

Approved by
the Resolution of the Extraordinary General
Meeting of MTS PJSC Shareholders
September 30, 2021
(Minutes No. __ dated _____, 2021)

Deed of Transfer

of Mobile TeleSystems Public Joint Stock Company reorganized in the form of MTS Web Services-1 Limited Liability Company spin-off from it, carried out simultaneously with the merger of MTS Web Services-1 Limited Liability Company with Joint Stock Company “MTS Web Services”

Moscow

1. This deed of transfer (hereinafter referred to as the Deed of Transfer) has been drawn up in accordance with Articles 58 and 59 of the Civil Code of the Russian Federation, Articles 15, 19, 19.1 of the Federal Law No. 208-FZ “On Joint Stock Companies” dated December 26, 1995, Articles 51, 53 and 55 of the Federal Law No. 14-FZ “On Limited Liability Companies” dated February 08, 1998, in connection with the reorganization of Mobile TeleSystems Public Joint Stock Company (PSRN 1027700149124) (hereinafter referred to as MTS PJSC) in the form of spinning off from it MTS Web Services-1 Limited Liability Company (hereinafter referred to MWS-1 LLC) carried out simultaneously with the merger of MWS-1 LLC with Joint Stock Company “MTS Web Services” (PSRN 1217700367026) (hereinafter referred to as MWS JSC).

2. In accordance with clause 1 of Article 59 of the Civil Code of the Russian Federation (hereinafter referred to as the CC of the RF), MTS PJSC shall transfer a part of the property, rights and obligations in relation to its creditors and debtors hereunder, including obligations contested by the parties, where applicable. The Deed of Transfer also establishes the procedure for determining succession during reorganization (including the period between the date on which the Deed of Transfer was drawn up and the reorganization completion date), including in connection with a change in the

type, composition, value of property, emergence, change, termination of the rights and obligations of MTS PJSC.

3. A Deed of Transfer containing provisions on determining MWS-1 LLC (a company created by reorganization in the form of a spin-off) as the legal successor of MTS PJSC is the Deed of Transfer, according to which the rights and obligations of MTS PJSC reorganized in the form of a spin-off of MWS LLC-1 are transferred to MWS JSC, with which MWS-1 LLC established by reorganizing MTS PJSC by spin-off is merged. Considering the foregoing, MWS-1 LLC/MWS JSC is indicated in the Deed of Transfer as the legal successor.

4. Property, rights and obligations transferred to MWS-1 LLC in accordance with the Deed of Transfer shall be transferred to MWS JSC in full by succession in accordance herewith.

5. Property, rights and obligations are transferred in accordance herewith so that MWS JSC could implement the following business activities:

5.1. Carrying out activities in connection to and/or on the basis of information technology and telecom infrastructure, including construction, operation and maintenance of communications facilities and communications networks, as well as other related infrastructure, including the operator's business conduct;

5.2. Rendering services in the field of cloud technologies (cloud activity).

6. Part of the MTS PJSC property, rights and obligations in accordance herewith will be transferred to MWS JSC once the entry on termination of MWS-1 LLC in connection with its merger with MWS JSC is made in the Unified State Register of Legal Entities. Such an entry shall be entered into the Unified State Register of Legal Entities (USRLE) simultaneously with the entry on state registration of MWS-1 LLC established by reorganization in the form of a spin-off. Herewith, first, the entry on state registration of MWS-1 LLC is made, followed by the entry on termination of its activities in connection with its merger with MWS JSC. MTS PJSC reorganization in the form of a spin-off of MWS-1 LLC and simultaneous MWS JSC reorganization in the form of a merger with MWS-1 LLC shall be deemed completed once the entry on the termination of MWS-1 LLC is made in the Unified State Register of Legal Entities (hereinafter referred to as the Date of Completion of the Reorganization).

7. This Deed of Transfer has been drawn up based on the data in the financial statements of MTS PJSC (Annex 1 to the Deed of Transfer) as of June 30, 2021, and the inventory of assets and liabilities of MTS PJSC transferred to MWS-1 LLC (Order "On Inventory of Assets and Liabilities in Connection with Company Reorganization in the Form of a Spin-off" No. 01/00219P dd. June 09, 2021).

8. Property, rights and obligations shall be transferred to MTS PJSC and accepted by

MWS-1 LLC/MWS JSC, according to the assessment reflected in the accounting statements of MTS PJSC (book value) and formed in accordance with the MTS PJSC Accounting Policy.

9. The authorized capital of MWS-1 LLC will be formed at the expense of retained earnings transferred hereunder as of the date of state registration of MWS-1 LLC established through MTS PJSC reorganization in the form of a spin-off. The authorized capital of MWS-1 LLC will amount to 5,000,000 (five million) rubles.

10. The total book value of property, rights and obligations transferred to MWS-1 LLC/MWS JSC in accordance herewith (subject to the provisions of cl. 1 Art. 59 of the CC of the RF, it shall be determined by the Deed of Transfer (including all its annexes)) as of June 30, 2021, amounts to 419,633,076 thousand rubles

11. The structural composition of assets and liabilities transferred to MWS-1 LLC/MWS JSC in accordance herewith is set out in the Spin-Off Balance Sheet of MTS PJSC as of June 30, 2021 (Annex 2 to the Deed of Transfer) and is as follows:

- 1) Intangible assets: 216,225 KRUB (List 1, Annex 3)
- 2) Non-exclusive rights to use the software and other assets: 39,094,667 KRUB (List 2, Annex 3)
- 3) Fixed assets: 166,551,668 KRUB (List 3, Annex 3)
- 4) Assets as right of use: 90,921,462 KRUB (List 4, Annex 3)
- 5) Capital investments in progress: 26,017,639 KRUB (List 5,6, Annex 3)
- 6) Financial investments in the authorized capital of subsidiaries and associates: 91,657,954 KRUB (List 7, Annex 3)
- 7) Other financial investments: 125,000 KRUB (List 7, Annex 3)
- 8) Other non-current assets: 1,918,877 KRUB (List 8, Annex 3)
- 9) Inventories: 75,690 KRUB (List 9, Annex 3)
- 10) Value-added tax on acquired valuables: 1,911,021 KRUB (List 10, Annex 3)
- 11) Accounts Receivable: 1,141,022 KRUB (List 11, Annex 3)
- 12) Other current assets: 1851 KRUB (List 12, Annex 3)
- 13) Retained earnings: 50,933,020 KRUB (List 19, Annex 3)
- 14) Borrowings: 236,228 000 KRUB (List 13, Annex 3)
- 15) Deferred tax liabilities: 9,198,815 KRUB (List 18, Annex 3)

- 16) Estimated liabilities: 444,504 KRUB (List 14, Annex 3)
- 17) Accounts Payable: 21,772,393 KRUB (List 15, Annex 3)
- 18) Lease liabilities: 101,042,087 KRUB (List 16, Annex 3)
- 19) Deferred income: 9257 KRUB (List 17, Annex 3)
- 20) Off-balance-sheet values. (List 20, Annex 3)
- 21) Register of agreements associated with incomes to be obtained. (List 21, Annex 3)
- 22) Register of agreements associated with spending of funds. (List 22, Annex 3)
- 23) NPO Register (List 23, Annex 3)

12. The volume and composition of property, rights and obligations of MTS PJSC, which, in accordance herewith (without taking into account any changes in the type, composition and value of property that may occur after the date on which this Deed of Transfer was drawn up), will be transferred to MWS-1 LLC/MWS JSC, are set out in Annex 3 to this Deed of Transfer being its integral part.

13. MWS JSC, after its merger with MWS-1 LLC, will become the legal successor of MTS PJSC as to the obligations in relation to its creditors and debtors (including disputed obligations, where applicable), including those arising or changed in connection with the changes in the type, composition and value of property, emergence, change, termination of the rights and obligations of MTS PJSC, which may occur after the date on which this Deed of Transfer was drawn up prior to the Date of Completion of the Reorganization.

14. The procedure for determining succession in the event of reorganization (including the period between the date on which the Deed of Transfer was drawn up and the Date of Completion of the Reorganization), including in connection with a change in the type, composition, value of property, emergence, change, termination of the rights and obligations of MTS PJSC, is set out in the Rules for Distributing Property, Rights and Obligations during MTS PJSC Reorganization in the Form of MWS-1 LLC Spin-off Carried Out Simultaneously with the Merger of MWS-1 LLC with MWS JSC, which are an integral part of this Deed of Transfer (Annex 4 hereto).

15. Property, rights and obligations are transferred to the successor in accordance herewith (including all annexes hereto) on the Date of Completion of the Reorganization.

16. If, within the period from the date of approval hereof and until the Date of Completion of the Reorganization, any amendments to the legislation of the Russian Federation or another state, or to the rules of stock exchanges, come into force or any requirements of regulatory bodies that will be binding on legal entities participating in the reorganization are submitted, and any the provisions hereof will contradict them, the distribution of property, rights and obligations between MTS PJSC, MWS-1 LLC/MWS JSC in the relevant part shall be carried out in accordance with the applicable regulations and requirements upon their entry into force, subject to other provisions hereof.

Annexes:

Annex 1. Balance sheet of MTS PJSC as of June 30, 2021, Profit and Loss Statement of MTS PJSC for 6 months of 2021.

Annex 2. Spin-off balance sheet of MTS PJSC as of June 30, 2021

Annex 3. Lists of property, rights and obligations transferred to MWS-1 LLC/MWS JSC during MTS PJSC reorganization.

Annex 4. Rules for Distributing Property, Rights and Obligations during MTS PJSC Reorganization in the Form of MWS-1 LLC Spin-off Carried Out Simultaneously with the Merger of MWS-1 LLC with MWS JSC

President, MTS PJSC

V. K. Nikolaev

Chief Accountant, MTS PJSC

A. V. Dvoretzkikh