

## **Draft resolutions for the items of agenda of the annual General Shareholders' Meeting**

FIRST ITEM PUT TO VOTE:

### **Approval of the Bank's 2020 annual report<sup>i</sup>.**

DRAFT RESOLUTION:

To approve the Bank's 2020 annual report.

SECOND ITEM PUT TO VOTE:

### **Approval of the Bank's annual accounting (financial) statements for 2020<sup>ii</sup>.**

DRAFT RESOLUTION:

To approve the Bank's annual accounting (financial) statements for 2020.

THIRD ITEM PUT TO VOTE:

### **Distribution of the Bank's income for 2020, including payment (declaration) of dividends.**

DRAFT RESOLUTION:

Not to pay (not to declare) to the Bank's shareholders any dividends for 2020.

Not to distribute the Bank's net income for 2020 in the amount of 24,659,786,838.02 (Twenty four billion six hundred fifty nine million seven hundred eighty six thousand eight hundred thirty eight and 02/100) roubles and to leave the same at its disposal.

FOURTH ITEM PUT TO VOTE:

### **Approval of the Bank's auditors.**

DRAFT RESOLUTION:

To approve:

– JSC "Audit-Consulting Group "Business Systems Development (RBS)" for the audit of the Bank's financial and economic performance for financial year ending 31 December 2021, and interim reviews for 6 and 9 months of 2021, in accordance with the Russian Accounting Standards;

– JSC "KPMG" for the audit of the Bank's financial and economic performance for financial year ending 31 December 2021, and interim reviews for 6 and 9 months of 2021, and 1Q2022 in accordance with the International Financial Reporting Standards.

FIFTH ITEM PUT TO VOTE:

### **Determination of the number of members of the Supervisory Board of the Bank.**

DRAFT RESOLUTION:

To determine that the number of the Supervisory Board members be ten.

SIXTH ITEM PUT TO VOTE:

**Election of the Supervisory Board members of the Bank.**

DRAFT RESOLUTION:

To elect the following members of the Supervisory Board:

1. Roman I. Avdeev;
2. Andrew Sergio Gazitua (Independent);
3. Thomas Gunther Grasse;
4. Lord Daresbury (Peter) (Independent);
5. Andreas Klingen (Independent);
6. Sergei Yu. Menzhinskiy;
7. William Forrester Owens (Independent);
8. Ilkka Seppo Salonen (Independent);
9. Alexey A. Stepanenko;
10. Vladimir A. Chubar.

SEVENTH ITEM PUT TO VOTE:

**Determination of the amounts of remuneration and reimbursement of expenses for the Bank's Supervisory Board members.**

DRAFT RESOLUTION:

To approve the payment of remuneration to Supervisory Board members from their election date up to the next annual General Shareholders' Meeting in 2022 for their service in such capacity in the total amount of up to 1,542,860 (One million five hundred forty-two thousand eight hundred sixty) US dollars (before personal income tax) in accordance with the Regulation on Remunerations and Compensations Payable to CREDIT BANK OF MOSCOW's Supervisory Board Members.

To approve the payment of up to 858,540 (Eight hundred fifty-eight thousand five hundred forty) US dollars 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.

EIGHTH ITEM PUT TO VOTE:

**Election of the Audit Panel members of the Bank.**

DRAFT RESOLUTION:

To elect the following members of the Audit Panel of the Bank:

1. Evgeny O. Gudkov;
2. Aleksandra A. Vastyanova;
3. Vyacheslav Yu. Osipov.

NINTH ITEM PUT TO VOTE:

**Approval of the Regulation on the Management Board and Chairman of the Management Board of the Bank<sup>iii</sup>.**

DRAFT RESOLUTION:

To approve the Regulation on the Management Board and Chairman of the Management Board of the Bank.

TENTH ITEM PUT TO VOTE:

**Approval joining United Nations Environment Programme Finance Initiative (UNEP FI).**

DRAFT RESOLUTION:

To approve joining United Nations Environment Programme Finance Initiative (UNEP FI).

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*i The proposed Bank's 2020 annual report is included in the information (materials) deliverable to the persons entitled to participate in the annual general meeting, in the course of preparations thereto, and is available on the Bank's website at: <https://mkb.ru/doc/annual-report-2020> (in Russian) / <https://mkb.ru/en/doc/annual-report-en-2020> (in English).*

*ii The proposed Bank's annual accounting (financial) statements for 2020 is included in the information (materials) deliverable to the persons entitled to participate in the annual general meeting, in the course of preparations thereto, and is available on the Bank's website at: <https://mkb.ru/doc/annual-accounting-2020> (in Russian) / (in <https://mkb.ru/en/doc/annual-accounting-en-2020> (in English).*

*iii The proposed Regulation on the Management Board and Chairman of the Management Board of the Bank is included in the information (materials) deliverable to the persons entitled to participate in the annual general meeting, in the course of preparations thereto, and is available on the Bank's website at: <https://mkb.ru/doc/management-board-2021> (in Russian) / <https://mkb.ru/en/doc/management-board-en-2021> (in English).*