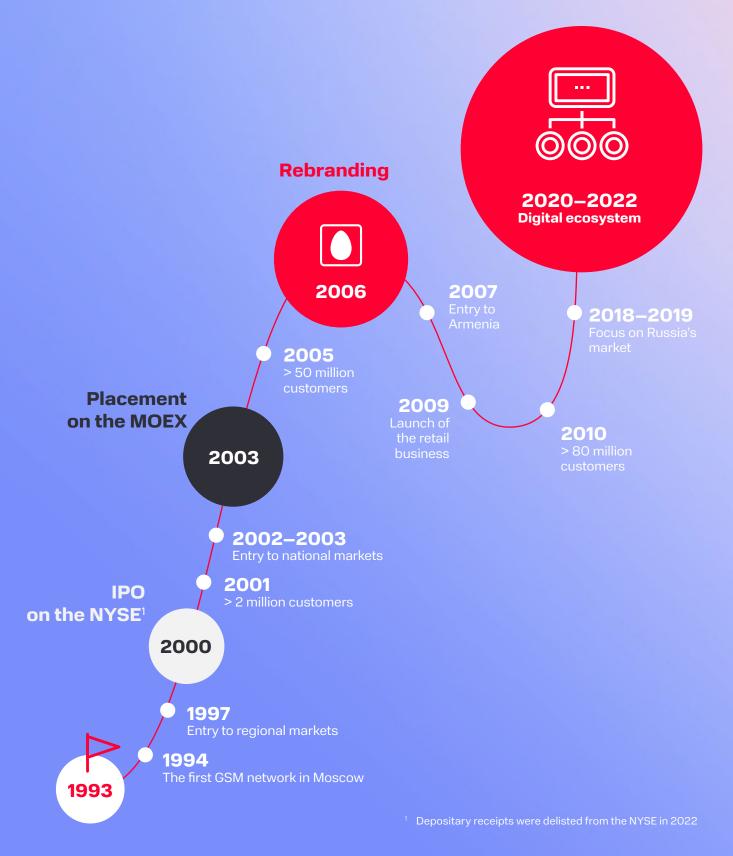
# ADDITIONAL INFORMATION

- 184 Achievement and Retention of Leadership
- 185 List of major and interested-party transactions made by MTS PJSC in 2022
- 186 Report on Compliance with the Principles and Recommendations of the Corporate Governance Code
- 214 Annual Consolidated Financial Statements of MTS PJSC and Subsidiaries for 2022
- 214 MTS Information Channels
- 215 Contacts and Additional Information about MTS
- 216 Feedback



# ACHIEVEMENT AND RETENTION OF LEADERSHIP



# LIST OF MAJOR AND INTERESTED-PARTY TRANSACTIONS MADE BY MTS PJSC IN 2022

In 2022, MTS PJSC did not made any transactions which are recognized as major transactions in accordance with the Federal Law "On Joint Stock Companies".

In 2022, MTS PJSC made 50 transactions recognized in accordance with the Federal Law "On Joint Stock Companies" as interested-party transactions.

Members of the Board of Directors and Members of the Management Board of MTS were duly notified of interested party transactions in the manner prescribed by Chapter XI of the Federal Law "On Joint Stock Companies". These transactions were concluded with companies of the MTS Group as part of the formation of a digital ecosystem..

Information is available on MTS PJSC corporate website





Annual Statements - Moscow (mts.ru).

# REPORT ON COMPLIANCE WITH THE PRINCIPLES AND RECOMMENDATIONS OF THE CORPORATE GOVERNANCE CODE

The Board of Directors of MTS PJSC hereby represents that the principles of corporate governance stipulated by the Corporate Governance Code approved by the Board of Directors of the Bank of Russia on March 21, 2014 (hereinafter referred to as the Code) are complied with by the Company, excluding certain principles and recommendations of the Code specified in the Annex to this Representation.

This report on compliance with the principles and recommendations of the Corporate Governance Code in the Company was considered by the Board of Directors of MTS PJSC at the meeting on May 18, 2023, Minutes No. 348.

The Board of Directors of MTS PJSC acknowledges that the data given in this report contain full and valid information on the Company's compliance with the principles and recommendations of the Corporate Governance Code for 2022, as well as for the period after the reporting date before the approval of the Annual Report of MTS PJSC by the Board of Directors of MTS PJSC<sup>1</sup>.

Brief description of most substantial aspects of the model and corporate governance practices at the Company

The system (model) of corporate governance of the Company was built on the basis of the provisions of the applicable law of the Russian Federation, provisions of the Charter of the Company and principles recommended for use by the Corporate Governance Code, with account of the listing requirements of the Moscow Exchange, and also takes into account the G2O corporate governance principles adopted by the Organization for Economic Cooperation and Development. Description of most substantial aspects of the corporate governance model and practices is provided in the section "Corporate Governance" of the Annual Report of MTS PJSC.

Description of the methodology, which the joint stock company used to assess compliance with principles of corporate governance set forth in the Corporate Governance Code

Assessment of compliance with corporate governance principles set forth in the Code is implemented by the method of analysis and comparison of internal standards and procedures with the recommendations of the Code.

Planned (suggested) actions and measures of the joint stock company to improve the corporate governance model and practice

In 2023, MTS will focus on implementing those corporate governance practices that will help increase the level of stability at the Company.

Detailed information on compliance with the principles of the Code as of the date of approval of the Annual Report of MTS PJSC by the Board of Directors of MTS PJSC, as well as on actions for further implementation of the Code recommendations is provided below in the Annex to this Representation.

Due to the spread of coronavirus infection (COVID-19), and in accordance with Article 2 of Federal Law No. 25-FZ dd. February 25, 2022, all General Meetings of Shareholders of MTS PJSC in 2022 were held in the form of absentee voting.

The reporting year shall be specified, and if the report on compliance with the principles and recommendations of the Corporate Governance Code comprises data for the period that elapsed from the time of reporting year completion and to the date of preparation of this report, the date of preparation of this report shall be specified.

Annex to the Representation of the Board of Directors of MTS PJSC on compliance with the principles and recommendations of the Corporate Governance Code

# REPORT on Compliance with the Principles and Recommendations of the Corporate Governance Code

Corporate gover-Criteria of assessment of Status1 of com-Explanations<sup>2</sup> of the devia-**Substantiation (com**compliance with the corponance principles pliance with tion from criteria of assessments) rate governance principle the corporate ment of compliance with governance the corporate governance principle principle 2 5 The Company shall ensure an equal and fair attitude towards all shareholders who exercise their right for participation in governance of the Company 1.1.1 The Company creates 1. The Company provides an complied with the maximum favoraccessible method of communipartially able conditions for the cation with the Company, such complied with shareholders to paras a hotline, e-mail or forum in ticipate in the general the Internet, making it possible not complied meeting, conditions for shareholders to speak their with to generate a justified opinion and send questions position on the genwith respect to the agenda in eral meeting agenda the process of preparation for a items, to coordinate general meeting. their actions, as well The specified communication as the opportunity to methods were organized by the speak their opinion on Company and provided to the the issues considered shareholders when preparing for each general meeting held during the reporting period The procedure of 1.1.2 1. In the reporting period, the complied with communicating notice on holding a general partially the holding of a meeting of shareholders shall complied with general meeting and be posted (published) on the providing materi-Company's official website in the not complied als for the general Internet not later than 30 days meeting enables the prior to the date of the general shareholders to propmeeting, unless the law provides erly prepare for their for a longer period. participation in it. 2. The notice on holding a gencomplied with eral meeting specifies the docpartially uments required to be admitted complied with into the venue. not complied 3. Shareholders were provided complied with with access to information on □ partially those who proposed agenda complied with items and candidates for the Board of Directors and the not complied Auditing Commission of the Company (if its establishment is provided for by the Company's

Charter)

<sup>1</sup> The status "complied with" is only indicated if the company meets all criteria of assessment of compliance with the corporate governance principle. Otherwise, the status "partially complied with" or "not complied with" is indicated.

Provided for each criterion of assessment of compliance with the principle of corporate governance, if the company only complies with some criteria or does not comply with any criterion of assessment of compliance with the principle. If the company specifies the status "complied with", no explanations are required.

1	2	3	4	5	6
1.1.3	In the process of preparation and holding of a general meeting, the share-holders could freely and promptly receive information on the meeting and materials to it, pose questions	1. In the reporting period, the shareholders were given a chance to pose questions to members of the executive bodies and members of the Board of Directors of the Company when preparing for and during the annual general meeting.	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
	to the executive bod- ies and members of the Board of Directors of the Company, and communicate with each other	2. The opinion of the Board of Directors (including special opinions (if any) entered into the minutes), on each item on the agenda of the general meetings held in the reporting period was included into the materials for the general meeting.	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
		3. The Company provided access to entitled shareholders to the list of persons authorized to participate in the general meeting, starting from the date of its receipt by the Company, in all cases of holding general meetings in the reporting period	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
1.1.4	1.4 Exercise of the shareholder's right to request convocation of a general meeting, to propose candidates for the management bodies and to make proposals for inclusion into the agenda of the general meeting was not accompanied with needless complexity	1. The Charter of the Company establishes the deadline for the shareholders to submit proposals for inclusion into the agenda of the annual general meeting, which is at least 60 days after the end of the corresponding calendar year.	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
		2. In the reporting period, the Company did not reject the inclusion of proposals for the agenda or candidates to the Company's bodies due to mis- prints and other minor defects in a shareholder's proposal	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
1.1.5	All shareholders were able to freely exercise their voting right in the way that was most simple and conve- nient for them	1. The Charter of the Company provides for the possibility of filling out an e-ballot on the website in the Internet, the address of which is indicated in the notice on holding a general meeting of shareholders	<ul><li>compli</li><li>partial compli</li><li>not cowith</li></ul>	ly ied with	
	The procedure of holding a general meeting established by the Company provides an equal opportunity to all persons present at the meeting to speak their opinion and ask their questions of interest	1. During general meetings of shareholders in the form of a meeting (joint presence of shareholders) in the reporting period, sufficient time was provided for reports on agenda items, as well as time for discussion of these questions, shareholders were given the opportunity to express their opinion and ask questions of interest to them in regard of the agenda.	complication complication complication control with	ly ied with	
		2. The Company invited nominees to the management and control bodies of the Company and took all the measures required to ensure their participation in the general meeting of shareholders, at which such nominations were put to vote. Nominees to the Company's management and control bodies present at the general meeting of shareholders were available to answer the questions posed by the shareholders.	compli partial compli not co with	ly ied with	

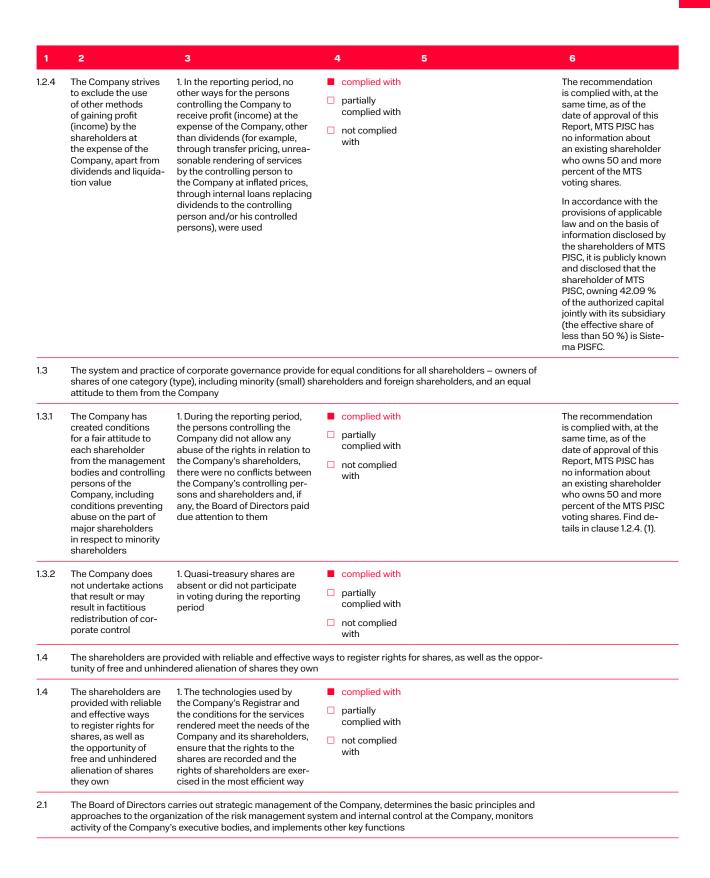
1	2	3	4	5	6
12	Sharahaldara waya aray	3. The sole executive body, the person in charge of keeping accounting records, the chairman or other members of the Audit Committee of the Board of Directors were available to answer the questions posed by the shareholders at general meetings of shareholders held in the reporting period.  4. In the reporting period, the Company used telecommunication facilities to provide remote access for the shareholders to participate in general meetings, or the Board of Directors made a reasonable decision that there was no need (possibility) to use such facilities in the reporting period ided an equal and fair opportunity to	complied with partially complied with not complied with complied with partially complied with not complied with not complied with	rofit of the Company by receiving	
1.2.1	dividends  The Company developed and introduced a transparent and clear mechanism for determination of the dividend amount and their payment	1. The Regulations on the Dividend Policy of the Company were approved by the Board of Directors and disclosed on the Company's website in the Internet.  2. If the dividend policy of the Company preparing consolidat-	complied with partially complied with not complied with complied with	The previously effective Dividend Policy of MTS PJSC was approved in 2019 and determined the amount of dividends that the company will seek to pay during the 2019, 2020 and 2021 calendar years. This dividend policy is posted on the official website of MTS PJSC.	
		ed financial reporting uses the Company's reporting indicators for determination of the dividend amount, then the appropriate provisions of the dividend policy shall take into account the consolidated indicators of the financial reporting.	<ul><li>partially complied with</li><li>not complied with</li></ul>	In 2022, MTS PISC continued to pay dividends in an effort to ensure dividend yield to its shareholders. To determine the amount of dividends, MTS PISC also used the indicators of the company's consolidated financial statements.  At the same time, due to the current uncertainty of external conditions, the adoption of a new dividend policy has been postponed in time.	
		3. The rationale for the proposed net income distribution, including for the payment of dividends and the Company's own needs, as well as assessment of its compliance with the dividend policy adopted by the Company containing explanations and an economic rationale for the need to allocate a certain part of net income for in-house needs in the reporting period, were included in the materials to the general meeting of shareholders, the agenda of which includes the issue of profit distribution (including the payment (announcement) of dividends)	<ul> <li>complied with</li> <li>partially complied with</li> <li>not complied with</li> </ul>		
1.2.2	The Company does not make a decision on payment of dividends if such decision, while formally not violating the limitations established by the law, is economically unjustified and may result in misrepresentation and misperception of the Company's business	1. The Regulations on the Dividend Policy of the Company, in addition to the restrictions established by law, define the financial/economic circumstances under which the Company shall not resolve to pay dividends	<ul><li>complied with</li><li>partially complied with</li><li>not complied with</li></ul>	The previously effective Dividend Policy of MTS PISC did not contain clear indications of financial/economic circumstances under which the Company should not pay dividends, but included a provision stating that the Company has no right to declare or pay declared dividends in cases stipulated by the legislation of the Russian Federation.	

The Company has been consistently paying dividends for the entire duration of its public history, providing for dividend income to shareholders at the level of global and regional communications service providers. Sustainable payment of dividends have been an important element of the Company's investment appeal. In 2014, the MTS "3D" strategy was introduced, according to which payment of dividends was one of its key elements. The company did not rule out paying dividends out of retained income of previous years, and therefore did not consider it possible to set, for example, a ban on the decision to pay dividends in the event that the net income for the reporting year is below the amount recommended for payment of dividends for the fiscal year. In accordance with the dividend policy, the Board of Directors of the Company took into account the financial results of the Company's operations when determining the recommended amount of dividends. When determining the amount of dividends, the Board of Directors took into account a number of additional factors, including prospects for revenue growth, capital expenditure requirements, funds received from general business, potential acquisition opportunities, and the state of the Company's debt obligations. The Company did not make a decision on payment of dividends, if such a decision is economically unjustified and may result in misrepresentation and misperception about the Company's business. The existing practices for dividend payment and the considerable attention paid to this issue by the Board of Directors provided a balanced approach and mitigated risks associated with not fully implementing the recommendation. At one of the meetings of the Corporate Governance Committee of the Board of Directors in 2018, the issue of partial compliance with this recommendation of the Code was considered. It was noted that MTS PJSC did not comply with the recommendation on formal grounds only. Besides, in our opinion, the Company complies with the basic principle of the Code, therefore it will not attempt to fully follow this recommendation of the Code

1.2.3 The Company does not allow a deterioration of the dividend rights of the existing shareholders 1. In the reporting period, the Company did not commit any actions resulting in deterioration of the dividend rights of existing shareholders complied with

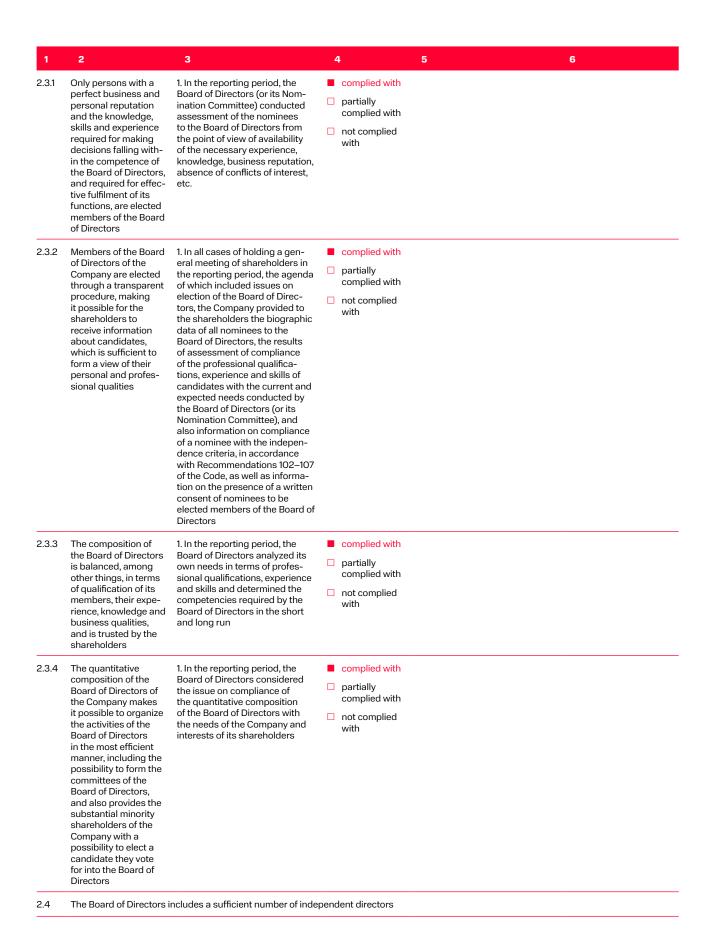
partially complied with

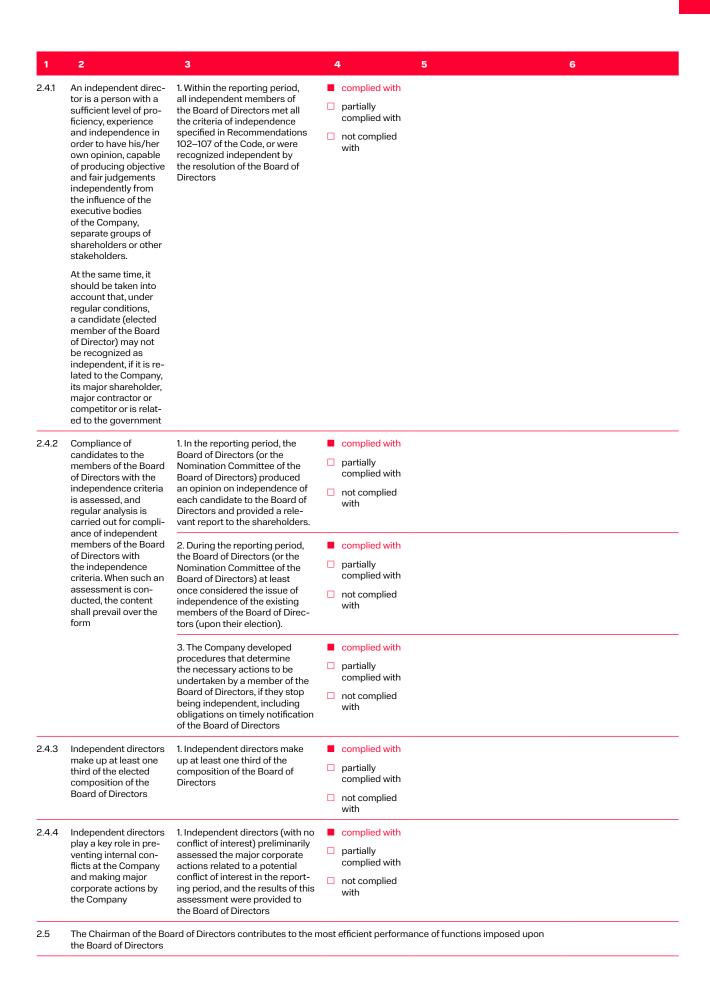
not complied with



1	2	3	4		5	6		
2.1.1	The Board of Directors is responsible for making decisions related to appointments to and dismissals from the executive bodies, including due to improper performance of one's job duties. The Board of Directors also checks that the executive bodies of the Company act in accordance with the approved development strategy and the principal directions of the Company's business	1. The Board of Directors has powers registered in the Charter for appointment, dismissal and determination of the agreement terms in respect to the members of the executive bodies.  2. In the reporting period, the Nomination (Appointments, HR) Committee¹ considered the issue of conformity of the professional qualifications, skills and experience of members of the executive bodies to the current and expected needs of the Company, stipulated by the Company's approved strategy.	paccc	omplied with artially omplied with ot complied with omplied with artially omplied with ot complied with				
	pany's business	3. In the reporting period, the Board of Directors considered the report (reports) of the sole executive body and the collec- tive executive body (if any on compliance with the Company's strategy	□ pa	omplied with artially omplied with ot complied				
2.1.2	The Board of Directors establishes the main reference points for the Company's business over a long term, assesses and approves the key indicators of business objectives of the Company, and assesses and approves the strategy and business plans on the main types of the Company's business	1. During the reporting period, at the meetings of the Board of Directors, the issues were considered, which were related to the progress of achievement and update of the strategy, approval of the financial and business plan (budget) of the Company, as well as consideration of criteria and indicators (including interim ones) for fulfilment of the strategy and business plans of the Company	□ pa	omplied with artially omplied with ot complied ith				
2.1.3	The Board of Directors defines principles and approaches for the organization of the risk management and internal control system at the Company	1. The principles and approaches to organizing the risk management and internal control system at the Company are determined by the Board of Directors and documented in the Company's internal documents defining the risk management and internal control policy.	□ pa cc □ nc w	omplied with artially omplied with ot complied with				
			2. In the reporting period, the Board of Directors approved (revised) the acceptable level of risks (risk appetite) of the Company, or the Audit Committee and/or Risk Committee (if any) considered the practicality of submitting the issue of revising the Company's risk appetite before the Board of Directors	□ pa	omplied with artially omplied with ot complied vith			
2.1.4	The Board of Directors determines the Company's policy on remuneration and/ or recovery of costs (compensations) to members of the Board of Directors, executive bodies and other key executives of the Company	1. The Company developed and approved the policy (policies) introduced by the Board of Directors for remuneration and recovery of costs (compensations) to members of the Board of Directors, executive bodies and other key executives of the Company.	□ pa	omplied with artially omplied with ot complied vith				

1	2	3	4	5	6
		2. During the reporting period, the Board of Directors consid- ered the issues related to the specified policy (policies)	complication compl	ly ied with	
			with	mplied	
2.1.5	The Board of Directors plays a key role in prevention, detection and settlement of internal conflicts between the	The Board of Directors plays a key role in prevention, detection and settlement of internal conflicts.	<ul><li>compli</li><li>partial compli</li><li>not con</li></ul>	ly ied with	
	Company's bodies, shareholders and		with	piicu	
	employees	2. The Company has created a system of identification of trans- actions related to a conflict of interest, and a system of actions aimed at the resolution of such conflicts	<ul><li>compli</li><li>partial compli</li><li>not compli</li><li>with</li></ul>	ly ied with	
2.1.6	The Board of Directors plays a key role in ensuring the transparency of the Company, timeliness and completeness of information disclosure by the Company, unhindered access of shareholders to the Company's documents	In the Company's internal documents, there are persons defined as those responsible for implementation of the Information Policy	complication complication complication complication with	ly ied with	
2.1.7	The Board of Directors monitors the corporate governance practices at the Company and plays a key role in significant corporate events of the Company	1. During the reporting period, the Board of Directors consid- ered the results of self-assess- ment and/or external assess- ment of corporate governance practices at the Company	<ul><li>compli</li><li>partial compli</li><li>not cowith</li></ul>	ly ied with	
2.2	The Board of Directors i	reports to all shareholders of the Co	mpany		
2.2.1	Information on the activity of the Board of Directors is disclosed and provided to the shareholders	1. The Annual Report of the Company for the reporting period includes information on attendance of the meetings of the Board of Directors and committees by each member of the Board of Directors.	<ul><li>compli</li><li>partial compli</li><li>not cowith</li></ul>	ly ied with	
		2. The Annual Report contains information on the main results of assessment (self-assessment) of the quality of activities of the Board of Directors carried out in the reporting period	<ul><li>compli</li><li>partial compli</li><li>not cowith</li></ul>	ly ied with	
2.2.2	The Chairman of the Board of Directors is available for communication with the Company's share- holders	1. The Company has a transparent procedure that provides shareholders with the opportunity to send messages to the Chairman of the Board of Directors (and, if applicable, to the senior independent director) and receive feedback on them	partial compli	ly ied with	
2.3		is an effective and professional man udgments and making decisions to			





2.5.1 The Chairman of the Board of Directors is an independent director; or a senior independent director is chosen from among the elected independent directors, who coordinates the work of the independent directors and cooperates with the Chairman of the Board of Directors

1. The Chairman of the Board of Directors is an independent director; or a senior independent director is chosen from among the independent directors<sup>1</sup>.

- complied withpartially complied with
- not complied

The Chairman of the Board of Directors is not an independent director; a senior independent director is not defined. Besides, an independent director was elected as the deputy Chairperson of MTS Board of Directors.

MTS regularly (annually) conducts a benchmarking analysis of the Company's corporate governance practices as compared with other public companies. Consideration of benchmarking takes place on the site of the ESG Committee (Corporate Governance, Environmental and Social Responsibility Committee) of the Board of Directors of MTS. During the Committee's meetings, recommendations of the Code that are not adhered to by the Company are analysed and the practicability of their implementation is assessed. This recommendation of the Code has been considered by the Committee and the Board of Directors many times before. In previous years, we came to the conclusion that the level of corporate governance achieved by the Company and the created constructive discussion environment did not require implementation of this recommendation of the Code.

In 2022 MTS returned to consideration of this recommendation of the Code. With account of recommendations of the independent consultants, following the results of the last conducted external assessment of the MTS Board of Directors work, on June 24, 2021 by the resolution of the MTS Board of Directors an independent director was elected as the Deputy Chairperson of the Board of Directors of MTS.

In this position, the Deputy Chairperson of the Board of Directors, in fact, replacing the senior independent director, performs all of its functions provided for by the Code — coordinating the work of independent directors and implementing (organizing) the interaction of independent directors with the Chairman of the Board of Directors of MTS.

Therefore, presence of a strong professional Chairman of the Board of Directors, election of an independent director as the Deputy Chairperson of the Board of Directors of MTS (who actually acts as the senior independent director) and election of the adequate number of the independent directors to the Board of Directors shall be

Specified, which of the two alternative approaches permitted by the principle is introduced at the Company, and explained the reasons for the chosen approach.

1	2	3	4	1	5	6
					considered as a tool to reduce the potential risks of failure to comply with the Code recom- mendation.	
					Implementing the recommendations of the Code, we adhere to the position that each recommendation of the Code shall be assessed for its utility and applicability to the corporate governance system of a specific company, therefore we do not see it as necessary to elect an independent director as the Chairman of the Board of Directors or to appoint a senior independent director.	
		2. The role, rights and obligations of the Chairman of the Board of		complied with		
		Directors (and, if applicable, the senior independent director) are		partially complied with		
		properly defined in the internal documents of the Company		not complied with		
2.5.2	The Chairman of the Board of Directors	Efficiency of work of the Chairman of the Board of Directors is		complied with		
	ensures a construc- tive atmosphere for	assessed within the procedure for assessment (self-assess-		partially complied with		
	holding meetings, free discussion of the issues included in the meeting agenda, and control over implementation of decisions made by the Board of Directors	the mance of the Board of Directors in the reporting period da,  f y the		not complied with		
2.5.3	The Chairman of the Board of Directors takes the necessary ac- tions for timely provid- ing the members of the Board of Directors with information required to make decisions on the agenda issues	1. The obligation of the Chairman of the Board of Directors to take ac- tions for ensuring timely provision of complete and reliable informa- tion to the members of the Board of Directors on the agenda issues of the meeting of the Board of Directors is recorded in the internal documents of the Company		complied with partially complied with not complied with		
2.6		ard of Directors act fairly and reasor sufficient awareness, with a sufficier				
2.6.1	The members of the Board of Directors make decisions with account of all available information, in absence of conflict of interest, with account of an equal attitude to shareholders of the Company, within regular entrepreneur	1. Internal documents of the Company stipulate that a member of the Board of Directors shall notify the Board of Directors, if they have a conflict of interest in respect to any issue on the agenda of a meeting of the Board of Directors or a committee under the Board of Directors, prior to discussion of the relevant agenda item.		complied with partially complied with not complied with		
	risk	2. Internal documents of the		complied with		
	Company assume that a member of the Board of Directors shall abstain from voting on any issue, where they have a conflict of interest.		partially complied with			
		3. There is a procedure at the	_	with complied with		
		Company, which makes it possi- ble for the Board of Directors to		partially complied with		
		receive professional consulta- tion on issues that fall within its terms of reference, at the expense of the Company		not complied with		

1	2	3	4	1	5	6
2.6.2	Rights and obligations of the members of the Board of Directors are clearly formulated and recorded in the internal documents of the Company	There is an internal document approved and published by the Company, which defines the rights and obligations of the members of the Board of Directors		complied with partially complied with not complied with		
2.6.3	The members of the Board of Directors have sufficient time to perform their obli- gations	1. Individual attendance at the meetings of the Board and Committees, as well as sufficiency of time to work on the Board of Directors, including its Committees, was analyzed within the procedure for assessing (self-assessing) the quality of work of the Board of Directors in the reporting period.		complied with partially complied with not complied with		
		2. In accordance with the internal documents of the Company, the members of the Board of Directors shall notify the Board of Directors about their intent to enter the management bodies of other organizations (apart from subsidiaries and affiliates of the Company), as well as about the fact of such an appointment		complied with partially complied with not complied with		
2.6.4	All members of the Board of Directors are able to access the Company's documents and information to the same extent. Newly elected members of the Board of Directors are provided with sufficient information about the Company and work of the Board of Directors within the shortest time possible	1. In accordance with the internal documents of the Company, the members of the Board of Directors are entitled to receive the information and documents required for the members of the Board of Directors of the Company to fulfill their duties related to the Company and its subsidiaries, and the executive bodies of the Company shall provide the relevant information and documents.		complied with partially complied with not complied with		
				complied with partially complied with not complied with		
2.7		f Directors, preparation for them and ve work of the Board of Directors	d pa	rticipation by mem	bers of the Board of Directors in	
2.7.1	Meetings of the Board of Directors are held when required, with account of the scope of activities and objectives of the Company in a certain period of time	1. The Board of Directors held at least six meetings in the report- ing period		complied with partially complied with not complied with		
2.7.2	The internal documents of the Company stipulate the procedure for preparing and holding meetings of the Board of Directors, providing the opportunity for the members of the Board of Directors to properly prepare for its holding	1. There is an internal document at the Company, which defines the procedure for preparing and holding meetings of the Board of Directors, where it is stipulated, among other things, that notice of a meeting shall usually be made at least five days prior to the meeting date.		complied with partially complied with not complied with		

2. In the reporting period, memcomplied with bers of the Board of Directors partially absent from the venue of the complied with meeting of the Board of Directors were given the opportunity not complied to participate in discussing the agenda items and voting remotely - via conference calls and video conferencing 2.7.3 The form of holding 1. The Charter or an internal doccomplied with a meeting of the ument of the Company contempartially Board of Directors plates that the most important complied with is determined with issues (according to the list set consideration for the forth in Recommendation 168 of not complied significance of the the Code) shall be considered at with agenda items. Most in-person meetings of the Board important issues of Directors are resolved at the meetings held with physical presence The Charter of the Company 2.7.4 Decisions on the most 1. The Charter of the Company complied with contemplates that the decisions important issues of does not contemplate that partially the decisions on the issues the Company's busion the most important issues. complied with ness shall be made including those specified in Recspecified in Recommendation ommendation 170 of the Code . 170 of the Code shall be made at the meeting of the not complied at a meeting of the Board of Board of Directors shall be made at the meeting with by the qualified majorof the Board of Directors by Directors by the qualified mathe qualified majority, with at jority, with at least three fourths ity or the majority of least three quarters of votes, votes of all elected of votes, or by the majority of members of the Board or by the majority of votes of all votes of all elected members of the Board of Directors. In of Directors elected members of the Board of accordance with the Charter, Directors decisions on most issues falling within the competence of the Board of Directors, are taken by the simple majority (more than a half (1/2) of votes of the members of the Board of Directors attending the meeting). A small number of issues requires a unanimous decision by all members of the Board of Directors, except for retired members of the Board of Director. In practice, the specified recommendation of the Code is complied with: during the recent years, more than 90 % of the Board of Directors' meetings have taken place with 100 % participation of members of the Board of Directors. Therefore, in most cases, the simple majority of votes of the Board of Directors' members attending a meeting is comparable to the majority of votes of all elected members of the Board of Directors. After approval of the Code, the issue on implementation of the recommendation was considered by members of the Corporate Governance Committee of the Board of Directors with involvement of other members of the Board of Directors and the management. The Committee came to the conclusion on unreasonableness of introducing stricter procedures for decision-making by the Board of Directors, including due to the fact that their implementation

may negatively impact urgency

of decision-making.

5 6 Risks related to incomplete compliance with the recommendation are levelled out by traditionally high attendance of the Board of Directors' meetings by its members, as well as by decision-making procedures adopted at the Company: decisions made by the Board of Directors are based on the consensus of all members of the Board of Directors, and key decisions are first elaborated by independent members of the Board of Directors within the framework of committees' work. In connection with the above, the Company does not plan to achieve full compliance with this recommendation of the Code in this part. At the same time, the Company will continue monitoring the compliance with this recommendation of the Code by the Russian issuers and will evaluate the opportunity of its implementation at MTS PJSC (depending on changes happening in the field of the Russian corporate governance). 2.8 The Board of Directors sets up the committees for preliminary consideration of the most important issues of the Company's business 2.8.1 For preliminary 1. The Board of Directors escomplied with consideration of the tablished the Audit Committee partially issues related to made exclusively of independent complied with control of the Comdirectors. pany's financial and not complied economic activities. with the Audit Committee comprised of inde-2. The internal documents of the complied with pendent directors has Company define the objectives been established partially of the Audit Committee, includcomplied with ing those contained in Recommendation 172 of the Code. not complied with 3. At least one member of the complied with Audit Committee being an indepartially pendent director has experience complied with and knowledge in the field of preparation, analysis, assessnot complied ment and audit of the accountwith ing (financial) statements. 4. Meetings of the Audit Comcomplied with mittee were held at least once partially per quarter during the reporting complied with period not complied

1	2	3	,	4	5	6
2.8.2	For preliminary consideration of the issues related to formation of efficient and transparent remuneration practice, the Remuneration Committee has been established, comprised of independent directors and headed by an independent	1. The Board of Directors established the Remuneration Committee, which is only comprised of independent directors.  2. The Chairman of the Remuneration Committee is an independent director, who is not the Chairman of the Board of Directors.		complied with partially complied with not complied with  complied with partially complied with		
	director, not being the Chairman of the Board of Directors	3. The internal documents of the Company define the tasks of the Remuneration Committee, including, but not limited to, the tasks contained in Recommendation 180 of the Code, as well as the conditions (events) upon occurrence of which the Remuneration Committee considers the issue of revising the Company's policy on remuneration to members of the Board of Directors, executive bodies and other key executives		not complied with complied with partially complied with not complied with with	The tasks of the Remuneration and Nomination Committee of the Board of Directors of MTS also include tasks contained in recommendation 180 of the Code. At the same time the internal documents of MTS do not determine the conditions (events), upon occurrence of which the committee will consider the issue of revising the policy of the Company for remuneration of the Board of Directors members, executive bodies' members and other key managers.  Such conditions (events) were not specified in the internal documents of the Company, since the level of corporate governance of MTS until recently made it possible to organize the process of the Company's remuneration policy revision at a proper level without additional formalization of these conditions and events, and also in absence of the specified recommendation in the Corporate Governance Code.  However, as a result of analysis by the Company of the practices and conditions for revising the MTS policy on remuneration payable to members of the Board of Directors, executive bodies and other key executives, it was concluded that it is possible to include conditions and events upon the occurrence of which the Remuneration and Nomination Committee will resume its revision. Relevant amendments will be made to the internal documents of MTS until the end of 2023.	
2.8.3	For preliminary consideration of the issues related to HR planning (succession planning), professional composition and efficiency of work of the Board of Directors, the Nomination (Appointments, HR) Committee has been established, the majority of the members of which are independent directors.	1. The Board of Directors has established the Nomination Committee (or its objectives specified in Recommendation 186 of the Code are implemented within a different committee'), the majority of the members of which are independent directors.		complied with partially complied with not complied with		

<sup>&</sup>lt;sup>1</sup> If objectives of the Nomination Committee are implemented within a different committee, its name is specified.

2. The internal documents of the Company define the objectives of the Nomination Committee (or the relevant committee with the combined functions), including those contained in Recommendation 186 of the Code.

- complied withpartially complied with
- not complied with

Activities of the Remuneration and Nomination Committee of the Board of Directors are performed on the basis of the Committee Regulations. In accordance with the Regulations, the Committee's functions include, inter alia, all objectives listed in Recommendation 186 of the Code, excluding subclause 8. The task to describe the individual duties of the directors and Chairman of the Board of Directors was not included into the list of functions of the Remuneration and Nomination Committee of the Board of Directors for two main reasons: 1) main duties of members of the Board of Directors (including the Chairman of the Board of Directors) are clearly defined in the Regulations on the Board of Directors;

2) the composition of the Company's Board of Directors is relatively stable. Therefore, the scope of individual duties of each director has already been formed, and the Company believes that additional description of duties of directors by the Remuneration and Nomination Committee of the Board of Directors would be of exclusively formal nature and would not be a catalyst for increased efficiency of the Board of Directors' work.

The risks related to partial compliance with this recommendation are levelled out by implementation at the Company practice of an on boarding course for newly elected members of the Board of Directors, which also contains description of duties of directors and the Chairman of the Board of Directors. In connection with the above, the Corporate Governance Committee made a decision on unreasonableness of including the objective specified in sub-clause 8 of Recommendation 186 of the Code into the functions of the Remuneration and Nomination Committee of the Board of Directors.

The Company does not plan to include this objective into the functions of the Remuneration and Nomination Committee of the Board of Directors. In connection with the above, the Company does not plan to achieve full compliance with this recommendation of the Code in this part.

3. In the reporting period, the Nomination Committee, independently or jointly with other Committees of the Board of Directors, or the Company's authorized subdivision for shareholder relations, arranged interaction with shareholders, not limited to the circle of largest shareholders, in the context of the selection of candidates to the Board of Directors of the Company in order to form a Board of Directors that best meets the Company's goals and objectives

- complied with
- partially complied with
- not complied with

The tasks of the Remuneration and Nomination Committee of the Board of Directors of MTS also include interaction with the shareholders that should not be limited to the circle of the largest shareholders, in order to generate recommendations for the shareholders in respect to voting on the issue of candidates election to the Company's Board of Directors.

In the reporting year, the Board of Directors of MTS underwent only a minor change: instead of the retired member, an independent director, new for the current composition of the Board of Directors and the Company, became a member of the Board of Directors.

Two candidates were nominated by Sistema PISFC, two candidates were nominated by Sistema Telecom Activy LLC and nine candidates were proposed by the Board of Directors of MTS. The proposed independent candidates took most offices in the Board of Directors of MTS (6 out of 9). The Board of Directors of MTS is well-balanced both in terms of numerical composition and in terms of experience and qualification of its members.

With a strong block of independent candidates MTS actually did not need to search for additional candidates. Inclusion of 6 independent directors into the Board of Directors also made it possible to balance the risks that could have occurred since MTS in the reporting year did not resort to the help of shareholders when selecting candidates to the Board of Directors of the Company.

In the future, in order to establish the Board of Directors that meets the objectives and tasks of the Company to the fullest extent, MTS will try to organize cooperation with the shareholders in the context of selecting candidates to the Board of Directors whenever it becomes necessary.

- 2.8.4 With account of the scope of activity and the level of risk, the Board of Directors of the Company made sure that the composition of its committees fully complies with the objectives of the Company's business.
- 1. In the reporting period, the Board of Directors of the Company considered the issue on compliance of the structure of the Board of Directors with the scale and nature, business objectives and needs, as well as with the risk profile of the Company. Additional committees were either formed or were not recognized necessary
- complied with
- partially complied with
- not complied with

1	2	3	4	1	5	6
	Additional committees were either formed or were not recognized necessary (Strategy Committee, Corporate Governance Committee, Ethics Committee, Risk Management Committee, Budget Committee, Health, Safety and Environment Committee, etc.)					
2.8.5	The composition of the committees was determined so that it made it possible to perform compre- hensive discussion of previously considered issues with account of different opinions	1. In the reporting period, the Audit Committee, the Remuneration Committee, the Nominations Committee (or the relevant committee with combined functions) were headed by independent directors.		complied with partially complied with not complied with		
		2. The internal documents (policies) of the Company contain the provisions, in accordance with which the persons not included into the composition of the Audit Committee, Nomination Committee (or the relevant committee with combined functions) and Remuneration Committee may only visit the meetings of the committees upon the invitation of the Chairman of the relevant committee		complied with partially complied with not complied with		
2.8.6	Chairmen of the committees regularly advise the Board of Directors and its Chairman of the work of their committees	During the reporting period, the chairmen of the committees regularly reported to the Board of Directors about the work of their committees		complied with partially complied with not complied with		
2.9	The Board of Directors pand members	provides for the assessment of the q	μali	ty of the Board of D	Directors' work, its committees	
2.9.1	The assessment of the quality of the Board of Directors' work is aimed at defining the degree of efficiency of the work of the Board of Directors, committees and members of the Board of Directors, compliance of their work with the needs of the Company's development, as well as at enhancing the work of the Board of Directors and detecting areas, where their activity may be improved	1. The internal documents of the Company define the procedures for assessing (self-assessing) the quality of work of the Board of Directors.  2. Assessment (self-assessment) of work of the Board of Directors performed in the reporting period included assessment of the work of the committees, individual assessment of each member of the Board of Directors.	-	complied with partially complied with not complied with complied with partially complied with not complied with		
		tors and the Board of Directors in general.  3. Results of assessment (self-assessment) of the quality of the Board of Directors' work performed during the reporting period were considered at the in-person meeting of the Board of Directors		complied with partially complied with not complied with		

1	2	3	4	1	5	6
2.9.2	The work of the Board of Directors, committees and members of the Board of Directors is assessed on a regular basis at least once per year. For independent assessment of the quality of the work of the Board of Directors, a third party organization (consultant) is engaged at least once in three years	1. In order to conduct an independent assessment of the quality of the work of the Board of Directors during the three recent reporting periods, the Company engaged a third party organization (consultant) at least once		complied with partially complied with not complied with		
3.1		y of the Company ensures effective s aimed at protection of rights and in ectors				s
3.1.1	The Corporate Secretary has knowledge, experience and qualification sufficient for performance of their obligations, has an impeccable reputation and is trusted by the shareholders	1. The Company's website in the Internet and the Annual Report contain biographical information about the Corporate Secretary (including information about the age, education, qualifications, experience), as well as data about positions in the management bodies of other legal entities occupied by the Corporate Secretary over the course of not less than the last five years		complied with partially complied with not complied with		
3.1.2	The Corporate Secretary is sufficiently independent from the executive bodies of the Company and has the necessary powers and resources to perform their objectives	The Company adopted and disclosed an internal document – the Regulations on the Corporate Secretary.		complied with partially complied with not complied with		
		2. The Board of Directors approves a candidate for the Corporate Secretary position and terminates their powers, as well as considers the issue of paying them additional remuneration.		complied with partially complied with not complied with		
		3. The internal documents of the Company enshrine the right of the Corporate Secretary to request and receive the Compa- ny's documents and information from the management bodies, structural divisions and execu- tive officers of the Company		complied with partially complied with not complied with		
4.1	necessary competences	n paid by the Company is sufficient s and qualification for the Company her key executives of the Company ompany.	Rer	nuneration to mem	nbers of the Board of Directors,	
4.1.1	The level of remu- neration provided by the Company to the members of the Board of Directors, executive bodies and other key management employ- ees creates sufficient motivation for their efficient work, making it possible for the Company to employ and retain competent and qualified experts. At the same time, the Company avoids	1. The remuneration paid to members of the Board of Directors, executive bodies and other key executives of the Company shall be determined taking into account the results of a comparative analysis of the remuneration level in comparable companies		complied with partially complied with not complied with		

1	2	3	4	5	6
	higher remuneration than necessary, as well as unjustified high gap between levels of remuneration paid to the specified persons and employ- ees of the Company				
4.1.2	The Company's Remuneration Policy has been developed by the Remunera- tion Committee and approved by the Board of Directors of the Company. The Board of Directors, with the support of the Remuneration Committee, provides for monitoring of introduction and implementation of the Remuneration Policy at the Company – and reviews and amends it as necessary	1. During the reporting period, the Remuneration Committee considered the Remuneration Policy (policies) and/or practice of its (their) introduction, assessed their efficiency and transparency and submitted the necessary recommendations on revising this Policy (policies) to the Board of Directors, where required	<ul><li>complied with</li><li>partially complied with</li><li>not complied with</li></ul>		
4.1.3	The Remuneration Policy of the Company contains transparent mechanisms to deter- mine the amount of remuneration paid to members of the Board of Directors, executive bodies and other key executives of the Company, and also regulates all types of payments, benefits and privileges pro- vided to the specified persons	1. The Remuneration Policy (policies) of the Company contains (contain) transparent mechanisms to determine the amount of remuneration paid to members of the Board of Directors, executive bodies and other key executives of the Company, and also regulates (regulate) all types of payments, benefits and privileges provided to the specified persons	<ul><li>complied with</li><li>partially complied with</li><li>not complied with</li></ul>		
4.1.4	The Company determines the policy for recovery of expenses (compensations) that details the list of expenses subject to recovery, and the level of service that the members of the Board of Directors, executive bodies and other key management employees of the Company may claim for. Such a policy may be part of the Company's Remuneration Policy	1. The Remuneration Policy (policies) or other internal docu- ments of the Company establish the rules for recovery of expens- es incurred by members of the Board of Directors, executive bodies and other key executives of the Company	<ul><li>complied with</li><li>partially complied with</li><li>not complied with</li></ul>		
4.2		m for members of the Board of Dire s with long-term financial interests o		oprochement between financia	al
4.2.1	The Company pays fixed annual remuneration to members of the Board of Directors. The Company does not pay remuneration for participation in individual meetings of the Board or committees under the Board of Directors.	1. In the reporting period, the Company paid remuneration to the members of the Board of Directors in accordance with the Remuneration Policy of the Company.	<ul><li>complied with</li><li>partially complied with</li><li>not complied with</li></ul>		

1	2	3	4		5	6
	The Company does not use any forms of short-term motivation or additional financial incentives in respect to members of the Board of Directors	2. In the reporting period, the Company did not apply any form of short-term motivation or additional financial incentives to the members of the Board of Directors, the payment of which depends on the Company's performance (indicators). Remuneration for participation in individual meetings of the Board or committees under the Board of Directors was not paid		complied with partially complied with not complied with		
4.2.2	Long-term ownership of the Company's shares provides for rapprochement between financial interests of members of the Board of Directors and long-term interests of the share-holders to the largest extent. At the same time, the Company does not provide for the rights to sell the shares by achievement of certain indicators of activities, and the members of the Board of Directors do not participate in option programs	If the internal document (documents) – Remuneration Policy (policies) of the Company – contemplates (contemplate) provision of the Company's shares to members of the Board of Directors, clear rules of share ownership by members of the Board of Directors aimed at promoting long-term ownership of such shares shall be provided for and disclosed		complied with partially complied with not complied with		
4.2.3	The Company does not provide for any additional payments or compensation in case of early termination of powers of members of the Board of Directors in connection with transfer of control over the Company or other circumstances	The Company does not provide for any additional payments or compensation in case of early termination of powers of members of the Board of Directors in connection with transfer of control over the Company or other circumstances		complied with partially complied with not complied with		
4.3		ation for members of executive bodic emuneration on the result of the Cor result				
4.3.1	Remuneration paid to members of executive bodies and other key executives of the Company is determined so that a reasonable and jus- tified ratio is ensured between the fixed	muneration paid members of ecutive bodies and her key executives the Company is etermined so that a historiable and jus- ed ratio is ensured tween the fixed et of remuneration d the variable part- remuneration, pending on the sults of the Com- ny's operation and risonal (individual) htribution of an apployee to the final	0	complied with partially complied with not complied with		
	part of remuneration and the variable part of remuneration, depending on the results of the Com- pany's operation and personal (individual) contribution of an employee to the final result			complied with partially complied with not complied with		
		3. When determining the amount of remuneration paid to members of executive bodies and other key executives of the Company, the risks borne by the Company shall be taken into account in order to avoid creating incentives for making excessively risky managerial decisions		complied with partially complied with not complied with		

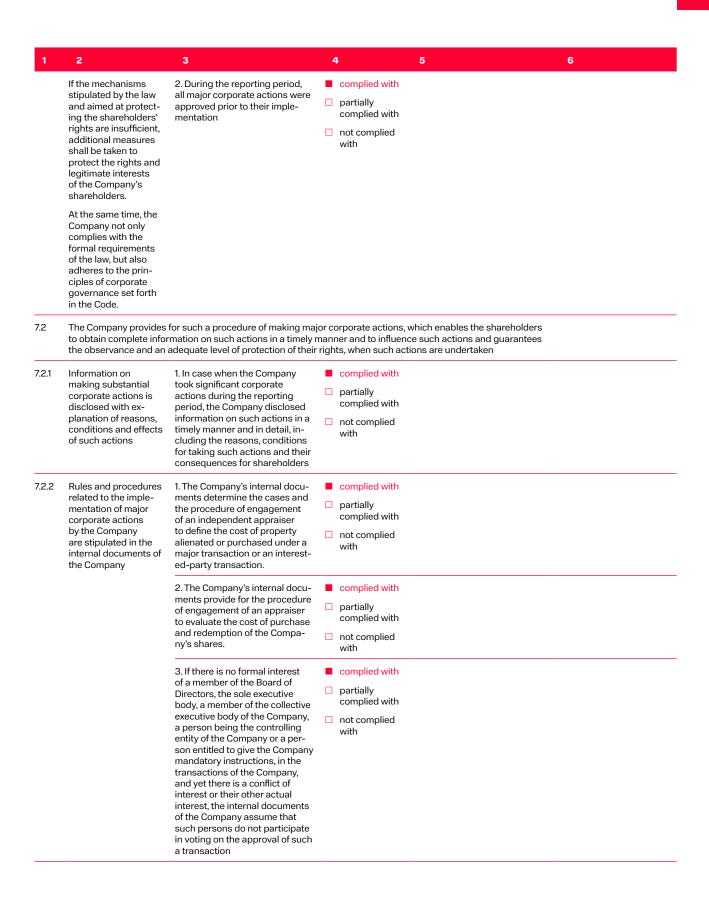
1	2	3	4	•	5	6
1	2	ა		•	5	6
4.3.2	The Company has introduced a program for long-term motivation of members of executive bodies and other key executives of the Company, using shares of the Company (options or other derivative financial instruments, the basic assets under which are the Company's shares)	1. The program for long-term motivation for members of executive bodies and other key executives of the Company using the Company's shares (financial instruments based on the Company's shares) introduced at the Company, if any, contemplates that the right to sell such shares and other financial instruments arises not earlier than three years after the moment of their provision. At the same time, the right for their sale depends on achievement of certain indicators of the Company's activities		complied with partially complied with not complied with		
4.3.3	The amount of compensation ("top-echelon parachute"), paid by the Company in case of early termination of powers to members of executive bodies or key executives at the initiative of the Company and with absence of unfair actions from their side, shall not exceed double size of the fixed part of the annual remuneration	1. The amount of compensation ("top-echelon parachute"), paid by the Company in case of early termination of powers to members of executive bodies or key executives at the initiative of the Company and with absence of unfair actions from their side, did not exceed double size of the fixed part of the annual remuneration in the reporting period		complied with partially complied with not complied with		
5.1		ficiently operating risk management chievement of objectives set by the			system aimed at ensu	ring rea-
5.1.1	The Board of Directors of the Company has defined the principles and approaches towards organization of the risk management and internal control system in place at the Company	1. Functions of various management bodies and subdivisions of the Company within the risk management and internal control system are clearly defined by the internal documents/relevant policy of the Company approved by the Board of Directors		complied with partially complied with not complied with		
5.1.2	Executive bodies of the Company ensure development and maintenance of func- tioning of an efficient risk management and internal control sys- tem at the Company	Executive bodies of the Company provided for distribution of obligations, powers and responsibilities in respect to risk management and internal control between the managers (heads) of the subdivisions and departments subordinated to them		complied with partially complied with not complied with		
5.1.3	The risk management and internal control system in place at the Company provides for objective, fair and clear understanding of the current status and prospects of the Company, integrity and transparency	1. The Company has adopted an Anti-Corruption Policy.		complied with partially complied with not complied with		
	of the Company's reporting, reasonable- ness and acceptability of the risks undertak- en by the Company	2. There is a safe, confidential and available method (hotline) at the Company for informing the Board of Directors or the Audit Committee under the Board of Directors about the facts of breaching of the law, internal procedures, or the Company's Code of Ethics		complied with partially complied with not complied with		

1	2	3	4		5		6			
5.1.4	The Board of Directors of the Company takes necessary actions to make sure that the Company's existing risk management and internal control system complies with the principles and approaches towards its organization determined by the Board of Directors and that it functions effectively	1. During the reporting period, the Board of Directors (the Audit Committee and/or the Risk Committee, if any) arranged the assessment of reliability and efficiency of the risk management and internal control system in place.		complied with partially complied with not complied with						
		2. In the reporting period, the Board of Directors reviewed the results of assessing the reliability and efficiency of the Company's risk management and internal control system, and information on the review results was included in the Annual Report of the Company		complied with partially complied with not complied with						
5.2	.2 The Company organizes an internal audit to systematically and independently assess the reliability and efficiency of the risk management and internal control system and the corporate governance practices									
5.2.1	In order to conduct an internal audit, a separate structural subdivision has been established at the Company, or an independent external entity has been engaged. Functional and administrative accountabilities of the internal audit subdivision are separated. The internal audit subdivision is functionally accountable to the Board of Directors	1. In order to conduct an internal audit, the Company has a separate structural internal audit subdivision, which is functionally accountable to the Board of Directors or an independent third-party entity with the same principle of accountability has been engaged		complied with partially complied with not complied with						
5.2.2	The internal audit subdivision assesses the reliability and efficiency of the risk management and internal control system, as well as the corporate governance practices, and applies generally accepted internal audit standards	In the reporting period, the reliability and efficiency of the risk management and internal control system was assessed as part of an internal audit.		complied with partially complied with not complied with						
		2. In the reporting period, as part of an internal audit, an assessment of the corporate governance practice (certain practices) was conducted, including the information interaction procedures (e.g. on the issues of internal control and risk management) at all corporate management levels, as well as stakeholder interaction		complied with partially complied with not complied with						
6.1	The Company and its ac	tivities are transparent for the share	eholo	ders, investors an	d other stakeholders					
6.1.1	There is an Information Policy developed and introduced at the Company, which provides for effective information interaction between the Company, shareholders, investors and other stakeholders	The Board of Directors of the Company has approved the Information Policy of the Company developed with account of the Code's recommendations.		complied with partially complied with not complied with						
		2. During the reporting period, the Board of Directors (or one of its committees) considered the issue of efficiency of information interaction between the Company, shareholders, investors and other stakeholders, as well as the practicality (necessity) of revising the information policy of the Company		complied with partially complied with not complied with						

1	2	3	4	1	5	6
6.1.2	The Company discloses information on the corporate governance system and practices, including detailed information on compliance with the principles and recommendations of the Code	1. The Company discloses		complied with		
		information on the corporate governance system in place at the Company		partially complied with		
		and the general principles of corporate governance used by the Company, including on the Company's website in the Internet.		not complied with		
		2. The Company discloses information on the composition of its executive bodies and the Board of Directors, independent members of the Board and their membership in the committees under the Board of Directors (as defined by the Code).		complied with partially complied with not complied with		
		3. If there is an entity that controls the Company, the latter publishes a memorandum of the controlling entity in respect to the plans of such an entity concerning the corporate governance at the Company		complied with partially complied with not complied with		The recommendation is complied with, at the same time, as of the date of approval of this Report, MTS PJSC has no information about an existing shareholder who owns 50 and more percent of the MTS voting shares.  In accordance with the
						provisions of applicable law and on the basis of information disclosed by the shareholders of MTS PJSC, it is publicly known and disclosed that the shareholder of MTS PJSC, owning 42.09 % of the authorized capital jointly with its subsidiary (the efficient stock of less than 50 %) is Sistema PJSFC.
6.2		complete, relevant and valid inform				nsure
6.2.1	The Company discloses information in compliance with the principles of regularity, consistency and promptness, as well as of availability, validity, completeness and comparability of data being disclosed	1. The Company has a procedure that ensures work coordination of all structural subdivisions and employees of the Company involved in information disclosure or those whose activities may lead to the need to disclose information.		complied with partially complied with not complied with		
		2. Provided that foreign share- holders own a substantial quan- tity of the Company's shares, in- formation was disclosed not only in Russian, but also in one of the most common foreign languages during the reporting year		complied with partially complied with not complied with		
		3. Provided that foreign share- holders own a substantial quan- tity of the Company's shares, in- formation was disclosed not only in Russian, but also in one of the most common foreign languages during the reporting year		complied with partially complied with not complied with		
6.2.2	The Company avoids a formal approach when disclosing information, and it discloses substantial information about its activities, even if disclosure of such information is not provided for by the law	1. The Company's Information Policy determines the approaches to disclosing information about other events (actions) that have a significant impact on the value or quotations of its securities, the disclosure of information about which is not provided for by the law.		complied with partially complied with not complied with		

1	2	3	4	1	5	6	
		2. The Company discloses full information on the structure of the Company's capital in accordance with Recommendation 290 of the Code in the Annual Report and on the Company's website in the Internet.		complied with partially complied with not complied with			
		3. The Company discloses information on controlled entities that are of significant importance to it, including on the key areas of their activities, the mechanisms ensuring the accountability of controlled entities, the powers of the Board of Directors of the Company in relation to determining the strategy and evaluating the performance of controlled entities.		complied with partially complied with not complied with			
		4. The Company discloses a non-financial report – a report on sustainable development, an environmental report, a report on corporate social responsibility or any other report containing non-financial information, including on the factors related to the environment (including factors related to ecology and climate change), the society (social factors) and corporate governance, except for a report of the issuer of equity securities and the Annual Report of the Joint Stock Company		complied with partially complied with not complied with			
6.2.3	The Annual Report of the Company, being one of the most im- portant tools for infor- mation exchange with the shareholders and other stakeholders, contains information that allows for evalu- ating the results of the Company's activities over the year	1. The Annual Report of the Company contains information on the results of evaluation by the Audit Committee of the external and internal audit process efficiency.  2. The Annual Report of the Company contains information		complied with partially complied with not complied with  complied with			
		about the Company's policy in the field of environmental protection and the Company's social policy		partially complied with not complied with			
6.3	The Company provides information and documents at the request of the shareholders in accordance with the principles of an equal and unhindered access						
6.3.1	Shareholders' exercise of the right for access to documents and information of the Company is not accompanied with needless complexity	1. The Information Policy (internal documents defining the Information Policy) of the Company determines an easy procedure for providing access to information and documents of the Company as requested upon by shareholders.		complied with partially complied with not complied with			
		2. The Information Policy (internal documents defining the Information Policy) contains provisions assuming that in case of shareholder's request for information about entities controlled by the Company, the Company will take the necessary actions to obtain such information from the corresponding entities controlled by the Company	•	complied with partially complied with not complied with			

1	2	3	4	1	5		6
6.3.2	When the Company provides information to the shareholders, a reasonable balance is maintained between the interests of specific shareholders and those of the Company itself, which is interested in preserving the confidentiality of its important commercial information capable of exerting a substantial influence on its competitiveness	1. During the reporting period, the Company did not reject requests from the shareholders for provision of information, or such rejections were justified.  2. In cases defined by the Information Policy of the Company, the shareholders are made aware of the confidential nature of the information and undertake to maintain its confidentiality	•	complied with partially complied with not complied with  complied with partially complied with not complied with			
7.1	of the Company and, the	oly influence or may influence the str erefore, the position of the sharehold g for compliance with the rights and	ders	(major corporate	actions) are carrie	d out under	
7.1.1	Major corporate actions include reorganization of the Company, acquisition of 30 or more percents of the voting shares of the Company (acquisition), closing of major transactions by the Company, increase or decrease in the authorized capital of the Company, listing and delisting of the Company's shares, as well as other actions, which may lead to a substantial change in the rights of the shareholders or violation of their interests. The Company's Charter defines a list (criteria) of transactions or other actions, being major corporate actions, and such actions fall within the competence of the Board of Directors of the Company	1. The Company's Charter defines a list (criteria) of transactions or other actions, being major corporate actions. Decision-making in respect to major corporate actions falls within the competence of the Board of Directors according to the Company's Charter. In cases where implementation of these corporate actions is directly related by the law to the competence of the general meeting of shareholders, the Board of Directors provides relevant recommendations to the shareholders		complied with partially complied with not complied with			
71.2	The Board of Directors plays a key role in making decisions or developing recommendations in respect to major corporate actions; the Board of Directors relies on the position of the Company's independent directors	1. There is a procedure in place at the Company, in accordance with which independent direc- tors state their position on the major corporate actions prior to their approval		complied with partially complied with not complied with			
7.1.3	When making major corporate actions, which affect the rights and legitimate interests of the shareholders, equal conditions are provided for all the shareholders of the Company.	1. Taking into account specific features of the Company's activity, its Charter attributes approval of other essential transactions, in addition to those provided for by the law, to the competence of the Board of Directors.		complied with partially complied with not complied with			



# ANNUAL CONSOLIDATED FINANCIAL STATEMENTS OF MTS PJSC AND SUBSIDIARIES FOR 2022





# Information is available on MTS PJSC corporate website

https://storage.ir.mts.ru/mts-ir/images/documents/MTS\_Group\_Full-year\_Consolidated\_Financial\_Statements\_2022.pdf

# MTS INFORMATION CHANNELS



# **About the Company**

https://ir.mts.ru/about\_mts/mts\_at\_a\_glance



# Corporate releases

https://ir.mts.ru/news\_and\_events/corporate\_releases



# Financial statements of MTS

https://ir.mts.ru/investors/financial\_center/financial\_results



# To investors and shareholders

https://ir.mts.ru/about\_mts/corporate\_governance



# Sustainable development

https://ir.mts.ru/sustainability

# CONTACTS AND ADDITIONAL INFORMATION ABOUT MTS

# About the Company

#### Full trade name of the Company:

- in Russian: Публичное акционерное общество «Мобильные ТелеСистемы»
- in English: Mobile TeleSystems Public Joint Stock Company

### Short trade name of the Company:

in Russian: ΠΑΟ «MTC»in English: MTS PJSC

# Location of MTS PJSC: 4 Marksistskaya St., Moscow, 109147, Russian Federation

rederation

Phone: +7 (495) 911-65-55 Fax: +7 (495) 911-65-69

Correspondence address of MTS PJSC: bldg. 2, 5 Vorontsovskaya St., 109147,

Moscow, Russian Federation

Email: info@mts.ru
Website: mts.ru

#### Information on the Shareholder and Investor Relations Department

## **Location of Shareholder and Investor Relations Department**

bldg 2, 5 Vorontsovskaya St., 109147, Moscow, Russian Federation

### **Shareholder Relations Department**

Corporate Governance Development of MTS PJSC:

Phone: +7 (495) 911-65-55 Fax: +7 (495) 911-65-69 Email: shareholder@mts.ru

# **Investor Relations Department**

Functional Group for Investor Relations of MTS PJSC

Phone: +7 (495) 223-20-25

Email: ir@mts.ru

## Auditor

#### **Business Solutions and Technologies Joint Stock Company**

Address: 1/20 Bolshoi Balkansky Lane, 129090, Moscow

Phone: +7 (495) 787-06-00 Fax: +7 (495) 787-06-01 Website: delret.ru

#### Registrar

#### **Reestr Joint Stock Company**

Address: 1/20 Bolshoi Balkansky Lane, 129090, Moscow

Phone: +7 (495) 617-01-01 Email: reestr@aoreestr.ru Website: aoreestr.ru

## **Depositary**

# Non-Bank Credit Organization Closed Joint Stock Company

# **National Settlement Depository**

Address: 12 Spartakovskaya St., 105066, Moscow Multichannel phone: +7 (495) 234-48-27

Email: info@nsd.ru Website: nsd.ru

# **FEEDBACK**

# Dear Reader,

We have presented for your attention the 2022 Annual Report of MTS PJSC.

It is important for us to keep the most transparent and honest dialogue with all stakeholders.

Your feedback and suggestions will help us improve the quality of future reports, their level of information and relevance.

Please send us your questions and comments to the Report:

- by e-mail at: shareholder@mts.ru
- or by mail at: MTS PJSC, bldg 2, 5 Vorontsovskaya St., 109147, Moscow.

# Thank you for your feedback!