



CREDIT BANK OF MOSCOW (public joint-stock company)
2 (Bldg. 1) Lukov pereulok, Moscow, Russia, 107045, tel.: +7 (495) 777 4 888,
fax: +7 (495) 797 42 10, telex: 614645 MCB RU, SWIFT: MCRB RU MM,
e-mail: info@mkb.ru, mkb.ru

**Opinion of the Supervisory Board members of
CREDIT BANK OF MOSCOW (public joint-stock company)
on agenda of the annual General Shareholders' Meeting of the Bank to be held on June 23, 2023**

Agenda of the annual General Shareholders' Meeting includes the following items:

1. Approval of the Bank's 2022 annual report.
2. Approval of the Bank's annual accounting (financial) statements for 2022.
3. Distribution of the Bank's income for 2022, including payment (declaration) of dividends.
4. Appointment of the Bank's audit firms.
5. Determination of the number of members of the Supervisory Board of the Bank.
6. Election of the Supervisory Board members of the Bank.
7. Determination of the amounts of remuneration and reimbursement of expenses for the Bank's Supervisory Board members.
8. Election of the Audit Panel members of the Bank.
9. Approval of a new version of the Bank's Charter.
10. Approval of the Regulation on the General Shareholders' Meeting of the Bank.
11. Approval of the Regulation on the Supervisory Board of the Bank.
12. Approval of the Regulation on the Management Board and Chairman of the Management Board of the Bank.

At its meeting held on 19 May 2023 (minutes No. 11 dated 19.05.2023), the Supervisory Board reviewed the issue of "Convening the annual General Shareholders' Meeting of the Bank" and voted unanimously for the inclusion of items 1-12 in the agenda of the annual General Shareholders' Meeting.

Items 1-4, 6, 8 are required to be transacted by any annual General Shareholders' Meeting by art. 54, cl. 2 of Federal Law No. 208-FZ dated 26.12.1995 "On Joint-Stock Companies". Accordingly, they were included in the agenda of the annual General Shareholders' Meeting by resolution of the Supervisory Board (resolution dated 19 May 2023, minutes No. 11 dated 19.05.2023).

Items 5, 7, 9-12 were included in the agenda of the annual General Shareholders' Meeting as proposed by the Supervisory Board (resolution dated 19 May 2023, minutes No. 11 dated 19.05.2023).

1. The item "Pre-approval of the Bank's 2022 annual report" was considered at the Supervisory Board meeting on May 19, 2023 (Minutes no.11, dated May 19, 2023); the following resolution was passed unanimously:

"To pre-approve the Bank's 2022 annual report."
2. The Bank's annual accounting (financial) statements for 2022 is included in the Bank's 2022 annual report which was pre-approved by the Supervisory Board of the Bank on May 19, 2023 (as per clause 1 hereto).

3. The item “Recommendation to the annual General Shareholders’ Meeting of the Bank as to distribution of the Bank’s income for 2022, including payment (declaration) of dividends” was considered at the Supervisory Board meeting on May 19, 2023 (Minutes no.11, dated May 19, 2023); the following resolution was passed unanimously:

“1. To recommend the annual General Shareholders’ Meeting of the Bank not to pay (not to declare) to the Bank’s shareholders any dividends for 2022.

2. To recommend the annual General Shareholders’ Meeting of the Bank not to distribute its net income for 2022 in the amount of 8,727,091,973.48 (Eight billion seven hundred twenty seven million ninety one thousand nine hundred seventy three and 48/100) roubles and to leave the same at its disposal.”

4. The item “External audit firm candidacies to be proposed to the annual General Shareholders’ Meeting for the audit of the Bank’s accounting (financial) and consolidated financial statements” was considered at the Supervisory Board meeting on May 19, 2023 (Minutes no.11, dated May 19, 2023); the following resolution was passed unanimously:

“To propose appointment at the annual General Shareholders’ Meeting of:

– Joint-Stock Company “Audit-Consulting Group “Business Systems Development (RBS)” (OGRN 1027739153430) as the Bank’s audit firm for the audit, in accordance with the Russian Accounting Standards, of its accounting (financial) statements for 2023 and 1Q2024, including the interim reviews for any reporting periods of 2023, and the audit of certain on-balance sheet accounts of form 0409101 used to calculate income for a given date during 2023 and the 1st quarter of 2024 in accordance with the Russian Accounting Standards;

– Joint-Stock Company “Kept” (OGRN 1027700125628) as the Bank’s audit firm for the audit, in accordance with the International Financial Reporting Standards, of its consolidated financial statements for 2023, and interim reviews for the 2nd and 3rd quarters of 2023 and the 1st quarter of 2024.”

5. & 6. The item “Approval of nominees to the Supervisory Board of the Bank for election at the annual General Shareholders’ Meeting” was considered at the Supervisory Board meeting on May 31, 2023 (Minutes no.14, dated May 31, 2023); the following resolution was passed unanimously:

“To approve the nominees to the Supervisory Board of the Bank for election at the annual General Shareholders’ Meeting as per the annex.”

The Supervisory Board proposes that the General Shareholders’ Meeting of the Bank approve a nine member board which satisfies the legal requirement of the Russian Federation that it must have at least 9 members as long as the number of shareholders is more than 1,000, and is optimal in terms of the number of members needed to organise its activities in the most efficient way, which includes the formation of Supervisory Board committees.

The candidates for election to the Supervisory Board at the annual General Shareholders’ Meeting were nominated by the Supervisory Board.

7. Pursuant to the Bank's Regulation on Remunerations and Compensations Payable to Supervisory Board Members it is proposed to:

Not to pay any remuneration to Supervisory Board members from their election date up to the next

annual General Shareholders' Meeting in 2024 for their service in such capacity.

To approve the payment of up to 102,500,000 (One hundred two million five hundred thousand) roubles to the insurance company as the insurance premium under the D&O insurance agreement to be made with the Bank as policyholder.

To approve compensation of all reasonable expenses to be incurred in the course of and in connection with their service in such capacity in accordance with the Regulation on Remunerations and Compensations Payable to CREDIT BANK OF MOSCOW's Supervisory Board Members.

8. The item "Approval of nominees to the Audit Panel of the Bank for election at the annual General Shareholders' Meeting" was considered at the Supervisory Board meeting on May 19, 2023 (Minutes no.11, dated May 19, 2023); the following resolution was passed by the majority of votes:

"To approve the nominees to the Audit Panel of CREDIT BANK OF MOSCOW for election at the annual General Shareholders' Meeting as per the annex."

The candidates for election to the Audit Panel at the annual General Shareholders' Meeting were nominated by the Supervisory Board.

9. The item "Approval of the list of information (materials) to be presented to the shareholders in contemplation of the annual General Shareholders' Meeting of the Bank" was considered at the Supervisory Board meeting on May 31, 2023 (Minutes no.14, dated May 31, 2023); it was unanimously resolved to provide information (materials) in contemplation of the annual General Shareholders' Meeting of the Bank including the draft new version of the Bank's Charter to shareholders in preparation for the annual General Shareholders' Meeting of the Bank.

10. The item "Proposal to the annual General Shareholders' Meeting to approve the Regulation on the General Shareholders' Meeting of the Bank" was considered at the Supervisory Board meeting on May 31, 2023 (Minutes no.14, dated May 31, 2023); it was unanimously resolved to propose that the annual General Shareholders' Meeting approve the Regulation on the General Shareholders' Meeting of the Bank.

11. The item "Proposal to the annual General Shareholders' Meeting to approve the Regulation on the Supervisory Board of the Bank" was considered at the Supervisory Board meeting on May 31, 2023 (Minutes no.14, dated May 31, 2023); it was unanimously resolved to propose that the annual General Shareholders' Meeting approve the Regulation on the Supervisory Board of the Bank.

12. The item "Proposal to the annual General Shareholders' Meeting to approve the Regulation on the Management Board and Chairman of the Management Board of the Bank" was considered at the Supervisory Board meeting on May 31, 2023 (Minutes no.14, dated May 31, 2023); it was unanimously resolved to propose that the annual General Shareholders' Meeting approve the Regulation on the Management Board and Chairman of the Management Board of the Bank.

There were no individual opinions of the Supervisory Board members of the Bank on the agenda of the annual General Shareholders' Meeting.