (when it is finalized for signing by a specific Shareholder) depending on a number of factors, including:
- (a) whether a Shareholder entering into the NDA is an individual or a legal entity;
  - (b) percentage of voting shares in the share capital of the Company held by a Shareholder entering into the NDA;
  - (c) public or non-public type of a Shareholder (that is a legal entity) entering into the NDA;
  - (d) whether the Company and a Shareholder entering into the NDA are related parties in accordance with applicable tax legislation of the Russian Federation;
  - (e) whether the Company and a Shareholder entering into the NDA are members of the same group of companies, etc.

These and similar provisions, sections or paragraphs of the standard form NDA begin with the word "ATTENTION!" and are accompanied by explanations.

- 4.26. In order to determine whether a specific section or a paragraph shall or shall not be included in the NDA, it is necessary to read the accompanying explanation.
- 4.27. Any Shareholder entering into the NDA may delete or leave in the NDA the provisions, sections, or paragraphs that it considers necessary taking into account factors, explanations included in the standard form of the NDA, provided that Company recommends doing so after consulting with the Company. The Company is willing to assist any Shareholder upon its request with finalizing of the NDA. For consultations and assistance, please contact Corporate Governance Department of the Company at [shareholder@mts.ru](mailto:shareholder@mts.ru) or by phone +7 495 911 65 55. For the avoidance of doubt, if a Shareholder deletes or changes any provisions or terms of the NDA, the NDA is not deemed concluded until the Company explicitly expresses its consent to any such deletion or change.
- 4.28. When finalizing the NDA with any Shareholder, and/or after signing of the NDA, and/or upon receipt of a request from the Shareholder to provide access to any Confidential Information, and/or prior to granting access to Confidential Information, the Company reserves the right to request from any Shareholder (before or after a Shareholder becomes a party to the NDA) any documents reasonably required to confirm that a person who seeks to receive Confidential Information is in fact a Shareholder and has a right to access the requested information, including:
- (a) information about the Shareholder specified in the NDA and/or the request for access to Confidential Information;

- (b) documents confirming authority of the person(s) signing the NDA and/or signing the request for access to Confidential Information;
  - (c) percentage of voting shares in the share capital of the Company held by the Shareholder, etc.
- 4.29. For the purposes of governing of relations with different categories of Shareholders the NDA establishes the procedure, according to which all provisions thereof governing relations between the Company and its Shareholders that are legal entities also apply to relations between the Company and its Shareholders that are individual entrepreneurs.<sup>1</sup>
- 4.30. The term for provision of documents containing Confidential Information shall not commence until the NDA has been concluded, i.e. signed by both the Company and the Shareholder requesting access to the documents in question.
- 4.31. If the documents requested by the Shareholder contain Confidential Information, the Company shall indicate it in its response to the requesting Shareholder and request that such Shareholder execute the NDA.
- This clause 4.31 shall not apply, where the NDA signed by the Shareholder has been attached to the Shareholder's request and accepted by the Company in accordance with clause 4.27; and/or where the NDA has already been entered into by the Company and the respective Shareholder and is still effective.
- 4.32. In case of a collective request of the Shareholders, the NDA shall be signed by each of the requesting Shareholders, and where access to the documents is provided to a Shareholder's representative by proxy, an NDA must be executed both by the Shareholder and its representative.
- 4.33. If the requested documents contain personal data and the subject of such personal data does not provide its consent for the third-party disclosure, the Company shall provide to the Shareholder the requested documents, excluding any personal data, save for the family name, given name and patronymic of its subject.
- 4.34. The documents, which contain a state secret, a bank secret or other secret protected by law shall be provided without such statutorily protected information, supplemented with a list of the excluded data and the grounds for its exclusion.
- 4.35. If the information requested by the Shareholder is included in the list of the inside information of the Company determined in line with the Federal Law No. 224 dated 27 July 2010 "On Countering the Illegal Use of the Inside Information and Market Manipulation and on Amending Certain Legislative Acts of the Russian Federation", and the Policy for Corporate Disclosure, the Shareholder who seeks to get access to the inside information will be included by the Company in its Insider List, notified about this, get the status of an insider and be obliged to meet responsibilities established by law and observe the related rules and restrictions set by insider policies of the Company. Inside information cannot be provided to the Shareholder prior to inclusion in the Insider List of the Company and notification about this status.

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<sup>1</sup> Clauses 4.24 through 4.29 repeat the template NDA in English with minor wording amendments/improvements.

E. Grounds for refusal to fulfill Shareholders' requests

- 4.36. The Company has the right not to provide information and documents requested by the Shareholder in each of the cases where:
- (a) the electronic version of the requested document is available on the Official Website in free access or disclosed in the manner provided for by the securities legislation of the Russian Federation for the information disclosure;
  - (b) the document is requested repeatedly within three years and the first request was duly fulfilled by the Company;
  - (c) the document refers to the past periods of the Company's business activities (more than three years prior to the date of request), except for the information on transactions performed at the time of the Shareholder's request;
  - (d) in breach of applicable legislation, the request of the Shareholder(s) does not specify any business purpose, or where such purpose is not reasonable, or where the requested documents clearly do not correspond to the specified business purpose;
  - (e) the requesting Shareholder is not entitled to access the relevant category of documents in accordance with the terms and conditions specified in clause 4.1 of this Regulation; and
  - (f) the requested document concerns periods not related to the period of the Shareholder's holding the Company's shares, save for the information on transactions performed at the time of the Shareholder's request.
- 4.37. If the Company denies access to certain documents, it shall communicate the grounds for such denial to the respective Shareholder(s) in writing.

**5. PROVIDING SHAREHOLDERS WITH ACCESS TO THE COMPANY'S DOCUMENTS AND INFORMATION**

- 5.1. The Shareholders may familiarize with the documents of the Company on business days (i.e. any day except any Saturday, any Sunday, any day which is a public holiday in the Russian Federation or any day on which banking institutions in the Russian Federation are authorized or required by law or other governmental action to close) starting from 10.00 until 18.00 (Moscow time), unless otherwise agreed with the requesting Shareholder.
- 5.2. The Company shall ensure availability of premises appropriate for familiarization with documents at its location.
- 5.3. Where Shareholder's request does not indicate a certain date and time for familiarization with the requested documents, or where familiarization may not be performed on said date and time, the Company may choose any suitable date and time within the time period established by this Regulation and communicate it to the Shareholder by the mutually convenient communication method if indicated in the request of the Shareholder and acceptable to the Company.
- 5.4. Should the Shareholder arrive for familiarization with documents on a day and/or time other than the day and time indicated by the Company or upon expiration of the time period indicated in its request, the Company reserves the right not to provide any

documents to such Shareholder on that date and propose a new date within the corresponding time limits.

- 5.5. When familiarizing with the documents, a Shareholder is entitled to make copies using its own technical means. However, notification of such intention to make copies shall be indicated in the initial request for information. If the documents provided for familiarization contain Confidential Information and/or other information protected by law, the Shareholder may only copy such documents upon execution of the NDA with the Company and, if applicable, inclusion in the Insider List of the Company.
- 5.6. A Shareholder may familiarize with the documents upon demonstrating its ID documents, and if required, other documents determined in this Regulation, which confirm its identity and authority. The Company may always waive its right to request ID and/or other documents from the Shareholder.
- 5.7. A Shareholder may familiarize with the documents in the presence of the Company's representative.
- 5.8. Taking the originals of documents out from the premises where the Shareholder has been given the opportunity to review them is prohibited.
- 5.9. If a Shareholder has not managed to familiarize with all documents within the time limits established the Company, it is entitled to continue familiarizing with such documents during the consecutive days having preliminarily agreed the date and time of its visit with the Company.

## **6. PROVIDING SHAREHOLDERS WITH COPIES OF THE COMPANY'S DOCUMENTS**

- 6.1. On demand of a Shareholder entitled to access the Company's documents, the Company is obliged to furnish their copies to such Shareholder. The Shareholder who has filed a request for provision of copies of documents of the Company is not entitled to copy the documents using its own technical means.
- 6.2. Subject to clause 6.5 of this Regulation, copies of the requested documents shall be made and provided to the Shareholder within the time limits established by the applicable laws of the Russian Federation, unless a longer term is indicated in the Shareholder's request.
- 6.3. Considering the method specified in the request, copies of documents shall be handed over to the Shareholder:
  - (a) at Company's office located at Moscow, Marksistskaya street, 4 (or at another office of the Company as may allowed by the Corporate Secretary of the Company upon request of the Shareholder); or
  - (b) sent by the registered mail with delivery notification to the address indicated in the Shareholder's request; or
  - (c) sent by email to the Shareholder's email address.

Without prejudice to the foregoing, documents containing Confidential Information and/or other secret information protected by law shall be handed over to the requesting Shareholder in person (or by another method reasonably secure for the Company) in compliance with the requirements and conditions established by applicable legislation of the Russian Federation and this Regulation.

- 6.4. If Shareholder's request does not expressly require otherwise, the provision of uncertified copies of documents or access thereto shall be treated as a proper fulfillment by the Company of its obligations to provide information.

Where the Shareholder requested the Company to provide certified copies of the respective documents, the copies of such documents shall be certified by a duly authorized employee or officer of the Company in line with the established procedure.

If it is specified in the request that the copies of documents of the Company shall be certified and presented in electronic form, the documents shall be certified with the electronic signature of a duly authorized employee or officer of the Company.

- 6.5. Provision of copies of the Company's documents to the requesting Shareholder is subject to the advance reimbursement on behalf of such Shareholder of the Company's expenses associated with copying and mailing of documents. The information on such copying expenses and the Company's bank details are available on the Official Website.

For the avoidance of doubt, the term for providing copies of the Company's documents shall run from the date of the Company's receipt of funds fully covering its copying and mailing expenses.

## **7. ADVICE ON THE APPLICATION OF THIS REGULATION**

If any of the Shareholders, members of the governing bodies or employees of the Company have any questions about principles and rules set out in this Regulation, other Company's policies or requirements of applicable corporate legislation, they may seek advice from Corporate Governance Department in the Corporate and Legal Affairs Block of the Company by sending an e-mail to [shareholder@mts.ru](mailto:shareholder@mts.ru) or by phone +7 495 911 65 55.

## **8. REPORTS ON NON-COMPLIANCE WITH THIS REGULATION**

- 8.1. Shareholders, members of the governing bodies, officers and employees of the Company, and other persons who became aware of a failure to comply with the principles and rules set out in the Regulation, may report such failure by any of the following means, as convenient:

- (a) to Company's Unified Hotline at [external.hotline.mts@ru.ey.com](mailto:external.hotline.mts@ru.ey.com);
- (b) to their immediate supervisor or, if the report concerns such immediate supervisor, to their senior manager (for the Company's employees – in any form);
- (c) to a member of Business Ethics & Compliance Department of the Company (for the Company's employees – in any form);
- (d) via an electronic form of the Unified Hotline on the Pulse Corporate Portal (for the Company's employees – either anonymously or indicating their name);
- (e) via Our MTS Application (for the Company's members of the governing bodies, officers and employees – either anonymously or indicating their name); or
- (f) by phone 8 800 234 44 18 (toll-free from Russia). To place a toll-free call from another country, please follow the instructions posted on the MTS Hotline at [hotline-mts.ey.com](http://hotline-mts.ey.com).

- 8.2. The Company provides an independent and comprehensive review of all reports of violations of this Regulation requirements pursuant to its internal policies and

procedures. The Company prohibits any form of prosecution (retaliation) against any persons who reported a violation in good faith, assisted in investigations and refused to participate in the activities contradicting the principles or requirements hereof and of the Code of Business Conduct and Ethics of the Company published on its Official Website. Any person who has violated the requirements of this Regulation and the Company's Code of Business Conduct and Ethics may be subject to a disciplinary or other action up to dismissal and/or termination of contracts in accordance with the provisions of the relevant contracts and applicable legislation.

## **9. LIABILITY**

- 9.1. The Company may conduct internal investigations of alleged non-compliance or facts of non-compliance with this Regulation, internal policies and procedures adopted in furtherance thereof, and applicable corporate legislation by members of the governing bodies and employees of the Company, as well as claim compensation for damages caused to the Company as a result of the above actions (or omissions) from the parties at fault in the manner prescribed by applicable legislation.
- 9.2. For violations of principles and rules set out in this Regulation and the Company's internal policies and procedures adopted in furtherance thereof, members of the governing bodies, officers and employees of the Company may be subject to disciplinary, administrative, civil and/or criminal liability in case their actions (or omission) satisfy relevant *corpus delicti*.

## **10. FINAL PROVISIONS**

- 10.1. This Regulation shall become effective on the date of its approval by the Board of Directors of the Company. All amendments hereto shall only be made by the Board of Directors of the Company. The Company shall maintain an on-going dialogue with the Shareholders and will regularly update this Regulation to ensure its continuous effectiveness.
- 10.2. Any issues not covered by this Regulation shall be governed by applicable laws of the Russian Federation and internal documents of the Company. Should amendments to the effective legislation or the Charter result in certain clauses of this Regulation coming into conflict therewith, such clauses shall not apply unless and until brought in compliance with applicable laws and/or the Charter (as the case may be).

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