

Table for comparison

of amendments made to the Regulations on Remunerations and Compensations payable to the members of the Board of Directors of MTS PJSC (hereinafter, the "Regulations") with the current version of the Regulations (version No. 5)

clause no.	Version of Regulation No. 5	Version of Regulation No. 6	Commentary
1.	<p>TERMS AND DEFINITIONS</p> <p>1. “ADR” shall mean American Depository Receipts which grant rights to Shares.</p> <p><...></p>	<p>TERMS AND DEFINITIONS</p> <p>1. “ADR” shall mean American Depository Receipts which grant rights to Shares.</p> <p><...></p>	<p>Here and further in the paragraphs, provisions related to remuneration in the form of American Depository Receipts which grant rights to MTS Shares (hereinafter referred as “ADR”) are excluded due to the delisting MTS from the New York Stock Exchange in August, 2022.</p>
6.2.-6.3.	<p>6.2. The number of Shares to be transferred to each Non-Employee Director based on the results of the Corporate Year shall be determined as the quotient obtained by:</p> <p><...></p> <p>6.3. In case the number of Shares to be transferred to each Non-Employee Director by the end of the Corporate Year is a fractional number, the whole number of Shares shall be transferred to a Non-Employee Director, and the value of the fractional remainder of Shares shall be compensated in the monetary form in accordance with the Share price in rubles determined in the manner provided for by clause 6.2 hereof.</p>	<p>6.2. The number of Shares to be transferred to each Non-Employee Director based on the results of the Corporate Year shall be determined calculated as the quotient rounded up to an integer value obtained by:</p> <p><...></p> <p>6.3. Excluded</p>	
6.6., 6.6.1- 6.6.3.	<p>6.6. A Non-Employee Director may send a request to the Company to replace the remuneration in the form of Shares by the remuneration in the form of ADR.</p> <p>6.6.1. The number of ADRs to be transferred by the end of the Corporate Year to each Non-Employee Director who sent the request shall be calculated as the quotient obtained by:</p> <ul style="list-style-type: none"> - the ruble equivalent of USD 100,000 calculated according to the exchange rate established by the Bank of Russia for the date of the Annual 	<p>Clauses 6.6. – 6.6.3. are excluded</p>	<p>Here and further in the paragraphs, provisions related to remuneration in the form of ADR are excluded due to the delisting MTS from the New York Stock Exchange in August, 2022.</p>

	<p>Meeting of Shareholders of the Company by the end of the Corporate Year divided by</p> <ul style="list-style-type: none"> - the ADR price in rubles at the exchange rate established by the Bank of Russia for the date of the Annual Meeting of Shareholders of the Company by the end of the Corporate Year, being the weighted average price of one ADR for the last 30 calendar days preceding the Annual Meeting of Shareholders of the Company, during which the trading was carried out on the New York Stock Exchange (NYSE). <p>6.6.2. Such request shall be accompanied by documents on the compliance with requirements and limitations of the Russian legislation on foreign issuers' securities trading in the territory of the Russian Federation.</p> <p>6.6.3. A Non-Employee Director shall provide to the Company information on his/her personal account (depository account) or his/her broker's details, enabling to transfer ADRs, not later than 15 days after the end of the relevant Corporate Year.</p>		
	<p>6.7. During the term of office of a Non-Employee Director in the Board of Directors and within one year after his/her resignation from the Board of Directors, the following limitations apply to such Non-Employee Director with respect to disposal of Shares and/or ADRs:</p> <p>6.7.1. Non-Employee Directors may not alienate or otherwise dispose of Shares and/or ADRs received as Remuneration within three years upon the first receipt of Shares and/or ADRs as Remuneration.</p> <p>6.7.2. Starting from the fourth year after the first receipt of the remuneration in the form of Shares and/or ADRs, Non-Employee Directors shall be entitled to alienate or otherwise dispose of the Shares they own, provided that the total value of Shares and/or ADRs remaining in the ownership of each Non-Employee Director is not less than the amount of the basic remuneration provided for by clause 4.2 hereof, or the threefold monetary equivalent</p>	<p>Clauses 6.7. – 6.8. are excluded</p>	<p>The restriction on the disposal of Directors of shares received in the form of remuneration for 3 years is excluded.</p>

	<p>provided for by clause 6.2 hereof for a Non-Employee Director, whichever is the greater.</p> <p>6.8. A Non-Employee Director shall provide to the Company information on his/her intention to effect transactions or on transactions effected with Shares and/or ADRs, in the manner provided for by the Regulations on the Board of Directors, other internal regulations and policies of the Company and applicable legislation, as well as if transactions with Shares and/or ADRs are effected in violation of the requirements of clause 6.7 hereof, a Non-Employee Director shall send a notice to the Company, describing the reasons for such violation. The Remuneration and Nomination Committee of the Board of Directors may hear the Non-Employee Director's explanations and make judgments about them.</p>		
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