

## Supplemental Agreement

This **Supplemental Agreement to the Shareholders Agreement entered into on 30 June 2011 with respect to National Settlement Depository (NSD)** is made on 29 March 2019 by and between the following shareholders of NSD:

- (1) Shareholder, Public Joint-Stock Company "Moscow Exchange MICEX-RTS", OGRN: 1027739387411;
- (2) Shareholder, ALOR Plus Corporation LLC, OGRN: 1027700075941;
- (3) Shareholder, AO "ALFA-BANK", OGRN: 1027700067328;
- (4) Shareholder, Limited Liability Company "ATON", OGRN: 1027739583200;
- (5) Shareholder, State Development Corporation "VEB.RF", OGRN: 1077711000102;
- (6) Shareholder, BrokerCreditService Limited, OGRN: 1025402459334;
- (7) Shareholder, VTB Bank (public joint-stock company), OGRN: 1027739609391;
- (8) Shareholder, Gazprombank (Joint-Stock Company), OGRN: 1027700167110;
- (9) Shareholder, Commercial Bank "J.P. Morgan Bank International" (Limited Liability Company), OGRN: 1027739606245;
- (10) Shareholder, INFINITUM Asset Services, OGRN: 1027739039283;
- (11) Shareholder, Reestr-RN Limited Liability Company, OGRN: 1027700172818;
- (12) Shareholder, KIT Finance (Joint-stock company), OGRN: 1167847466742;
- (13) Shareholder, Joint Stock Company «R.O.S.T. Registrar», OGRN: 1027739216757;
- (14) Shareholder, JOINT STOCK COMPANY "BANK CREDIT SUISSE (MOSCOW)", OGRN: 1027739526935;
- (15) Shareholder, "OOO Morgan Stanley Bank", OGRN: 1057711007023;
- (16) Shareholder, Novyi Registrator JSC, OGRN: 1037719000384;
- (17) Shareholder, Public Joint-Stock Company "Bank Otkritie Financial Corporation", OGRN: 1027739019208;
- (18) Shareholder, Otkritie Broker Joint Stock Company, OGRN: 1027739704772;
- (19) Shareholder, Professional Registration Center JSC, OGRN: 1023802254574;
- (20) Shareholder, Joint stock company Raiffeisenbank, OGRN: 1027739326449;
- (21) Shareholder, Renaissance Broker Limited, OGRN: 1027739121981;
- (22) Shareholder, Public joint-stock company ROSBANK, OGRN: 1027739460737;
- (23) Shareholder, "Bank "Saint-Petersburg" Public Joint-Stock Company, OGRN: 1027800000140;
- (24) Shareholder, Stock company Saint-Petersburg Currency Exchange, OGRN: 1037843013812;
- (25) Shareholder, Sberbank of Russia, OGRN: 1027700132195;

- (26) Shareholder, Joint stock company "Sotsinvestbank", OGRN: 1020280000036;
- (27) Shareholder, Joint Stock Company "DRAGa", OGRN: 1037739162240
- (28) Shareholder, CentroCredit Bank, OGRN: 1027739198387;
- (29) Shareholder, Joint Stock Company UniCredit Bank, OGRN: 1027739082106;
- (30) Shareholder, Evrofinance Mosnarbank, OGRN: 1027700565970;
- (31) Shareholder, Investment Company "Zerich Capital Management" Joint Stock Company, OGRN: 1027700066646;
- (32) Shareholder, Clearstream Banking S.A., Registration Number: B9248;
- (33) Shareholder, Euroclear Bank SA/NV, Registration Number: 0429.875.591;
- (34) Shareholder, Republican Unitary Enterprise "Republican Central Securities Depository", Uniform Registration Number: 100967318;
- (35) Shareholder, Joint Stock Company Commercial Bank "Citibank", OGRN: 1027700431296;
- (36) New Shareholder, Joint Stock Company «Russian regional development bank», OGRN: 1027739186914 ("**New Shareholder 1**"); and
- (37) New Shareholder, «RON Invest», OGRN: 1087746130823 ("**New Shareholder 2**").

**Recitals:**

- (A) Moscow Exchange intends to transfer to each of New Shareholder 1 and New Shareholder 2 (collectively, the "New Shareholders") one ordinary share with the par value of RUB 1,000 (One Thousand) each in the share capital of National Settlement Depository (the "**Company**").
- (B) This Supplemental Agreement is entered into in accordance with clause 11.7 (*Supplemental Agreement*) of the Shareholders Agreement dated 30 June 2011, as may be amended from time to time (the "**Shareholders Agreement**").

**THEREFORE, the Parties hereby agree as follows:**

- 1 The New Shareholders acknowledge that they have been provided and read a copy of the Shareholders Agreement.
- 2 Each of the New Shareholders agrees and acknowledges that it becomes a party to the Shareholders Agreement and, as soon as it is registered in the Company's share register, will acquire the same rights and obligations under the Shareholders Agreement, as the Shareholders have thereunder as at the date of this Supplemental Agreement or will have in the future.
- 3 The New Shareholders' addresses, e-mails, and fax numbers for the purposes of clause 17.1 (*Notices*) of the Shareholders Agreement shall be as follows:
  - 3.1. *New Shareholder 1*: Joint Stock Company «Russian regional development bank»

*Address:* 65 Sushchevsky Val Street, Bldg. 1, 129594 Moscow 1  
*Telephone/fax:* +7 (495) 933-03-43  
*E-mail:* bank@vbrr.ru  
*Attention:* President

3.2. *New Shareholder 2:* «RON Invest»

*Address:* 23 Kazakova Street, Bldg. 1, 105064 Moscow  
*Telephone/fax:* + 7(495) 645-88-85 / +7(495) 645-88-83  
*E-mail:* Yegor.Razbitsky@ron.in  
*Attention:* Director General

- 4 The execution of this Supplemental Agreement will be notified to the Company by Public Joint-Stock Company "Moscow Exchange MICEX-RTS" within 15 days of the date of this Supplemental Agreement.
- 5 Clause 15 (*Governing Law and Dispute Resolution*) shall apply to this Supplemental Agreement as if set out in full herein.

**IN WITNESS WHEREOF**, this Supplemental Agreement is signed on the date first above written.

SIGNED /\_\_\_\_\_/

on behalf of Public Joint-Stock Company «Moscow Exchange MICEX-RTS» by Alexander Smirnov acting under Power of Attorney No. МБ-ДБ-2019-0027 dated 19 March 2019

SIGNED /\_\_\_\_\_/

on behalf of ALOR Plus Corporation by Rustam Kantserov acting under Power of Attorney No. 14/03/Д dated 5 March 2019

SIGNED /\_\_\_\_\_/

on behalf of AO "ALFA-BANK" by Alexey Subbotin acting under Power of Attorney No. 006/2951Д dated 21 July 2016

SIGNED /\_\_\_\_\_/

on behalf of Limited Liability Company "ATON" by Ivan Kuznetsov acting under Power of Attorney No. 38 dated 11 March 2019

SIGNED /\_\_\_\_\_/

on behalf of State Development Corporation "VEB.RF" by Mikhail Poluboyarinov acting under Power of Attorney No. 355 dated 17 September 2018

SIGNED /\_\_\_\_\_/

on behalf of BrokerCreditService Limited by Evgeny Ovechkin acting under Power of Attorney No. 1420 dated 18 March 2019

SIGNED /\_\_\_\_\_/

on behalf of VTB Bank (public joint-stock company) by Nadezhda Ushakova acting under Power of Attorney No. 350000/1030-Д dated 20 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Gazprombank (Joint-Stock Company) by Larisa Azimova acting under Power of Attorney No. Д-14/1448 dated 19 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Commercial Bank "J.P. Morgan Bank International" (Limited Liability Company) by Ekaterina Terekhova acting under Power of Attorney No. 003/19 BP dated 18 March 2019

SIGNED /\_\_\_\_\_/

on behalf of INFINITUM Asset Services by Svetlana Zabrodkina acting under Power of Attorney No. 19/58 dated 28 February 2019

SIGNED /\_\_\_\_\_/

on behalf of Reestr-RN Limited Liability Company by Vladimir Shakotko, Director General, acting under the Articles of Association

SIGNED /\_\_\_\_\_/

on behalf of KIT Finance (Joint-stock company) by Andrey Zlobin acting under Power of Attorney No. 16 dated 5 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Joint Stock Company «R.O.S.T. Registrar» by Artyom Khrutsky acting under Power of Attorney No. 354 dated 26 March 2019

SIGNED /\_\_\_\_\_/

on behalf of JOINT STOCK COMPANY "BANK CREDIT SUISSE (MOSCOW)" by Tatiana Tarasova acting under Power of Attorney dated 26 March 2019

SIGNED /\_\_\_\_\_/

on behalf of "OOO Morgan Stanley Bank" by Daria Yurenko acting under Power of Attorney No. 1111-P dated 12 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Novyi Registrator JSC by Igor Polyakov acting under Power of Attorney No. 8 dated 1 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Public Joint-Stock Company "Bank Otkritie Financial Corporation" by Pavel Pshenitsyn acting under Power of Attorney dated 11 December 2018

SIGNED /\_\_\_\_\_/

on behalf of Otkritie Broker Joint Stock Company by Ekaterina Lopatkina acting under Power of Attorney No. 18.06/22.001 dated 22 June 2018

SIGNED /\_\_\_\_\_/

on behalf of Professional Registration Center JSC by Nikita Chulkov acting under Power of Attorney No. 190318-01 dated 18 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Joint stock company Raiffeisenbank by Evgenia Klimova acting under Power of Attorney No. 1 dated 12 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Renaissance Broker Limited by Alexander Sergienko acting under Power of Attorney dated 28 February 2019

SIGNED /\_\_\_\_\_/

on behalf of Public joint-stock company ROSBANK by Mikhail Bratanov acting under Power of Attorney No. 745 dated 22 June 2018

SIGNED /\_\_\_\_\_/

on behalf of "Bank "Saint-Petersburg" Public Joint-Stock Company by Andrey Kolyakin acting under Power of Attorney dated 15 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Sberbank of Russia by Bella Zlatkis acting under Power of Attorney No. 660-д dated 16 September 2016

SIGNED /\_\_\_\_\_/

on behalf of Joint stock company "Sotsinvestbank" by Ivan Morozov acting under Power of Attorney No. 18-1-08/44 dated 19 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Joint Stock Company "DRAGa" by Nadezhda Pavlova acting under Power of Attorney No. И/22/4627 dated 5 March 2019

SIGNED /\_\_\_\_\_/

on behalf of CentroCredit Bank by Irina Ulianova acting under Power of Attorney No. 32 dated 12 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Joint Stock Company UniCredit Bank by Tatiana Fomina acting under Power of Attorney No. 5074/814 dated 18 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Evrofinance Mosnarbank by Nadezhda Volik acting under Power of Attorney No. 6д dated 21 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Investment Company "Zerich Capital Management" Joint Stock Company by Artyom Tuzov, Director General, acting under the Articles of Association

SIGNED /\_\_\_\_\_/

on behalf of Euroclear Bank SA/NV by Yulia Tchernogorova acting under Power of Attorney dated 12 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Clearstream Banking S.A. by Jan Dirk A. Willems acting under Power of Attorney dated 4 March 2019

SIGNED /\_\_\_\_\_/

on behalf of Republican Unitary Enterprise "Republican Central Securities Depository" by Irina Kadyrova acting under Power of Attorney No. 1504 dated 11 March 2019

SIGNED /\_\_\_\_\_/   
 on behalf of Joint Stock Company Commercial Bank "Citibank" by Larisa Gorbacheva acting under Power of Attorney No. 2019/88 dated 11 February 2019

SIGNED /\_\_\_\_\_/   
 on behalf of Joint Stock Company «Russian regional development bank» by Vladimir Andrianov acting under Power of Attorney No. 103-ГБ/19 dated 25 March 2019

SIGNED /\_\_\_\_\_/   
 on behalf of «RON Invest» by Yegor Razbitsky acting under Power of Attorney No. 586 dated 7 March 2019

SIGNED /\_\_\_\_\_/   
 on behalf of Stock company Saint-Petersburg Currency Exchange by Mikhail Temnichenko acting under Power of Attorney No. 13/19 dated 13 March 2019