

Draft resolutions
on the agenda items of Y2020 Annual General Shareholders Meeting
of the Moscow Exchange

Item No 1: Approval of Y2019 Annual Report of the Moscow Exchange.

Draft resolution:

To approve the Annual Report of the Moscow Exchange for 2019.

Item No 2: Approval of Y2019 annual financial statements of the Moscow Exchange.

Draft resolution:

To approve Y2019 annual financial statements of the Moscow Exchange.

Item No 3: Distribution of the net profit of the Moscow Exchange, including payment (announcement) of dividends based on the results of the 2019 reporting year.

Draft resolution:

1. To distribute the total Moscow Exchange net profit for the 2019 fiscal year in the amount of RUB 15,703,175,385.53 for dividend payment.
2. To allocate the part of retained profit of the Moscow Exchange for the past years in the amount of RUB 2,348,688,176.41 for dividend payment.
3. To pay dividend for the 2019 fiscal year on placed shares of the Moscow Exchange totaling RUB 18,051,863,561.94.
4. To determine the following size of dividend on the Moscow Exchange shares: RUB 7.93 per 1 registered ordinary share in the Moscow Exchange (before the dividend tax).
5. To determine May 15, 2020 as the dividend record date.
6. Dividend on the Moscow Exchange shares shall be paid out in monetary form through bank transfer.

Item No 4: Election of members to the Supervisory Board of the Moscow Exchange.

Draft resolution:

To elect the following persons as members of the Supervisory Board of the Moscow Exchange for a term of office until the Moscow Exchange's next AGM in 2021:

List of nominees:

1. ADARRAGA Morales Ramon
2. BODART Paul (as an independent director)
3. BRAVERMAN Anatoly Alexandrovich
4. EREMEEV Dmitriy Nikolaevich (as an independent director)
5. GOLIKOV Andrey Fedorovich
6. GORDON Maria (as an independent director)
7. GOREGLYAD Valeriy Pavlovich
8. HARTMANN Oskar (as an independent director)
9. IZOSIMOV Alexander Vadimovich (as an independent director)
10. KRASNYKH Maxim Pavlovich (as an independent director)
11. KULIK Vadim Valeryevich
12. VIUGIN Oleg Vyacheslavovich (as an independent director)
13. ZLATAKIS Bella Ilyinichna

Item No 5: Approval of the Moscow Exchange's audit firm.

Draft resolution:

To approve Deloitte & Touche CIS as the audit firm to audit financial and business activity of the Moscow Exchange in 2020.

Item No 6: Approval of the amended Charter of Public Joint-Stock Company Moscow Exchange MICEX-RTS.

Draft resolution:

To approve the amended Charter of Public Joint-Stock Company Moscow Exchange MICEX-RTS as proposed in the resolution of the Supervisory Board of the Moscow Exchange dated 5 March 2020.

Item No 7: Approval of the amended Provisions on the Procedure of Preparation, Convocation and Holding of the General Shareholders Meeting of Public Joint-Stock Company Moscow Exchange MICEX-RTS.

Draft resolution:

To approve the amended Provisions on the Procedure of Preparation, Convocation and Holding of the General Shareholders Meeting of Public Joint-Stock Company Moscow Exchange MICEX-RTS as proposed in the resolution of the Supervisory Board of the Moscow Exchange dated 5 March 2020.

Item No 8: Approval of the amended Provisions on the Supervisory Board of Public Joint-Stock Company Moscow Exchange MICEX-RTS.

Draft resolution:

To approve the amended Provisions on the Supervisory Board of Public Joint-Stock Company Moscow Exchange MICEX-RTS as proposed in the resolution of the Supervisory Board of the Moscow Exchange dated 5 March 2020.

Item No 9: Election of Moscow Exchange Revision Commission members.

Draft resolution:

To elect the following persons to the Moscow Exchange's Revision Commission for the term of office until the next Moscow Exchange AGM in 2021:

1. KIREEV Mikhail Sergeevich
2. PERCHATKINA Natalya Petrovna
3. ROMANTSOVA Olga Igorevna

Item No 10: Payment of remuneration to the members of the Supervisory Board of the Moscow Exchange.

Draft resolution:

1. To determine the size of the individual remuneration payable to each member of the Supervisory Board of the Moscow Exchange elected at the AGM on 25 April 2019 (Minutes No 59), for the performance of their functions during the period of their authority in accordance with the procedure set forth in the Provisions on Remuneration and Compensation Payable to Members of the Supervisory Board of the Moscow Exchange, as approved by the AGM on 25 April 2019 (Minutes No 59), taking into account individual commitments of each member of the Supervisory Board to the governing of the Moscow Exchange.
2. To pay to the members of the Supervisory Board of the Moscow Exchange elected at the AGM of the Moscow Exchange on 25 April 2019 (Minutes No 59) remuneration for the performance of their functions during the tenure for a total of RUB 125,966,400.

Item No 11: Payment of remuneration to the members of the Revision Commission of the Moscow Exchange.

Draft resolution:

To pay remuneration to the members of the Revision Commission elected at the AGM of the Moscow Exchange on 25.04.2019 (Minutes No 59) and at the EGM on 21.11.2019 (Minutes No 60) for performance of their functions during the period of their office:

- to Kireev Mikhail Sergeevich – RUB 600,000;
- to Perchatkina Natalya Petrovna – RUB 400,000;
- to Romantsova Olga Igorevna – RUB 600,000;
- to Zimin Vladislav Vladimirovich – RUB 400,000.

Item No 12: Termination of the Moscow Exchange's participation in the Association of Russian Banks.

Draft resolution:

To terminate participation of the Moscow Exchange in the Association of Russian Banks.