

Agenda item 7  
of the reconvened Annual General Meeting of Shareholders  
of Moscow Exchange  
June 02, 2023

### **Changes in the quantitative composition of the Supervisory Board of Moscow Exchange**

The repeat Annual General Meeting of Shareholders (AGM) of Moscow Exchange (hereinafter, the Exchange) of 06/6/2022 downsized the Supervisory Board of Moscow Exchange from 12 to 9 members amid a massive resignation of directors on Boards of Russian companies in 2022 and greater risks of Boards of Directors being improperly constituted and functioning, as well as securing the necessary quorum to make decisions that are in the long-term interests of the company.

In 2022-2023, the Nomination and Remuneration Committee of the Supervisory Board of Moscow Exchange identified new competences relevant for the implementation of newly developed strategy of the Moscow Exchange Group that the members of the Supervisory Board of Moscow Exchange should have.

Following a verified self-assessment, the Nomination and Remuneration Committee identified competences that the directors on the Supervisory Board of Moscow Exchange should have. The Committee also outlined expectations towards further age and gender diversity in the membership of the Supervisory Board, and the number of independent directors.

Following the assessment of whether the membership of the Supervisory Board meets the needs of the company and the interests of its shareholders, the Supervisory Board of Moscow Exchange resolved to submit the issue “Changes in the quantitative composition of the Supervisory Board of Moscow Exchange” to the Annual General Meeting of Shareholders with the increase in the membership to 12 members.

#### **Draft resolution:**

1. To determine that the quantitative composition of the Supervisory Board of Moscow Exchange be twelve (12) members.
2. Paragraph 1 of this resolution sets out the number of members to be elected to the Supervisory Board at subsequent General Meetings held after the Annual General Meeting of Shareholders in 2023.