

APPROVED
as amended
by Acron Annual General Meeting
(Minutes No. 49 dated 27 May 2016)

**CHARTER
OF
PUBLIC JOINT STOCK COMPANY
ACRON**

2016

Article 1. Legal Status of the Company

1.1 Public Joint Stock Company Acron (formerly Joint Stock Company Acron) (the “Company”) was registered pursuant to Russian laws as a legal entity in the Uniform State Register of Legal Entities under the primary state registration number (OGRN) 1025300786610 and carries out its activity in the legal corporate form of a joint stock company.

The Company was established in accordance with Decree No. 721 of the President of the Russian Federation *On Organisational Measures to Reorganise State Enterprises and Voluntary Associations of State Enterprises into Joint Stock Companies* dated 1 July 1992 by reorganisation of the Novgorod Production Association Azot into an open joint stock company, and is a legal successor to all of Azot’s rights and obligations.

The Company is the universal legal successor of all liabilities (powers and obligations) of Closed Joint Stock Company Granit (registered under the Russian laws on 16 October 2002 under OGRN 1025300786818, domiciled at JSC Acron site, Veliky Novgorod, Russian Federation, 173012) reorganised by way of accession to Joint Stock Company Acron.

1.2 The Company is a public joint stock company. The civil status of the Company, the procedures for its participation in civil transactions and corporate relations associated with participation in and management of the Company shall be regulated by the Civil Code of the Russian Federation (the “the Civil Code”), the Russian Federation law *On Joint Stock Companies* (the “Federal Law *On Joint Stock Companies*”) and other laws and regulations.

1.3 The Company shall operate under this Charter (the “Charter”), which is its constituent document. The Company members may approve internal regulations and other bylaws of the Company to govern its corporate relations.

1.4 The Company shall have independent property and be liable with it for its obligations, and may, in its own name, acquire and exercise civil rights, assume civil obligations, and act as a plaintiff or a defendant in court.

The Company shall have and use in its activity round seals bearing its full company name and indication of the Company’s domicile.

The Company may have stamps and letterheads bearing its name, and may have its own logo as well as duly registered trademarks and other means of individualisation.

The Company may open bank accounts in the Russian Federation and abroad in accordance with the established procedure.

1.5 The Company may establish branches and open representative offices outside of its domicile. Details of branches and representative offices of the Company shall be registered in the Uniform State Register of Legal Entities.

1.6 The Company shall be liable for its obligations with all its property.

Shareholders of the Company shall not be liable for its obligations, nor shall the Company be liable for its shareholders’ obligations, save as provided for by the Civil Code or any other law.

The government and governmental bodies shall not be liable for the Company's obligations; nor shall the Company be liable for obligations of the government or its bodies.

1.7 The Company shall publicly disclose information to the extent and pursuant to the procedure provided for by laws.

The Company shall provide information about its activity by posting this Charter, bylaws regulating corporate relations, resolutions of the Company's general meeting, and other information as provided for by legal acts or the Company's bylaws on its website at <http://www.acron.ru/en/>.

Article 2. Company Name and Domicile

2.1 Full official name of the Company in Russian:

Публичное акционерное общество «Акрон»

Abbreviated official name of the Company in Russian:

ПАО «Акрон»

Full official name of the Company in English:

Public Joint Stock Company Acron

Abbreviated official name of the Company in English:

PJSC Acron

2.2 The Company is domiciled at Veliky Novgorod, 173012, Russian Federation.

Article 3. Purpose and Business

3.1 The main purpose of the Company is to generate profit.

3.2 The core business of the Company's includes:

- Production and sale of mineral fertilisers, chemicals, consumer goods and other products
- Provision of paid services
- Representation of foreign companies in the Russian Federation and of Russian-based companies abroad in accordance with the procedure stipulated by the current Russian laws
- Telecommunication services and broadcasting audio programmes over the Company's network
- Arranging advertisement and rendering marketing, barter and intermediary services, including in the sphere of international trade, including export, import, customs clearance and forwarding of import cargoes
- Translation of documents in foreign languages
- Arranging catering and other welfare services for the Company's employees; opening and maintaining cafes, restaurants and other commercial food outlets

- Providing maintenance for users of the Company's products, as well as products of other enterprises and organisations
- Leasing services in the Russian Federation and abroad
- Protection of its own property
- Construction
- Holding exhibitions, trade fairs, auctions, tenders; the arrangement and maintenance of such events
- Receiving, analysing, processing and distributing commercial and R&D information, monitoring supply and demand for specific types of products
- Printing and publishing
- Repairs of chemical and technological systems and manufacturing equipment for repair and maintenance; design, construction, repairs and engineering, including at facilities associated with fire and explosion hazards
- Development and sale of software products for technical and environmental monitoring of operations
- Development of environmentally friendly technologies, their use and sale
- Development of environmental monitoring tools; providing biological testing of the environment in regions where the Company's industrial enterprises are located
- Leasing premises and equipment
- Serial, non-serial, recurrent and piece production of units subject to boiler inspection; manufacture of demountable load-handling mechanisms and containers
- Legal protection of industrial property
- Operation, reconstruction, modernisation, capital repair and expert testing of the safety of hoisting mechanisms and units subject to boiler inspection
- Operation of chemical, flammable, explosive and hazardous units and facilities
- Operation of hoisting mechanisms; fault detection, including non-destructive testing methods; engineering certification of units subject to boiler inspection
- Disease prevention measures; sanatorium and resort therapy; sports and cultural events (services)
- Adult and other types of education, including labour safety training for employers and employees.

3.3. The Company may carry out any other types of business not prohibited by federal laws.

Where provided by laws, the Company may engage in certain types of activity subject to a special permit (licence), membership in a self-regulated organisation or a certificate of admission to specific types of work issued by a self-regulated organisation.

Article 4. Authorised Capital and Shares

4.1 The Company's authorised capital is two hundred and two million six hundred and seventy thousand (202,670,000) roubles.

4.2 The Company issued (placed) forty million five hundred and thirty-four thousand (40,534,000) ordinary registered uncertificated shares at a par value of five (5) roubles each.

4.3 In addition to its outstanding shares, the Company may offer thirty-two million one hundred and ninety thousand (32,190,000) ordinary registered uncertificated shares at a par value of five (5) roubles each (authorised shares).

When placed, authorised shares (additionally placed shares) shall confer upon their holders the same rights as previously placed ordinary shares. Subject to current laws and this Charter, such holders shall be entitled to attend general meetings and vote on all matters referred to their scope of authority, receive dividends and, in the event of the Company's liquidation, receive a corresponding share of its assets. Upon placement, the holders of authorised shares shall be entitled to dispose of them without the prior consent of other shareholders.

4.4 The Company shall maintain its shareholder register in accordance with Russian laws and regulations.

4.5 The Company's shareholder register shall be maintained by a duly licenced registrar approved by the Company's Board of Directors.

4.6 The registrar shall operate in compliance with federal laws, regulations of the Bank of Russia and rules for maintaining the register approved by the register holder.

Persons registered in the Company's shareholder register shall comply with the requirements for providing information and documents to the registrar under the rules for maintaining the register, including notifying the Company's registrar in a timely fashion of any changes in their personal information.

4.7 The Company may increase its authorised capital by increasing the par value of its shares or offering additional shares.

The Company may increase its authorised capital by means of a public or private offering of its shares.

The procedure for increasing the Company's authorised capital shall be regulated by this Charter and current Russian laws.

4.8 The Company may decrease its authorised capital and, if required by the Federal Law *On Joint Stock Companies*, may be required to do so. The Company may decrease its authorised capital by decreasing the par value of its shares or decreasing their number, including by means of buyback of a portion of outstanding shares in cases stipulated by the Federal Law *On Joint Stock Companies*.

The Company may buy back its outstanding shares upon resolution of its general meeting authorising a decrease in the Company's authorised capital through buyback of outstanding shares to decrease their total number. Shares purchased by the Company under a resolution of the Company's general meeting authorising a decrease in the Company's authorised capital through buyback of outstanding shares to decrease their total number shall be cancelled upon their purchase.

The Company may purchase its outstanding shares upon a resolution by the Board of Directors. Shares purchased by the Company under this paragraph shall not confer any voting rights, shall not be included in the vote count and shall not be entitled to any dividends. Such shares shall be sold at a price at least equal to their market value within a year of their purchase; otherwise, the general meeting shall resolve to decrease the Company's authorised capital by cancelling such shares.

Shares purchased by the Company under this paragraph shall be paid for in cash, securities and/or other property having monetary value.

Article 5. Shareholder Rights and Obligations. Dividends

5.1 Rights of ordinary shareholders.

Each ordinary share of the Company shall grant equal rights to its holder.

Subject to the Federal Law *On Joint Stock Companies* and this Charter, the Company's ordinary shareholders may participate in the general meeting and vote on all matters reserved to it, shall be entitled to dividends and, in the event of the Company's liquidation, to a portion of its assets.

The Company's ordinary shareholders shall be entitled to dispose of their shares without the consent of other shareholders or the Company, may receive information about the Company's activity and review its accounting and other documents in cases and subject to the procedure envisaged by law and the Company's Charter, and appeal resolutions of the Company's bodies resulting in civil law consequences in those cases and subject to the procedure envisaged by law.

The Company's ordinary shareholders shall enjoy other rights stipulated by the Civil Code, the Federal Law *On Joint Stock Companies* and this Charter.

The Company's Charter does not limit the number of ordinary shares held by a single shareholder, their aggregate nominal value and the maximum number of votes conferred on a single shareholder.

5.2 The Company's shareholders may not disclose confidential information related to the Company's business. They shall participate in passing corporate resolutions required for the Company to continue its activity in accordance with the law (where shareholder participation is required to pass a resolution), and may not take any actions to intentionally harm the Company.

Shareholders shall have other obligations envisaged by the Civil Code and/or other laws.

5.3 The Company may resolve to pay (declare) dividends on outstanding shares for the first three, six and nine months of the reporting year and/or for the reporting year, unless otherwise

provided for by the Federal Law *On Joint Stock Companies*. A resolution to pay (declare) dividends for the first three, six and nine months of the reporting year may be passed within three months of the end of the corresponding period.

Dividends shall be paid from the Company's after tax profits (net profit), unless otherwise stipulated by Russian laws. The Company's net profit shall be determined based on its accounting (financial) statements.

A resolution to pay (declare) dividends shall be passed by the Company's general meeting. Such resolution shall specify the amount of dividends on shares of each category (type), the form of payment, the procedure for paying dividends in kind, and the record date determining persons entitled to dividends.

A resolution to pay (declare) dividends that sets the record date determining persons entitled to dividends shall only be passed in response to a proposal by the Board of Directors.

The dividend amount may not exceed the amount recommended by the Company's Board of Directors.

Dividends shall be paid to persons who held the respective category (type) of shares or who exercised the powers attached to such shares pursuant to federal laws at the close of business on the record date; the record date shall be established by the resolution to pay dividends.

Dividends shall be paid to a nominee holder or a trustee (being a professional participant of the stock market) registered on the shareholder register no more than ten (10) business days after the record date. Dividends shall be paid to other persons registered on the shareholder register no more than twenty-five (25) business days after the record date.

5.4 Dividends shall be paid in cash and/or other assets where the relevant resolution is passed by the Company's general meeting. Dividends in monetary form shall be paid as a money transfer, unless otherwise stipulated by the Federal Law *On Joint Stock Companies*.

5.5 Any shares transferred to the Company's ownership, including shares at the Company's disposal as a result of acquisition, buyback or otherwise in compliance with current Russian laws, are not entitled to dividends.

Article 6. Governing Bodies

6.1 The Company's governing bodies are:

- General meeting, the supreme governing body
- Board of Directors, a collegial governing body
- Managing Board, a collegial executive body
- Chief Executive Officer (President), a sole executive body.

6.2 The structure, procedure of formation, authority, rights and obligations, liability, and procedure for passing resolutions, including the procedure for preparing and holding meetings of

the Company's governing bodies, shall be as defined by the current Russian laws, this Charter and the Company's bylaws.

Article 7. General Meeting

7.1 The Company's supreme governing body is its general meeting. The Company shall convene an annual general meeting each year, not earlier than two months and not later than six months after the end of a reporting year.

7.2 Any general meetings held in addition to annual meetings shall be considered extraordinary. An extraordinary general meeting shall be convened by resolution of the Company's Board of Directors at its own discretion, or on request of the Company's Internal Audit Team, the Company's auditor, or any shareholder(s) holding not less than ten (10) per cent of the Company's voting shares as of the request date.

7.3 When preparing for the general meeting, the Company's Board of Directors shall determine:

- Form of the general meeting (meeting or absentee vote)
- Date, place and time of the general meeting, or if a general meeting is to be held in the form of an absentee vote, the deadline for submitting voting ballots
- Postal address to which completed ballots may be sent if a vote is taken by ballot
- Record date determining the persons entitled to participate in the general meeting
- End date for accepting shareholders' proposals of nominees to the Company's Board of Directors, if election of the Company's Board of Directors is on the agenda of an extraordinary general meeting
- General meeting agenda
- Procedure for notifying shareholders of the general meeting
- List of information (materials) to be provided to shareholders in the course of preparation for a general meeting and the procedure for its provision
- Format and text of the voting ballot and wording of resolutions on the general meeting's agenda items, which shall be delivered in electronic format (in the form of electronic documents) to nominee shareholders registered on the Company's shareholder register
- Feasibility of using telecommunications to attend the general meeting remotely (if held as a meeting in the form of joint presence of shareholders to discuss agenda items and pass resolutions on items put to vote) by means of broadcasting the general meeting on the Company's website and using teleconferencing
- For general meetings in the form of a meeting, the time at which attendee registration is to be opened.

7.4 The list of persons authorised to attend the general meeting shall be compiled pursuant to the rules of Russian laws on securities.

The record date determining the persons authorised to attend the Company's general meeting shall be determined by the Company's Board of Directors during preparation for the general meeting, subject to the procedure provided for by the Federal Law *On Joint Stock Companies*.

The record date determining the persons authorised to attend the general meeting shall be disclosed by the Company no less than seven (7) days before such date.

7.5 Shareholder(s) whose aggregate ownership is not less than two (2) per cent of the Company's voting shares shall be entitled to put items on the agenda of an annual general meeting and nominate candidates to the Board of Directors of the Company and the Internal Audit Team. The number of these candidates may not exceed the number of members of the corresponding body. Such proposals must be received by the Company no later than sixty (60) days after the end of the reporting year.

If election of the Company's Board of Directors is on the agenda of an extraordinary general meeting, shareholder(s) whose aggregate ownership is not less than two (2) per cent of the Company's voting shares shall be entitled to nominate candidates to the Board of Directors of the Company. The number of these candidates may not exceed the number of members of the Board of Directors. Such proposals must be received by the Company not less than thirty (30) days before the date of the extraordinary general meeting.

A proposal by shareholders to put items on the general meeting agenda or nominating candidates to a body of the Company shall be made in writing, including the name of the shareholder(s) initiating the proposal or the nomination and the number and the category (type) of shares held by him/her (them), and shall be signed by such shareholder(s) or his/her/their representatives.

A proposal to put items on the general meeting agenda shall contain the wording of each proposed item. A proposal to nominate candidates shall contain the name and details of the identification document for each proposed candidate, the name of the body for which the candidate is proposed and other data stipulated by the Company's bylaws.

Shareholder(s) of the Company that are not registered on the Company's shareholder register may put items on the agenda of a general meeting and nominate candidates also by means of relevant instructions to the person who exercise their title to shares. Such instructions shall be given pursuant to the rules stipulated by Russian laws on securities.

A proposal to put items on the general meeting agenda may contain the wording of the resolution on each proposed item.

7.6 A notice of a general meeting shall specify:

- Full official name of the Company and its domicile
- Form of the general meeting (a meeting or an absentee vote)

- Date, place and time of the general meeting; postal address for submitting completed ballots; for an absentee vote, the deadline for admission of voting ballots and the postal address to send completed ballots
- Time of opening registration for persons attending the general meeting
- Record date determining the persons entitled to attend the general meeting
- General meeting agenda
- Procedure for disclosing information (documents) to be disclosed to shareholders in order to prepare for the general meeting, and address(es) at which such information is available
- Category (type) of shares whose holders are entitled to vote on all or some items of the general meeting agenda
- Phone number and email for the shareholders to address their proposals and questions or to get additional information about the general meeting and its agenda
- Other information required by current laws.

The notice for a general meeting held as a meeting (joint presence of shareholders to discuss the agenda and pass resolutions on items put to vote) shall specify the detailed address of the general meeting venue, including premises, and information about documents required to access the premises.

Unless the Federal Law *On Joint Stock Companies* stipulates mandatory requirements for any other timeline, the notice for annual or extraordinary general meetings shall be made no less than thirty (30) days before the meeting.

The notice for a general meeting shall be communicated to the persons entitled to attend the general meeting and registered on the Company's shareholder register by posting on the Company's website at <http://www.acron.ru/en/>.

7.7 A list of information (materials) to be provided to persons entitled to attend a general meeting during the preparation for the general meeting shall include information (materials) to be provided to shareholders according to the Federal Law *On Joint Stock Companies* and other regulations. Additionally, the list shall include information about persons who offered agenda items and proposed nominees to the Company's Board of Directors and Internal Audit Team, information about the position of the Board of Directors on agenda items of the Company's general meeting and grounds for the relevant resolutions, as well as a sample power of attorney for participating in the general meeting and information on the identification procedure for such power of attorney.

For all general meetings whose agenda includes election to the Board of Directors and/or Internal Audit Team, the list of information (materials) to be provided during its preparation shall include a report assessing candidates to the Company's bodies (including candidate compliance with independence criteria for the Board of Directors), prepared by the Board of Directors (its Nomination and Remuneration Committee).

The list of information (materials) to be provided during preparation for a general meeting shall additionally include information about the audit firm proposed by the Company's auditor for approval by the general meeting, the Company's annual consolidated financial statements prepared in accordance with international financial reporting standards, including an audit report based on the audit of these statements, and the conclusion of the Audit Committee of the Company's Board of Directors based on the audit reports made by the Company's auditor for the annual accounting (financial) statements and the Company's annual consolidated financial statements.

Information (materials) envisaged by this clause shall be available to persons entitled to attend the general meeting for review on the terms and using the procedure determined by the Company's Board of Directors in accordance with the Federal Law *On Joint Stock Companies* and other regulations, as well as on the Company's website at <http://www.acron.ru/en>.

If a person registered in the Company's shareholder register is a nominal shareholder, a general meeting notice as well as information (materials) to be made available to persons entitled to attend the general meeting during preparation for the Company's general meeting shall be provided in accordance with the procedure envisaged by the rules of Russian securities laws for providing information and materials to persons exercising their securities rights.

7.8 Voting on the Company's general meeting agenda items shall be held using voting ballots.

If, in accordance with Russian securities laws, persons entitled to attend the general meeting and not registered in the Company's shareholder register provide voting instructions to the persons maintaining the record their of share rights, such expression of will shall be treated as ballot voting.

Voting ballots shall be sent or delivered against signature to each person registered in the Company's shareholder register and entitled to attend a general meeting not later than twenty (20) days before the date of the general meeting. Ballots shall be delivered by registered mail or by email to the address of the relevant person specified in the Company's shareholder register.

When holding a general meeting of the Company, except for absentee votes, persons on the list of those entitled to attend a general meeting or their representatives may register for participation in the meeting or send their completed ballots to the Company.

7.9 A general meeting shall be deemed duly constituted (shall have quorum) provided that it was attended by shareholders holding a total of more than fifty per cent of the votes of the Company's outstanding voting shares.

A shareholder shall be deemed to have attended the general meeting provided such shareholder registered for the meeting or provided that such shareholder's ballot was received no less than two (2) days before the date of the general meeting. For an absentee vote, a shareholder shall be deemed to have participated in the vote provided such shareholder's ballot was received before the submission deadline.

A shareholder shall also be deemed to have attended the general meeting if it gave voting instructions to a person maintaining record of its share rights in accordance with the rules of Russian Federation securities laws, provided a statement of his/her expression of will was received

no less than two (2) days before the date of the general meeting or, for an absentee vote, before the submission deadline.

The procedure for a general meeting shall be established by the Company's bylaws approved by the general meeting.

7.10 The scope of authority of the general meeting shall include:

1) Making changes and amendments to the Company's Charter or approving the Company's revised Charter

2) Reorganising the Company

3) Liquidating the Company, appointing a liquidation committee, approving interim and final liquidation balance sheets

4) Electing members to the Company's Board of Directors and early termination of their powers

5) Determining the number, nominal value, category (type) of authorised shares and the rights conferred by them

6) Increasing the Company's authorised capital by increasing the par value of shares

7) Decreasing the Company's authorised capital by decreasing the par value of shares by acquiring a portion of its shares to reduce their total number, and by redeeming shares acquired or repurchased by the Company

8) Electing members to the Company's Internal Audit Team and early termination of their powers

9) Approving the Company's auditor

10) Paying (declaring) dividends for three, six and nine months of the reporting year

11) Approving the Company's annual report and annual accounting (financial) statements

12) Distributing the Company's profit (including payment (declaration) of dividends for three, six and nine months of the reporting year) and loss for the reporting year

13) Determining the procedure for the general meeting

14) Splitting and consolidating shares

15) Passing resolutions approving related-party transactions in instances envisaged by the Federal Law *On Joint Stock Companies*

16) Passing resolutions on approval of major transactions in cases envisaged by the Federal Law *On Joint Stock Companies*

17) Acquiring a portion of outstanding shares in order to reduce their total amount (to decrease the authorised capital)

18) Passing resolutions on participating in financial and industrial groups, associations and other unions of commercial organisations

19) Approving internal documents regulating the procedures of the Company's bodies

20) Passing resolutions to apply for delisting of the Company's shares and/or equity securities convertible into shares

21) Passing resolutions on other matters stipulated by the Federal Law *On Joint Stock Companies*.

7.11 The matters referred to the scope of authority of the general meeting may not be delegated to the Company's executive body, unless otherwise envisaged by the Federal Law *On Joint Stock Companies*.

The matters referred to the scope of authority of the general meeting may not be delegated to the Company's Board of Directors, except for the matters envisaged by the Federal Law *On Joint Stock Companies*.

7.12 The general meeting may not consider and pass resolutions on matters not referred to its authority by the Federal Law *On Joint Stock Companies*.

The general meeting may not pass resolutions on matters not included in the agenda and may not change the agenda.

7.13 The general meeting may only pass resolutions on the matters specified in sub-clauses 2, 6, 14 to 20, clause 7.10 hereof, as well as a resolution to decrease the Company's authorised capital by way of decreasing the par value of shares, at the proposal of the Company's Board of Directors.

7.14 Resolutions on the matters specified in sub-clauses 1 to 3, 5, 17 and 20, clause 7.10 hereof, shall be passed by the general meeting with a majority of three-fourths of the votes of shareholders holding voting shares and attending the general meeting, unless envisaged otherwise by the Federal Law *On Joint Stock Companies*.

General meeting resolutions on other issues put to vote shall be adopted by a majority of votes of shareholders holding voting shares of the Company and attending the general meeting, unless otherwise envisaged by the Federal Law *On Joint Stock Companies* for passing resolutions on such matters.

For each motion put to vote only one (individual) resolution may be passed.

Resolutions passed by the general meeting and a list of the Company's shareholders present at their adoption shall be witnessed by the Company's shareholder registrar acting as the counting committee at the general meeting.

7.15 General meeting resolutions may be adopted without convening a meeting (joint presence of shareholders to discuss agenda items and adopt resolutions on the items put to vote) by means of an absentee vote

When the general meeting agenda includes items on electing the Company's Board of Directors or the Internal Audit Team, approving the Company's auditor, or issues stipulated by sub-clauses 11 and 12, clause 7.10 hereof, the meeting may not be held in the form of an absentee vote.

7.16 The Chairperson of the Board of Directors shall preside over a general meeting. Upon his/her written request, the Board of Directors may appoint another chairperson for a general meeting, including a person who is not a member of the Board of Directors.

7.17 Resolutions at a general meeting shall be binding upon the Board of Directors, the Managing Board, and the Chief Executive Officer, as well as all the Company's employees.

Article 8. Board of Directors

8.1 The Board of Directors shall control the activity of the Company's sole and collegial executive bodies and exercise other functions imposed on it by law and this Charter.

8.2 5.1 The Board of Directors shall perform general management of the Company's business, except for passing resolutions on matters reserved by the Federal Law *On Joint Stock Companies* to the general meeting.

8.3 The scope of authority of the Board of Directors shall include:

1) Determining priority segments for the Company's business, in particular approving the Company's financial and economic plan (budget), development strategy and business plans for core activities, determining criteria for evaluating the Company's key financial and economic performance indicators envisaged by its strategy and business plans, as well as monitoring implementation by executive bodies of the Company's financial and economic plan (budget), development strategy and business plans, including the review of reports by executive bodies

2) Convening annual and extraordinary general meetings of the Company, except for cases stipulated by the Federal Law *On Joint Stock Companies*

3) Approving agendas of general meetings

4) Determining the record date for persons entitled to participate in a general meeting and other issues referred to the authority of the Company's Board of Directors by the Federal Law *On Joint Stock Companies* and related to the convening and holding of a general shareholder meeting, as well as appointing a secretary for a general shareholder meeting

5) Increasing the Company's authorised capital by offering additional shares, within the limits of the authorised capital in terms of quantity and categories (types) of shares

6) Offering the Company's additional shares into which preferred shares of a certain type placed by the Company are converted, convertible into ordinary shares or preferred shares of another type, provided such offering does not increase the Company's authorised capital, as well as offering the Company's bonds and equity securities other than shares

7) Determining the price (monetary value) of property and the offering price or the procedure for determining it and the redemption price of equity securities in cases stipulated by the Federal Law *On Joint Stock Companies*

8) Acquiring the Company's outstanding shares (except when the Company acquires a portion of outstanding shares to reduce their total number and reduce the authorised capital) and

acquiring the Company's outstanding bonds and other securities in cases stipulated by the Federal Law *On Joint Stock Companies* or other federal laws

9) Forming executive bodies of the Company and terminating their powers ahead of schedule; approving the terms and conditions of employment contracts with persons acting as sole executive body and with members of the collegial executive body, including the terms of remuneration and other payments; establishing the requirements for qualification and the amount of remuneration for these persons; and representing the Company's interests, exercising its rights and performing its duties as employer in relations with the person acting as sole executive body

10) Providing recommendations on the amount of remuneration and compensation paid to members of the Company's Internal Audit Team and determining the amount of the auditor's fee

11) Providing recommendations on the amount of dividends and the procedure for their payment

12) Allocating the Company's reserve fund and other funds

13) Approving the Company's bylaws, except for the bylaws reserved for the general shareholders meeting by the Federal Law *On Joint Stock Companies* and other bylaws reserved for the Company's executive bodies by the Company Charter

14) Establishing affiliates and opening representative offices of the Company

15) Approving major transactions in cases stipulated by the Federal Law *On Joint Stock Companies*

16) Approving related-party transactions in cases stipulated by the Federal Law *On Joint Stock Companies*

17) Approving the Company's registrar and the terms and conditions of the agreement therewith, as well as termination of the agreement

18) Resolving on the Company's investing in and divesting of stakes in other organisations (excluding organisations listed in sub-clause 18, Clause 7.10 hereof)

19) Applying for listing of the Company's shares and/or equity securities convertible into the Company's shares

20) Delegating issues stipulated by sub-clauses 2, 6, 14 to 20, Clause 7.10 hereof to the general meeting

21) Approving risk management and internal control provisions (policy), in particular determining key principles and approaches for creating the Company's risk management and internal control system, as well as monitoring compliance with this policy, including reviewing compliance reports and implementation practices and evaluating effectiveness

22) Approving the internal audit policy (provisions), as well as monitoring compliance with this policy, including reviewing compliance reports and implementation practices, approving a nominee for the post of head of the team performing internal audit functions and terminating its powers, approving a work plan and budget for the internal audit team, reviewing its reports and

evaluating its effectiveness, and setting the amount, terms and procedure for remuneration paid to the team's head

23) Electing the Chairperson and Deputy Chairperson of the Board of Directors

24) Appointing the secretary of the Board of Directors

25) Evaluating the compliance of nominees to (members of) the Board of Directors with independence criteria, passing resolutions recognising them as independent Board of Directors nominees (members), and choosing a senior independent director from among the independent directors

26) Approving resolutions on the issue (additional issue) of equity securities, issue prospectus and reports on the results of an issue (additional issue) of equity securities of the Company, as well as amendments thereto

27) Passing resolutions to establish or dismiss Board of Directors committees, to approve and amend the regulations for Board of Directors committees, and on the election and early termination of powers of members and heads of Board of Directors committees

28) Approving a list of the Company's inside information, approving the procedure for accessing the Company's inside information, ensuring information confidentiality and monitoring compliance with the requirements of current Russian law on the protection and use of inside information, and appointing the Company department (officer) responsible for monitoring compliance with the requirements of current Russian law on the protection and use of inside information

29) Approving the regulation on dividends payments based on the Company's performance (dividends policy)

30) Approving the regulation on disclosure of information about the Company and its activity (information policy) and monitoring compliance with the Company's information policy, including reviewing reports on compliance with the Company's information policy and its implementation

31) Approving the regulation on anti-corruption measures (anti-corruption policy) and monitoring compliance with the Company's anti-corruption policy, including reviewing reports on compliance with the Company's anti-corruption policy and its implementation

32) Approving the regulation (policy) on managing conflicts of interests and/or the Company's code of ethics, as well as assessing the effectiveness of the policy on managing conflicts of interests and the Company's ethics code, monitoring compliance with this policy and the Company's code of ethics, including reviewing reports on compliance and implementation

33) Assessing the effectiveness of the corporate management system (operations) and making decisions on modernisation of the corporate management system (operations) at the Company and its subsidiaries, reviewing reports on the Company's compliance with the principles and recommendations of the Corporate Governance Code approved by the Bank of Russia and assessing the feasibility of implementing the Code's specific recommendations, approving the

Company's corporate governance code and monitoring compliance with it, including reviewing reports on compliance and implementation

34) Approving the remuneration and/or reimbursement (compensation) policy for BOD members, executive bodies and other key managerial employees and monitoring implementation and compliance with this policy; approving short- and long-term incentive programs for members of executive bodies and other key managerial employees, as well as assessing the performance (achievement of goals) of the Company's executive bodies and other key managerial employees based on annual results

35) Determining the recruitment criteria and assessing compliance with such criteria for candidates to the Company's managing and control bodies (Internal Audit Team), determining the criteria and conducting self-assessment and external assessment of the BOD and the Company's BOD committees

36) Approving the regulation on the Company's corporate secretary, approving the candidate for corporate secretary and terminating his or her powers, assessing the corporate secretary's performance, reviewing reports on his or her performance and determining the corporate secretary's remuneration amount, terms and payment procedure

37) Determining the position of the Board of Directors, including the position of independent directors, and providing the Company's general meeting and/or other persons, as necessary, with recommendations related to the following significant corporate actions: corporate restructuring, an increase or decrease in the Company's authorised capital, listing or delisting of the Company's shares, acquisition of thirty (30) or more percent of the Company's voting shares (merger), major transactions (i.e. major transactions involving property valued more than fifty (50) percent of the book value of the Company's assets), as well as upon the recommendation of independent directors related to other actions possibly leading to a significant change in shareholders' rights or an infringement of their interests

38) Matters requiring Board of Directors resolutions according to the requirements of the rules of exchange trade conducted in accordance with Russian laws or the laws of a foreign country (including in accordance with the listing rules of the trade organiser that lists the Company's securities)

39) Other matters stipulated herein and by current Russian laws.

8.4 Matters referred to the scope of authority of the Board of Directors may not be delegated to the Company's executive bodies.

8.5 The Board of Directors shall be elected by the general meeting in accordance with the procedure envisaged by the Federal Law *On Joint Stock Companies*, this Charter and the Regulation on the Company's Board of Directors for a term until the next annual meeting, and shall consist of seven (7) members. If the general meeting is not held within the term stipulated by the Federal Law *On Joint Stock Companies*, the powers of the Board of Directors shall be terminated except for the powers to prepare, convene and hold annual general meetings.

8.6 A person elected to the Company's Board of Directors may be re-elected for an unlimited number of terms. Only individuals may be members of the Board of Directors. A person who is not a shareholder of the Company may serve as a member of the Board of Directors.

The person serving as the sole executive body of the Company and members of the Company's collegial executive body may not account for more than one fourth of the total number of members of the Board of Directors and may not be elected as the Chairperson of the Board of Directors.

8.7 Members shall be elected to the Board of Directors by cumulative vote: the number of votes held by each shareholder is multiplied by the number of persons to be elected to the Board of Directors, and the shareholder may cast the resulting number of votes for one nominee or distribute the votes among two or more nominees. The nominees who received the most votes shall be deemed elected to the Board of Directors. The general meeting may resolve to terminate the powers of any Board of Directors member ahead of schedule.

8.8 Upon resolution of the Company's general meeting, members of the Board of Directors may be paid remuneration and/or compensation for their expenses incurred in such capacity. The amount of remuneration and compensation shall be determined by the general meeting.

8.9 Meetings of the Board of Directors shall be held as necessary.

Meetings of the Company's Board of Directors shall be convened by the Chairperson of the Company's Board of Directors at his/her discretion, as well as upon request of a member of the Board of Directors, the Company's Internal Audit Team, the Company's auditor or the Company's executive bodies.

The procedure for convening and holding meetings of the Company's Board of Directors shall be determined by the Regulation on the Board of Directors approved by the Company's general meeting.

The Board of Directors of the Company may adopt resolutions by absentee vote. The procedure for holding absentee votes shall be regulated by the Regulation on the Board of Directors. For Board of Directors meetings held by voting in person, information and communication technologies (telephone and video conference calls) may be used to allow Board of Directors members to attend the meeting virtually, discuss agenda items and adopt resolutions on motions put to a vote without attending the meeting in person.

8.10A Board of Directors meeting and absentee vote shall be deemed constituted (have quorum) if not less than half of the elected members of the Board of Directors participate. If the number of members on the Board of Directors falls below the number constituting a quorum, the Board of Directors shall convene an extraordinary shareholder meeting to elect new members to the Board. The remaining members on the Board of Directors may only pass resolutions to convene such extraordinary shareholder meeting.

8.11 When calculating the quorum and voting results on agenda items at a meeting of the Board of Directors, the written opinion of a member of the Company's Board of Directors absent from the meeting of the Board of Directors shall be taken into account.

8.12 Meetings and absentee votes of the Company's Board shall be adopted by a majority of the votes of members of the Board of Directors of the Company participating in such meetings (absentee vote), unless the Federal Law *On Joint Stock Companies*, this Charter or the Regulation on the Board of Directors provide for a greater majority of votes for the relevant resolutions to be passed.

When transacting matters at a meeting of the Board of Directors, each member of the Board of Directors shall have one vote.

No member of the Board of Directors may delegate his or her voting rights to any other persons, including other members of the Board of Directors.

If there is a deadlock on a resolution to be adopted by the Board of Directors, the Chairperson shall cast the deciding vote.

8.13 The Chairperson of the Board of Directors shall be elected from among members of the Board of Directors who are not serving as the Company's sole executive body or as members of the Company's collegial executive body.

The Chairperson of the Board of Directors shall be elected by the members of the Board of Directors from their number by a majority vote.

The Chairperson shall organise the activities of the Board of Directors, convene its meetings and preside over them, order the recording of meeting minutes and preside over general meetings. One or more Deputy Chairpersons shall be elected from among the members of the Board of Directors by a majority vote of all members of the Board of Directors.

8.14 Minutes of the meetings of the Board of Directors shall be recorded and executed within three (3) days after the date of the meeting and contain the information envisaged by current Russian laws.

8.15 Resolutions of the Board of Directors shall be binding upon the Company's executive bodies, the Chief Executive Officer (President) and all employees.

8.16 The Board of Directors may form committees consisting of Board of Directors members to explore the most important matters reserved for the Board of Directors and to provide recommendations on resolutions regarding such matters.

Article 9. Managing Board

9.1 The Managing Board is the collegial executive body of the Company carrying out day-to-day management of the Company's business.

9.2 The Managing Board shall act in accordance with Russian Federation law, this Charter and the Regulation on the Managing Board of the Company approved by the Company's general meeting.

9.3 The Managing Board shall report to the Board of Directors and the general meeting.

9.4 The Managing Board of the Company shall consist of six (6) members (the Chairperson and members of the Managing Board). Members of the Managing Board shall be elected by the Board of Directors as proposed by the Chief Executive Officer and/or members of the Board of Directors in accordance with the procedure stipulated by this Charter and the Regulation on the Managing Board of the Company.

9.5 Persons elected as members of the Managing Board shall acquire their powers upon the adoption by the Board of Directors of a resolution on election of members of the Managing Board. Persons elected as members of the Managing Board may be re-elected an unlimited number of times.

9.6 A member of the Managing Board may only be an individual. A member of the Managing Board does not need to be a shareholder of the Company.

9.7 In case of early termination of the powers of members of the Managing Board, their powers shall be deemed terminated upon the adoption by the Board of Directors of a resolution on early termination of powers of members of the Managing Board.

9.8 The scope of authority of the Managing Board of the Company shall include:

1) Considering and making recommendations on key matters of the Company's day-to-day business

2) Preparing information, materials and proposals on issues proposed for consideration by the Board of Directors and the Company's general meeting

3) Developing and giving preliminary consideration to the Company's business plan (budget), the Company's development strategy and business plans for the Company's core activities

4) Drawing up the Company's production programme and setting production volumes

5) Considering the launch of new production units, overhauls and technical upgrades

6) Considering implementation of the Company's social development programme

7) Ensuring systematic improvement of labour and living conditions, leisure facilities and medical services for the Company's employees and their families and improvement of the Company's social development in general

8) Organising the work of the Company's departments and their effective cooperation while implementing the Company's business plan (budget), the development strategy and business plans for the Company's core activities, and resolutions passed by the Company's general meeting and meetings of the Company's Board of Directors

9) Monitoring product quality and improvement

10) Recruitment

11) Appointing the secretary of the Managing Board

12) Adopting resolutions within the scope of its authority on other issues proposed to the Managing Board by the Chief Executive Officer or other members of the Managing Board

9.9 The Managing Board shall adopt resolutions on issues within its competence at its meetings or by an absentee vote. When determining the presence of a quorum for the agenda items and the voting results thereof at a meeting of the Managing Board, the written opinion of a member of the Managing Board who is absent from the meeting shall be taken into account.

9.10 The Chief Executive Officer or acting Chief Executive Officer shall exercise the functions of the Chairperson of the Managing Board. One or more Deputy Chairpersons of the Managing Board shall be appointed from among the members of the Managing Board by the Chairperson of the Managing Board.

9.11 Meetings of the Managing Board shall be convened by the Chief Executive Officer or acting Chief Executive Officer when necessary.

9.12 A meeting of the Managing Board shall be deemed duly constituted (have quorum) if attended by at least one-half of the elected members of the Managing Board. In the event that the number of members of the Managing Board is less than the number required for quorum, the powers of members of the Managing Board shall be terminated.

9.13 Resolutions at a meeting of the Managing Board shall be adopted by a majority of votes of the members of the Managing Board participating in the meeting. If there is a deadlock, the Chairperson of the Managing Board shall cast the deciding vote.

9.14 When voting at meetings of the Managing Board, each member of the Managing Board shall have one vote. A member of the Managing Board may not transfer his/her voting right to another member or other persons.

9.15 The rights and obligations of the Managing Board's members with respect to management of the Company's day-to-day business shall be determined by the Federal Law *On Joint Stock Companies*, the Regulation on the Managing Board and the agreement concluded between each of them and the Company. The agreement on behalf of the Company shall be signed by the Chairperson of the Board of Directors or a person authorised by the Board of Directors.

The Board of Directors may at any time resolve on early termination of authority of the Managing Board members (early termination of agreements with each member of the Managing Board) and establishment of another collegial executive body of the Company.

9.16 A member of the Managing Board may only hold offices in the governing bodies of other organisations with the approval by the Company's Board of Directors.

Article 10. Chief Executive Officer (President)

10.1 Management of the day-to-day activities of the Company shall be effected by the Chief Executive Officer (President), being the sole executive body of the Company.

The names of the office – Chief Executive Officer and President – are interchangeable.

10.2 The Chief Executive Officer (President) shall be appointed and dismissed by the Board of Directors.

10.3 The rights and obligations of the Chief Executive Officer (President) shall be determined by the Federal Law *On Joint Stock Companies*, other regulations of the Russian Federation, this Charter, the Regulation on the Managing Board of the Company and the agreement between the Company and the Chief Executive Officer (President). The Board of Directors may at any time terminate the agreement with the Chief Executive Officer (President).

10.4 The general meeting may, by its resolution, contract with a for-profit organisation (managing company) or an individual (manager) to act as the Company's sole executive body.

The general meeting may resolve to contract with a managing company or a manager to act as the Company's sole executive body only upon presentation of the Company's Board of Directors.

10.5 Issues relating to the management of the Company's day-to-business shall be reserved to the Chief Executive Officer (President), except for issues reserved to the general meeting, the Board of Directors and the Managing Board of the Company.

10.6 Within the scope of his/her authority, the Chief Executive Officer of the Company shall:

1) Represent the Company's interests and act without a power of attorney on behalf of the Company

2) Dispose of the Company's cash and other assets subject to current laws and the Company's Charter

3) Have the authority to sign financial and payment documents

4) Transact on behalf of the Company, subject to current laws and the Company's Charter

5) Carry out day-to-day management of the Company's operations and direct management of the Managing Board

6) Approve the Company's organisational chart and organise the functions and effective cooperation of the Company's divisions

7) Issue powers of attorney on behalf of the Company

8) Organise the Company's accounting and reporting

9) Approve job descriptions, issue orders and give instructions that are binding for all the Company's employees, except in cases stipulated by the Company's Charter

10) Approve the staff schedule, hire and dismiss Company employees, enter into labour agreements with Company employees, and apply incentive measures and impose penalties upon them

11) Organise and support the implementation of resolutions passed by general meetings, meetings of the Company's Board of Directors and the Managing Board

12) Implement the Company's regulation (policy) on risk management and internal control and ensure the development and operation support of the Company's effective risk management and internal control system

13) Implement the regulation on the disclosure of information about the Company and its activity (information policy) and provide for the timely release of information about the Company's activity and other disclosure of information in accordance with current Russian laws and the Company's bylaws

14) Implement the resolution on anticorruption for the Company's activity (anticorruption policy)

15) Implement the policy on internal audit (regulation on internal audit) and ensure the organisation and operation support of an effective internal audit procedure

16) Ensure provision of information upon request to members of the Board of Directors, the Managing Board Internal Audit Team, and shareholders of the Company

17) Propose Managing Board candidates to the Board of Directors

18) Appoint Deputy Chairpersons of the Managing Board

19) Organise record-keeping at Managing Board meetings

20) Approve the Company's bylaws on issues related to the scope of authority of the Company's executive bodies

21) Perform other actions necessary to achieve the Company's goals and support its regular activity in accordance with current Russian laws and the Company's Charter, except for those issues reserved to the general meeting, the Board of Directors and the Managing Board of the Company

10.7 The powers of the Chief Executive Officer (President) shall commence upon adoption by the Board of Directors of the Company of a resolution to appoint the Chief Executive Officer (President) and shall terminate upon adoption by the Board of Directors of the Company of a resolution to terminate the powers of the Chief Executive Officer (President).

10.8 Should the Chief Executive Officer (President) temporarily fail to exercise his/her functions, the person appointed acting Chief Executive Officer (President) of the Company shall exercise those functions. The acting Chief Executive Officer (President) shall be appointed by order of the Chief Executive Officer (President) and shall act on behalf of the Company within the term and limits of the powers determined by the corresponding order of the Chief Executive Officer (President) and a Power of Attorney issued by the Chief Executive Officer (President) on behalf of the Company.

10.9 The Company's Board of Directors may at any time resolve to terminate the powers of the Company's Chief Executive Officer ahead of schedule and appoint a new Chief Executive Officer.

Article 11. Company's Accounting and Reporting

11.1 The Company shall keep its accounts and disclose accounting (financial) statements as provided by current Russian laws.

11.2 Accounting (financial) statements of the Company shall make a fair presentation of the Company's financial position as of the reporting date and its financial performance. Accounting (financial) statements of the Company shall be denominated in the Russian Federation currency, unless otherwise stipulated by Russian law.

11.3 Annual accounting (financial) statements of the Company shall be prepared for the reporting year, which corresponds to a calendar year from January 1 through December 31 (inclusive).

Article 12. Reserve Fund

12.1 The Company shall maintain a reserve fund in the amount of fifteen (15) per cent of the Company's authorised capital.

12.2 The Company shall make annual allocations to the reserve fund of not less than five (5) per cent of the Company's net profit until the reserve fund reaches a determined amount.

12.3 The Company's reserve fund shall serve to cover the Company's losses as well as redeem the Company's bonds and repurchase the Company's shares if no other sources of financing are available.

Article 13. Bonds and Equity Securities

13.1 The Company may offer its bonds and equity securities as provided under Russian securities law.

13.2 The Company may offer its bonds and equity securities by resolution of its Board of Directors.

13.3 A bond is a security certifying the right of its holder to receive from the person issuing the bond the par value of the bond or other property equivalent within the time limit provided for by the bond. The bond also entitles its holder to a certain interest rate on its par value as fixed by the bond or other property rights.

Article 14. Internal Audit Team

14.1 To control the Company's financial and economic activities, the general meeting shall elect an Internal Audit Team. The Internal Audit Team shall consist of five (5) members.

14.2 No fewer than one member of the Internal Audit Team shall have knowledge of and be versed in bookkeeping and the preparation of accounting (financial) statements. Any other eligibility criteria for nominees to the Company's Internal Audit Team shall be determined by the Company's Board of Directors.

14.3 Members of the Company's Internal Audit Team may not be members of the Board of Directors or hold other offices in the Company's governing bodies.

14.4 The scope of authority of the Internal Audit Team shall include:

- 1) Audit (inspection) of the Company's financial and economic activity, including the compliance of such activity with the requirements of current Russian laws
- 2) Verification of data included in the Company's annual report, annual accounting (financial) statements and other reports (statements) and financial documents of the Company
- 3) Control over compliance with the rules for bookkeeping and the preparation and submission of accounting (financial) statements
- 4) Control over accrual and payment of remuneration and compensation in the amount set by the general meeting, and review of accrual and payment of remuneration and compensation to the Company's auditors
- 5) Control over distribution of the Company's profits as approved by the general meeting, including compliance with the procedure for calculating and paying declared dividends
- 6) Control over compliance with the procedure for passing resolutions on the placement (issue) of equity securities and over compliance of placement terms with the requirements of current Russian laws and the Company's Charter and bylaws
- 7) Examination of certain facts of the Company's financial and economic activity, including certain transactions, events and operations that have or may have a material impact on the Company's financial standing and its financial results
- 8) Participation, subject to the Company's bylaws, in implementing provisions (policy) related to risk management and internal control, including elaboration and implementation of separate procedures for risk management and internal control, and participation in assessing the effectiveness of the Company's risk management and internal control system
- 9) Subject to the Company's bylaws, participation in implementing provisions (policy) related to counteracting corruption in the course of the Company's business, including elaboration and implementation of separate procedures for counteracting corruption, and in assessing the effectiveness of the Company's anti-corruption policy
- 10) Election of the Internal Audit Team's Chairperson and his/her deputy, approval of a work plan for the Internal Audit Team, consideration of requests that the Internal Audit Team conduct unscheduled inspections, approval of the Internal Audit Team's opinions based on findings from completed inspections, requesting an extraordinary general meeting of the Company
- 11) Other matters stipulated by the Federal Law *On Joint Stock Companies* or this Charter.

14.5 The operation of the Company's Internal Audit Team shall be governed by the Regulation on Internal Audit Team approved by the Company's general meeting.

14.6 The Internal Audit Team shall audit (inspect) the Company's financial and business operations for the year and at any time at its own discretion, as instructed by a resolution of the Company's general meeting or the Board of Directors, or as requested by a shareholder(s) holding in aggregate at least ten (10) per cent of the Company's voting shares.

14.7 When requested by the Internal Audit Team, the Company's officers shall produce documents supporting any financial or business operations of the Company.

14.8 The general meeting may resolve that members of the Internal Audit Team be paid remuneration and/or compensated for expenses related to discharging their obligations as long as they hold their office.

Article 15. Responsibilities of Members of the Company's Governing Bodies

15.1 A person authorised to act on behalf of the Company under the law, other regulation or this Charter, as well as members of the Company's collegial bodies, shall act for the Company's benefit in good faith and with due care. Such persons shall bear liability envisaged by current Russian laws if it is proved that, when exercising their respective rights and obligations, they did not act in good faith and with due care, including if their actions (omissions) did not comply with the conditions for civil-law transactions or business risk.

15.2 A person authorised to act on behalf of the Company under the law, other regulation or this Charter, as well as members of the Company's collegial bodies, shall use information classified as the Company's commercial secret and other confidential information about the Company's activity for the Company's benefit and protect such information from disclosure.

Article 16. Dissolution and Reorganisation

16.1 The Company may initiate voluntarily reorganisation as described in the Civil Code and the Federal Law *On Joint Stock Companies*.

Other grounds for reorganisation and the Company's reorganisation procedures are set forth in the Civil Code and other federal laws.

The Company may be reorganised through merger, consolidation, division, split-off or conversion.

16.2 The Company may be dissolved voluntarily in accordance with the Civil Code and subject to other regulations and this Charter.

The Company may be dissolved by a court resolution on the grounds stipulated by the Civil Code.

The Company's dissolution shall result in its termination without any assignment of rights and obligations to other persons under the procedure of universal succession.

16.3. When appointed, the liquidation committee shall assume all powers related to the Company's management.

The liquidation committee shall publish a statement on the dissolution of the Company and the procedure and terms for creditors to present their claims; this statement shall be published in media outlets that publish data on state registration of legal entities. The deadline for creditors to

submit demands may not be less than two (2) months following the date of publication of the statement on the Company's dissolution.

16.4 If the Company has no obligations to its creditors on the date the resolution on its dissolution is passed, its assets shall be distributed among shareholders as provided by current Russian laws.

16.5 The liquidation committee shall take measures to identify creditors and receive accounts receivable, as well as to notify creditors in writing of the Company's dissolution.

Upon expiration of the term for creditors to submit demands, the liquidation committee shall draw up an interim liquidation balance sheet containing a description of the Company's assets, a list of demands submitted by creditors, the results of their consideration, and a list of demands fulfilled by final court resolution, whether or not such demands were accepted by the liquidation committee.

16.6 The interim liquidation balance sheet shall be approved by the general meeting of the Company.

If cash owned by the Company in dissolution is insufficient to satisfy creditors' claims, the liquidation committee shall sell the Company's assets that may be forfeited according to the law at an auction, excluding objects whose value does not exceed 100,000 roubles (as per the approved interim liquidation balance sheet) and the sale of which does not require the organisation of an auction.

16.7 The liquidation committee shall distribute cash payments among the Company's creditors in accordance with the interim liquidation balance sheet pursuant to the procedure established by current Russian laws.

16.8 Upon the conclusion of creditor settlements, the liquidation committee shall draw up a liquidation balance sheet to be approved by the general meeting.

16.9 Company assets remaining after the satisfaction of creditors' demands shall be distributed by the liquidation committee among shareholders as determined by the Civil Code and the Federal Law *On Joint Stock Companies*.

16.10 The Company's dissolution shall be deemed completed, and the Company shall be deemed terminated, after an entry on its termination is made in the Uniform State Register of Legal Entities.

16.11 The liquidation committee shall bear material liability for any damage caused by it to the Company, shareholders and third parties in accordance with current Russian laws.

PJSC Acron Charter

Entry to Unified State Register of Legal Entities dated 28.06.2016
Primary State Registration Number (OGRN) 1025300786610
State Registration Number (GRN) 2165321194290

Deputy Head of Interregional Inspectorate of the Federal Tax Service of Russia No. 9 for Novgorod region
<Signature> M.O. Karasova
Seal: Administration of the Federal Tax Service for Novgorod region
Interregional Inspectorate of the Federal Tax Service of Russia No. 9 for Novgorod region

Total number of pages stitched, numbered and sealed: 32.

Chief Executive Officer
<Signature>

Seal: Joint Stock Company Acron
Veliky Novgorod
No. 1

Перевод с русского языка на английский язык выполнила переводчик Обухова
Наталья Александровна

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подпись

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расшифровка подписи