

August 2017

Investor presentation

## **History of MOEX**

1992 Moscow Interbank Currency Exchange (MICEX) established 1997
National Settlement
Depository (NSD)
established

2006
National Clearing
Centre (NCC)
established

2012
Launch of Central
Securities Depository
(CSD)

2013 **The Central Bank of Russia**becomes mega-regulator of
financial markets

 $Currency \to Government \ securities \to REPO \to Corporate \ securities \to Derivatives$ 



 $\rightarrow$  Commodities  $\rightarrow$  ...

1995
Russian Trading
System (RTS)
established

1997 MICEX Index launched 2011
Merger of MICEX and RTS

- Moscow Exchange
(MOEX) established

2013 **IPO** of Moscow Exchange (MOEX) 2013 & onwards
Persistent
development of
financial infrastructure



Operates in one of the worlds' largest economies and covers all major asset classes



Commitment to transparency and high standards of corporate governance



Uniquely diversified and vertically-integrated business model



Established track record of solid financial performance and attractive dividend policy



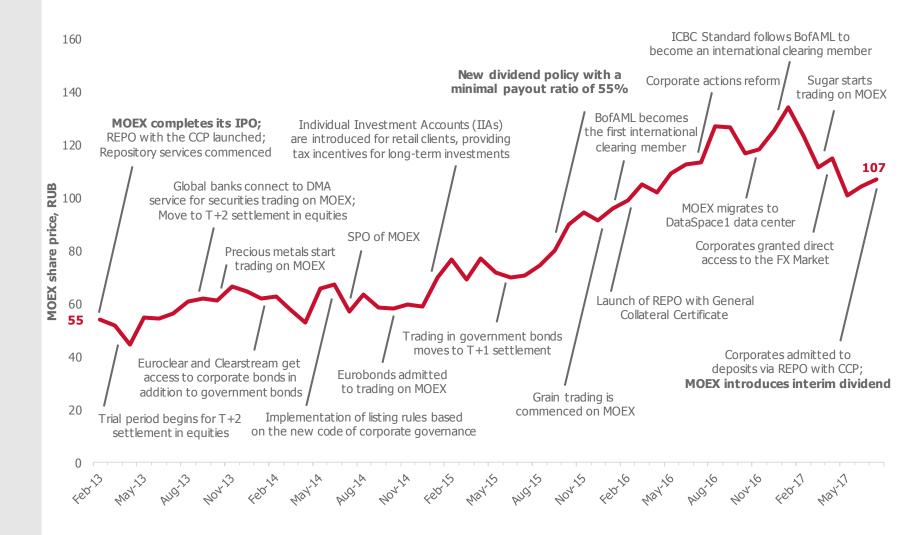
Resilient in alternating macro conditions, features lowcost product scalability



Successfully implemented infrastructure and regulatory reforms put MOEX on par with global peers



# MOEX price performance alongside financial market reforms

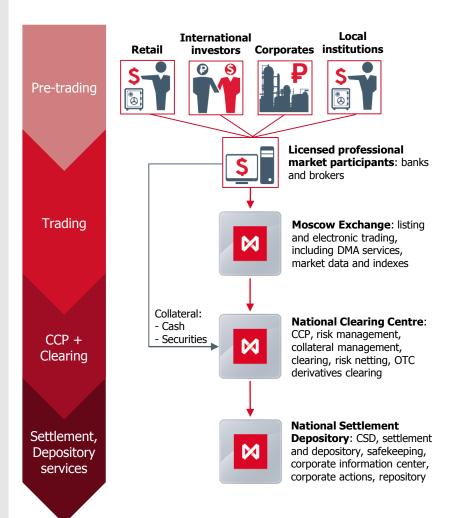




- Business overview
- Corporate governance and dividends
- Market position and competitive strategy
- Financial track record
- 2Q 2017 update



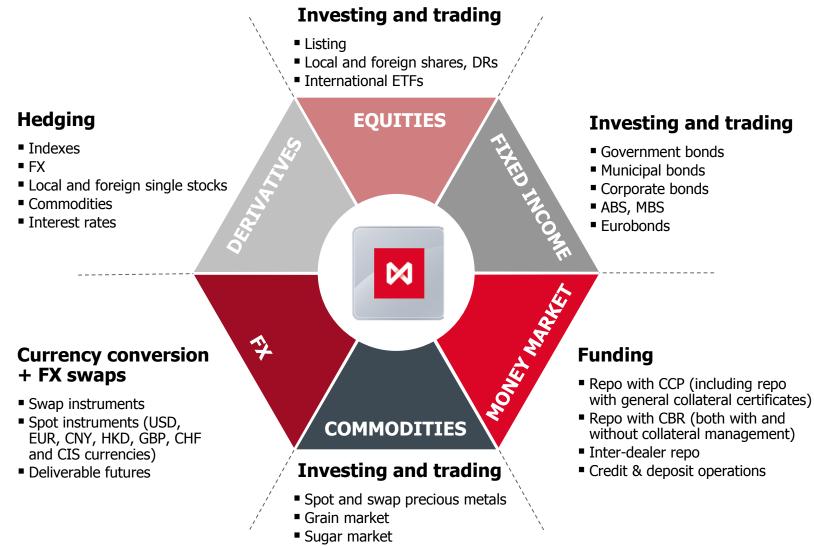
### **On-exchange market**: capturing the whole value chain



- MOEX captures the whole value chain for end-customers, offering a one-stop shop for listing, risk management, market data, multi-asset trading, clearing, settlement and custody.
- ✓ MOEX is **strategically positioned** to benefit from the development of Russia's capital markets in the coming years.
- ✓ Fully **vertically integrated infrastructure** with regulation and oversight by the Bank of Russia (CBR).
- ✓ Single-tier clearing system requires all participants to provide **eligible collateral** to trade any asset class, while pre-trade risk checks forestall any "fat fingers"/"flash crash" problems.
- The market has always been open for competition (except the CSD), but entry barriers are very high due to MOEX's post-trade infrastructure and on-exchange market efficiency. OTC is the key source of competition.
- ✓ Investors trade through brokers and banks, which are **licensed** locally and have access to MOEX markets. Foreign investors have **DMA and ICM services** at their disposal.

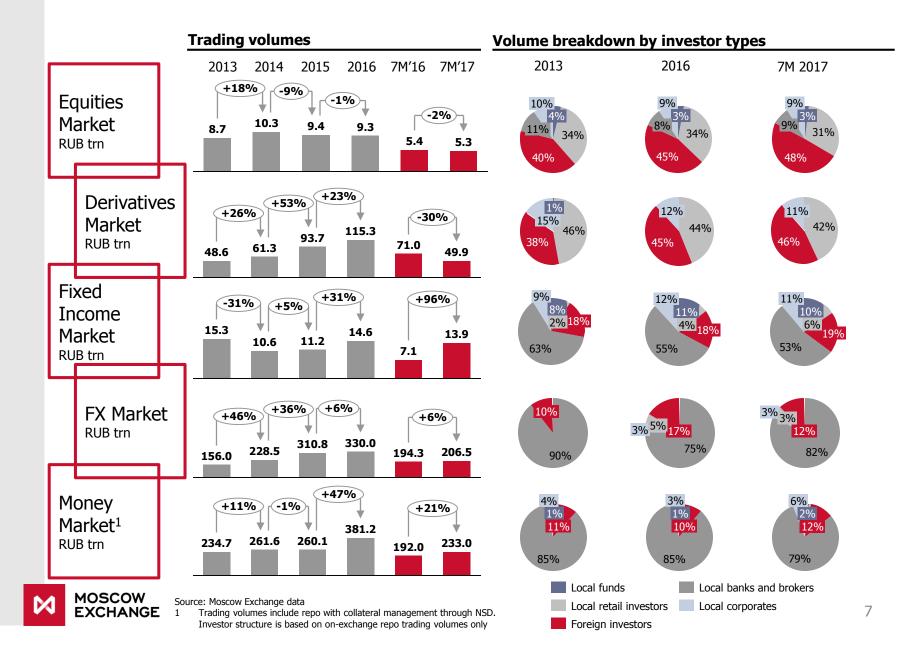


# **Highly diversified** product offering

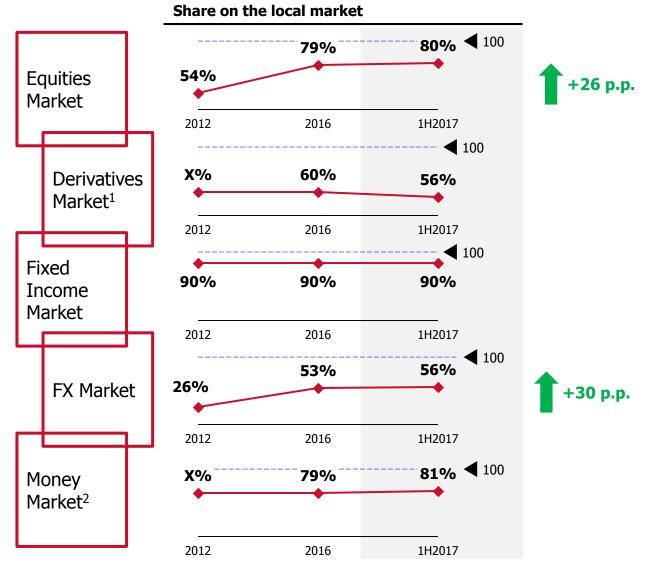




### **Diversified investor base** across different markets



# **MOEX market share** across different products





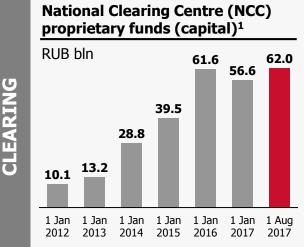
Source: Moscow Exchange data

Data before launch of obligatory reporting to repository is unavailable

REPO trading volumes only. Data before launch of obligatory reporting to repository is unavailable

### Robust **post-trade infrastructure**

Central Counterparty (CCP) and Central Securities Depository (CSD)



(NSD) proprietary capital

7.3

2014

6.0

2012 2013

#### **ADTV (6M 2017)** RUB bln FX 1,434 898 Repo with CCP 347 Derivatives 96 Fixed income 37 Equities Commodities 0.4

CCP cleared value based on

#### **Comments**

- Well-capitalized NCC acts as a CCP for all asset classes
- Solid risk management has ensured smooth operations amid high volatility
- The only qualified CCP in Russia. The status was granted by the CBR in 2013
- **BBB** local currency rating from Fitch one notch higher than Russia's sovereign rating

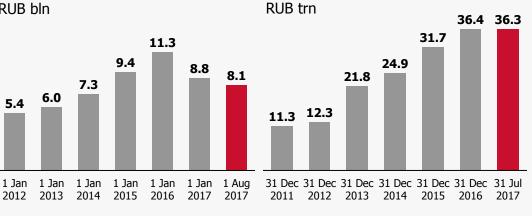
# 62 ш Σ 0 EP I SE

RUB bln

5.4

# **National Settlement Depository**

### Assets on deposit<sup>2</sup>



#### Comments

- NSD is the Central Securities Depository in Russia
- Safekeeping and settlement services
- Collateral management services for repo transactions
- Repository for OTC trades
- Links to Euroclear and Clearstream for Russian bonds and equities
- AA- rating from Thomas Murray<sup>3</sup>



Source: Moscow Exchange

2015

9.4

11.3

2016

8.8

- Figures in accordance with Russian Accounting Standards as reported to and disclosed by the CBR on a monthly basis. Figures from the end of 2015 onwards include skin in the game and other deductions in accordance with the regulation of CCPs by the CBR
- Assets in deposit based on Company's operational data

2017

Thomas Murray is the leading global agency for depository services

# From 2018 NCC will be regulated as a clearing organization and a CCP

Dec 2015	Dec 2016	Nov 2017	Jan 2018			
Changes to law "On Clearing" that regulate NCC as a CCP instead of a banking institution were approved and will come into force in 2018	Bank of Russia developed a set of new regulatory ratios for the CCP	NCC is to apply for a new license, switching from banking regulation to CCP regulation	NCC operates and is regulated as a CCP, licensed as a non-banking credit organization			
Target capital	Target capital in financial year 2	Target capital in financial year 2017 that suits new regulatory requirements: <b>RUB 55.2 bln</b>				
New regulation requires:						
Capital adequacy	At all times NCC's own capital shall exceed the sum of "skin in the game", the minimum capital to maintain 11% of RWA and a reserve of 75% of annual operating expenses					
Adequacy of total resources	At all times the sum of "skin in the game" and the guarantee fund shall exceed potential losses in the event of default of the two largest counterparties					
Adequacy of initial margin	Price fluctuations of each asset shall not exceed the initial margin amount in more than 99% of cases of price changes					
Liquidity ratio	The amount of liquid assets of the CCP at any time shall exceed the amount of potential losses in the event of default of the two largest counterparties					
Collateral concentration	A certain type of asset is eligible as collateral unless its addition exceeds 25% in total assets placed as collateral by market participants					



# Supporting fintech initiatives to develop the retail investor base

#### **Platforms:**



**MOEX** is an industry partner of the **Finance & Banking Technologies** track of the largest accelerator for technology start-ups in Russia and Eastern Europe in 2016. The track is organized by the Bank of Russia and combines projects in the area of financial technologies, services and e-commerce. The best projects selected via a multi-stage assessment received intensive development as well as opportunities to attract major new investment



**MOEX** is the general partner of the **Forum of Innovative Financial Technologies** (Finopolis), the largest fintech forum in Russia organized by the Bank of Russia to disseminate innovation technologies in the financial sector in 2016. Five start-ups presented services in robo-advising, financial marketplaces, access interfaces and crypto-security during a MOEX roundtable

#### **Products and Services:**

**MOEX** launched the first annual **"Innovations in Investing"** contest among professional market participants and independent developers to support and develop products and services complimentary to MOEX technologies:

Selected contest participants:



- ✓ Automated stock and bond trading app
- Robo-advising with online recommendations driven by fundamental analysis
- Personal approach based on the client's risk profile



- Mobile App for buying bonds
- One-click investment without threshold limit
- Blockchain to decrease operating risk and to protect against fraud
- Robo-advising to help create a fixedincome portfolio



### SIMPLE INVEST

- An easy way to start investing
- Personalization of the investment process
- Gamification to learn and strengthen investment skills
- ✓ Link to the client's bank card



# E-voting via Blockchain successfully tested at NSD

**Blockchain: E-voting for bondholders** 

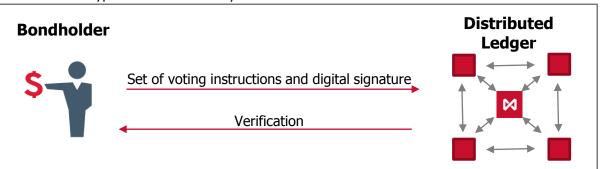
#### **E-voting for bondholders**

Prototype version successfully tested in 2016

### **Open source code**

**80** transactions per second

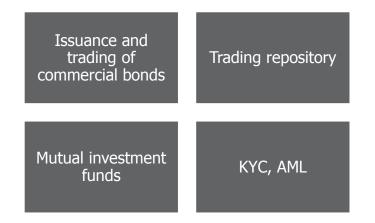
**Pilot version** to be launched in 2017



### Changing the environment of the financial market...

- Participation in the development of unified standards for e-voting based on distributed ledger technology in BRICS
- Membership in **Hyperledger**, a leading consortium aimed at developing and promoting blockchain technology, as well as the working group of the Bank of Russia, and the **Post-Trade Distributed Ledger (PTDL) Group**, an initiative of 37 member financial institutions aiming to determine the best way for the post-trade industry to benefit from distributed ledger technology.
- Support of hackathons and sponsorship of FinTech
   Pilotbed, a blockchain start-up accelerator

### ...while studying areas of potential implementation





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## Best-in-class corporate governance standards

- ✓ Independent directors represent 50% of the 2017-2018 Supervisory Board vs. a minimum threshold of 20%¹. Five of the six Supervisory Board committees are chaired by independent directors
- ✓ MOEX was a pioneer to adopt the new criteria of Director Independence aligned with the new Corporate Governance Code
- ✓ Alexei Kudrin, a well-known and respected financial expert who was acknowledged as the best Minister of Finance in 2004 ("The Banker") and 2010 ("Euromoney"), serves as Board Chairman
- ✓ 11 out of 12 Board members are non-executive, with CEO Alexander Afanasiev the only executive Director

	Supervisory Board members	Strategy Planning	Audit	Nomination and Remuneration	Budget	Technical Policy <sup>2</sup>	Risk Management
3	<b>Alexey Kudrin - Chairman</b> Chairman of the Board at the Centre for Strategic Research						
<b>E</b>	Andrey Golikov - Deputy Chairman Deputy Chairman of the Supervisory Board at Moscow Exchange	$\checkmark$			Chair	$\checkmark$	
	Alexander Afanasiev CEO, Chairman of the Executive Board at Moscow Exchange						
9	Anatoly Braverman First Deputy CEO at Russian Direct Investment Fund	$\checkmark$			$\checkmark$		$\checkmark$
S.	Valery Goreglyad Chief Auditor at Bank of Russia				$\checkmark$		$\checkmark$
	<b>Bella Zlatkis</b> Deputy Chairman of the Executive Board at Sberbank of Russia						
9	Oleg Vyugin Professor at Higher School of Economics	✓		✓			
	Maria Gordon Independent Director at Alrosa		$\checkmark$				
9	<b>Yuriy Denisov</b> Chairman of the Supervisory Board at NCC Clearing Bank	$\checkmark$		$\checkmark$			Chair
P	Anatoly Karachinsky President at IBS LLC					Chair	
	<b>Duncan Paterson</b> Chairman at G. H. Financials Limited	$\checkmark$	Chair				
	Rainer Riess Director General at Federation of European Securities Exchanges (FESE)	Chair	✓	Chair			

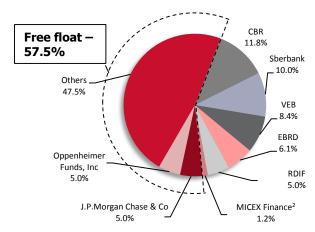




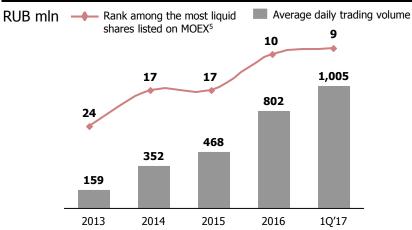
# Dispersed ownership with one of the **highest free-floats** in Russia

#### Dispersed ownership with no controlling shareholder...

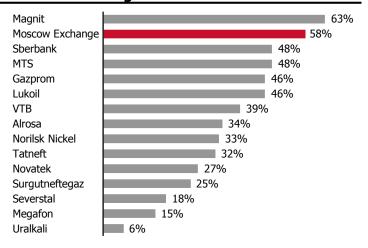
as of 7 July 20171



### **Growing liquidity of MOEX shares<sup>4</sup>**

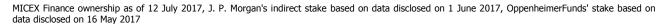


#### ...and one of the highest free-floats in Russia<sup>3</sup>



#### Striving for transparency

- Voluntary disclosures and regular updates of investor materials, including monthly trading results
- Annual MOEX Forums in Moscow, New York, London and Shanghai have become well-know venues to maintain dialogue with international market participants
- Robust investor relations program:
  - √ 349 investor meetings in 2016
  - ✓ IR activities in Russia, the UK, Europe and the US to maintain dialogue with overseas investors
  - ✓ IR awards in Russia in 2014, 2015 and 2016



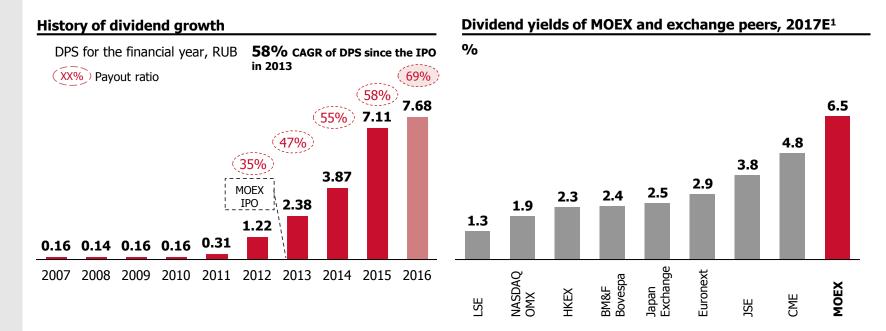


Largest companies by market capitalization from MICEX Index Trading volumes in the main trading mode (T0, T+2)

<sup>5</sup> Ordinary and preferred shares



# 2016 payout: 69.4% of net profit



#### **Comments**

- Dividend policy approved in September 2015 sets 55% of net profit as the minimum payout
- In April 2017 MOEX's AGM voted to pay out a dividend of RUB 7.68 per share, or 69.4% of 2016 net profit
- On 9 August 2017 the Supervisory Board made a recommendation to pay an interim dividend of RUB 2.49 per share for 1H 2017

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# **Leading positions in a global context**

#### 3rd largest exchange in fixed income1

Rank	Exchange	Country	Trading vol. (USD bln)	Incl. REPOs
1	LSE Group	UK	5 035	×
2	BME	Spain	2 294	$\checkmark$
3	Moscow Exchange	Russia	2 239	√
4	Korea Exchange	Korea	1 191	×
5	Johannesburg SE	South Africa	1 009	$\checkmark$
6	Nasdaq OMX	USA	828	$\checkmark$
7	Oslo Borse	Norway	544	$\checkmark$
8	Bolsa de Valores de Colombia	Colombia	170	×
9	Shanghai SE	China	167	×
10	Taipei Exchange	Taiwan	139	×

### 3<sup>rd</sup> largest exchange in derivatives<sup>2</sup>

- 14. 9000 02.0						
Rank	Exchange	Country	Contracts traded (mln)			
1	CME Group	USA	2 096			
2	NSE India	India	1 134			
3	Moscow Exchange	Russia	786			
4	BM&FBOVESPA	Brazil	778			
5	Deutsche Boerse	Germany	591			
6	Nasdaq OMX	USA	550			
7	Dalian Commodity Exchange	China	534			
8	Korea Exchange	Korea	444			
9	BSE India	India	281			
10	International Securities Exchange	USA	270			

#### Among top 25 exchanges by equity trading volumes globally<sup>3</sup>

Rank	Exchange	Country	Mkt Cap (USD bln)	Securities listed	Trading vol. (USD bln)
1	ICE&NYSE	USA	20 659	2 303	8 032
2	Nasdaq OMX	USA	10 218	3 832	6 051
3	Shenzhen SE	China	3 348	1 995	4 162
4	Shanghai SE	China	4 537	1 302	3 439
5	Japan Exchange	Japan	5 502	3 562	2 768
6	LSE Group	UK	4 005	2 485	1 178
7	Euronext	EU	4 034	1 278	953
8	Korea Exchange	Korea	1 549	2 081	856
9	HKEx	Hong Kong	3 674	2 034	814
10	Deutsche Boerse	Germany	1 994	451	698
24	<b>Moscow Exchange</b>	Russia	554	234	72

#### 12th publically listed exchange by Mkt Cap4

12 b	12" publically listed exchange by Mkt Cap						
Rank	Exchange	Country	Mkt Cap (USD bln)				
1	CME	USA	41.9				
2	ICE&NYSE	USA	38.3				
3	HKEx	Hong Kong	33.3				
4	Deutsche Boerse	Germany	20.1				
5	LSE Group	UK	17.1				
6	BM&FBovespa	Brazil	13.8				
7	Nasdaq OMX	USA	12.6				
8	CBOE	USA	10.9				
9	Japan Exchange	Japan	9.9				
10	ASX	Australia	8.0				
11	SGX	Singapore	5.9				
12	Moscow Exchange	Russia	4.3				

Source: Moscow Exchange, WFE, Bloomberg, LSE Group (for LSE Group data)

- Due to different methodologies applied, data on fixed income trading may not be directly comparable among exchanges. Ranking without Amman SE and Buenos Aires SE (excluded due to single large volume). Data for 1H2017
- 2 Data for 1H2017
- 3 Top equity trading exchanges are ranked by trading volume. Ranking without BATS (excluded due to absence of data for market capitalization and number of listed companies). Data for 1H2017
- 4 Market capitalization of public exchanges based on Bloomberg data as of August 13, 2017



# **Building on the success** of Strategy 2012-2015

### Key initiatives of Strategy 2012-2015 successfully implemented

- ☑ DMA across all markets

- Crucial regulatory reforms (corporate governance, individual investment accounts, "non-loss" rule elimination for NPFs, revival of pension savings)

- Total trading volume CAGR of ~23% in 2012-2015
- Operating income CAGR of ~29% in 2012-2015
- EPS for 2015 up 4.0 times versus 2011 to RUB 12.5
- Dividend per share up 22.9 times versus 2011 to RUB 7.11 with a payout ratio of 58% for 2015



# Competitive strategy 2015-2020: key pillars (1)

Market Diversification Optimization Sophistication Standardization penetration **Drivers and initiatives** Strategy ✓ Benefits from infrastructure put in place, tax and regulatory reforms (T+2, Aggressive growth: CSD and access of ICSDs, IIA) **Equities** development of the equity ✓ Growing the retail investor base ✓ New listings and IPOs, repatriation of capital market ✓ Further simplification of access for international investors ✓ Development of short-term and ultra short-term bonds, securitization Aggressive growth: Easier access to the bond market for corporates **Fixed income** bonds to substitute bank ✓ Growth of the retail investor base ✓ Benefits from completed reforms (shift to T+1 for OFZs, large block auctions, loans as a funding tool ICSDs) ✓ Tariff reform to increase effective fees ✓ Development of commodity derivatives Agaressive growth through ✓ Approval of CFTC registration application in order to permit access for US **Derivatives** new asset classes and tariff market participants ✓ Options market development reform Synergies with spot markets via a unified collateral pool ✓ OTC derivatives clearing ✓ Growth of market data sales.

Market data

Aggressive growth through enhancement of the product offering

- ✓ Improvement of data dissemination: development of a real-time and nonreal time data platform
- ✓ Development of the corporate information center
- ✓ Development of the pricing center
- ✓ Expansion of the repository offering



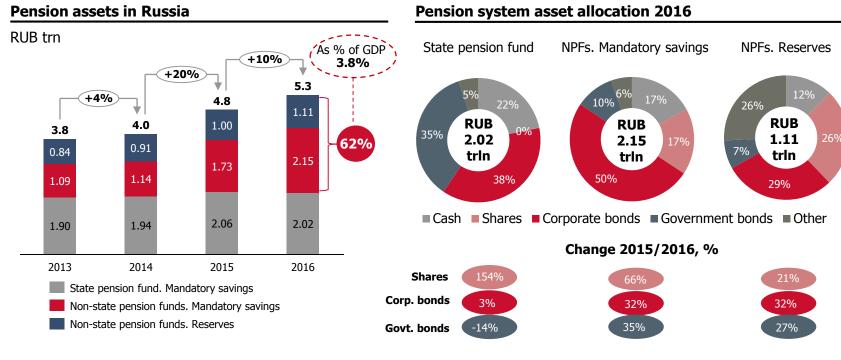
# Competitive strategy 2015-2020: key pillars (2)

Market Diversification Optimization Sophistication Standardization penetration **Drivers and initiatives** Strategy ✓ Development of international clearing membership Protecting market share **FX Market** ✓ Direct access of corporates to the market through further expansion ✓ Development of SMA services Protecting market share ✓ Further enhancement of the existing product portfolio – collateral **Money Market** through further product management services, repo with the General collateral pool ✓ Direct access of corporates to repo with CCP in the "net creditor" mode development Steady growth via ✓ Corporate actions reform **Depository services** development of new ✓ Launch of the corporate information center ✓ Expansion of the repository offering services ✓ Reduction of NII's contribution to revenue through implementation of the Gradual replacement of NII **Treasury business** single collateral pool as a fee-based service, including risk netting, crosswith F&C income margining and portfolio margining √ Focus on reliability of hardware Ongoing enhancement of Improved processes of software development and installation IT IT systems ✓ Corporate accelerator to foster fintech startups that develop technologies

complementary to MOEX's product offering



## Local institutional investors: the potential of **pension funds**



### Key highlights of the pension reform

- Bank of Russia became a regulator of the pension system in 2013
- Adopted changes in non-state pension fund regulation:
  - > "One year non-loss" rule was abolished
  - Investment horizon of NPFs was extended to 5 years
  - Customers are now incentivized to stay with the fund for not less than 5 years
  - Guarantee fund mechanism (similar to the Deposit Insurance Agency in the banking system)
  - New allocations to NPFs remained under moratorium until 2019, which reduced growth potential and left room for organic growth only



Source: Bank of Russia

# Retail money: aiming to grow the culture of investing

#### **Retail investor savings**

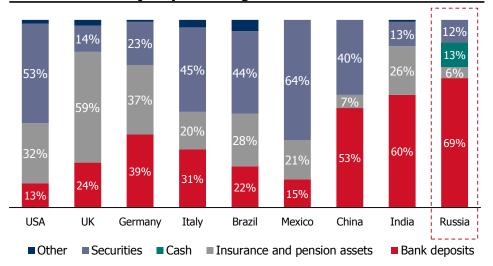
# RUB 23 trn

with banks...

RUB 4 trn

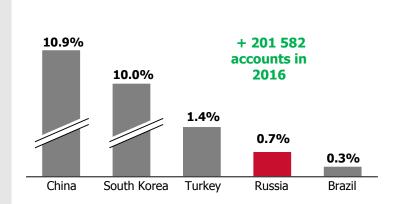
in cash ...vs RUB **33.8** trn of the Russian equity market's market cap

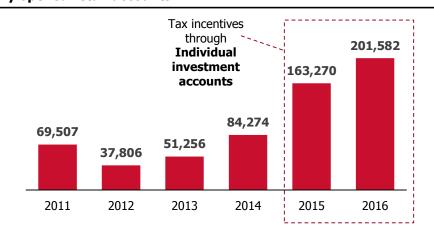
#### Russians hold majority of savings in banks and cash<sup>1</sup>



#### Population's participation in the securities market<sup>2</sup>

#### **Newly opened retail accounts**





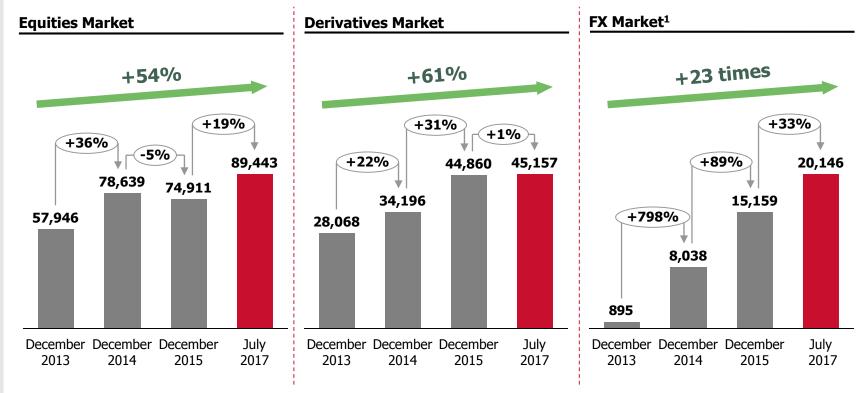


Sources: EIU, World Bank, IMF, central banks of South Korea, Turkey, Mexico, National Bureau of Statistics of China, Allianz, SZSE Factbook, CBR, Moscow Exchange

- As of the end of 2015, Russia as of the end of 2016
- 2 Number of retail accounts as % of population. South Korea, Turkey, Brazil 2014, Russia and China 2015

## **Retail clients:** a growing segment of the Russian financial market

#### Number of active retail client accounts



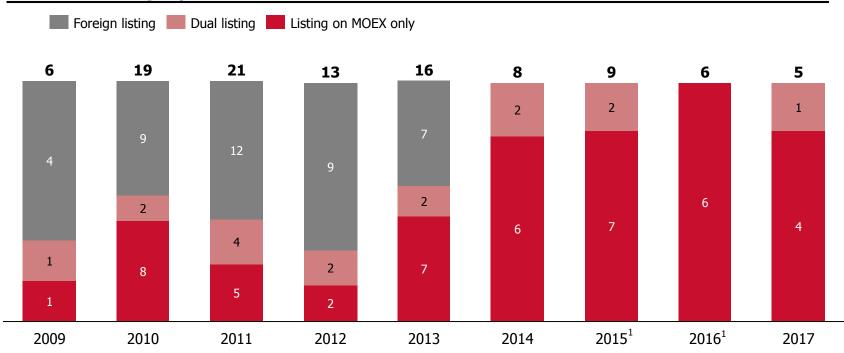
#### **Recent regulatory changes:**

- Introduction of individual investment accounts for private investors since 2015: more than 230,000 accounts opened as of July 2017
- **Tax breaks** on capital gains on securities held for more than 3 years (up to RUB 9 mln for securities purchased after 1 Jan 2014)
- Retail investors allowed to remotely open a brokerage account. This simplifies the process for retail investors in Russia's farflung regions



# **Shift towards local capital raisings**

### **IPOs/SPOs/listings by Russian issuers**



Despite a challenging macro environment that impacted Russian equity capital markets

- In 2016, 6 Russian issuers held IPOs/SPOs that raised a total of ~RUB 121 bln, including Alrosa's privatisation transaction in July 2016
- Nearly all ECM transactions in 2015-2016 were held exclusively on MOEX
- During the first half of 2017 the IPO of Detsky Mir and the SPOs of TMK, Phosagro, UWC and Polyus were held on MOEX, raising more than RUB 95 bln



# **Trend of local placements** continued

### All public capital raisings by Russian companies in 2016 were held exclusively on MOEX

Company	Sector	Date	Transaction type	Transaction value, RUB bln
europl <u>*</u> n	Leasing	December 2016	SPO	15.0
Russ Neft	Oil & gas	November 2016	IPO	32.4
FUTURE	Financials	October 2016	IPO	11.7
ALROSA	Metals & mining	July 2016	SPO	54.4
UNITED WAGON COMPANY	Manufacturing & transportation	May 2016	SPO	5.0
Promsvyazbank	Financials	April 2016	SPO	2.6

#### ... and a good start for 2017:



**SPO** 

(oil & gas services)

**Date**: 3 Feb 2017 **Deal size**: RUB 10 bln

(\$174 mln)

Free float: up from

16% to 30%



**IPO** (retail)

**Date**: 8 Feb 2017 Deal size: RUB 21.1 bln

(\$356 mln)

**Free float:** 30.55%



**SPO** 

(fertilizers)

**Date**: 8 Feb 2017 **Deal size**: RUB 15 bln

(\$255 mln)

Free float: up from 20%

to 25%



**SPO** 

(manufacturing)

**Date**: 5 May 2017 Deal size: RUB 1,9 bln

(\$32 mln)

Free float: up from 19.83% to 21.05%



POLYUS SPO

(metals & mining)

**Date**: 30 Jun 2017 **Deal size**: RUB 47,3 bln

(\$800 mln)

Free float: up from

6.8% to 16%



# DR holders pay substantial **EXTRA FEES** to depositary banks

Fees to be paid to depositary bank for some of DR programs of the Russian companies

DR program	Depositary bank	Depositary Service Fee <sup>1</sup> (DSF), USD per DR	Dividend Fee <sup>2</sup> , USD per DR	DSF + Dividend Fee as % of dividend amount <sup>3</sup>	DRs cancellatio ns fee, USD per DR
VTB Bank	BoNY Mellon	0.03	0.005	84%	0.05
RusHydro	BoNY Mellon	0.02	0.009	38%	0.05
TMK	BoNY Mellon	0.01	0.016	20%	0.05
Sberbank	BoNY Mellon	0.01	0.015	16%	0.05
MMK	BoNY Mellon	0,00	0.020	7%	0.05
Phosagro	Citi	0.02	-	7%	0.05
Megafon	BoNY Mellon	0.03	-	7%	0.05
Rostelecom	JP Morgan	0.01	0.030	7%	0.05
Gazprom	BoNY Mellon	-	0.020	7%	0.05
Norilsk Nickel	BoNY Mellon	0.01	0.020	4%	0.05
Magnit	JP Morgan	0.01	-	4%	0.05
NLMK	BoNY Mellon	0.02	-	4%	0.05
Tatneft'	BoNY Mellon	0.02	0.020	2%	0.05
Rosneft	JP Morgan	0.003	-	2%	0.05
Severstal	BoNY Mellon	-	0.020	2%	0.05
Novatek	BoNY Mellon	-	0.020	2%	0.05
Lukoil	BoNY Mellon	-	0.020	2%	0.05
Surgutneftgaz	Deutsche Bank	-	-	0%	0.05
AFKS	Deutsche Bank	0.02	-	NA <sup>5</sup>	0.05
Lenta	DB	0.03	-	NA <sup>5</sup>	0.05
Average		0.012	0,011	12%	0.05

Gross DSF and dividend fees calculated for Top-3 international funds holding DRs of Russian companies<sup>4</sup>

Fund A	3,115,856 USD
Fund B	4,431,129 USD
Fund C	3,331,150 USD

#### Cost of cancellations of all DRs in portfolios to local shares for Top-3 funds

Fund A	8,051,581 USD
Fund B	9,886,719 USD
Fund C	3,050,742 USD

- · A depositary service fee and a dividend fee are to be paid by DR holder to the depositary bank while there are no such fees for holders of local shares
- Majority of DRs cancellations operations are also charged 0.05 USD per DR



- Service fees are charged annually, on an arbitrary date. Calculated based on number of DR in a client's account on the record date
- Dividend fees are charged when dividends are paid
- As % of dividend amount after tax
- Calculations based on Thomson Reuters data as of June 2017 Source: BNY Mellon, Deutsche Bank, JP Morgan, Citi, Thomson Reuters
- Data for dividend amount is unavailable

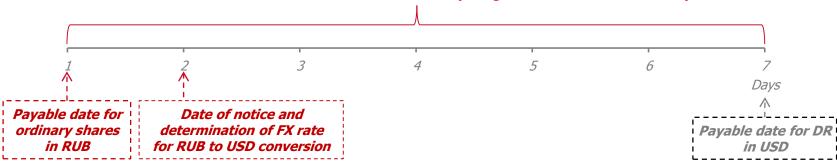
# **Dividend payments for DR holders**

#### **FX** rate determination for dividends

- FX rates for conversion of dividends are determined in non-transparent manner
- According to information from notices for DR holders<sup>3</sup>:
- Custodian DR issuer has no obligation to obtain the "best price" for any FX Trade
- The conversion rate reflects a foreign currency transaction ("FX Trade") executed by the Custodian - DR issuer as principal counterparty and not as agent, fiduciary or broker

Issuer	Record	Local Sha	Local Shares DR		DR		
	date	Payable date	FX rate <sup>1</sup>	Payable date	FX rate <sup>2</sup>	Diff.	
PhosAgro	26-Jan-16	15-Feb-16	76.7	22-Feb-16	78.0	1,7%	
MMK	11-Jun-17	21-Jun-17	59.6	28-Jun-17	60.2	1,0%	
Akron	11-Jul-17	18-Jul-17	59.1	25-Jul-17	59.7	1,0%	
MTS	10-Jul-17	25-Jul-17	59.5	1-Aug-17	60.0	1,0%	
NCSP	30-May-17	22-Jun-17	59.6	29-Jun-17	60.0	0,7%	
Novatek	2-May-17	23-May-17	56.3	30-May-17	56.7	0,7%	
Norilsk Nickel	23-Jun-17	10-Jul-17	60.3	17-Jul-17	60.7	0,7%	
Tatneft	7-Jul-17	26-Jul-17	59.5	2-Aug-17	59.8	0,5%	

#### DR holders received their dividends one week later comparing with holders of the ordinary shares





Source: Moscow Exchange

Average weighted USD/RUB FX rate at Moscow Exchange

FX rate for dividends conversion

Public available information on the Custodian - DR issuer web site

# **Corporate actions reform** in Russia: From paper to leading market technology

**From 1 July 2016** 

#### New approach to corporate actions processing

#### **LOWER COSTS**

- ✓ Power of attorney no longer necessary for corporate actions
- ✓ No mailing costs and hard copies needed for investors to participate in corporate actions
- ✓ CSD's service pricing based on principles of covering costs, simplicity and fairness

#### **LOWER RISKS**

- Creation of a single source of reliable and comprehensive information on corporate actions at the Russian CSD
- ✓ Unified electronic ISO-based standards for corporate actions
- ✓ Control over assets and settlement oversight by the Russian CSD

# BETTER CORPORATE GOVERNANCE

- ✓ Direct electronic access to AGMs for investors
- ✓ Standardized electronic meeting convocations, nomination of directors, participation in corporate actions through custodians
- ✓ No more special requirements for holders' incorporation set by issuers



# Improved corporate governance as a result of listing modernization

### Completion of the 1st stage of the listing reform

Following adoption of Russia's new Corporate Governance Code in 2014, MOEX initiated a program to bring listing requirements into line with global standards and the Code:

- ✓ **Listing structure simplified:** 3 quotation lists (Premium, Standard, Off-the-list) replaced the previous six
- ✓ **Stricter criteria for inclusion in the Premium (Highest) list:** at least 3 Independent Directors, 3-year history of IFRS accounts (vs. 1-year previously), free float of at least 10%, requirement to have internal audit department and Boardapproved policy on internal audit, etc
- ✓ **Issuers are eligible to list in any section at IPO**. This allows pension funds and insurance companies (that are authorised to buy only the highest-level stocks) to invest at the IPO stage
- ✓ Stricter requirements for Directors to be considered independent
- ✓ Creation of Listing committee at MOEX of more than 30 market experts to monitor special listing situations

### Results of the 1st stage: higher listing quality, approved dividend policies, increased number of INEDs

	June 2	014	Jan	2017
	Highest list	Standard list	Highest list	Standard list
# of Independent Directors	150	69	222	73
Issuers complying with criteria for Audit Committee	2 issuers (3.57%)	0 issuers	52 issuers <b>(100%)</b>	33 issuers <b>(100%)</b>
Issuers complying with criteria for HR and Remuneration Committee	1 issuer (1.79%)	n/a	52 issuers <b>(100%)</b>	n/a
Issuers with approved dividend policies	45 issuers (80.3%)	n/a	52 issuers <b>(100%)</b>	33 issuers <b>(100%)</b>

#### What's next?

- ✓ On 1 October 2017 the Corporate Governance Code's requirements for INEDs will fully come into force
- ✓ Starting January 2018, only ratings by approved rating agencies will count towards listing requirements

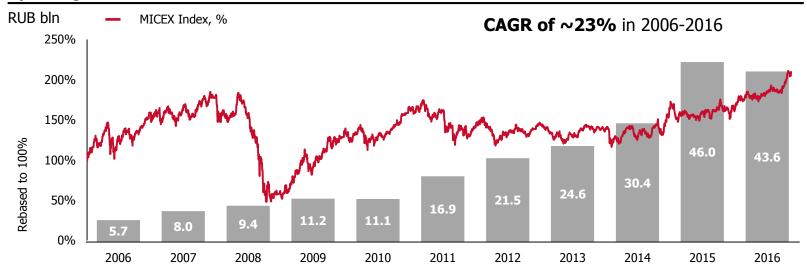


- Business overview
- Corporate governance and dividends
- Market position and competitive strategy
- Financial track record
- 2Q 2017 update



### MOEX business model continues to deliver

### Operating income<sup>1</sup>



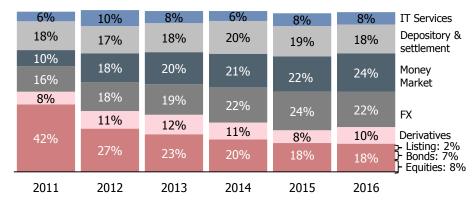
#### **Key highlights**

**Unique business model** allows MOEX to increase operating income regardless of the stage of the economic cycle:

- Business lines are diversified, while markets have limited growth correlation
- Growth drivers differ across markets and products

#### Fee & commission income evolution<sup>1</sup>

■ Equities+ ■ Derivatives ■ FX ■ Money Market ■ Depository & Settlement ■ IT Services <sup>3</sup> Bonds <sup>2</sup>



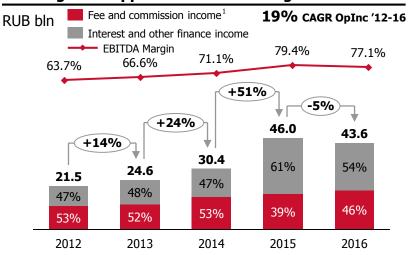


According to Moscow Exchange Consolidated Financial Statements for the relevant period

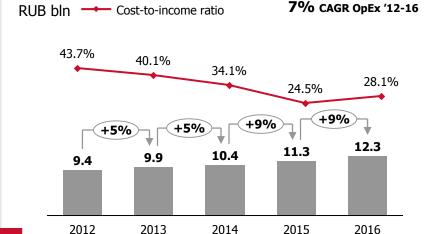
- RTS data is consolidated from 29 June 2011
- Includes Listing and other service fees related to the Securities Market
- IT Services includes Information services, Sale of software and technical services and Other fee income

# **Strong financial performance**

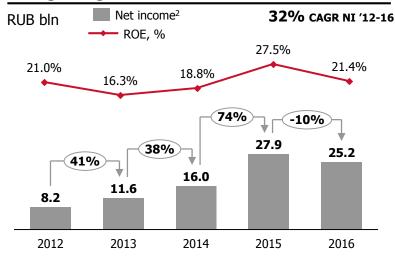
#### **Growing fees support the EBITDA margin**



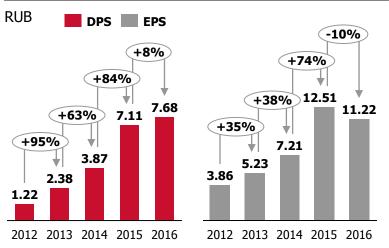
### **Tight control over expenses**



#### **Strong ROE generation**



### **DPS growth outperforming EPS**





Source: Moscow Exchange

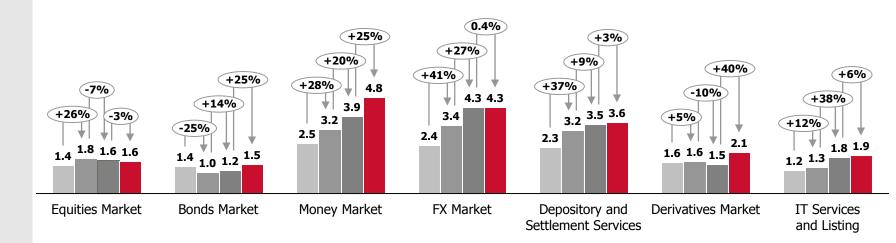
Includes Other operating income

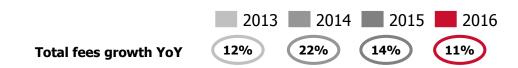
2 Includes Interest and other finance income, Interest expense, Net loss on financial assets available-for-sale and FX gains less losses

# Well-diversified and growing fee income

#### Fee & commission income

RUB bln

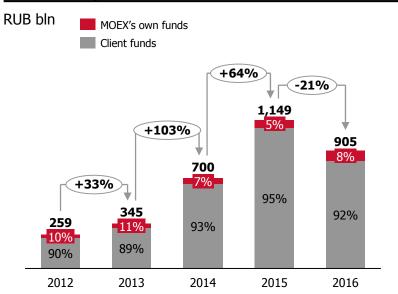




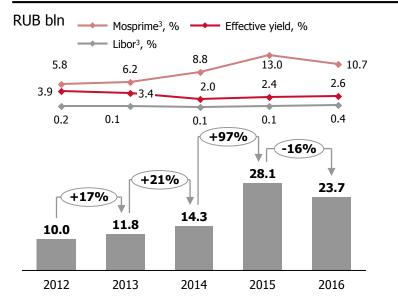


### **Interest and finance income**

#### Investment portfolio<sup>1</sup>



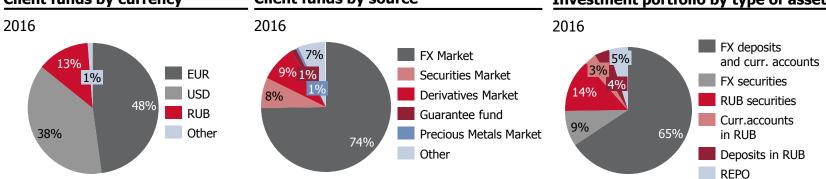
#### Interest income<sup>2</sup>



### Client funds by currency

### **Client funds by source**

#### Investment portfolio by type of asset



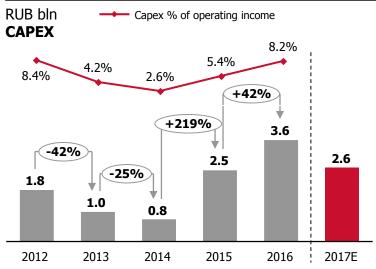


Source: NFEA, Bloomberg, Moscow Exchange operational information and Consolidated Financial Statements

- Based on average daily investment portfolio for the period according to management accounts
- Interest income includes Interest and other finance income, Interest expense, Net loss on financial assets available-for-sale, Foreign exchange gains less losses
- 3 Average daily rate for the period

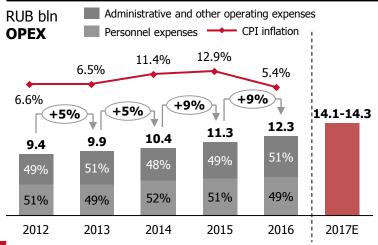
### **CAPEX and OPEX 2017**

### Moderate capital intensity in spite of operating a technology-based business



- Capex 2016 peaked, and amounted to RUB 3.6 bln, in line with guidance
- In 2017 and onwards capex is expected to normalize at RUB 2.5-3.0 bln/year
- The scope of key capital expenditures includes:
  - New IT architecture to add functionality of the single collateral pool
  - Hardware upgrade
  - Corporate actions reform

### **Effective cost management**



- In 2017 operating expenses growth is expected to be in the range of 15-17% (updated from 17-19%) driven by:
  - ✓ Double-digit administrative expenses growth as a result of higher D&A and IT maintenance costs following migration to the new data center and increased IT footprint
  - Personnel expenses growth above inflation mostly due to selective salary increases and approval of the new share-based compensation scheme

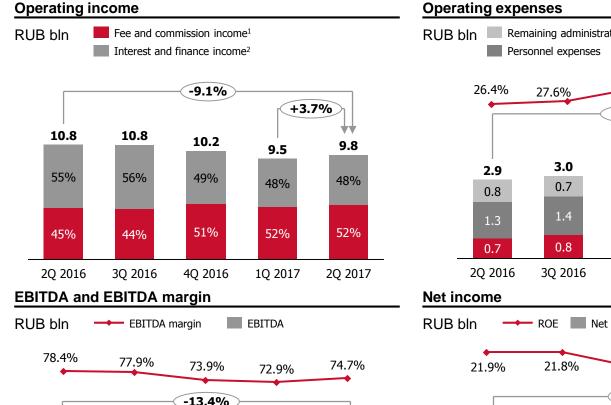


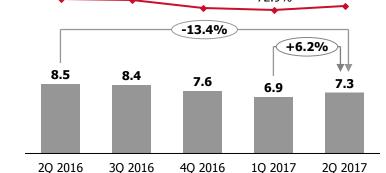
Source: Moscow Exchange, gks.ru

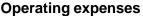
- Business overview
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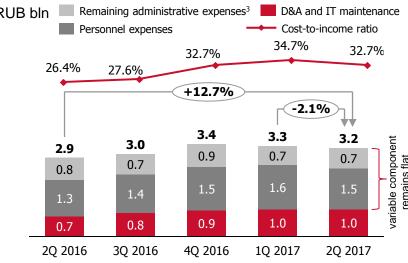


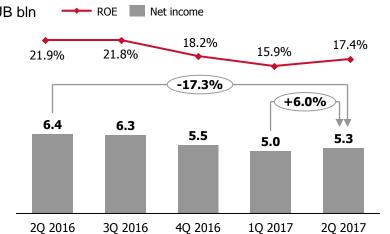
### **2Q 2017 summary of financials**













Source: Moscow Exchange

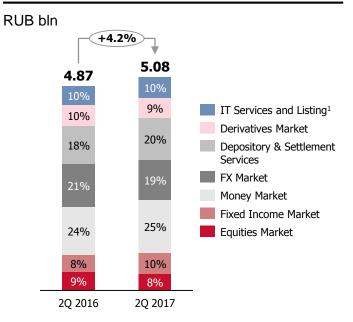
- Includes Other operating income
- Includes Interest and other finance income, Interest expense, Net loss on financial assets available-for-sale and Foreign exchange gains less losses
- Remaining administrative expenses are calculated as Administrative expenses less Depreciation of property and equipment, Amortisation of intangible assets and Equipment and intangible assets maintenance

### **Diversified fee and commission** income

### Fee & commission income performance

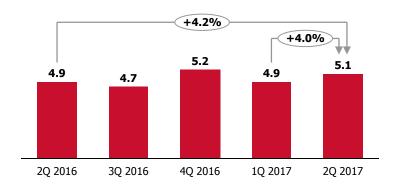
RUB mln	2Q 2016	2Q 2017	Change YoY, mln	Change YoY, %
Depository and Settlement Services	890	1,001	111	12.4%
Money Market	1,151	1,253	102	8.8%
Fixed Income Market	408	502	94	23.1%
IT Services and Listing <sup>1</sup>	467	490	23	4.9%
Derivatives Market	502	481	-21	-4.2%
Equities Market	422	385	-37	-8.8%
FX Market	1,031	965	-67	-6.4%

### Fee & commission income breakdown



### Fee & commission income dynamics

**RUB** bln





### Interest and finance income

Interest and finance income<sup>1</sup>

#### RUB bln — Mosprime<sup>2</sup>, % — Libor<sup>2</sup>, % — Effective yield, % RUB bln MOEX's own funds Client funds FX swaps Interest and finance income other than FX swaps 11.0 10.5 10.4 10.3 -20.0% 9.5 -11.4% 3.1 2.9 2.4 1,002 2.0 2.4 904 8%\_ 9% 779 0.4 0.4 0.5 0.7 1.0 687 9% -20.1% 11% +3.4% 6.0 5.9 92% 5.0 0.1 4.6 4.7 91% 91% 0.4 0.4 89% 6.0 5.9 5.1 4.3 4.2 -0.1 -0.1 2Q 2016 4Q 2016 2Q 2017 30 2016 10 2017 4Q 2016 2Q 2017 2Q 2016 30 2016 1Q 2017 Client funds by currency Client funds by source Investment portfolio by type of asset 2Q 2017 2Q 2017 1% 3% FX Market FX deposits Other 11% and curr. accounts Securities Market EUR

67%

Investment portfolio<sup>3</sup>

Derivatives Market

11%

Guarantee fund

Precious Metals

Market

Other



50%

37%

12%

2Q 2016

56%

31%

10%

2Q 2017

Source: NFEA, Bloomberg, Moscow Exchange operational information and Consolidated Financial Statements

USD

RUB

9%

801

10%

90%

FX securities

RUB deposits

**REPO** 

68%

**RUB** securities

and curr.accounts

Interest and finance income includes Interest and other finance income. Interest expense. Net loss on financial assets available-for-sale, Foreign exchange gains less losses

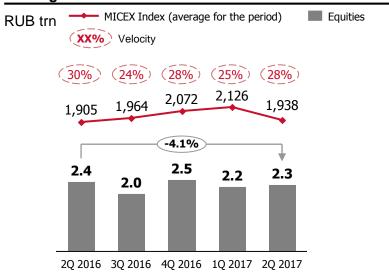
Average daily rate for the period

Based on average daily investment portfolio for the period according to management accounts

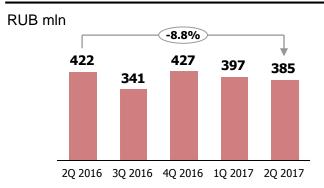
## 2Q 2017 8%

### **Equities Market:** growing retail interest

### Trading volumes<sup>1</sup>

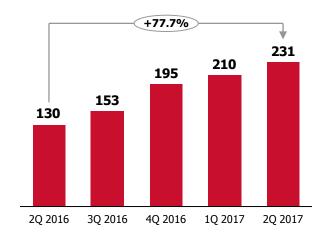


### Fee & commission income



#### **Increasing popularity of Individual Investment Accounts**

Individual Investment Accounts, thousands

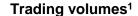


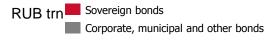
- Volatility of the Equities Market (as measured by RVI) was down by 30% YoY. On the back of lower volatility, trading volumes in the Equities Market declined by 4% YoY. Velocity decreased from 30% in 2Q 2016 to 28% in 2Q 2017. Fee and commission income declined by 9% YoY concurrently with trading volumes.
- As of 30 June 2017 there were 89,000 active retail accounts (+24% YoY) in the Equities Market.
- In the second quarter of 2017 two MOEX-listed companies, United Wagon Co. and Polyus, held SPOs totaling more than RUB 49 bln.

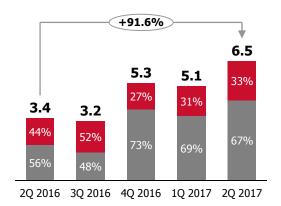




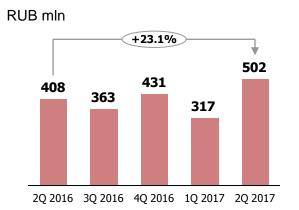
# Fixed Income Market: strong primary placements and growth in secondary trading



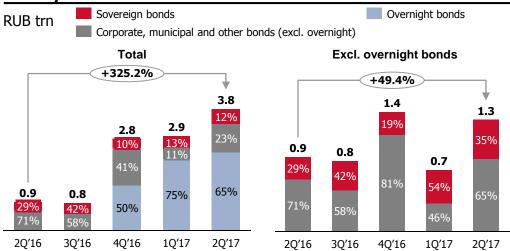




#### Fee & commission income



### **Primary market**

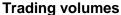


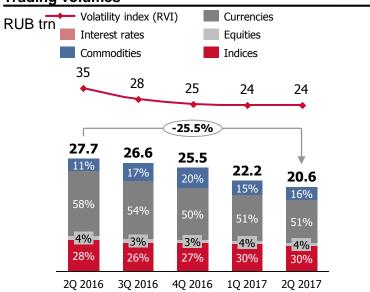
- Volumes of primary placements excluding placements of overnight bonds increased by 49% YoY. Placements of government bonds increased by 78%YoY, and corporate bond placements (excl. placements of overnight bonds) rose by 38% YoY. Overnight bonds comprised 65% of total new placements. Secondary trading increased by 9% YoY thanks to active trading in government bonds.
- Fees and commissions increased by 23% YoY, primarily as a result of strong primary placements.
- A law introducing tax exemption of coupons on corporate bonds for retail investors was adopted. The law effectively removes differences in tax treatment of corporate bonds and deposits for individual investors.



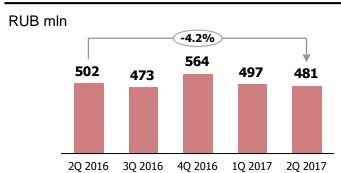


## **Derivatives Market**: continued growth of options and commodity derivatives



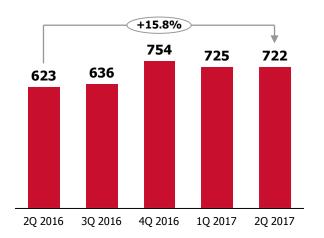


### Fee & commission income



### **Open interest**

RUB bn, daily average

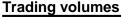


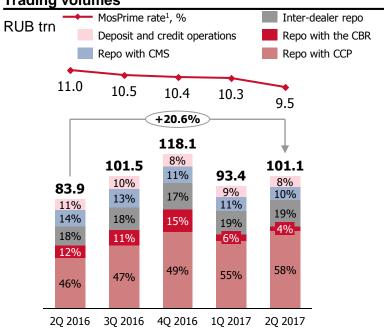
- Fee and commission income from the Derivatives Market declined by 4% YoY, while trading volumes decreased by 25% YoY in RUB terms.
- The decline in derivatives trading volumes was mostly due to lower trading in FX and index futures (down 36% and 29% YoY, respectively), consistent with muted or even subsiding volatility in both USD/RUB and equities.
- Options trading volumes were up by 39% YoY, with growth driven by index options (up 53% YoY).
- Commodity derivatives continued to grow (up 10% YoY).



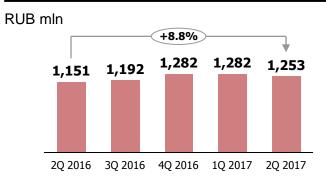


### **Money Market**: growing repo volumes support fees





### Fee & commission income

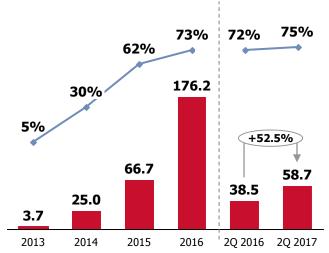


### Trading volumes for repo with CCP



Share of repo with CCP in total inter-dealer repo (including repo with CCP)



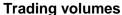


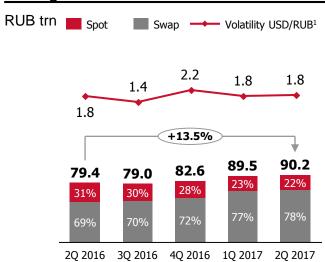
- Fee and commission income grew by 9% YoY, driven by continued strong demand for repo with CCP (trading volumes grew by 52% YoY).
- The share of repo with CCP in total inter-dealer repo volumes reached 75% (vs 72% a year ago), reflecting the economy-wide liquidity surplus. Volumes of repo with the CBR decreased by 57% YoY as a result of the decreased need to provide liquidity.
- On 24 July 2017 Russian corporates were given access to deposits with the CCP. Corporates can deposit money at repo market rates.



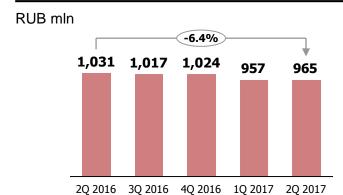


# **FX Market:** higher share of swap trading volumes amid continued demand for liquidity management



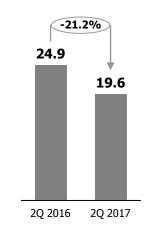


#### Fee & commission income



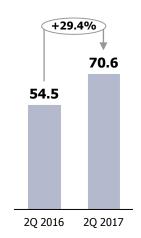
### Spot trading volumes

#### RUB trn



### Swap trading volumes

#### RUB trn



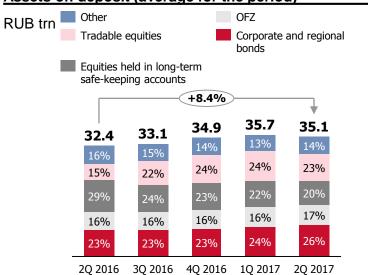
- FX Market's trading volumes increased by 14% YoY. Fee and commission income declined by 6% YoY, driven by a higher share of swaps in the total FX Market's volumes.
- Spot trading volumes declined by 21% YoY as volatility remained relatively muted. Trading volumes in the swap segment grew by 29% YoY due to demand for liquidity management instruments.
- MOEX's market share vs OTC in 2Q 2017 was 54%, roughly at the same level as in 2Q 2016.
- Nine Russian corporates obtained direct access to MOEX FX Market and have executed trades totaling USD 2 bln YTD.



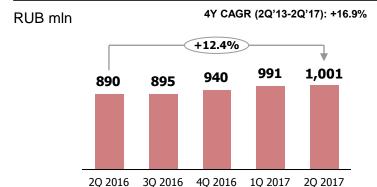


### **Depository and settlement:** growing assets under custody

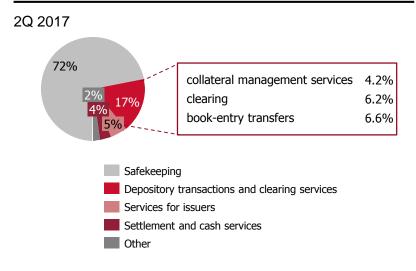
#### Assets on deposit (average for the period)



#### Fee & commission income



#### Fee & commission income breakdown



- Assets under custody grew by 8% YoY. The fastest growing types of assets were government and corporate bonds (growth rates of 15% and 19% YoY, respectively), driven by new bond placements.
- Fees and commissions from depository and settlement services were up by 12% YoY, driven primarily by safekeeping fees.





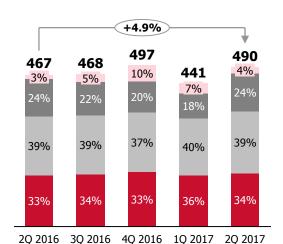
### IT Services and Listings: growth across the board

### IT Services and Listings<sup>1</sup>

#### RUB mln

4Y CAGR (2Q'13-2Q'17): +15.1%

- Other fee and commission income
- Listing and other fees related to Securities Market
- Information services
- Sale of software and technical services

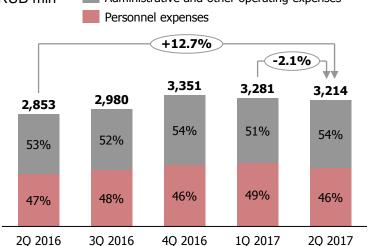


- Listing and other service fees related to the Securities Market expanded by 1% YoY as a result of increased activity on the bond primary market.
- Sales of software and technical services grew by 5% YoY.
- Fees and commissions contributed by information services increased by 4% YoY.



### **Operating expenses**

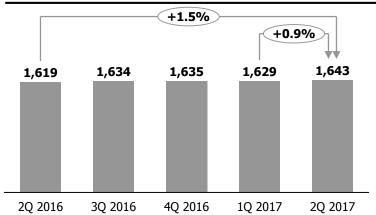
### **Operating expenses** RUB mln Administrative and other operating expenses Personnel expenses



### Major expense items

RUB mln	2Q 2016	2Q 2017	Change YoY
Personnel expenses	1,327.7	1,477.9	11.3%
D&A and IT maintenance	732.0	997.8	36.3%
Remaining administrative expenses <sup>1</sup>	793.2	738.4	-6.9%
Total	2,852.9	3,214.1	12.7%
Cost income ratio	26.4%	32.7%	6.3 p.p.

### Headcount



- In 2Q 2017 operating expenses grew by 12.7% YoY, below previous guidance.
- Administrative expenses increased by 13.8% YoY. D&A and IT maintenance growth was attributable to expenses related with the implementation of CAPEX program in 2016. Depreciation and amortisation increased by 40.7% YoY and IT maintenance expenses were up by 25.9% YoY. The remaining administrative expenses decreased by 6.9% YoY.
- Personnel costs increased by 11.3% YoY due to a lower bonus provision reversal in 2Q 2017 compared with 2Q 2016.
- Revised 2017 operating expenses growth guidance is **15-17%**.

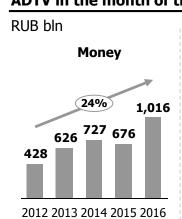


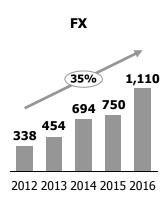
## Appendix

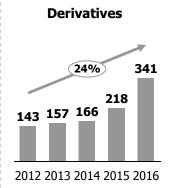


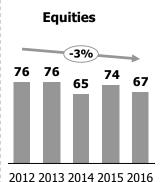
# Trading volumes demonstrate growth both in highly liquid and less liquid periods

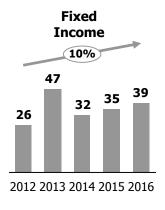




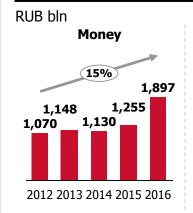


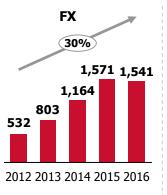


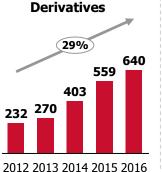


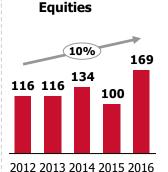


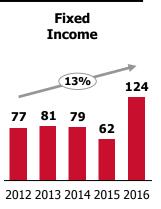
### **ADTV** in the month of the year with the highest volumes













### **Local Shares** vs Depositary Receipts

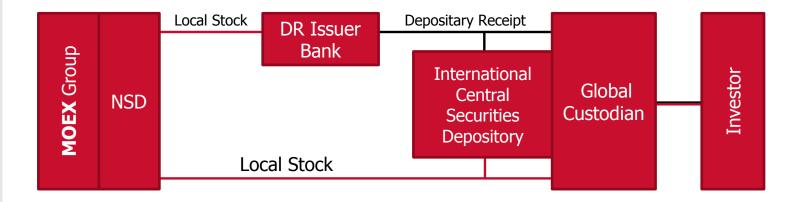
### **Safekeeping Structure**

### Trading local equities reduces the number of intermediaries involved

That leads to:

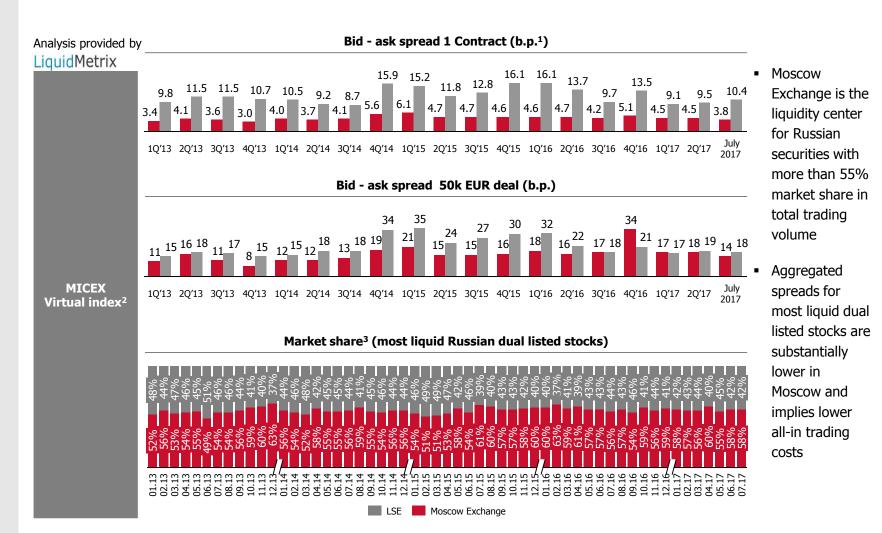
- Removing extra costs to maintain a Depositary Receipt program
- Reducing risks of a DR program being suspended or closed

Investors can use the same infrastructure for settling and safekeeping Local Equities and Depositary Receipts while Local Equities remain more transparent





### Dual listed stocks virtual index spread dynamics



Notes:

**Spreads** measure the bid to offer spread of the best visible orders in the book, the result based on measurements of the order books every 30 seconds



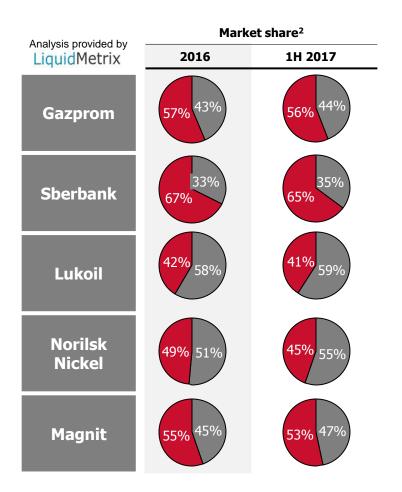
The value for the spread is quoted in basis points (0.01%)

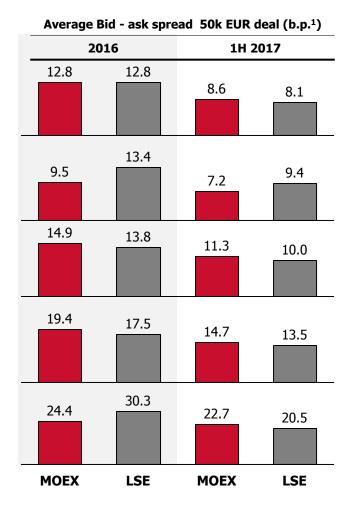
Source: LiquidMetrix

<sup>2</sup> MICEX Virtual Index – index calculated based on prices and EOB data of the most liquid Russian dual listed stocks

Data since December 2015 includes trading auctions on MOEX

### Blue Chips bid - ask spread dynamics for 50k EUR deal (1)





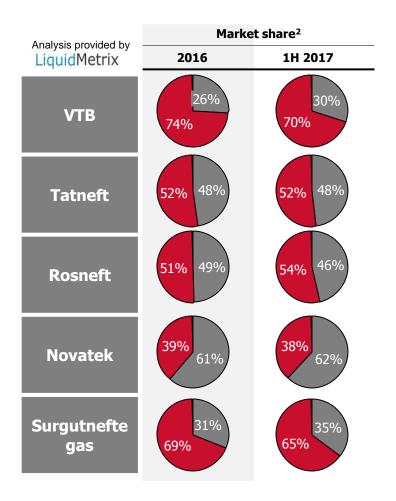
Bid-ask spreads for vast majority of the Russian "Blue Chips" are also substantially lower on Moscow Exchange than on other trading venues

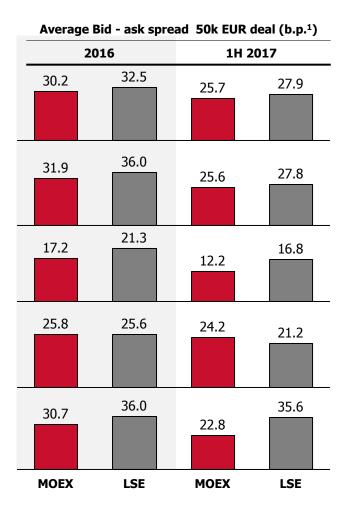


<sup>(1)</sup> The value for the spread is quoted in basis points (0.01%)

<sup>(2)</sup> Data since Dec 2015 includes trading auctions on MOEX Source: LiquidMetrix

## **Blue Chips** bid - ask spread dynamics for 50k EUR deal (2)





Bid-ask spreads for vast majority of the Russian "Blue Chips" are also substantially lower on Moscow Exchange than on other trading venues



<sup>(1)</sup> The value for the spread is quoted in basis points (0.01%)

<sup>(2)</sup> Data since Dec 2015 includes trading auctions on MOEX Source: LiquidMetrix

## Consolidated Statement of Comprehensive Income

RUB mln	1H 2017	1H 2016	% chg. 1H 2017/ 1H 2016
Fee and commission income	9,958.3	9,883.1	1%
Interest and finance income <sup>1</sup>	9,314.8	12,643.2	-26%
Other operating income	17.2	20.3	-15%
Operating Income	19,290.3	22,546.6	-14%
Administrative and other operating expenses	-3,415.4	-2,963.4	15%
Personnel expenses	-3,080.1	-2,965.0	4%
Operating Expense	-6,495.5	-5,928.4	10%
Operating Profit Before Tax	12,794.8	16,618,2	-23%
Income tax expense	-2,497.2	-3,231.0	-23%
Net Profit	10,297.6	13,387.20	-23%
Earnings per share			
Basic earnings per share, rubles	4.58	5.98	-23%
Diluted earnings per share, rubles	4.56	5.94	-23%



### Consolidated Statement of Financial Position

RUB mln	30 June 2017	31 December 2016	% chg. 30 June 2017/ 31 December 2016
Assets:			
Cash and cash equivalents	460,489.1	380,516.6	21%
Central counterparty financial assets	1,898,305.0	1,733,263.8	10%
Financial assets <sup>1</sup>	247,199.2	282,339.3	-12%
Property and equipment and intangible assets	25,437.2	26,064.3	-2%
Goodwill	15,971.4	15,971.4	0%
Other assets <sup>2</sup>	6,070.2	3,782.5	60%
Total Assets	2,653,472.1	2,441,937.9	9%

RUB mln	30 June 2017	31 December 2016	% chg. 30 June 2017/ 31 December 2016
Liabilities:			
Balances of market participants	630,272.1	574,590.1	10%
Central counterparty financial liabilities	1,898,305.0	1,733,263.8	10%
Distributions payable to holders of securities	1,608.9	2,952.3	-46%
Other liabilities <sup>3</sup>	7,161.0	7,748.1	-8%
Total Liabilities	2,537,347.0	2,318,554.3	9%
Total Equity	115,933.5	123,192.4	-6%
Total Liabilities and Equity	2,653,472.1	2,441,937.9	9%



Source: Moscow Exchange, Consolidated Financial Statements

Financial assets at fair value though profit or loss, Due from financial institutions, Investments available-for-sale

Current tax prepayments, Deferred tax asset, Other assets

B Derivative financial liabilities, Deferred tax liability, Current tax payables, Other liabilities

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- -perception of market services offered by the Company and its subsidiaries;
- -volatility (a) of the Russian economy and the securities market and (b) sectors with a high level of competition that the Company and its subsidiaries operate;
- -changes in (a) domestic and international legislation and tax regulation and (b) state policies related to financial markets and securities markets;
- -competition increase from new players on the Russian market;
- -the ability to keep pace with rapid changes in science and technology environment, including the ability to use advanced features that are popular with the Company's and its subsidiaries' customers;
- -the ability to maintain continuity of the process of introduction of new competitive products and services, while keeping the competitiveness;
- -the ability to attract new customers on the domestic market and in foreign jurisdictions;
- -the ability to increase the offer of products in foreign jurisdictions.
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