

APPROVED

by the General Meeting of Shareholders
of Mobile TeleSystems
Public Joint Stock Company

June 24, 2025, Minutes No.58

REGULATIONS
ON THE MANAGEMENT BOARD
of Mobile TeleSystems
Public Joint Stock Company

1. GENERAL PROVISIONS

- 1.1. The Management Board of the Mobile TeleSystems Public Joint Stock Company (hereinafter referred to as the "Management Board" and the "Company", respectively) is a collegial executive body of the Company.

These Regulations on the Management Board of the Company (hereinafter, the "Regulations") determine the procedure for formation, the rights, obligations and liability of the Management Board members, procedure for planning, preparing and holding meetings and absentee voting for adoption of decisions by the Management Board, procedure for taking decisions and the rules for formalization of the decisions and control over their implementation, procedures for keeping and submitting minutes (extracts from the minutes) of the Management Board.

These Regulations were drawn up in compliance with the Civil Code of the Russian Federation, the Federal Law on Joint Stock Companies, and the Company's Charter.

- 1.2. The activities of the Management Board shall be governed by the current legislation, the Company's Charter and these Regulations. The terms of competence of the Management Board shall be determined by the Charter of the Company.
- 1.3. The Management Board is accountable to the General Meeting of Shareholders and the Board of Directors of the Company.

The Management Board shall be fully liable within its terms of competence towards the shareholders for efficient implementation of the Company's operational, financial, business, technological, HR and social policies.

2. FORMATION AND TERMINATION OF POWERS OF THE MANAGEMENT BOARD

- 2.1. The number of members and personal composition of the Management Board shall be approved by the Board of Directors upon the motion of the General Director of the Company. The General Director of the Company shall act as the Chairman of the Management Board. The Management Board members shall be elected for the period of 3 (three) years. The members of the Management Board can be re-elected an unlimited number of times.
- 2.2. The Company shall provide all its shareholders and all other parties concerned with the access to the information about the members of the Management Board and their positions in the Company, by posting this information on the Company's website.
- 2.3. The Board of Directors shall have the right to take at any time a decision on termination of the powers of a Management Board member or all Management Board members, as well as a decision on the changes in the number of the Management Board members and election of new Management Board members. At the same time, the powers of other members of the Management Board shall not terminate and their terms shall remain the same.
- 2.4. The powers of the members of the Management Board shall arise from the date specified in a relevant decision of the Board of Directors, and if such date is not specified therein – from the date of taking such a decision. The powers of the members of the Management Board shall terminate:
- 1) from the expiry date of the term of powers;
 - 2) from the date specified in the decision of the on termination of powers, if such date is not specified therein – from the date of taking such a decision;
 - 3) from the next business day as of the date of receiving a resignation letter of a member of the Management Board by the Chairman of the Board of Directors, who is not an employee of the Company; and in respect of a Member of the Management Board who is also an employee of the Company - from the date stipulated by labor legislation

A member of the Management Board, save for the Chairman of the Management Board, shall have the right to resign by sending a resignation letter to the Chairman of the Management Board with a simultaneous notification of the Chairman of the Board of Directors to this effect.

- 2.5. The Board of Directors and/or the Remuneration and Nomination Committee of the Board of Directors shall specify qualification and other requirements for the Management Board members, and also shall plan appointments of the Management Board members, including in order to ensure continuity in their work. A Management Board member shall have higher education, be a highly qualified specialist in his/her field, have flawless reputation, have no previous convictions for economic crimes or crimes against the state and morality.
- 2.6. A Management Board member can be either an employee of the Company or a person other than the Company's employee. The members of the Company Auditing Commission cannot be elected as the members of the Management Board.
- 2.7. Each member of the Management Board shall sign a contract, which shall define the employment terms and conditions, procedure for determining the compensation, the terms and conditions of reimbursement of the costs relating to the execution of the duties of a Management Board member, procedure for the contract termination. The terms and conditions of the contract with a Management Board member shall be preliminarily considered by the Remuneration and Nomination Committee of the Board of Directors and, on the basis of its suggestions, shall be approved by the Board of Directors. The contract shall be signed on behalf of the Company by the Chairman of the Company's Board of Directors or a person authorized by the Company's Board of Directors. The Board of Directors shall have the right to terminate the contract with a Management Board member at any time.

3. COMPETENCE, RIGHTS, OBLIGATIONS AND LIABILITY OF THE MANAGEMENT BOARD MEMBERS

- 3.1. When performing their functions, the Management Board members shall have the right:
- 1) To participate in the Management Board meetings, to openly express their opinions, to vote on all agenda items at a meeting of the Management Board or participate in absentee voting, to request to attach to the minutes of the Management Board meeting their personal opinion in writing;
 - 2) To request and to receive from the Company's structural divisions and officials the documents and information on the Company's activities relating to the issues within the terms of competence of the Management Board;
 - 3) To propose the agenda items to be discussed at the meetings of the Management Board or during absentee voting, to request the convocation of extraordinary meetings or absentee voting for the adoption of decisions by the Management Board.
- 3.2. The members of the Management Board shall have the right to attend the General Meetings of Shareholders of the Company, and answer the questions of the shareholders participating in the General Meetings of Shareholders related to the Company's activities.
- 3.3. The Management Board members shall:
- 1) implement the resolutions adopted by the General Shareholders Meeting, the Board of Directors and the Management Board;
 - 2) act for the benefit of the Company, exercise their rights and fulfill their obligations with respect to the Company reasonably and in good faith;
 - 3) within their terms of competence, provide the information (materials and documents) and explanations at the requests of the Board of Directors members, necessary for the latter to make decisions on the agenda items of the meeting or absentee voting of the Board of Directors;
 - 4) ensure the confidentiality of the information, which has become accessible to a Management Board member during the performance of his/her duties;
 - 5) refrain from using the insider information for personal purposes, from disclosing the insider information to any third parties, and from concluding any transactions based on the use of the insider information;

- 6) timely familiarize themselves with the Company's internal regulations and comply with the requirements thereof.

The information requested by the Board of Directors shall be provided through the Corporate Secretary and addressed to the Chairman of the Board of Directors no later than 7 (seven) business days of request, or within any other period agreed by the requesting Board of Directors member.

- 3.4. A member of the Management Board shall abstain from actions that may lead to the conflicts of his/her and the Company's interests, including from the participation in taking decisions on issues, which may result in a conflict of interest of the Management Board members. In case of revealing of their own conflict of interests (potential or actual), the Management Board members shall act in accordance with the Policy "Conflict of Interest Management in MTS PJSC"
- 3.5. The Management Board members shall provide the Company with the following information:
- 3.5.1. about himself/herself, his/her related parties¹, the relations with the Company's affiliates, about kindred relationship with the members of the Company's management bodies, relations with legal entities where the Company is a shareholder (participant) and has a right to dispose of more than 20% (twenty percent) of the total number of voting shares (stakes, participation units), with the parties having a right to dispose of more than 20% (twenty percent) of the total number of votes corresponding to the voting shares of the Company, with the parties belonging to the group of parties, to which the Company belongs, with competitors and the Company's large counterparties, and any other information, data and documents required by the Company to comply with the requirements of the Russian legislation, applicable requirements and rules of foreign legislation, stock exchanges, and securities market regulators, as well as to achieve its objectives;
- 3.5.2. about the Company's securities² held by them directly and/or indirectly, on sale or purchase of the Company's securities;
- 3.5.3. on the legal entities, in which they personally or together with their affiliates hold 20 (twenty) and more percent of voting shares (stakes, participation units);
- 3.5.4. on the legal entities and entities, in the bodies of which the members of the Management Board hold offices;
- 3.5.5. on any known concluded or implied transaction of the Company, in which the Management Board members may be recognized as interested parties in accordance with the legislation of the Russian Federation;
- 3.5.6. any other information on actual or potential conflict of interests of the Management Board members and the Company in accordance with the Policy "Conflict of Interests Management in MTS PJSC".

In accordance with this paragraph, the information shall be disclosed immediately after the circumstances subject to disclosure arise in the form and manner envisaged by the Policy

¹ Related parties of a member of the Management Board for the purposes of these Regulations shall mean Family members and individuals or entities with whom the Board member and (or) his/her Family members are connected through property, corporate, or other close relations causing occurrence of Personal interest (the way it is understood in the Policy "Conflict of Interest Management in MTS PJSC").

The Family members of a member of the Management Board shall mean individuals in close consanguinity or affinity with a member of the Management Board, namely spouses (including those divorced and (or) in unregistered (common-law) marriage), parents, children, adoptive parents and adoptive children, guardians and custodians, grandparents, grandchildren; full- and half-blood siblings (including cousins), as well as their children (including adoptive) and spouses; children (including adoptive) of spouses and children's spouses; spouses' brothers, sisters (including cousins) and parents (including adoptive parents, guardians), grandparents and grandchildren, as well as other persons residing together and (or) maintaining a common household with him/her.

² The securities for the purposes hereof shall mean securities (for, example, shares, bonds) and derivative financial instruments on securities (for example, depository receipts on shares).

The indirect possession shall mean possession by a member of the Management Board of the Company's securities via legal entities controlled by a member of the Management Board, as well as the possession of the Company's securities by the Related parties of a member of the Management Board.

“Conflict of Interest Management in MTS PJSC”, as well as by the Company’s other documents governing disclosure of the respective information. In case of change in the disclosed information, the members of the Management Board shall notify the Board of Directors of the Company to this effect.

- 3.6. A Management Board member shall not accept gifts as well as receive other direct or indirect benefits, which are offered in order to influence the decisions taken by the Management Board. A Management Board member shall comply with the requirements of the approved Code of Corporate Conduct and Ethics of the Company.
- 3.7. Holding concurrent positions by the General Director and the Management Board members in the bodies of other organizations, as well as entering into labor relationship with other employers (except for being involved in scientific, teaching and artistic activities) shall only be permitted upon approval of the Board of Directors. A Management Board member shall advise the Chairman of the Board of Directors in advance of his/her plans to assume a position in the bodies of other organizations or to enter into labor relationship with other organizations.
- 3.8. The Management Board members shall be liable towards the Company for the losses caused to the Company by their wrongful acts (failure to act), unless other grounds and the amount of the liability are stipulated by the federal laws.

The Management Board members, who voted against the decision, which caused losses to the Company, or did not participate in voting, acting in good faith, shall not be held liable.
- 3.9. The Management Board members shall act within the terms of competence of the Management Board stipulated by the Company’s Charter, as well as fulfill the decisions taken by the General Meetings of Shareholders, the Board of Directors and the Management Board.
- 3.10. In the event of termination of powers of a member of the Management Board, such member of the Management Board shall report to the Board of Directors of the Company on his/her activities within the time specified in the employment contract, or if such time is not determined – within other reasonable period at request of the Board of Directors.
- 3.11. The Company shall maintain insurance covering liability of the Management Board members, arising from legal actions or claims brought against a Management Board member by third parties or the Company’s shareholders in connection with business decisions or other acts taken by such Management Board member in the capacity of the Company’s Management Board member or a member of a management board of the Company’s subsidiaries.

4. THE CHAIRMAN AND THE SECRETARY OF THE MANAGEMENT BOARD

- 4.1. The General Director of the Company shall be the Chairman of the Management Board. The Chairman of the Management Board shall organize the work of the Management Board, preside over the Management Board meetings and report to the Board of Directors on the results of Management Board’s activities.
- 4.2. The Management Board may appoint a Deputy Chairman of the Management Board. The Deputy Chairman of the Management Board shall be appointed upon the motion of the Management Board Chairman from among the Management Board members.

The Deputy Chairman of the Management Board shall perform the functions during the absence, including temporary, of the Chairman of the Board. In the absence of the Chairman of the Management Board and his/her Deputy at a meeting of the Management Board, the members of the Management Board can elect the Chairman from among the Management Board members present at the meeting.
- 4.3. Upon the motion of the Chairman, the Management Board shall approve the Secretary of the Management Board. The Management Board shall have the right to terminate at any time the powers of the Management Board Secretary and to appoint a new Management Board Secretary.

The Secretary of the Management Board in cooperation with the Chairman of the Management Board and as instructed thereby shall:

- 1) send a notice (instruction) to persons in charge of the preparation of the materials for the meeting or absentee voting of the Management Board;
- 2) send the notices of forthcoming meetings or absentee voting to the Management Board members, as well as the materials relating to the agenda;
- 3) arrange for the organizational and technical preparation for the meetings and absentee voting of the Management Board;
- 4) count the votes (tabulate the voting results) on the agenda items of the meeting or absentee voting of the Management Board;
- 5) maintain the minutes of the meetings of the Management Board, make extracts from the minutes of the Management Board;
- 6) ensure the transfer of the original minutes of the Management Board and materials to the Company's Unified Competence Stock;
- 7) keep the electronic minutes/copies of the minutes and materials of the meetings and absentee voting;
- 8) monitor the implementation of Management Board decisions.

- 4.4. The Secretary of the Management Board shall have the right to request any information and documents from the Company's structural divisions and officials, as well as from the members of the Management Board, relating to the issues within the terms of competence of the Management Board.

5. MANAGEMENT BOARD ACTIVITY PLANNING, PROCEDURE FOR PREPARING THE MEETINGS OF THE MANAGEMENT BOARD

- 5.1. The meetings of the Management Board shall be held as and when necessary. The meetings of the Management Board shall be conducted at own initiative of the Chairman of the Management Board or at the request of any member of the Management Board, Board of Directors, Auditing Commission or the Auditing Organization of the Company. The Management Board meetings shall be held in the Company's office. On the instructions of the Chairman of the Management Board, the Management Board meetings can be held outside the Company's office, and the Management Board members shall be notified of the venue of the meeting in accordance with the procedure specified in Paragraphs 5.6 and 5.99 hereof.

- 5.2. A plan of the Management Board's activities shall be prepared for the forthcoming planning period. As necessary, a plan of the Management Board's activities is subject to change (adjustment). The responsibility for preparing a draft plan of the Management Board's activities rests with the Management Board Secretary.

- 5.3. Additional issues may be included in the activity plan of the Management Board by the Chairman of the Management Board at his own initiative or at suggestion of the Management Board members.

The plan of the Management Board's activities shall be approved by decision of the Management Board no later than 10 (ten) business days prior to the beginning of the planning period and shall contain dates of the Management Board meetings, wording of issues on the agenda and persons responsible for preparing the issues.

- 5.4. If the issues falling within the terms of competence of the Company's Board of Directors are to be pre-considered by the Management Board, the Secretary of the Company's Board of Directors shall, no later than 1 (one) business day of the approval of the agenda for the meeting of the Board of Directors by the Chairman of Board of Directors, notify the Chairman and the Secretary of the Management Board, specifying the following:

- 5.4.1. the date of the meeting and absentee voting of the Board of Directors;

- 5.4.2. the approved agenda of the Board of Directors;
- 5.4.3. person(s) in charge of preparation of information materials for each agenda item for the meeting or absentee voting of the Board of Directors (with respect to the items subject to pre-consideration by the Management Board);
- 5.4.4. the date of submission of information materials in respect of each agenda item for the meeting of the Board of Directors to the Secretary of the Board of Directors (with respect to the items subject to pre-consideration by the Management Board);
- 5.4.5. the date of distribution of the information materials in respect of each agenda item for the meeting of the Board of Directors among the members of the Board of Directors;
- 5.4.6. previous instructions given by the Board of Directors to be executed by the date of the meeting or absentee voting for adoption of decisions by the Board of Directors with the indication of the employees in charge thereof;
- 5.4.7. the date of submission of status information on the previous instructions given by the Board of Directors to the Secretary of the Board of Directors;
- 5.4.8. the date of submission of the information materials related to previous instructions given by the Board of Directors to the Secretary of Board of Directors.
- 5.5. The Chairman of the Management Board shall arrange for the preliminary consideration of the agenda items of the meeting of the Board of Directors by the Management Board no later than 7 (seven) calendar days before the date of the meeting or absentee voting of the Board of Directors.
- 5.6. The Secretary of the Company Board of Directors shall, no later than 1 (one) business day after the approval by the Company Board of Directors of the date of the General Meeting of Shareholders, notify the Chairman and the Secretary of the Management Board thereof and provide the following information:
 - 5.6.1. the date of the meeting or absentee voting for adoption of decisions by the General Meeting of Shareholders;
 - 5.6.2. the approved agenda for the General Meeting of Shareholders;
 - 5.6.3. personnel in charge of preparation of the materials to be submitted to the Company's shareholders for consideration;
 - 5.6.4. the date of submission of the materials to the Company's shareholders for consideration.
- 5.7. The date, time, venue and final agenda for the Management Board shall be approved by the Chairman of the Management Board and communicated to the Management Board members by the Secretary of the Management Board no later than 5 (five) business days before the date of the meeting of the Management Board.
- 5.8. Preparation and holding of extraordinary meetings of the Company's Management Board, inclusion of the unscheduled items in the agenda for a Management Board meeting, shifting the consideration of an issue from one planned meeting to another, withdrawal of the items from the agenda for a Management Board meeting, postponing the date and time of the Management Board meeting, amendment of the agenda for the Management Board meeting, changes in the deadlines for execution of the Management Board's instructions shall be made by the Chairman of the Management Board upon his/her own initiative or upon request of any member of the Management Board, Board of Directors or Auditing Commission, Auditing Organization of the Company or the Secretary of the Company's Board of Directors (if the materials to be submitted to the members of the Board of Directors in the course of preparation for the meeting or absentee voting of the Board of Directors are to be preliminarily considered by the Management Board).
- 5.9. The Secretary of the Management Board shall communicate any changes in the date, venue of the meeting and agenda for the Management Board meeting to the members of the Management Board no later than 1 (one) business day after the receipt of such information from the Chairman of the Management Board.

6. PROCEDURE FOR PREPARING AND SUBMITTING MATERIALS FOR THE MANAGEMENT BOARD MEETINGS

- 6.1. The instruction on the need to prepare materials for a meeting of the Management Board shall be sent by the Secretary of the Management Board to persons in charge thereof at least 5 (five) calendar days in advance of the meeting of the Management Board. If necessary, the recommended format for submitting materials shall be sent within the specified timeframe.
- 6.2. Persons in charge of the preparation of the materials for the Management Board meetings shall forward the draft materials (in the electronic form) approved by the supervising member of the Management Board (if applicable), to the Secretary of the Management Board no later than 3 (three) calendar days before the date of the meeting.
- 6.3. The Chairman and (or) the Secretary of the Management Board shall have the right to inform of the need to elaborate or amend the materials and set the time for elaboration or amendment thereof.
- 6.4. The Secretary of the Management Board shall, no later than 2 (two) calendar days before the date of the Management Board meeting, send all received materials to the members of the Management Board. The Secretary of the Management Board shall inform the Chairman of the Management Board in the event of the lack of the materials on any agenda item for the Management Board meeting. Before the beginning of the meeting, the members of the Management Board may send their comments, remarks or suggestions to the submitted material through the Secretary of the Management Board to the person responsible for preparing the materials.
- 6.5. Any changes in the procedure for preparation and submission of the materials for the Management Board meetings can be made by the decision of the Chairman of the Management Board. It is allowed to send a notice of holding a meeting of the Management Board and materials on the agenda items of the Management Board within the shortened terms by the decision of the Chairman of the Management Board.

7. PROCEDURE FOR TAKING DECISIONS BY THE MANAGEMENT BOARD

- 7.1. The main method of taking decisions by the Management Board is at the meetings of the Management Board. By decision of the Chairman of the Management Board, decisions may be taken by the Management Board at the meetings where voting is combined with absentee voting, or by absentee voting. The specifics of preparation and decision-making by the Management Board at the meetings where voting is combined with absentee voting, or by absentee voting shall be set by Sections 9 and 10 of the Regulations.
- 7.2. The quorum required for taking a decision by the Management Board is no less than a half of the elected members of the Management Board. If the number of the Management Board members becomes less than the quorum required, the Company's Board of Directors must form a new Management Board.
- 7.3. Decisions at the meetings of the Management Board shall be adopted by majority votes of the Management Board members attending the meeting. When taking a decision by the Management Board, each member of the Management Board shall have one vote. In case of equal vote, the Chairman of the Management Board has the casting vote. The members of the Management Board cannot transfer their voting rights to other persons, including other members of the Management Board.
- 7.4. The Management Board member who has voted against a decision adopted by the Management Board, shall have the right, within 2 (two) business days of the meeting, to form and submit to the Chairman of the Management Board his/her dissenting opinion on the issue, which is attached to the minutes of the meeting of the Management Board.

8. PROCEDURE FOR HOLDING MEETINGS OF THE MANAGEMENT BOARD

- 8.1. The Management Board meeting shall consider the items that have been included into the agenda according to the routine procedure or by decision of the Chairman of the Management Board.
- 8.2. The members of the Management Board shall attend the meetings of the Management Board. If it is impossible to attend a meeting, the Management Board member shall notify the Secretary of the Management Board to this effect in advance.
- 8.3. The participation in a meeting of the Management Board may be carried out remotely using electronic or other technical means, if methods are used that allow for the reliable identification of the person participating remotely in the meeting, and enabling such person to take part in discussions of the agenda items and vote on the agenda items put to a vote. A meeting of the Management Board with remote participation may be held with the possibility of being present at the place where it is held or without determining the place where it is held. Participation in a meeting of a member of the Management Board by telephone or by other means of electronic communication is equivalent to his personal presence.
- 8.4. The Chairman of the Management Board shall have the right to invite any other persons, including employees of the Company and independent experts to the meetings of the Management Board. The presence of the persons invited for the meeting of the Management Board is allowed given the compliance with local regulatory acts of the Company related to protection of the insider and confidential information.
- 8.5. The Management Board meeting shall consider agenda items in accordance with the following procedure:
 - 1) a report presented by a person reporting on the agenda item;
 - 2) a co-speaker's report (if applicable);
 - 3) the Management Board members' questions to the speakers or other Company's executives and employees present at the meeting;
 - 4) the Management Board members and other invited persons debating the report;
 - 5) reading out written opinions on the draft resolution submitted by the Management Board members;
 - 6) the speaker giving short comments on the proposals that were put forward during debates;
 - 7) the Chairman of the Management Board summarizing the debates and formulating, with regard to the materials submitted, the draft resolution of the Management Board, indicating the time required for such resolutions execution;
 - 8) voting and tabulation. The draft resolution can be voted either as a whole or by separate items of the resolution, if so requested by any member of the Management Board;
 - 9) the Chairman of the Management Board declaring voting results;
 - 10) the Management Board members being provided the opportunity to deliver (and to incorporate into the minutes of the Management Board) their special opinion. A member of the Management Board shall have the right to deliver such special opinion in writing no later than two days since the date of the Management Board meeting.
- 8.6. The time of reporting, co-reporting and reading out closing remarks shall be set by the Chairman of the Management Board and, as a general rule, shall not exceed 20 (twenty) minutes for reporting and 10 (ten) minutes for co-reporting when considering one item of the agenda. Each speaker debating shall have up to 5 (five) minutes.
- 8.7. A debater shall:
 - 1) present in short his/her position as regards the matter in question,

- 2) formulate his/her position with regard to the draft resolution of the Management Board proposed by the speaker or other participants of the Management Board meeting upon the examination of the materials relating to the agenda item,
- 3) formulate his/her draft resolution proposal on the agenda item considered.

8.8. The Chairman of the Management Board meeting shall:

- 1) give the floor for asking questions, reporting and speaking;
- 2) organize the debates;
- 3) present his/her own position as for the agenda item considered;
- 4) summarize the discussion and formulate the proposals;
- 5) ensure compliance with the Regulations of the meeting;
- 6) put to voting the draft resolutions of the Management Board, proposals made by the Management Board members as for the agenda items considered, arrange voting and tabulation, and declare voting results;
- 7) take decision on the deadlines for execution of the resolutions passed by the Management Board;
- 8) arrange for keeping the minutes and, where necessary, shorthand reports of the meeting, and sign the minutes.

8.9. Next meeting agenda shall be announced at each meeting of the Management Board.

8.10. By decision of the Chairman of the Management Board, a meeting of the Management Board may be audio and video recorded. The members of the Management Board and other persons attending the meeting shall be deemed to be notified of a possibility of such recording. No separate consent to audit/video recording shall be required from the attendees of the meeting.

9. PROCEDURE FOR TAKING DECISIONS BY THE MANAGEMENT BOARD BY ABSENTEE VOTING

9.1. By decision of the Chairman of the Management Board, the Management Board shall be able to adopt decisions within the terms of its competence by way of absentee voting using voting ballots. A voting ballot is a document containing the information on the will expressed by the Management Board member.

9.2. In order to take a decision by way of absentee voting, each member of the Management Board will receive a notice of absentee voting specifying the agenda items and containing the materials (information) on such agenda items, and an absentee voting ballot (Annex No. 1), at least 2 (two) calendar days before the closing date for absentee voting ballots, by email generated for the Management Board member of the Company.

9.3. The procedure for preparing and submitting the materials for absentee voting shall comply with the procedure specified in Article 6 hereof. All timeframes that are specified in Article 6 hereof shall be set out with regard to the date of absentee voting notice forwarded by the Secretary of the Management Board in accordance with Paragraph 9.2 hereof, rather than the date of the Management Board meeting, as this is done in case of a meeting in presence.

9.4. The notice of absentee voting shall specify the following:

- 1) full trade name and address of the Company;
- 2) agenda of the Management Board;
- 3) indication that the absentee voting is conducted by way of filling absentee voting ballots;
- 4) deadline for receipt of absentee voting ballots;
- 5) list of information (materials) to be submitted to the Management Board members when preparing for absentee voting.

The Chairman of the Management Board or, in the absence of the Chairman of the Management Board, the Deputy Chairman shall sign the absentee voting notice.

- 9.5. The following information shall be specified in a ballot:
- 1) full trade name and address of the Company;
 - 2) wording of the agenda items;
 - 3) draft decisions put to a vote;
 - 4) voting options;
 - 5) deadline for ballots;
 - 6) address for sending the filled ballots.
- 9.6. The completed ballot shall be signed by a member of the Management Board with indications of his/her name and initials.
- A voting ballot filled in with the infringement of the provisions specified in Annex No. 1 to these Regulations hereof shall be deemed invalid and shall not be considered when determining a quorum required to take the resolutions by way of absentee voting, or for tabulations purposes.
- 9.7. A member of the Management Board shall, by the date specified in the notification on conducting absentee voting, submit the voting ballot, filled in and signed, to the Secretary of the Management Board in hard copy, or a scanned copy of the voting ballot shall be forwarded via email specified in the absentee voting notice. In the event that a scanned copy of the voting ballot is forwarded, the original shall be submitted to the Secretary of the Management Board no later than on the date of drawing up of the minutes.
- 9.8. The members of the Management Board, whose ballots (scanned copies of the ballots) were received by the Secretary of the Management Board on or before the deadline, shall be deemed to have participated in the absentee voting.
- 9.9. The presence of a quorum for taking decisions by absentee voting shall be determined on the basis of ballots completed and signed by the members of the Management Board (scanned copies of ballots), which were received by the Company within the time specified in the notice of absentee voting. The decisions of the Management Board shall be taken by a majority vote of the Management Board members who sent the ballots during absentee voting.
- 9.10. When taking decisions by the Management Board by absentee voting, a member of the Management Board shall send a completed ballot in the manner and in time stipulated by Paragraph 9.7 hereof.
- 9.11. Based on the ballots received, the Secretary of the Management Board shall summarize the results of absentee voting on the agenda items and draw up the minutes in accordance with the procedure set forth herein.

10. PROCEDURE FOR TAKING DECISIONS AT A MEETING WHERE VOTING IS COMBINED WITH ABSENTEE VOTING

- 10.1. By decision of the Chairman of the Management Board, the decisions of the Management Board within the scope of its terms of competence can be taken at meetings where voting is combined with absentee voting.
- 10.2. When combining voting at the meeting of the Management Board with absentee voting, the voting shall be carried out through voting ballots. A notice of a meeting combined with absentee voting, materials (information) on the items on the agenda and voting ballots shall be sent in the manner specified in Paragraph 9.2 of these Regulations, save for provisions stipulating the deadline for sending ballots.
- 10.3. The acceptance of voting ballots, when the Management Board takes decisions at a meeting where voting is combined with absentee voting, shall end on the date specified in the notice of

the meeting where voting is combined with absentee voting, but not later than the date of the meeting of the Management Board.

- 10.4. When holding meetings of the Management Board where voting is combined with absentee voting, in case of impossibility to attend the meeting, a member of the Management Board shall send a completed voting ballot within the timeframe, stipulated by Paragraph 10.3 of these Regulations.

11. MINUTES OF THE MANAGEMENT BOARD

- 11.1. Meetings of the Management Board and voting results at the meeting, including that where voting is combined with absentee voting, as well as results of the absentee voting shall be confirmed by the minutes of the meeting or absentee voting for adoption of decisions by the Management Board (hereinafter the “Minutes” and the “Minutes of the Management Board”).
- 11.2. The Secretary of the Management Board shall maintain the Minutes of the Management Board.
- 11.3. The Secretary of the Management Board shall draft the Minutes of the Management Board no later than 2 (two) business days of the meeting or the closing date for voting ballots in case of absentee voting and forward such Minutes to the participating members and the Chairman of the Management Board for approval. Within 1 (one) business day of receipt of the draft Minutes, the members and the Chairman of the Management Board shall have the right to forward to the Secretary of the Management Board their comments on the draft Minutes proposed; the Secretary of the Management Board shall take the comments into account when preparing final Minutes approved by the Chairman of the Management Board. The Minutes of the Management Board shall be signed by the Chairman and the Secretary of the Management Board no later than 5 (five) business days of the Management Board meeting or closing date for voting ballots in case of absentee voting. The Minutes may be signed either by personal handwritten signatures or by electronic signatures of persons specified in this clause. The copies of the Minutes of the Management Board meetings shall be certified by the Secretary of the Management Board.
- 11.4. The Minutes shall indicate the following:
- 1) Minutes number (progressive numbering starting at the beginning of the year);
 - 2) full name of the Company;
 - 3) date and time of the meeting, and if voting at a meeting was combined with absentee voting – the closing date for voting ballots of the Management Board members who voted in absentia; venue of the meeting or information that the meeting with a remote participation was held without determining the place of the meeting, or in case of absentee voting – the closing date for voting ballots;
 - 4) list of persons participated in the meeting or absentee voting (members of the Management Board and those invited);
 - 5) availability of quorum;
 - 6) agenda of the meeting;
 - 7) the agenda items put to a vote and voting results (outcomes) per each agenda item specifying the voting options of each member of the Management Board, or the information that he/she did not participate in voting;
 - 8) agenda items not put to a vote;
 - 9) decisions taken per each agenda item, the deadlines for and the persons in charge of the execution thereof.
 - 10) information on a person who has signed the Minutes.
- 11.5. Dissenting opinions on the decisions submitted by the Management Board members shall be incorporated into the Minutes.

- 11.6. In the event of decision-making by the Management Board via absentee voting or at a meeting where voting is combined with absentee voting, the completed absentee voting ballots shall be kept by the Company.
- 11.7. The original Minutes of the Management Board meetings shall be maintained by the Company.
- 11.8. Electronic versions of the Minutes and the materials submitted to the Management Board members during the consideration of relevant agenda issues, shall be maintained by the Secretary of the Management Board. The Secretary of the Management Board shall keep the electronic archive of the minutes and materials and forward such copies to the Corporate Governance Department.
- 11.9. The Secretary of the Management Board shall prepare and forward to the persons in charge of the execution of the decisions of the Management Board the extracts from the Minutes of the Management Board meetings.
- 11.10. The members of the Board of Directors, the Management Board and the Auditing Commission, as well as the Auditing Organization of the Company shall have the right to contact the Secretary of the Management Board in order to get access to the Minutes of the Management Board meetings.
- 11.11. Upon the written request of the persons specified in Paragraph 11.10 hereof, the Secretary of the Management Board shall prepare and submit all such copies of the Minutes of the Management Board meetings or the extracts from such Minutes.
- 11.12. The extracts from the Minutes of the Management Board meetings shall be signed by the Secretary of the Management Board.
- 11.13. The Secretary of the Management Board shall record such requests and issued copies and extracts from the Minutes of the Management Board meetings in a special log.

12. EXECUTION OF THE DECISIONS TAKEN BY THE MANAGEMENT BOARD

- 12.1. All decisions of the Management Board shall be binding on the members of the Management Board and the Company's staff.
- 12.2. Control over execution of the resolutions passed by the Execution Board shall be aimed at ensuring their unconditional, quality, precise and timely fulfillment.
- 12.3. All instructions of the Management Board that recorded in the Minutes of the Management Board meetings and to be executed shall be subject to monitoring and control. The deadlines for the execution of the instructions issued by the Management Board shall be set out in the decisions of the Management Board. If the deadline is not set by the Management Board, the instruction shall be executed within no longer than one month, unless otherwise stated by the Chairman. If a deadline falls on a day-off (holiday), than the instruction is to be executed no later than the next business day.
- 12.4. The Secretary of Management Board shall control the execution of the instructions issued by the Management Board. The Secretary of the Management Board shall timely communicate the instructions of the Management Board to persons in charge of their execution, and, if applicable, monitor the execution of such instructions. If necessary, the Secretary of the Management Board shall prepare and send to persons in charge of the execution of decisions of the Management Board extracts from the Minutes of the Management Board meetings, in accordance with the instructions of the Chairman of the Management Board, decisions of the Management Board, local regulatory acts of the Company and legislative requirements. The persons in charge shall, within 1 (one) business day of request by the Secretary of the Management Board, submit the information on the status of the instructions.
- 12.5. In case of objective impossibility to execute the instruction of the Management Board in due time, the person in charge shall, with due advance (3 (three) days before the deadline), submit his/her grounded request to the Chairman of the Management Board to postpone the deadline

for the execution of the Management Board's instruction (in person or by submitting a relevant request to the Secretary of the Management Board). The Chairman or the Secretary of the Management Board shall inform the person in charge on the decision taken in respect of the request.

- 12.6. In case an instruction of the Management Board fails to be executed in due time, the Secretary of the Management Board shall, no later than the next business day after the deadline, notify the Chairman of the Management Board on such failure.

13. INTRODUCTION OF AMENDMENTS TO THESE REGULATIONS

- 13.1. These Regulations, as well as amendments and additions to them shall be approved by the decision of the General Meeting of Shareholders in the manner envisaged by the effective laws of the Russian Federation and the Charter of the Company.
- 13.2. If, due to changes in the legislation of the Russian Federation and (or) the Charter of the Company, the provisions hereof come into conflict with the requirements of the laws of the Russian Federation and (or) the Company's Charter, the provisions of the legislation of the Russian Federation and (or) of the Company's Charter shall apply respectively. .

to the Regulations on the Management
Board
of Mobile TeleSystems Public Joint Stock
Company

BALLOT No. ____

**for absentee voting by the Management Board
of Mobile TeleSystems Public Joint Stock Company**

Location of the Company:

Closing date for voting ballots:

Closing time for voting ballots:

Postal address and email for forwarding completed and signed voting ballots:

Management Member:	Board	
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(Please indicate the full name of the Management Board Member)

Item No. 1 of the agenda:		
Resolution on the item put to a vote:		
1.1.		
Voting options		
FOR	AGAINST	ABSTAINED

In the Voting Options column, mark (circle) or leave unmarked only one voting option you have chosen ("FOR", "AGAINST", "ABSTAINED").

Item No. 2 of the agenda:		
Resolution on the item put to a vote:		
2.1.		
Voting options		
FOR	AGAINST	ABSTAINED

In the Voting Options column, mark (circle) or leave unmarked only one voting option you have chosen ("FOR", "AGAINST", "ABSTAINED").

The voting ballot shall be signed by the member of the Management Board. Ballots without signatures are deemed to be invalid!

Management Board Member _____
(Signature)

(Printed name: surname, initials)