



ITEM № 6
ON APPROVAL OF THE ARTICLES OF ASSOCIATION OF THE COMPANY IN A
NEW EDITION

31 May 2021

Explanatory information on the item

In accordance with Federal Law dated 26.12.1995 № 208-FZ "On Joint-Stock Companies", the issue of introducing amendments and additions to the Articles of Association of the Company / approval of the Articles of Association in a new edition falls within the competence of the General Meeting of Shareholders of the Company.

To improve the efficiency of corporate governance in the Articles of Association of IDGC of Centre, PJSC it is proposed to take into account the changes in legislation that occurred in the period of 2019-2020, as well as to consider the new editions of the Company's internal documents approved in 2020.

The draft of the Articles of Association in a new edition was preliminary considered by the Board of Directors on 29.04.2021 (Minutes No. 16/21) and recommended for approval by the Annual General Meeting of Shareholders of the Company.

The current version of the Articles of Association of the Company, the draft of the Articles of Association of the Company in a new edition, as well as the summary table of amendments to the Company's Articles of Association, are attached.



ITEM № 6 «ON APPROVAL OF THE ARTICLES OF ASSOCIATION OF THE COMPANY IN A NEW EDITION»

Draft resolution on item № 6

To approve the Articles of Association of the Company in a new edition.



ITEM № 6 «ON APPROVAL OF THE ARTICLES OF ASSOCIATION OF THE COMPANY IN A NEW EDITION»

Draft of the Articles of Association of IDGC of Centre, PJSC in a new edition

SEE APPENDIX 3



ITEM № 6 «ON APPROVAL OF THE ARTICLES OF ASSOCIATION OF THE COMPANY IN A NEW EDITION»

Articles of Association of IDGC of Centre, PJSC in the current edition

SEE APPENDIX 4

Summary table of amendments to the Articles of Association of IDGC of Centre, PJSC

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
Article 1. General Provisions			
1	<p>Paragraph 1.1. of the current edition of the Articles of Association of the Company:</p> <p>1.1. Interregional Distribution Grid Company of Centre, Public Joint Stock Company (hereinafter referred to as "Company") was by the resolution of its founder (Order No. 154r of the Chairman of the Management Board of OJSC RAO UES of Russia dd. December 09, 2004) pursuant to the Civil Code of the Russian Federation, Federal Law "On Joint Stock Companies", other regulations of the Russian Federation.</p>	<p>It is proposed that paragraph 1.1 of the Articles of Association of the Company to be supplemented and read in the following edition:</p> <p>1.1. Interregional Distribution Grid Company of Centre, Public Joint Stock Company (hereinafter referred to as "Company") was by the resolution of its founder (Order No. 154r of the Chairman of the Management Board of OJSC RAO UES of Russia dd. December 09, 2004) pursuant to the Civil Code of the Russian Federation, Federal Law "On Joint Stock Companies", other regulations of the Russian Federation. On 17 December 2004, an entry was made in the Unified State Register of Legal Entities on the state registration of the Company by the Interdistrict Inspectorate of the Ministry of the Russian Federation for Taxes and Duties No. 1 for the Tver Region under the main state registration number 1046900099498.</p>	<p>Entering additional information about the Company.</p>
Article 2. Legal Status of the Company			
2	<p>Paragraph 2.3. of the current edition of the Articles of Association of the Company:</p> <p>2.3. The Company has separate property and is responsible with it for its obligations and may, in its own name, acquire and exercise property and personal non-property rights, incur responsibilities, appear as plaintiff or defendant in court.</p>	<p>It is proposed that paragraph 2.3. of the Articles of Association of the Company to be changed and read in the following edition:</p> <p>2.3. The Company has separate property, accounted for on its own balance sheet, and is responsible with it for its obligations and may, in its own name, acquire and exercise property and personal non-property rights, incur responsibilities, appear as plaintiff or defendant in court.</p>	<p>Changes are being made to bring in compliance with paragraph 3 of Art. 2 of the Federal Law "On Joint Stock Companies".</p>
3	<p>Paragraph 2.8. of the current edition of the Articles of Association of the Company:</p> <p>2.8. The Company may establish branch offices and representative offices in accordance with the provisions of the Civil Code of the Russian Federation, the Federal Law "On Joint Stock Companies" and other federal laws. The Company's branches and representative offices are not legal entities, shall act on behalf of the Company and exist under the regulations approved by the Company. The Company will provide its branches and representative offices with assets which should be accounted for both on the balance sheets of the branches and representative offices and on the Company's consolidated balance sheet. The head of the Company's branch or representative office shall be appointed by the General Director of the Company and shall act under the Power of Attorney issued by the Company. The Company shall be held liable for business of its branches and representative offices. Information on branches and representative offices of the Company shall be specified in the unified state register of legal entities.</p>	<p>It is proposed that paragraph 2.8. of the Articles of Association of the Company to be changed and read in the following edition:</p> <p>2.8. The Company may establish branch offices and representative offices in accordance with the provisions of the Civil Code of the Russian Federation, the Federal Law "On Joint Stock Companies" and other federal laws. The Company's branches and representative offices are not legal entities. The Company's branches and representative offices are endowed with the property by the Company that created them and act on the basis of the regulations approved by the Company. The head of the Company's branch or representative office shall be appointed by the General Director of the Company and shall act under the Power of Attorney issued by the Company. The Company shall be held liable for business of its branches and representative offices. Information on branches and representative offices of the Company, if any, shall be specified in the unified state register of legal entities.</p>	<p>Changes are being made to bring in compliance with paragraph 3 of Art. 55 of the Civil Code of the Russian Federation.</p>
Article 3. Goal and Scope of the Company's Business			
4	<p>Paragraph 3.2. of the current edition of the Articles of Association of the Company:</p> <p>3.2. For the purposes of profit making and own benefit the Company shall be entitled to perform any activity not prohibited by the law including:</p> <p>...»</p>	<p>It is proposed that paragraph 3.2. of the Articles of Association of the Company to be supplemented with the following clauses:</p> <p>3.2. For the purposes of profit making and own benefit the Company shall be entitled to perform any activity not prohibited by the law including:</p> <p>...</p> <ul style="list-style-type: none"> - execution of construction manager functions; - construction control of capital construction projects; - execution of engineering surveys of capital construction projects (except for especially dangerous, technically complex and unique facilities, facilities for the use of atomic energy); - preparation of design documentation for capital construction projects; 	<p>Changes are made in connection with the implementation of these types of activities by the Company on the basis of Resolution of the Government of the Russian Federation dated 21.06.2010 No. 468 "On the procedure for conducting construction control in the course of construction, reconstruction and overhaul of capital construction facilities", the decision of the Annual General Meeting of Shareholders (Minutes dated 31.05.2019 No. 01/19).</p>

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
Article 4. The Company's Authorised Capital			
5	<p>Paragraph 4.5. of the current edition of the Articles of Association of the Company:</p> <p>4.5. Reduction of the Company's Authorised Capital shall be performed in accordance with the procedure provided for by the laws of the Russian Federation and these Articles of Association. The Company shall reduce its Authorised Capital in cases provided for by the Federal Law "On Joint Stock Companies".</p>	<p>It is proposed that paragraph 4.5. of the Articles of Association of the Company to be supplemented and read in the following edition:</p> <p>4.5. The Company has the right, and in the cases provided for by the Federal Law "On Joint Stock Companies", is obliged to reduce its authorized capital.</p> <p>Reduction of the Company's Authorised Capital shall be performed in accordance with the procedure provided for by the laws of the Russian Federation and these Articles of Association.</p> <p>A decrease in the authorized capital of the Company is not allowed if, as a result of this decrease, the amount of the authorized capital of the Company becomes less than the minimum amount of the authorized capital determined in accordance with the Federal Law "On Joint Stock Companies" as of the date of submission of documents for state registration of the relevant changes in these Articles of Association, and in cases if in accordance with the Federal Law "On Joint Stock Companies" the Company is obliged to reduce its authorized capital, - on the date of state registration of the Company.</p>	<p>Changes are being made to bring in compliance with paragraph 1 of Art. 29 of the Federal Law "On Joint Stock Companies".</p>
6	<p>Paragraph 4.6. of the current edition of the Articles of Association of the Company:</p> <p>4.6. The Company declares in addition to the issued shares 258,532 (two hundred and fifty-eight thousand five hundred and thirty-two) ordinary registered shares with nominal value of 10 (ten) copecks per share for the total amount of par value of 25,853 (twenty-five thousand eight hundred and fifty-three) roubles and 20 copecks.</p> <p>All ordinary registered shares declared by the Company for issue shall grant their holders the rights provided for by Clause 6.2. of these Articles of Association.</p>	<p>It is proposed that paragraph 4.6. of the Articles of Association of the Company to be changed and read in the following edition:</p> <p>4.6. The Company declares in addition to the issued shares 258,532 (Two hundred and fifty-eight thousand five hundred and thirty-two) ordinary shares with nominal value of 10 (Ten) copecks per share for the total amount of par value of 25,853 (Twenty-five thousand eight hundred and fifty-three) roubles and 20 copecks.</p> <p>Ordinary shares declared by the Company for issue shall grant their holders the rights provided for by Clause 6.2. of these Articles of Association.</p>	<p>The amendments are being made to bring them into compliance with the provisions of Federal Law "On Joint Stock Companies" No. 208-FZ dated 26.12.1995.</p>
Article 5. Shares, Bonds and other Securities of the Company			
7	<p>The paragraphs are missing in the current edition of the Articles of Association of the Company:</p>	<p>It is proposed to supplement Article 5 of the Articles of Association of the Company with paragraphs 5.2., 5.3., 5.4. in the following edition:</p> <p>5.2. The procedure for converting the Company's equity securities into shares is determined by the decision on the issue of equity securities convertible into shares.</p> <p>5.3. In the event of conversion into shares at the request of the owners of the Company's equity securities converted into shares, the period during which the owners have the right to present or withdraw the conversion requirements cannot be less than 20 days.</p> <p>5.4. Requirements for conversion of equity securities into shares or revocation of such requirements shall be made in accordance with the rules of the legislation of the Russian Federation on securities.</p>	<p>Changes are being made to bring it into compliance with the provisions of Article 37 of the Federal Law "On Joint Stock Companies".</p>
8	<p>Paragraph 5.2. of the current edition of the Articles of Association of the Company:</p> <p>5.2. The shares and other securities, convertible into shares, shall be issued by the Company in accordance with laws of the Russian Federation.</p>	<p>It is proposed to change the numbering of paragraph 5.2. for paragraph 5.6. of the Articles of Association of the Company, to supplement and read it in the following edition:</p> <p>5.6. Conversion of equity securities into shares of the Company is not allowed if the aggregate price of placement of equity securities convertible into shares is less than the aggregate par value of additional shares of the Company into which these securities are converted. The shares and other equity securities, convertible into shares, shall be issued by the Company in accordance with laws of the Russian Federation.</p>	<p>Changes are being made to bring it into compliance with the provisions of Article 37 of the Federal Law "On Joint Stock Companies".</p>

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
9	Paragraph 5.5. of the current edition of the Articles of Association of the Company: 5.5. Where stipulated by the laws of the Russian Federation the Company's Shareholders have the pre-emptive right to acquire additional shares and equity securities convertible into shares and issued by offering in proportion to the number of the shares of the relevant category (type) held by them.	To be excluded.	Changes are made in order to bring it into line with Art. 40 of the Federal Law "On Joint Stock Companies", according to which the shareholders of a public company in case of placing additional shares have the preemptive right to acquire the placed additional shares in proportion to the number of shares of this category (type) owned by them, as well as newly placed additional shares of a new category (type). This rule is also reflected in subparagraph 5) of paragraph 6.2. of the Company's Articles of Association, see paragraph 10 of this table.
Article 6. Rights and obligations of the Company's Shareholders			
10	Clauses 1, 2, 7, 8 and 10 of paragraph 6.2. of the current edition of the Articles of Association of the Company: Each ordinary registered share of the Company shall provide its holder with equal scope of rights. The holders of the ordinary registered shares of the Company shall be entitled to: 5) pre-emptive right of acquisition of additional shares issued by offering and equity securities convertible into shares in proportion to the number of shares held by them in cases provided for by the laws of the Russian Federation; 6) in the event of the Company's liquidation – receive part of its property; ... 8) demand compensation of losses caused to the Company;	It is proposed that clauses 1, 2, 7, 8 and 10 of paragraph 6.2. of the Articles of Association of the Company to be changed and read in the following edition: Each ordinary share of the Company shall provide its holder with equal scope of rights. The holders of the ordinary shares of the Company shall be entitled to: 5) pre-emptive right of acquisition in cases and in the manner prescribed by the legislation of the Russian Federation , placed by subscription: – additional shares and equity securities convertible into shares, in an amount proportional to the number of ordinary shares they hold; – newly placed additional shares of a new category (type) and equity securities convertible into them or additional preferred shares with priority in the order of receipt of dividends and equity securities convertible into them in an amount proportional to the number of shares of the Company they hold in accordance with the requirements of the legislation of the Russian Federation; 6) in case of liquidation of the Company, receive part of its property remaining after settlements with creditors, or its value, in the manner prescribed by the legislation of the Russian Federation; ... 8) claim, acting on behalf of the Company, compensation for losses caused to the Company;	The amendments are being made to bring them into compliance with the provisions of the Federal Law "On Joint Stock Companies" No. 208-FZ dated 26.12.1995.
11	Paragraph 6.3. of the current edition of the Articles of Association of the Company: 6.3. Shareholders on the basis of an agreement with the Company have the right, for the purpose of financing and maintaining activities of the Company, at any time to contribute to the Company's property gratuitous deposits in cash or in any form that does not increase the authorized capital of the Company and does not change the nominal value of shares (stakes in the property of the Company). The contract, on the basis of which, the shareholder contributes to the property of the company, must be preliminarily approved by the decision of the Board of Directors of the Company.	It is proposed that paragraph 6.3. of the Articles of Association of the Company to be supplemented and read in the following edition: 6.3. Shareholders on the basis of an agreement with the Company have the right, for the purpose of financing and maintaining activities of the Company, at any time to contribute to the Company's property gratuitous deposits in cash or in any form that does not increase the authorized capital of the Company and does not change the nominal value of shares (stakes in the property of the Company). The property contributed by shareholders as a contribution must belong to the types specified in paragraph 1 of Article 66.1 of the Civil Code of the Russian Federation. The contract, on the basis of which, the shareholder contributes to the property of the company, must be preliminarily approved by the decision of the Board of Directors of the Company.	Changes are being made in accordance with paragraph 1 of Art. 32.2. of the Federal Law "On Joint Stock Companies".
12	Clause 1 of paragraph 6.4. of the current edition of the Articles of Association of the Company: Shareholders - owners of ordinary registered shares of the Company are obliged:	It is proposed that clause 1 of paragraph 6.4. of the Articles of Association of the Company to be changed and read in the following edition: Shareholders - owners of ordinary shares of the Company are obliged:	The amendments are being made to bring them into compliance with the provisions of the Federal Law "On Joint Stock Companies" No. 208-FZ dated 26.12.1995.
13	Subparagraph 3 of paragraph 6.4. of the current edition of the Articles of Association of the Company: 3) to participate in decision-making, without which the Company cannot continue its activity in accordance with the law, if his participation is necessary to make such decisions;	It is proposed that subparagraph 3 of paragraph 6.4. of the Articles of Association of the Company to be changed and read in the following edition: 3) to participate in decision-making, without which the Company cannot continue its activity in accordance with laws of the Russian Federation , if his participation is necessary to make such decisions;	Clarifying editing.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
14	Subparagraph 6 of paragraph 6.4. of the current edition of the Articles of Association of the Company: 6) to notify the Company about the fact of entering into a corporate contract;	It is proposed that subparagraph 6 of paragraph 6.4. of the Articles of Association of the Company to be supplemented and read in the following edition: 6) to notify the Company about the fact of entering into a corporate contract in the manner and terms established by the legislation of the Russian Federation;	Clarification in accordance with clause 4.1. of Art. 32.1. of the Federal Law "On Joint Stock Companies".
15	Subparagraph 7 of paragraph 6.4. of the current edition of the Articles of Association of the Company: 7) to notify in advance other shareholders of the Company of the intention to file a lawsuit against the decision of the General Meeting of Shareholders of the Company, as well as to compensate losses caused to the Company or to recognize the transaction of the Company as invalid or to apply the consequences of the invalidity of the transaction by sending a notice to the Company in writing, which must be received by the Company at least five days prior to the day of applying to the court.	It is proposed that subparagraph 7 of paragraph 6.4. of the Articles of Association of the Company to be changed and read in the following edition: 7) to notify in advance other shareholders of the Company of the intention to file a lawsuit against the decision of the General Meeting of Shareholders of the Company and/or to compensate losses caused to the Company or to recognize the transaction of the Company as invalid or to apply the consequences of the invalidity of the transaction by sending a notice to the Company in writing, which must be received by the Company at least five days prior to the day of applying to the court.	Clarifying editing.
Article 7. Dividends			
16	Paragraph 7.3. of the current edition of the Articles of Association of the Company: 7.3. In cases provided for by the laws of the Russian Federation the Company may not adopt a resolution on (declare) payment of dividends on shares and pay declared dividends on shares.	It is proposed that paragraph 7.3. of the Articles of Association of the Company to be changed and read in the following edition: 7.3. In cases provided for by laws of the Russian Federation the Company may not adopt a resolution on (declare) payment of dividends on shares and pay declared dividends on shares.	Technical editing.
17	Clause 5 of paragraph 7.5. of the current edition of the Articles of Association of the Company: Payment of dividends in cash to individuals, whose rights to shares are recorded in the register of shareholders of the Company, is made by transfer of funds to their bank accounts, the details of which are available from the registrar of the Company, or in the absence of information about bank accounts by money order, and to other persons, whose rights to shares are recorded in the register of shareholders, by transferring money to their bank accounts. Obligation of the Company to pay dividends to such persons shall be considered performed from the date of receiving remittances by an organization of the federal postal service or from the date of receipt of funds in the credit institution in which a bank account of the person entitled to receive dividends is opened, and in the case if such a person is a credit organization - to its account.	It is proposed that clause 5 of paragraph 7.5. of the Articles of Association of the Company to be changed and read in the following edition: Payment of dividends in cash to individuals, whose rights to shares are recorded in the register of shareholders of the Company, is made by transfer of funds to their bank accounts or special accounts of operators of financial platforms, opened in accordance with the Federal Law "On the execution of financial transactions using a financial platform" , the details of which are available from the registrar of the Company, or in the absence of information about bank accounts, special accounts of operators of financial platforms by money order, and to other persons, whose rights to shares are recorded in the register of shareholders, by transferring money to their bank accounts. Obligation of the Company to pay dividends to such persons shall be considered performed from the date of receiving remittances by an organization of the federal postal service or from the date of receipt of funds in the credit institution in which a bank account of the person entitled to receive dividends is opened, and in the case if such a person is a credit organization - to its account.	The amendments are being made to bring them into compliance with para. 8 of Art. 42 of Federal Law No. 208-FZ dated 26.12.1995 "On Joint Stock Companies" (as amended by Federal Law No. 212-FZ dated 20.07.2020) .
Article 8. The Company's Funds			
18	Clause 1 of Article 8.1. of the current edition of the Articles of Association of the Company: 8.1. The Company shall establish a reserve fund in the amount of 5 (five) per cent of the Company's Authorised Capital.	It is proposed that clause 1 of Article 8.1. of the Articles of Association of the Company to be changed and read in the following edition: 8.1. The Company shall establish the Company's Reserve Fund in the amount of 5 (Five) per cent of the Company's Authorised Capital.	Technical editing.
19	Paragraph 8.3. of the current edition of the Articles of Association of the Company: 8.3. The Company may establish other funds in accordance with requirements of the laws of the Russian Federation, securing its business activity as a business entity.	It is proposed that paragraph 8.3. of the Articles of Association of the Company to be changed and read in the following edition: 8.3. The Company has the right to form other funds in accordance with the requirements of the legislation of the Russian Federation.	Changes are being made in accordance with paragraph 2 of Art. 35 of the Federal Law "On Joint Stock Companies", according to which the funds of the Company are formed without specifying why.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
Article 10. General Meeting of the Company's Shareholders			
20	Subparagraph 12) of paragraph 10.2. of the current edition of the Articles of Association of the Company: 12) adopting a resolution on transfer of powers of the Company's sole executive body to a managing company (manager) and on early termination of its powers;	It is proposed that subparagraph 12) of paragraph 10.2. of the Articles of Association of the Company to be changed and read in the following edition: 12) adopting a resolution on transfer of powers of the Company's sole executive body to a managing company (manager) or on early termination of the powers of the managing company (manager) ;	Clarifying editing.
21	Subparagraph 16) of paragraph 10.2. of the current edition of the Articles of Association of the Company: 16) adopting resolutions on consent to making or on subsequent approval of transactions in the cases provided for by Article 83 of Federal Law "On Joint Stock Companies";	It is proposed that subparagraph 16) of paragraph 10.2. of the Articles of Association of the Company to be changed and read in the following edition: 16) adopting resolutions on consent to making or on subsequent approval of related party transactions in the cases provided for by Article 83 of Federal Law "On Joint Stock Companies";	Clarifying editing.
22	The subparagraph is missing in the current edition of the Articles of Association of the Company.	It is proposed that paragraph 10.2 of the Articles of Association of the Company to be supplemented with subparagraph 23) in the following edition: 23) acquisition by the Company of placed shares in cases stipulated by the Federal Law "On Joint Stock Companies";	Changes are being made to bring in compliance with subpara. 17 of para. 1 of Art. 48 of the Federal Law "On Joint Stock Companies".
23	Paragraphs 10.3., 10.4. of the current edition of the Articles of Association of the Company: 10.3. The issues referred to the competence of the General Meeting of Shareholders may not be dealt with by the Company's Board of Directors, Management Board or General Director of the Company, unless otherwise provided by the Federal Law "On Joint Stock Companies". The General Meeting of Shareholders shall not be entitled to deal with and adopt resolutions on issues not referred to its competence by the Federal law "On Joint Stock Companies". 10.4. The resolution of the General Meeting of Shareholders on a voting issue is adopted by the majority of votes of the holders of the Company's voting shares taking part in the meeting unless otherwise provided for by the Federal Law "On Joint Stock Companies". For each issue put to a vote, only a separate (independent) decision can be taken.	It is proposed that paragraphs 10.3., 10.4. of the Articles of Association of the Company to be changed and read in the following edition: 10.3. The issues referred to the competence of the Company's General Meeting of Shareholders may not be dealt with by the Company's Board of Directors, Management Board or General Director of the Company, unless otherwise provided by the Federal Law «On Joint Stock Companies». The Company's General Meeting of Shareholders shall not be entitled to deal with and adopt resolutions on issues not referred to its competence by the Federal law "On Joint Stock Companies". 10.4. The resolution of the Company's General Meeting of Shareholders on a voting issue is adopted by the majority of votes of the holders of the Company's voting shares taking part in the meeting unless otherwise provided for by the Federal Law "On Joint Stock Companies". For each issue put to a vote, only a separate (independent) decision can be taken.	Clarifying editing.
24	Clause 10 of paragraph 10.5. of the current edition of the Articles of Association of the Company: - adopting resolutions on consent to making or on subsequent approval of a major transaction which deals with the property with value over 50% (Fifty) percent of the balance sheet value of the Company's assets ;	It is proposed that clause 10 of paragraph 10.5. of the Articles of Association of the Company to be changed and read in the following edition: - adopting resolutions on consent to making or on subsequent approval of a major transaction, in the cases provided for by Article 79 of the Federal Law "On Joint Stock Companies" ;	Changes are made to bring the wording in line with the Federal Law "On Joint Stock Companies", as well as subpara. 17 of para. 10.2. of Art. 10 of the Articles of Association of the Company.
25	Clause 14 of paragraph 10.5. of the current edition of the Articles of Association of the Company: Resolutions on consent to making or on subsequent approval of a related-party transaction in accordance with Article 83 of the Federal Law "On Joint Stock Companies" shall be adopted by the General Meeting of the Company's Shareholders by the majority of votes of all not-related shareholders holding voting shares, who are taking part in the meeting .	It is proposed that clause 14 of paragraph 10.5. of the Articles of Association of the Company to be changed and read in the following edition: Resolutions on consent to making or on subsequent approval of a related-party transaction in accordance with Article 83 of the Federal Law "On Joint Stock Companies" shall be adopted by the General Meeting of the Company's Shareholders by the majority of votes of shareholders - owners of voting shares participating in the meeting and who are not related to the transaction or controlled by persons related to its completion .	The amendments are being made to bring them into compliance with clause 4 of Article 83 of the Federal Law "On Joint Stock Companies".
26	Paragraph 10.6. of the current edition of the Articles of Association of the Company: 10.6. Resolutions on issues provided for by Sub-clauses 2, 5, 7, 8, 12-20 of Clause 10.2 of Article 10 of these Articles of Association, on reduction of the Company's Authorised Capital by reducing the par value of shares, as well as the record date on which persons are entitled to receive dividends, shall be adopted by the General Meeting of the Company's Shareholders only upon the proposal of the Company's Board of Directors.	It is proposed that paragraph 10.6 of the Articles of Association of the Company to be changed and read in the following edition: 10.6. Resolutions on issues provided for by Sub-clauses 2, 5, 7, 8, 12-20, 23 of Clause 10.2 of Article 10 of these Articles of Association, as well as on reduction of the Company's Authorised Capital by reducing the par value of shares, as well as the record date on which persons are entitled to receive dividends, shall be adopted by the General Meeting of the Company's Shareholders only upon the proposal of the Company's Board of Directors.	Changes are made in connection with the inclusion of subparagraph 23) of paragraph 10.2. of Art. 10 of the Articles of Association of the Company.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
27	Clause 4 of paragraph 10.10. of the current edition of the Articles of Association of the Company: If persons holding a chair at the General Meeting of Shareholders in accordance with this Clause are absent at the Extraordinary General Meeting held by resolution of persons entitled to convene the Extraordinary General Meeting, the Chairman of such General Meeting of the Company's Shareholders shall be the person that decided to hold Extraordinary General Meeting of the Company's Shareholders (or its representative) or if the Extraordinary General Meeting of the Company's Shareholders was convened at the initiative of several persons the Chairperson shall be one of such persons agreed by their resolution.	It is proposed that clause 4 of paragraph 10.10. of the Articles of Association of the Company to be changed and read in the following edition: If persons holding a chair at the General Meeting of the Company's Shareholders in accordance with this Clause are absent at the Extraordinary General Meeting held by resolution of persons entitled to convene the Extraordinary General Meeting, the Chairman of such General Meeting of the Company's Shareholders shall be the person that decided to hold Extraordinary General Meeting of the Company's Shareholders (or its representative) or if the Extraordinary General Meeting of the Company's Shareholders was convened at the initiative of several persons the Chairperson shall be one of such persons agreed by their resolution.	Clarifying editing.
28	The paragraph is missing in the current edition of the Articles of Association of the Company.	It is proposed that Article 10 of the Articles of Association of the Company to be supplemented with paragraph 10.12. (paragraph 11.3. of the current edition of the Articles of Association of the Company) in the following edition: 10.12. The functions of the Tabulation Commission at the General Meeting of Shareholders shall be performed by the professional participant of the securities market keeping the Register of the Company's Shareholders (Registrar of the Company).	The item moved from Art. 11 of the Articles of Association of the Company as a general provision for both forms of holding the General Meeting of Shareholders.
Article 11. Holding of the Company's General Meeting of Shareholders in the form of compresence			
29	Clause 2 of paragraph 11.1. of the current edition of the Articles of Association of the Company: The Annual General Meeting of Shareholders shall necessarily deal with issues regarding election to the Board of Directors, Audit Commission, approval of the Company's Auditor, approval of the annual report, annual accounting (financial) statements, presented by the Company's Board of Directors , profit distribution (including the payment (declaration) of dividends, except for payment (declaration) of dividends according to the results of the first quarter, six months, nine months of the reporting year) and losses of the Company according to the results of the reporting year, as well as other issues pertaining to the competence of the General Meeting of the Company's Shareholders.	It is proposed that clause 2 of paragraph 11.1. of the Articles of Association of the Company to be supplemented and read in the following edition: The Annual General Meeting of the Company's Shareholders shall necessarily deal with issues regarding election to the Board of Directors, Audit Commission, approval of the Company's Auditor, approval of the annual report, annual accounting (financial) statements, as well as profit distribution (including the payment (declaration) of dividends, except for payment (declaration) of dividends according to the results of the first quarter, six months, nine months of the reporting year) and losses of the Company according to the results of the reporting year, as well as other issues pertaining to the competence of the General Meeting of the Company's Shareholders.	Technical editing.
30	Clause 2 of paragraph 11.2 of the current edition of the Articles of Association of the Company: Resolutions of the General Meeting of Shareholders may be taken by an absentee ballot (by poll) in accordance with Article 12 of these Articles of Association.	It is proposed that clause 2 of paragraph 11.2 of the Articles of Association of the Company to be changed and read in the following edition: 11.3. Resolutions of the General Meeting of Shareholders may be taken by an absentee ballot (by poll), including voting by electronic or other technical means , in accordance with Article 12 of these Articles of Association.	Changes are being made in order to improve the level of corporate governance of the Company.
31	Paragraph 11.3 of the current edition of the Articles of Association of the Company: 11.3. The functions of the Tabulation Commission at the General Meeting of Shareholders shall be performed by the professional participant of the securities market keeping the Register of the Company's Shareholders (Registrar of the Company).	It is proposed that paragraph 11.3. of the Articles of Association of the Company to be moved to paragraph 10.12. of the Articles of Association of the Company.	
32	Clause 3 of paragraph 11.4. of the current edition of the Articles of Association of the Company: In the event of holding the General Meeting of Shareholders whose agenda contains the issue of reorganizing the company, the date on which persons entitled to participate in such meeting are determined (recorded) shall not be established later than 35 (Thirty five) days before the date of the general meeting of shareholders.	It is proposed that clause 3 of paragraph 11.4. of the Articles of Association of the Company to be changed and read in the following edition: In the event of holding the Company's General Meeting of Shareholders whose agenda contains the issue of reorganizing the company, the date on which persons entitled to participate in such meeting are determined (recorded) shall not be established later than 35 (Thirty five) days before the date of the general meeting of shareholders.	Technical editing.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
33	<p>Clause 2 of paragraph 11.5. of the current edition of the Articles of Association of the Company:</p> <p>The text of the notice of the General Meeting of Shareholders pursuant to a decision of the Board of Directors may additionally be sent to those shareholders of the Company who informed the Company's registrar of the email addresses to which such communications can be sent.</p>	<p>It is proposed to change the numbering of paragraph 11.5. of the current edition of the Articles of Association of the Company for 11.4., and also clause 2 of the specified paragraph of the Articles of Association of the Company to be supplemented and read in the following edition:</p> <p>The notice of the General Meeting of Shareholders pursuant to a 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 by one or more of the following ways:</p> <p>1) sending an electronic message with the text of the message on the holding of the general meeting of shareholders to the email address of the relevant person indicated in the register of shareholders of the Company;</p> <p>2) sending a text message containing the procedure for familiarization with the notification of the general meeting of shareholders to the contact phone number or e-mail address, which are indicated in the register of shareholders of the Company.</p>	<p>The amendments are being made to bring them in compliance with subparagraphs 1-2 of paragraph 1.2. of Article 52 of the Federal Law "On Joint Stock Companies":</p> <p>«1.2. The charter of a company may provide for one or more of the following methods of bringing the notice of the general meeting of shareholders to the attention of persons entitled to participate in the general meeting of shareholders and registered in the register of shareholders of the company:</p> <p>1) sending an electronic message to the email address of the relevant person indicated in the register of shareholders of the company;</p> <p>2) sending a text message containing the procedure for familiarization with the notification of the general meeting of shareholders to the contact phone number or e-mail, which are indicated in the register of shareholders of the company.»</p> <p>In addition, the Registrar of the Company entered the following text into the questionnaire forms of registered persons: «Specify one of the ways to receive the Notice of the General Meeting of Shareholders from among those provided for by the Issuer's Charter:</p> <ul style="list-style-type: none"> - receiving the Notice of the General Meeting of Shareholders to the specified email address; - receiving an SMS message containing the procedure for familiarization with the Notice of the General Meeting of Shareholders; - receiving the Notification on the procedure for familiarization with the notice of the general meeting of shareholders to the specified email address.»
34	<p>Clause 3 of paragraph 11.6. of the current edition of the Articles of Association of the Company:</p> <p>The sending of voting ballots can be carried out by sending a registered or simple letter to the address indicated in the list of persons entitled to participate in the General Meeting of Shareholders and/or an electronic message to the e-mail address of the relevant person specified in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the website of the Company on the "Internet".</p>	<p>It is proposed to change the numbering of paragraph 11.6. of the current edition of the Articles of Association of the Company for 11.5., and also clause 3 of the specified paragraph of the Articles of Association of the Company to be read in the following edition:</p> <p>The sending of voting ballots can be carried out by sending a registered or simple letter to the address indicated in the list of persons entitled to participate in the General Meeting of Shareholders and/or an electronic message to the e-mail address of the relevant person indicated in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the website of the Company on the "Internet".</p>	<p>Proofreading.</p>

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
35	<p>Paragraph 11.8. of the current edition of the Articles of Association of the Company:</p> <p>11.8. The right of the Shareholders to take part in the General Meeting of Shareholders can be executed personally or by proxy.</p> <p>If a share of the Company is owned jointly by several persons, they will be served one voting ballot for all items on the agenda or two or more voting ballots for different items, and the voting right at the General Meeting of Shareholders shall be exercised at their discretion by one of the joint owners or by their general proxy.</p> <p>The rights of each indicated person shall be duly documented.</p>	<p>It is proposed to change the numbering of paragraph 11.8. of the current edition of the Articles of Association of the Company for 11.7., and also to supplement and read the specified paragraph in the following edition:</p> <p>11.8. The right of the shareholders to take part in the General Meeting of Shareholders can be executed personally or by proxy.</p> <p>If a share is transferred after the record date of persons entitled to participate in the General Meeting of Shareholders and before the date of the General Meeting of Shareholders, the person included in the list of persons entitled to participate in the General Meeting is obliged to issue the acquirer a power of attorney to vote or vote at the General Meeting of Shareholders in accordance with the instructions of the acquirer of the shares, if it is provided by the share transfer agreement. This rule also applies to each subsequent case of transfer of the share.</p> <p>If a share of the Company is owned jointly by several persons, they will be served one voting ballot for all items on the agenda or two or more voting ballots for different items, and the voting right at the General Meeting of Shareholders shall be exercised at their discretion by one of the joint owners or by their general proxy.</p> <p>The rights of each indicated person shall be duly documented.</p>	<p>The amendments are being made to bring them into compliance with clause 2 of Article 57 of the Federal Law "On Joint Stock Companies".</p>
Article 12. Holding of the General Meeting of Shareholders in the form of absentee voting			
36	<p>Clause 2 of paragraph 12.4. of the current edition of the Articles of Association of the Company:</p> <p>The text of the notice of the General Meeting of Shareholders pursuant to a decision of the Board of Directors may additionally be sent electronically to those shareholders of the Company who informed the Company's registrar of the email addresses to which such communications can be sent.</p>	<p>It is proposed that clause 2 of paragraph 12.4. of the Articles of Association of the Company to be supplemented and read in the following edition:</p> <p>The notice of the General Meeting of Shareholders pursuant to a 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 by one or more of the following ways:</p> <p>1) sending an electronic message with the text of the message on the holding of the general meeting of shareholders to the email address of the relevant person indicated in the register of shareholders of the Company;</p>	<p>The amendments are being made to bring them into compliance with subparagraphs 1-2 of paragraph 1.2. of Article 52 of the Federal Law "On Joint Stock Companies":</p> <p>«1.2. The charter of a company may provide for one or more of the following methods of bringing the notice of the general meeting of shareholders to the attention of persons entitled to participate in the general meeting of shareholders and registered in the register of shareholders of the company:</p> <p>1) sending an electronic message to the email address of the relevant person indicated in the register of shareholders of the company;</p> <p>2) sending a text message containing the procedure for familiarization with the notification of the general meeting of shareholders to the contact phone number or e-mail, which are indicated in the register of shareholders of the company;»</p> <p>In addition, the Registrar of the Company entered the following text into the questionnaire forms of registered persons:</p> <p>«Specify one of the ways to receive the Notice of the General Meeting of Shareholders from among those provided for by the Issuer's Charter:</p> <p>- receiving to the specified email address of the Notification of the general meeting of shareholders;</p>

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
			- receiving an SMS message containing the procedure for familiarization with the Notice of the General Meeting of Shareholders; - receiving the Notification on the procedure for familiarization with the notice of the general meeting of shareholders to the specified email address.».
37	Clause 2 of paragraph 12.5. of the current edition of the Articles of Association of the Company: The sending of voting ballots can be carried out by sending a registered or simple letter to the address indicated in the list of persons entitled to participate in the General Meeting of Shareholders and/or an electronic message to the e-mail address of the relevant person specified in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the website of the Company on the "Internet".	It is proposed that clause 2 of paragraph 12.5. of the Articles of Association of the Company to be changed and read in the following edition: The sending of voting ballots can be carried out by sending a registered or simple letter to the address indicated in the list of persons entitled to participate in the General Meeting of Shareholders and/or an electronic message to the e-mail address of the relevant person indicated in the register of shareholders of the Company. The form of the voting ballot can be additionally placed on the website of the Company on the "Internet".	Proofreading.
38	The clause is missing in the current edition of paragraph 12.5. of the Articles of Association of the Company.	It is proposed that paragraph 12.5. of the Articles of Association of the Company to be supplemented with clause 5 read in the following edition: Information (materials) on the agenda of the General Meeting of Shareholders within 20 (Twenty) days, and in the event of the General Meeting of Shareholders, the agenda of which contains the issue of reorganizing the Company, within 30 (Thirty) days prior to the General Meeting of Shareholders, must be available to persons entitled to participate in the General Meeting of Shareholders for familiarization at the premises of the executive body of the Company and in other places, the addresses of which are indicated in the notice of the General Meeting of Shareholders, as well as on the website of the Company in the information and telecommunication network "Internet" at www.mrsk-1.ru. At the same time, the Company strives to ensure the availability of materials for the General Meeting of Shareholders at least 30 (Thirty) days before the date of its holding.	Supplementation with information on the timing of familiarization with the information (materials), brought in accordance with clause 11.7. of the Articles of Association, which provides similar information for a meeting in the form of joint attendance.
39	Clauses 1-2 of paragraph 12.7. of the current edition of the Articles of Association of the Company: 12.7. The minutes on voting results shall be drawn up in two copies within 3 (three) business days after the voting deadline and signed by the Registrar of the Company. The Minutes of the General Meeting of Shareholders shall be drawn up in two copies within 3 (three) days after the voting deadline . Both copies are signed by the Chairman of the General Meeting of Shareholders and the Secretary of the General Meeting of Shareholders (Corporate Secretary).	It is proposed to supplement and read clauses 1-2 of paragraph 12.7. of the Articles of Association of the Company in the following edition: 12.7. The minutes on voting results shall be drawn up in two copies within 3 (Three) business days after the deadline for accepting ballots and signed by the Registrar of the Company. The Minutes of the General Meeting of Shareholders shall be drawn up in two copies within 3 (Three) days after the deadline for accepting ballots by the Company . Both copies are signed by the Chairman of the General Meeting of Shareholders and the Secretary of the General Meeting of Shareholders (Corporate Secretary).	The amendments are being made to bring them into compliance with clause 1 of Article 62 of the Federal Law "On Joint Stock Companies": «1. Based on the results of voting, the tabulation commission shall draw up minutes on the results of voting, signed by members of the tabulation commission or by a person performing its functions. The minutes of voting results shall be drawn up no later than three business days after the close of the general meeting of shareholders or the deadline for accepting ballots when the general meeting of shareholders is held in the form of absentee voting».
Article 14. Convocation of the Extraordinary General Meetings of Shareholders of the Company			
40	Paragraph 14.1. of the current edition of the Articles of Association of the Company: 14.1. General Meetings of Shareholders other than Annual are deemed to be Extraordinary.	It is proposed that paragraph 14.1. of the Articles of Association of the Company to be changed and read in the following edition: 14.1. General Meetings of Shareholders of the Company held in addition to the Annual General Meeting of Shareholders of the Company are extraordinary.	Technical editing.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
Article 15. The Company's Board of Directors			
41	Subparagraph 1 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 1) determination of the priority directions of the Company's activity, including the approval of the Company's development strategy, the Company's innovative development program and reports on their execution;	It is proposed that subparagraph 1 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 1) determination of the priority directions of the Company's activity, including the approval of the Company's development strategy, taking into account the Company's risks , innovative development program and reports on their execution;	Clarifying editing.
42	Subparagraph 5 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 5) determination of the date of making the list of persons entitled to participate in the General Meeting of Shareholders of the Company, determining the record date of persons entitled to receive dividends, approval of cost estimate for holding the General Meeting of Shareholders and resolving any other issues related to the arrangement and holding the General Meeting of Shareholders of the Company;	It is proposed that subparagraph 5 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 5) determination of the date (record date) of making the list of persons entitled to participate in the General Meeting of Shareholders of the Company, determining the record date of persons entitled to receive dividends, approval of cost estimate for holding the General Meeting of Shareholders and resolving any other issues related to the arrangement and holding the General Meeting of Shareholders of the Company;	The amendments are being made to bring them into compliance with Federal Law dated 22.04.1996 No. 39-FZ "On the Securities Market" (as amended by subparagraph a) of paragraph 10 of Article 4 of the Federal Law dated 27.12.2018 No. 514-FZ).
43	Subparagraph 6 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 6) introduction to the resolution of the General Meeting of Shareholders of the Company of issues provided for by Sub-clauses 2, 5, 7, 8, 12-20 of Clause 10.2 of Article 10 of these Articles of Association, reduction of the Company's Authorised Capital by reducing the par value of the shares, as well as determining the record date of persons entitled to receive dividends.	It is proposed that subparagraph 6 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 6) introduction to the resolution of the General Meeting of Shareholders of the Company of issues provided for by Sub-clauses 2, 5, 7, 8, 12-20, 23 of Clause 10.2 of Article 10 of these Articles of Association, reduction of the Company's Authorised Capital by reducing the par value of the shares, as well as determining the record date of persons entitled to receive dividends.	Changes are being made in accordance with paragraph 3 of Art. 49 of the Federal Law "On Joint Stock Companies".
44	Subparagraph 7 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 7) issue by the Company of additional shares into which preferred shares placed by the Company of a certain type are converted, convertible into common shares or preferred shares of other types, if such a placement is not associated with an increase in the authorized capital of the Company , as well as the placement of bonds by the Company and other equity securities other than shares; Eurobond issue and determining policy as regards the issue of securities (except for shares) and Eurobonds;	It is proposed that subparagraph 7 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 7) issue by the Company of additional shares into which preferred shares placed by the Company of a certain type are converted, convertible into common shares or preferred shares of other types, as well as the placement of bonds by the Company, including the decision to place bonds of several issues under the bond program (the decision to approve the bond program) , and other equity securities other than shares; Eurobond issue and determining policy as regards the issue of securities (except for shares) and Eurobonds;	The amendments are being made to bring them into compliance with Federal Law dated 22.04.1996 No. 39-FZ "On the Securities Market" (as amended by subparagraph b) of paragraph 10 of Article 4 of the Federal Law dated 27.12.2018 No. 514-FZ).
45	Subparagraph 8 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 8) approval of a resolution on issue (additional issue) of securities , securities prospectus, securities issue (additional issue) report, and notice of securities issue (additional issue), approval of reports on the results of purchase of shares from the Company's Shareholders, reports of the results of shares redemption, reports of the results of submitting requests by the Company's Shareholders regarding repurchase of their shares; adoption of a decision on accepting offers (acceptance) on acquisition of additional shares placed by public subscription after the expiry of the pre-emptive right, in cases determined by the Board of Directors of the Company;	It is proposed that subparagraph 8 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 8) approval of a resolution on issue (additional issue) of shares and equity securities convertible into shares , securities prospectus, a report on the results of the issue (additional issue) of securities and a notification on the results of the issue (additional issue) of shares and equity securities convertible into shares , approval of reports on the results of purchase of shares from the Company's Shareholders, reports of the results of shares redemption, reports of the results of submitting requests by the Company's Shareholders regarding repurchase of their shares; adoption of a decision on accepting offers (acceptance) on acquisition of additional shares placed by public subscription after the expiry of the pre-emptive right, in cases determined by the Board of Directors of the Company;	The amendments are being made to bring them into compliance with the current editions of the Federal Law "On Joint Stock Companies" and the Federal Law "On the Securities Market".
46	Subparagraph 9 of paragraph 15.1 of the current edition of the Articles of Association of the Company: 9) determination of the property value (monetary value), placement price or its determination procedure and price of repurchase of equity securities in cases provided for by the Federal Law "On Joint Stock Companies" and on resolving issues specified in Sub-clauses 11, 23, 39 of Clause 15.1 of Article 15 of these Articles of Association;	It is proposed that subparagraph 9 of paragraph 15.1 of the Articles of Association of the Company to be changed and read in the following edition: 9) determination of the property value (monetary value), placement price or its determination procedure and price of repurchase of equity securities in cases provided for by the Federal Law "On Joint Stock Companies" and on resolving issues specified in Sub-clauses 11, 23, 25, 26 , 39 of Clause 15.1 of Article 15 of these Articles of Association;	Clarifying editing.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
47	Subparagraph 15 of paragraph 15.1 of the current edition of the Articles of Association of the Company: 15) guidelines regarding the amount of a dividend upon shares and procedure for its payment;	It is proposed that subparagraph 15 of paragraph 15.1 of the Articles of Association of the Company to be changed and read in the following edition: 15) guidelines to the General Meeting of Shareholders regarding the amount of a dividend for shares and a procedure for its payment;	Clarifying editing.
48	Subparagraph 26 of paragraph 15.1. of the current edition of the Articles of Association of the Company: 26) consent to making or further approval of transactions provided for by Chapter XI of the Federal Law "On Joint Stock Companies";	It is proposed that subparagraph 26 of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 26) consent to making or further approval of related party transactions provided for by Chapter XI of the Federal Law "On Joint Stock Companies";	Clarifying editing.
49	Subparagraph 58) of paragraph 15.1. of the current edition of the Articles of Association of the Company: 58) assessment of risks, and also establishment of an acceptable value of risks for the Company;	It is proposed that subparagraph 58) of paragraph 15.1. of the Articles of Association of the Company to be changed and read in the following edition: 58) assessment of risks, and also approval and revision of risk appetite for the Company;	The amendments are being made to bring the norms of the Articles of Association of the Company into compliance with the corporate practice of the Company, the new edition of the Risk Management Policy of the Company, approved by the Board of Directors of the Company on 26.02.2021, Minutes dated 01.03.2021 No. 05/21.
Article 18. Meetings of the Board of Directors of the Company			
50	The clause is missing in the current edition of the Articles of Association of the Company.	It is proposed that paragraph 18.7 of the Articles of Association of the Company to be supplemented with clause 3 in the following edition: In cases where consent to conclude a transaction must be obtained simultaneously on several grounds (established by these Articles of Association), and these Articles of Association provide for a different procedure for making a decision by the Board of Directors in relation to the relevant issues, consent to the transaction must be obtained on the basis that the decision is adopted by the Board of Directors by a qualified majority.	Changes are being made to improve the corporate governance of the Company and bring the norms of the Articles of Association in line with the current practice in the Company.
51	Clause 1 of paragraph 18.8. of the current edition of the Articles of Association of the Company: 18.8. The resolution of the Company's Board of Directors on consent to making or on subsequent approval of a major transaction shall be adopted by all members of the Board of Directors unanimously.	It is proposed that clause 1 of paragraph 18.8. of the Articles of Association of the Company to be supplemented and read in the following edition: 18.8. The resolution of the Company's Board of Directors on consent to making or on subsequent approval of a major transaction shall be adopted by all members of the Board of Directors unanimously, in this case, the votes of the retired members of the Board of Directors of the Company are not taken into account.	The amendments are being made to bring them into compliance with clause 2 of Article 79 of the Federal Law "On Joint Stock Companies".
Article 20. Corporate Secretary of the Company			
52	Paragraph 20.1. of the current edition of the Articles of Association of the Company: 20.1. For the purposes of due compliance in the Company with the procedure for preparation and holding of the General Meeting of Shareholders, activity of the Company's Board of Directors the Board of Directors may elect the Corporate Secretary of the Company, who in his or her activity reports directly to the Board of Directors. The Corporate Secretary is an official of the Company, ensuring the Company's compliance of the current legislation, these Articles of Association and internal documents of the Company, guaranteeing the rights and legitimate interests of shareholders of the Company.	It is proposed that paragraph 20.1. of the Articles of Association of the Company to be read in the following edition, subject to changes: 20.1. For the purposes of due compliance in the Company with the procedure for preparation and holding of the General Meeting of Shareholders, activity of the Company's Board of Directors the Board of Directors may elect the Corporate Secretary of the Company, who in his or her activity reports directly to the Board of Directors. The Corporate Secretary is an official of the Company, ensuring the Company's compliance of the legislation of the Russian Federation , these Articles of Association and internal documents of the Company, guaranteeing the rights and legitimate interests of shareholders of the Company.	Clarifying editing.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
Article 22. The Company's Management Board			
53	Subparagraph 5) of paragraph 22.2. of the current edition of the Articles of Association of the Company: 5) adopting resolutions on issues referred to the competence of the supreme management bodies of business companies, 100 (one hundred) per cent of the Authorised capital of which belongs to the Company (taking into consideration Sub-clauses 38, 39 of Clause 15.1 of Article 15 of these Articles of Association);	It is proposed that subparagraph 5) of paragraph 22.2. of the Articles of Association of the Company to be changed and read in the following edition: 5) adopting resolutions on issues referred to the competence of the supreme management bodies of business companies, 100 (one hundred) per cent of the Authorised capital/ voting shares of which belongs to the Company (taking into consideration Sub-clauses 38, 39 of Clause 15.1 of Article 15 of these Articles of Association);	Clarifying editing.
Article 24. Audit Commission, Internal Audit and Auditor of the Company			
54	Clause 3 of paragraph 24.1. of the current edition of the Articles of Association of the Company: The Company's Audit Commission shall include 5 (Five) persons.	To consider as paragraph 24.2. of the Articles of Association of the Company: 24.2. The Company's Audit Commission shall include 5 (Five) persons.	Technical editing.
55	The paragraph is missing in the current edition of Article 24 of the Articles of Association of the Company.	Article 24 of the Articles of Association of the Company to be supplemented with paragraph 24.3. in the following edition: 24.3. The official responsible for the organization and implementation of the internal audit (the head of the structural unit responsible for the organization and implementation of the internal audit) is appointed and dismissed on the basis of the decision of the Board of Directors of the Company. The terms of the employment contract with the specified persons are approved by the Board of Directors of the Company. If internal documents of the Company provide for the possibility of internal audit by another legal entity, the determination of such a person and the terms of the contract with him, including the amount of his remuneration, is carried out by the Board of Directors of the Company.	The amendments are being made to bring them into compliance with Article 87.1 of the Federal Law "On Joint Stock Companies".
Article 25. Business accounting and financial statements of the Company			
56	Paragraph 25.2. of the current edition of the Articles of Association of the Company: 25.2. In accordance with the laws of the Russian Federation and these Articles of Association, the Company's executive body shall be responsible for organisation and accuracy of business accounting in the Company, submission of financial statements to the relevant authorities in due time as well as for representation of information on the Company's activity furnished to Shareholders of the Company, creditors and mass media.	It is proposed that paragraph 25.2. of the Articles of Association of the Company to be changed and read in the following edition: 25.2. In accordance with the laws of the Russian Federation and these Articles of Association, the Company's executive body shall be responsible for organisation and accuracy of business accounting in the Company, submission of financial statements to the relevant state authorities in due time as well as for representation of information on the Company's activity furnished to Shareholders of the Company, creditors and mass media.	Clarifying editing.
57	Paragraph 25.4. of the current edition of the Articles of Association of the Company: 25.4. The annual report, annual financial statements, profit and loss distribution of the Company shall be preliminarily approved by the Company's Board of Directors not later than 30 (thirty) days prior to the date of the Annual General Meeting of Shareholders of the Company.	It is proposed that paragraph 25.4. of the Articles of Association of the Company to be changed and read in the following edition: 25.4. The annual report shall be preliminarily approved by the Company's Board of Directors not later than 30 (Thirty) days prior to the date of the Annual General Meeting of Shareholders of the Company.	Brought in line with para. 4 of Art. 88 of the Federal Law "On Joint Stock Companies".
Article 26. Safekeeping of Documents by the Company. Providing information by the Company			
58	Paragraph 26.5. of the current edition of the Articles of Association of the Company: 26.5. The Company is obliged to provide shareholders with access to documents at their request in their quantity, order and terms provided for by the Federal Law "On Joint Stock Companies" .	It is proposed that paragraph 26.5. of the Articles of Association of the Company to be changed and read in the following edition: 26.5. The Company is obliged to provide shareholders with access, upon their request, to documents in the manner and terms stipulated by the legislation of the Russian Federation .	An inaccuracy has been corrected: the number of documents provided is not set in the law, but in the requirement itself. Also, the procedure and terms for submitting documents are established not only by the Federal Law "On Joint Stock Companies", but also by the regulations of the Bank of Russia.

#	# of article (paragraph, subparagraph) of the current edition of the Articles of Association	Edition of proposed amendments to the Articles of Association of the Company	Comments
59	The paragraphs are missing in the current edition of Article 26 of the Articles of Association of the Company.	<p>To supplement Article 26 of the Articles of Association of the Company with paragraphs 26.7., 26.8., 26.9. in the following edition:</p> <p>26.7. The requirement to provide access to the documents of the Company may be presented to the Company in one of the following ways: – by sending by post or via courier service to the address of the Company contained in the Unified State Register of Legal Entities, as well as to other addresses specified in the Articles of Association of the Company or disclosed on the Company's website in the information and telecommunications network "Internet" for sending a request; – delivery against signature to the person holding the position (performing the functions) of the sole executive body, to the Chairman of the Board of Directors of the Company or to another person authorized to accept written correspondence addressed to the Company, including the Corporate Secretary; – giving by the authorized person, whose rights to the shares of the Company are accounted for by the nominee holder who records the rights of the authorized person to the shares of the Company, instructions to this nominee holder, if provided by the agreement with him, and sending by this nominee holder a message about the will of the authorized person in accordance with the instruction received from him; – by sending by e-mail.</p> <p>26.8. The date of submission of the request sent by e-mail is the date of registration of the received request as an incoming document.</p> <p>26.9. The Company has the right to deny access to documents and information in cases established by the Federal Law "On Joint Stock Companies". In this case, the Company is obliged, within seven working days from the date of the request, to notify the person who submitted the request in writing of the decision taken. A notice of refusal to provide access to the Company's documents is sent to such a person by the communication method specified in the request.</p>	The amendments are being made to bring them into compliance with clauses 11 and 15 of the Bank of Russia's Ordinance No. 5182-U dated 28.06.2019 "On additional requirements for the procedures for the provision of documents or copies of documents by joint stock companies in accordance with Article 91 of the Federal Law "On Joint Stock Companies".
60	<p>Paragraph 26.7. of the current edition of the Articles of Association of the Company:</p> <p>26.7. The amount of fee shall be fixed by the General Director of the Company and shall not exceed the amount of expenses for making copies of documents. In the event that the shareholder (eligible person) does not pay the costs of the Company for making copies of documents of the Company on the earlier received and executed Request, the period for providing copies of the Company's documents on subsequent requests shall be calculated from the date of receipt of such payment.</p>	<p>It is proposed to change the numbering of paragraph 26.7. of the current edition of the Articles of Association of the Company for paragraph 26.10 of the Articles of Association of the Company, and also to change and read the specified paragraph in the following edition:</p> <p>26.10. The amount of fee shall be fixed by the General Director of the Company and shall not exceed the amount of expenses for making copies of documents and, if the request states that they must be sent to the address specified by the shareholder, the corresponding shipping costs. Information on the cost of making copies of documents is posted on the Company's website in the information and telecommunications network "Internet". In the event that the shareholder (eligible person) does not pay the costs of the Company for making and (or) shipping copies of documents of the Company on the earlier received and executed Request, the period for providing access to the Company's documents on subsequent requests shall be calculated from the date of receipt of such payment.</p>	<p>The amendments are being made to bring them into compliance with the provisions of clause 11 of Article 91 of the Federal Law "On Joint Stock Companies" and clause 28 of the Bank of Russia's Ordinance No. 5182-U dated 28 June 2019.</p> <p>«11. The documents provided for in paragraphs 1 - 3 and 5 of this article must be provided by the company within seven working days from the date of submission of the relevant request for familiarization at the premises of the executive body of the company, unless another place is determined by the charter of the company or an internal document approved by the general meeting or the board of directors (supervisory board) of the company and published on its website in the information and telecommunications network "Internet". At the request of shareholders who have the right to access the documents provided for in paragraphs 1 - 3 and 5 of this article, the company is obliged to provide them with copies of these documents.</p>

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			<p>The fee charged by the company for the provision of these copies cannot exceed the costs of their production and, if the request indicates the need to send them to the address indicated by the shareholder, the corresponding costs of shipping.</p> <p>The charter of the company or an internal document approved by the general meeting or the board of directors (supervisory board) of the company may establish the need for advance payment by the shareholder of the expenses specified in the first paragraph of this clause. The inclusion in the company's charter of a provision on the need for advance payment cannot be considered as a basis for the company to buy out shares owned by shareholders in accordance with the provisions of clause three of paragraph 1 of Article 75 of this Federal Law. If the company's charter or internal document contains the provisions specified in this paragraph, the company is obliged, within seven working days from the moment of the shareholder's request to provide copies of documents, to inform him of the cost of their production and, if appropriate, the amount of shipping costs.</p> <p>A public company is obliged to post on its website in the information and telecommunication network "Internet" the cost of making copies of documents.</p> <p>Additional requirements for the procedures for the provision of documents or copies of documents specified in this clause are established by regulations of the Bank of Russia».</p>
61	<p>Paragraph 26.9. of the current edition of the Articles of Association of the Company:</p> <p>26.9. The Company is obliged to place on its website on the "Internet" the terms of the confidentiality contract (agreement). In the case of a group request of shareholders, this agreement must be signed by each of them, and in granting access to documents to a shareholder's representative by proxy, by the shareholder himself and his representative.</p>	<p>It is proposed that paragraph 26.9. to be renamed for paragraph 26.12. of the Articles of Association of the Company and to be supplemented with clause 1 in the following edition:</p> <p>26.12. The term for fulfilling the obligation to provide documents containing confidential information shall be calculated no earlier than from the moment of signing between the Company and the shareholder requesting access to the documents of a nondisclosure agreement (confidentiality agreement).</p> <p>The Company posts on its website on the "Internet" the terms of the confidentiality contract (agreement). In the case of a group request of shareholders, this agreement must be signed by each of them, and in granting access to documents to a shareholder's representative by proxy, by the shareholder himself and his representative.</p>	<p>The amendments are being made to bring them into compliance with the provisions of paragraph 12 of Article 91 of the Federal Law "On Joint Stock Companies":</p> <p>«12. The term for fulfilling the obligation to provide documents containing confidential information shall be calculated no earlier than from the moment of signing between the Company and the shareholder requesting access to the documents of a nondisclosure agreement (confidentiality agreement).</p> <p>The terms of a nondisclosure agreement (confidentiality agreement) may be determined by the company in a template or in another standard form and must be the same for all shareholders of the company. A public company is obliged to post on its website in the information and telecommunication network "Internet" the terms of this agreement.</p>

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			In the case of a group appeal of shareholders, this agreement must be signed by each of them, and when providing access to the documents to a representative of a shareholder by proxy, both by the shareholder himself and by his representative.».
Article 27. Reorganisation and Liquidation of the Company			
62	Paragraph 27.3. of the current edition of the Articles of Association of the Company: 27.3. On reorganisation, liquidation of the Company or close-down of work containing information representing state secret, the Company shall secure safety of this information or its medium by means of development and implementation of secrecy order measures, information security, technical intelligence controls/countermeasures , security and fire safety.	It is proposed that paragraph 27.3. of the Articles of Association of the Company to be changed and read in the following edition: 27.3. On reorganisation, liquidation of the Company or close-down of work containing information representing state secret, the Company shall secure safety of this information or its medium by means of development and implementation of secrecy order measures, information security, countering foreign technical intelligence , security and fire safety.	Proofreading.