

SBERBANK OF RUSSIA

APPROVED BY
the Annual General Meeting of Shareholders
Minutes No.30 dated May 30, 2017

REGULATIONS On the General Meeting of Shareholders (Version 3)

Moscow
2017

Contents

	Page
1. General provisions	3
2. Types and forms of the General Meeting of Shareholders	3
3. Timelines, place and time of the General Meeting of Shareholders	4
4. Working bodies of the General Meeting of Shareholders	5
5. Proposals for the agenda of the General Meeting of Shareholders and proposals for the nomination of candidates	6
6. Preparations to hold the General Meeting of Shareholders	7
7. Notice of the General Meeting of Shareholders	9
8. Information provided to shareholders when preparing to hold the General Meeting of Shareholders	9
9. Voting ballot for the General Meeting of Shareholders	11
10. Right to participate in the General Meeting of Shareholders	12
11. Registration of the General Meeting of Shareholders participants	13
12. Procedure rules of the General Meeting of Shareholders	14
13. Voting at the General Meeting of Shareholders	15
14. Disclosing decisions of the General Meeting of Shareholders	16
15. Expenses on holding the General Meeting of Shareholders	16
16. Final provisions	16

1. General provisions

1.1. These Regulations on the General Meeting of Shareholders of Sberbank of Russia (hereinafter, the “Regulations” and the “Bank”, respectively) has been developed in accordance with the legislation of the Russian Federation (hereinafter, the “current legislation”), the Bank's Charter, the Bank’s Corporate Governance Code, as well as with due regard to best Russian and international corporate governance practices.

1.2. The Regulations determine the procedure for preparing, convening and holding the General Meeting of Shareholders of the Bank (hereinafter, the “General Meeting of Shareholders”, the “General Meeting”, the “Meeting”).

1.3. The Meeting is the supreme governing body of the Bank acting in accordance with the competences defined by current legislation and the Bank's Charter.

1.4. The issues related to convening, preparing and holding the Meeting not covered by the Bank's Charter and these Regulations, shall be subject to the provisions of current legislation based on the prioritized observance of rights and interests of the Bank's shareholders (hereinafter, the “shareholders”, the “Meeting participants”).

1.5. The Bank shall ensure that all shareholders holding the Bank's voting shares have equal opportunity to participate in the General Meeting of Shareholders.

2. Types and forms of the General Meeting of Shareholders

2.1. The Bank shall hold an annual General Meeting of Shareholders once a year. Extraordinary General Meeting of Shareholders shall be held in cases established by current legislation.

2.2. General Meeting of Shareholders may be held in the form of a meeting (in praesentia - joint attendance of shareholders to discuss the issues on the agenda and adopt decisions on the issues put to the vote), or in absentia - in the form of absentee voting.

Annual General Meeting of Shareholders of the Bank shall be held solely in the form of a meeting.

2.3. Decisions concerning all the issues covered by the General Meeting of Shareholders competence may be adopted by absentee voting, except for the following issues that may, in accordance with current legislation, be decided upon solely at a meeting held in the form of joint attendance of shareholders:

- regarding the election of the Supervisory Board and the Audit Commission of the Bank;
- regarding the appointment of an audit organization of the Bank;
- regarding the approval of annual report, annual accounting (financial) statements¹;
- regarding the distribution of the Bank's profit (including the payment (declaration) of dividends, except profit distributed as dividends upon results of the first quarter, six months, nine months of the financial year) and the Bank’s loss for the reporting year.

¹ unless, in accordance with the Bank’s Charter, such issues fall within the competence of the Supervisory Board; as at the time of approval of this version of the Regulations, decisions regarding the approval of annual report, annual accounting (financial) statements are determined by the Bank’s Charter as being within the competence of the General Meeting of Shareholders.

2.4. A form of the General Meeting of Shareholders shall be determined by the Bank's Supervisory Board, and, in cases prescribed by current legislation, by persons requesting the extraordinary General Meeting of Shareholders to be convened, subject to the requirements of paragraph 2.3 hereof.

2.5. When holding a General Meeting of Shareholders in the form of a physical meeting, the Bank shall be allowed to use information and communication technologies providing the shareholders with an opportunity of remote participation in the Meeting, discussion of issues on the agenda and decision-making on issues put to vote, without being present at the place of holding the Meeting.

3. Timelines, place and time of the General Meeting of Shareholders

3.1. General Meeting of Shareholders of the Bank shall be held not earlier than 2 months and not later than 6 months after the end of the reporting year. Date of the annual General Meeting of Shareholders shall be determined by the decision of the Supervisory Board of the Bank, with due regard to the deadlines established by the Bank's Charter for the Bank shareholders to make proposals on issues of the agenda of the Meeting and nominate candidates to the Bank's bodies.

3.2. Extraordinary General Meeting of Shareholders convened at request of the Bank's Audit Commission, the Bank's audit organization, or shareholder(s) holding at least 10 percent of the Bank's voting shares, shall be held within 40 calendar days from the moment of submission of the request to hold extraordinary General Meeting of Shareholders.

If the intended agenda of an extraordinary General Meeting of Shareholders contains an issue regarding the election of the members of the Bank's Supervisory Board, then such Meeting shall be held within 70 calendar days from the date of submission of the request to hold it.

3.3. Extraordinary General Meeting of Shareholders convened on the initiative of the Bank's Supervisory Board or in other cases stipulated by current legislation, other than those referred to in paragraph 3.2 hereof, when the Supervisory Board is obliged to take a decision to convene a meeting, shall be held within the timelines set by the Bank's Supervisory Board subject to the requirements of current legislation and the Bank's Charter established for such cases.

3.4. The Supervisory Board of the Bank, when deciding on the form, date, time and place of the Meeting, should seek to ensure a balance between the interests of the Bank and those of its shareholders.

General Meeting of Shareholders (when held in the form of a meeting) shall be held in Moscow or other city determined by the Bank's Supervisory Board when addressing the issues associated with holding the Meeting.

The determined place and time of the Meeting shall not create significant inconveniences for the majority of shareholders to attend the Meeting or make same impossible.

4. Working bodies of the General Meeting of Shareholders

4.1. The Working bodies of the Meeting held in the form of joint attendance of shareholders shall be: the Chairman of the Meeting, the Presidium of the Meeting, the Counting Commission, the Secretary of the Meeting, the Shareholders Support Group.

The Working bodies of the Meeting shall act in accordance with current legislation, the Bank's Charter and these Regulations.

The main purpose the working bodies of the Meeting is to ensure that all shareholders have equal opportunities to exercise their right to participate in the management of the Bank and to ensure compliance with the procedure for holding the General Meeting of Shareholders established by current legislation, the Bank's Charter and these Regulations.

4.2. The Chairman of the Bank's Supervisory Board, or, in its absence, one of its deputies, or one of the members of the Supervisory Board, as decided upon by the Bank's Supervisory Board, shall preside over the General Meeting of Shareholders.

The Chairman of the General Meeting of Shareholders shall:

- declare a Meeting open and closed;
- inform the Meeting participants of the procedure (procedure rules) thereof, the agenda of the Meeting;
- hold the Meeting and supervise over the Meeting procedure rules compliance;
- accord the right to speak to persons addressing a Meeting, and have the right to interrupt a speaker's speech and/or to deprive him/her of the right to speak, if such person violates the Meeting procedure rules, inter alia, exceeds the allowed time for a speech, or speaks on matters other than the Meeting agenda issues;
- take measures to maintain and restore order at the Meeting;
- ensure compliance with the agenda of the Meeting;
- following the discussion of all agenda issues of the Meeting, announce the start of voting thereon;
- sign the minutes of the General Meeting of Shareholders and the report on the results of voting at the Meeting.

4.3. The Presidium of the Meeting may be formed by the decision of the Chairman of the Meeting.

4.4. The Counting Commission functions at the General Meeting of Shareholders in accordance with current legislation shall be performed by the Bank's Registrar under agreement concluded with the Bank. The Counting Commission shall be composed of persons authorized by the Registrar from among the Registrar's employees.

The Counting Commission shall:

- verify powers and register persons attending the General Meeting of Shareholders;
- determine the quorum of the General Meeting of Shareholders;
- secure the established voting order and the observance of the rights of the Bank's shareholders to participate in voting;
- count votes and summarize voting results, sign the minutes of the voting results, as well as perform other functions established by current legislation.

4.5. The Secretary of the General Meeting of Shareholders shall be appointed by the Chairman of the Meeting.

The Secretary of the Meeting shall:

- cooperate with the Chairman of the Meeting, including with regard to the Meeting procedure rules;
- provide for audio recording / stenography of the General Meeting of Shareholders;
- sign the minutes of the Meeting and the report on the voting results of the Meeting.

4.6. The Shareholders Support Group shall be formed of representatives of the Bank's business units and the Bank's Committee for Minority Shareholder Relations in order to provide the shareholders of the Bank with an opportunity of additional communications with other Meeting participants and representatives of the Bank, for the purpose of obtaining information of interest for the shareholders during the Meeting.

The main functions of the Shareholders Support Group:

- interaction with shareholders and providing assistance in getting answers to their questions;
- registering questions, complaints, and suggestions from the shareholders;
- collecting the shareholders' requests to speak at the Meeting and discussing the main points of such speech;
- ensuring the shareholders are acquainted with the procedure of speaking at the Meeting and the need for compliance with the Meeting procedure rules.

5. Proposals for the agenda of the General Meeting of Shareholders and proposals for the nomination of candidates

5.1. The proposals for including issues into the agenda of the General Meeting of Shareholders and the proposals for the nomination of candidates to the governing and supervisory bodies of the Bank (hereinafter, the "proposals") shall be submitted by the shareholders in the manner prescribed by current legislation, the Bank's Charter and these Regulations.

5.2. Proposals may be made by a shareholder in the following ways:

- delivered by post or courier at the Bank's address, as well as other address, if such addresses are specified in the Charter;
- handed over to a person authorized to receive written correspondence addressed to the Bank. Documents shall be received by the authorized person in accordance with the rules established in the Bank;
- by giving directions (instructions) in accordance with the provisions of current legislation to a person that keeps record of its rights to shares (for shareholders that are clients of nominee holders²). The procedure for giving directions (instructions) shall be determined by the agreement with a nominee holder.

5.3. The proposals for the agenda of the Meeting shall contain the wording of each proposed issue, and may contain the wording of a decision regarding each issue.

The proposals for the nomination of candidates shall include surname, name and patronymic (if any) of a candidate, its identification document details (series and (or) number of the document, date and place of issue, name of the issuing authority), name of

² Hereinafter, a "nominee holder" shall mean a nominee holder, a foreign nominee holder, a foreign entity that, in accordance with its personal law, has the right to keep record of and transfer rights to securities (Federal Law dated April 22, 1996 No. 39-FZ "On Securities Market").

the body to which it is nominated, and may also contain other information about a candidate.

The proposals shall be made with an indication of surname, name and patronymic (if any), or legal name of the shareholder(s) submitting them, the number and category of shares held by such shareholder(s).

5.4. A shareholder, whose rights to shares are recorded by a nominee holder, shall, when submitting to the Bank a proposal signed by it, attach to such proposal a statement of the shareholder's securities account evidencing the number of the Bank's voting shares owned by it.

5.5. Proposals shall be considered to have been received from those shareholders, who (whose representatives) signed them or from which the Bank received notifications of their will expression in accordance with the procedure determined by current legislation.

In case of proposals signed by a shareholder's representative acting in accordance with authorities based on a power of attorney, the proposals shall be accompanied by a power of attorney (a copy thereof certified in a manner prescribed by law) that meets the requirements of current legislation, or by other documents certifying such representative's right to act on behalf of the shareholder without a power of attorney.

5.6. Any typographical errors and other technical deficiencies found in proposals shall not constitute a ground to deny their satisfaction, provided that the content of the proposal allows to define in general the shareholder's intent and to confirm its right to submit such proposal. If there are any material deficiencies in the proposals, the Bank shall, within a reasonable period of time, notify the shareholder about them in order to provide an opportunity to correct them before the proposals are reviewed by the Supervisory Board.

5.7. In order to assist the shareholders in selecting and nominating candidates to the Bank's Supervisory Board, the Bank shall ensure the disclosure on its corporate website in the Internet information and telecommunication network (hereinafter, the "website" (www.sberbank.com)) of the list of requirements and recommendations regarding competences necessary for a balanced composition of the Bank's Supervisory Board.

6. Preparations to hold the General Meeting of Shareholders

6.1. Preparations to hold the General Meeting of Shareholders shall be carried out by the Bank's Supervisory Board, including in cases where extraordinary General Meeting of Shareholders is convened otherwise than at the initiative of the Bank's Supervisory Board in accordance with current legislation and the Bank's Charter.

6.2. During the preparations to hold the Meeting, the Supervisory Board shall determine:

- form of a Meeting (joint assembly of shareholders for discussion of agenda and decision-making on items put to vote, or absentee voting);
- date, place (exact address) and time of the Meeting (end date for receipt of voting ballots in case of a Meeting in the form of absentee voting), start time of registration of persons participating in the Meeting held in the form of joint attendance;
- Meeting agenda;

- record date for determination (fixing) of persons entitled to participate in the Meeting;
- possibility of shareholders' remote participation in the Meeting, completing voting ballots in an electronic form on the website in the Internet information and telecommunication network (hereinafter, the "Internet website");
- mailing address for submission of filled out voting ballots, as well as the Internet website address, where the shareholders may register to participate in the Meeting and fill out the electronic form of voting ballots;
- procedure for informing the shareholders about the Meeting;
- form and text of the voting ballot.

The Bank's Supervisory Board shall also take decisions on other issues related to holding a Meeting as prescribed by current legislation and the Bank's Charter.

6.3. The Bank's Supervisory Board shall include in the agenda of the annual General Meeting of Shareholders the shareholders' proposals, except for the cases established by current legislation:

- shareholders have failed to comply with the deadlines established by current legislation and the Bank's Charter for the proposals receipt;
- shareholders do not own a sufficient number of the Bank's voting shares required by current legislation, that would give a right to submit proposals for the Meeting agenda;
- a proposal does not comply with the requirements established by current legislation in terms of its form and content;
- an issue proposed for inclusion in the agenda of the General Meeting of Shareholders does not fall within its competence and (or) does not comply with requirements of current legislation.

6.4. The Bank's Supervisory Board shall take a decision to deny the convening of a Meeting for the following reasons:

- the procedure for submitting a request to convene a Meeting, as established by current legislation, has not been complied with;
- shareholders requesting the Meeting to be convened do not own a sufficient number of the Bank's voting shares required by current legislation, that would give them a right to request for the Meeting to be convened;
- neither issue proposed for inclusion in the agenda of the extraordinary General Meeting of Shareholders falls within its competence and (or) complies with requirements of current legislation.

6.5. The decisions of the Supervisory Board of the Bank on issues related to the preparations to hold a Meeting shall be made public in accordance with the provisions of current legislation. At the same time, the decision determining the date, as of which persons entitled to participate in the General Meeting of Shareholders are determined (fixed), shall be made public by the Bank at least 7 days in advance of such date.

6.6. The execution of the decisions of the Bank's Supervisory Board related to the preparation and holding of the General Meeting of Shareholders shall be arranged by the CEO, Chairman of the Executive Board of the Bank.

7. Notice of the General Meeting of Shareholders

7.1. The Notice of the General Meeting of Shareholders shall be published / posted in a manner and within the deadlines determined by the Bank's Charter: in the print publication, as well as on the website (www.sberbank.com) in Russian and in English.

7.2. The requirements for the content of the notice of the Meeting shall be established by current legislation.

The notice shall specify, among other things:

- full company name and location of the Bank;
- form of the Meeting (joint assembly of shareholders for discussion of agenda and decision-making on items put to vote, or absentee voting);
- date, place, and time of the Meeting, the mailing address for submission of filled out ballots;
- start time of registration of persons participating in the Meeting;
- end date for receipt of voting ballots and mailing address for delivery of filled out ballots in case of a Meeting held in the form of absentee voting;
- date, as of which persons entitled to participate in the Meeting are determined (fixed);
- Meeting agenda;
- procedure for familiarization with information (materials) that must be made available to the shareholders during the preparations to hold the Meeting, and address(es) where it is available;
- Internet website address, where the shareholders may register to participate in the Meeting and fill out the electronic form of voting ballots, if such option is provided for by the decision of the Bank's Supervisory Board.

The Bank shall also include the information into the notice regarding the procedure and methods for shareholders' attending the Meeting held in praesentia, including: the place of the Meeting specifying the office rooms where it will be held, as well as information on the documents needed for admission to the Meeting.

The notice may contain other details as decided upon by the Bank's Supervisory Board.

8. Information provided to shareholders when preparing to hold the General Meeting of Shareholders

8.1. The Bank aims to create the most convenient conditions for the shareholders to adopt informed and reasonable decisions on issues of the Meeting agenda.

The information (materials) provided to the persons entitled to participate in the Meeting during the preparations thereto, shall include:

- annual report, annual accounting (financial) statements of the Bank together with auditor's report;
- report of the Bank's Audit Commission on the results of inspection (audit) of the financial and economic activities of the Bank for the year;
- recommendations of the Bank's Supervisory Board on the distribution of profit, the amount of dividends on the Bank's shares, and the date, as of which the persons entitled to dividends are determined;

- justification of the proposed distribution of the Bank's net profit and assessment of its compliance with the adopted dividend policy, including for dividend payment and own needs of the Bank;
- information on the Bank's prospective auditors, including, among other things, a description of the procedures used by the Bank when selecting a prospective auditor that ensure the independence and neutrality of the auditor, as well as information on the proposed remuneration to the audit organization for auditing and non-auditing services;
- information for generating an overview of personal and professional qualities of the candidates to the Bank's governing and supervisory bodies (including information on their experience and background, their compliance with the requirements to business reputation and qualifications established by law), and information on the availability of the candidates' written consent to be elected to the relevant body of the Bank, as well as, in case of intended membership of a candidate in one or more of the Bank's Supervisory Board Committees, a consent to membership in such Committees;
- information on the person who proposed each of the Meeting agenda items or recommended a candidate to the Bank's bodies;
- grounds for the necessity of taking decisions to increase or decrease the share capital of the Bank, of approving transactions made by the Bank (including major transactions and interested party transactions), explanation of consequences for the Bank and its shareholders that would arise if such decisions are taken, and a list of persons considered as interested in a transaction specifying the grounds why such persons are considered as interested parties;
- draft decisions of the General Meeting of Shareholders on the Meeting agenda issues;
- draft amendments and additions to the Bank's Charter, or a draft of a new version of the Bank's Charter;
- draft internal documents of the Bank to be approved by the Shareholders' Meeting;
- comparison tables of the amendments/additions made to the Charter and/or the internal documents of the Bank against current versions, as well as grounds for the necessity of making the respective amendments;
- other information (materials) that must be provided to the persons entitled to participate in the General Meeting, as established by current legislation and the Bank's Charter, and that may affect the shareholder's position regarding the Meeting agenda issues. If recommendations of the Bank's Supervisory Board with respect to the voting on the issue of electing candidates to the Bank's Supervisory Board are prepared, they are also included into the materials provided to the persons entitled to participate in the General Meeting.

8.2. The Bank shall, within the deadline prescribed by the Bank's Charter for the publication / posting of the notice of a Meeting, ensure the availability of the information determined in paragraph 8.1 hereof, for review by the persons entitled to participate in the Meeting in the manner specified in the notice of the General Meeting, as well as post such information on the website (www.sberbank.com) in Russian and in English.

8.3. The Bank shall, at the request of a person entitled to participate in the General Meeting of Shareholders, provide such person with a copy of information (materials) that must be made available to the persons entitled to participate in the General Meeting of Shareholders.

8.4. In addition to the information referred to in paragraph 8.1. hereof, the following shall be posted on the website (www.sberbank.com) in Russian and in English:

- information regarding travel directions to the place of the Meeting (in case of a Meeting in praesentia);
- an exemplary form of a power of attorney that a shareholder may issue to its representative to participate in the Meeting, and information about certification procedure for such power of attorney;
- other information determined by the Bank as necessary for shareholders to exercise their rights.

8.5. The Bank shall ensure that the information referred to in paragraphs 8.1. and 8.4. hereof is also available to the persons participating in the General Meeting of Shareholders during such Meeting.

8.6. The Bank shall provide a person included in the list of persons entitled to participate in the Meeting and holding at least one per cent of the votes with an opportunity of reviewing such list on the terms and conditions defined by current legislation, starting from the date of the Bank receiving such list from the Registrar.

8.7. When including in the Meeting agenda the issue regarding the dividend payment, the Bank shall have the right to clarify to the shareholders (inter alia, disclose as part of materials for the Meeting and/or attach it as a memo to the set of voting ballots) the necessity of giving a timely notice to the Registrar / nominee holder about any change in their data required for dividend payment, as well as the consequences and risks associated with an untimely notice about changes in such data.

8.8. The Bank shall ensure that the shareholders, prior to the date of the Meeting, have an opportunity to address their questions to the members of the governing/supervisory bodies of the Bank, and voice their opinion on the agenda of the Meeting.

9. Voting ballot for the General Meeting of Shareholders

9.1. The voting on issues of the agenda of the General Meeting of Shareholders shall be performed through the voting ballots (paper form).

Persons entitled to participate in the Shareholders' Meeting may fill in the electronic form of voting ballots on the website in the Internet specified in the notice of the Meeting. The electronic form of ballots on the said website may be filled in by the shareholders in the course of the Meeting if they have not exercised their right to participate in such Meeting in another way.

The receipt by the Registrar of notifications of will expression from persons entitled to participate in the Meeting that are not registered in the Bank's register of shareholder and have, in accordance with the requirements of current legislation given voting directions (instructions) to persons keeping record of their rights to shares, shall have the same effect as the voting by ballots.

9.2. During the determination of a form and text of the ballots, the Supervisory Board of the Bank shall, in addition to details prescribed by current legislation, include into a voting ballot the shareholder's surname, name and patronymic (legal name), and,

for ballots covering the issues of electing members of the governing and supervisory bodies of the Bank, brief information about the candidates.

9.3. A voting ballot may contain one or more issues of the Meeting's agenda. The sequence of issues of the agenda within one ballot may be disregarded.

A voting ballot shall contain clarifications on how to fill it out.

9.4. Voting ballots (paper forms) shall be sent / delivered to each person registered in the Bank's register of shareholders and entitled to participate in the Meeting in accordance with the provisions of current legislation and the Bank's Charter, in the manner determined by the decision of the Supervisory Board of the Bank.

9.5. When a ballot has been lost, or when a shareholder's ballot has not been received by the Bank within the deadlines prescribed by the legislation, a copy of the ballot containing a note of reissue shall be handed over to the shareholder upon its request during the registration on the day of the Meeting.

9.6. The voting ballots filled out by a shareholder shall be sent to the address specified in the notice of the Meeting, or submitted in electronic form using electronic voting means in accordance with current legislation.

9.7. The Bank shall ensure the storage of all voting ballots received.

10. Right to participate in the General Meeting of Shareholders

10.1. The right to participate in the General Meeting of Shareholders shall be given to the persons included in the list of persons entitled to participate in the Meeting, the persons to whom the specified persons' right to shares have been transferred through inheritance or reorganization, or their representatives acting pursuant to the powers determined by current legislation, or under a power of attorney issued in writing.

A voting power of attorney (proxy) shall contain information about a person represented and a representative as prescribed by the Federal Law "On Joint-Stock Companies" dated December 26, 1995 No. 208-FZ: for an individual, surname, name, patronymic (if any), details of the identification document (series and (or) number of the document, date and place of issue thereof, issuing authority), and, for a legal entity, name and details on its location.

A voting power of attorney shall be executed in accordance with the requirements of Items 3 and 4 of Article 185.1 of the Civil Code of the Russian Federation or notarized.

10.2. If the shares have been transferred after the date, as of which the persons entitled to participate in the Meeting are determined (fixed), and before the date of the General Meeting of Shareholders, the person included in the list of persons entitled to participate in the Meeting shall issue to the transferee a voting power of attorney or shall vote at the General Meeting of Shareholders in accordance with instructions of the transferee, if it is stipulated by the shares transfer agreement.

If a voting power of attorney has been issued in respect of the shares transferred after the date, as of which the persons entitled to participate in the Meeting are determined (fixed), the transferee of such shares shall be registered for the purpose of participating in the Meeting and the voting ballots shall be issued to it.

10.3. If the Bank's shares are jointly owned by several persons, the rights to vote at the General Meeting of Shareholders shall be exercised at their discretion by one of the co-owners or by their joint representative. The powers of each of the above persons must be duly registered.

10.4. The Meeting session shall be attended by: members of the Supervisory Board and Audit Commission of the Bank, the CEO, Chairman of the Executive Board of the Bank, a representative of the Bank's audit organization, the Bank's chief accountant, candidate members to the Bank's bodies to be elected at the General Meeting, members of the Executive Board of the Bank, the Bank's Corporate Secretary, and other persons invited by the Chairman of the Meeting.

During the preparations for the Meeting, the Bank shall ensure necessary organizational and technical conditions allowing the shareholders to ask questions, that are of interest for them, to the members of the governing and supervisory bodies, the Bank's chief accountant, the representative of the Bank's audit organization, as well as the candidate members to governing and supervisory bodies of the Bank, and to voice their opinion on the Meeting agenda issues.

11. Registration of participants in the General Meeting of Shareholders

11.1. When the General Meeting of Shareholders is held in the form of joint attendance, the Meeting participants (shareholders, their representatives and legal successors) shall pass mandatory registration.

11.2. Registration of the persons entitled to participate in the General Meeting shall be performed by the Counting Commission at the place of the Meeting subject to the identification of the persons attending the Meeting by way of checking the information contained in the list of persons entitled to participate in the Meeting against the data specified in the documents shown (presented) by such persons.

The shareholders may also register for participation in the Meeting on the Internet website specified in the notice of the Meeting.

11.3. The time allowed for registration shall be at least 1 hour, and enough time shall be allowed for registration of all the shareholders who want to participate in the Meeting.

The registration for participation in the Meeting shall be conducted in respect of the persons entitled to participate therein.

The persons entitled to participate in the Meeting and not registered prior to the date of the Meeting shall be subject to registration on the date of the Meeting.

The persons entitled to participate in the Meeting whose ballots (notifications of will expression) have been received, or whose ballots have been submitted in electronic form on the Internet website, at least 2 days before the date of the Meeting shall be entitled to attend the General Meeting of Shareholders.

11.4. The Meeting participants shall present the following documents at the time of registration in the place of the Meeting:

- shareholder (individual) – passport or another identification document;
- shareholder's (individual's) representative – a power of attorney from the shareholder, as well as passport or another identification document of the representative;
- shareholder's (legal entity's) representative – a power of attorney from the shareholder that is a legal entity, as well as passport or another identification document of the representative;
- chief executive officer of a legal entity that is a shareholder of the Bank – documents confirming his/her powers in accordance with current legislation, as well as passport or another identification document;

- legal successor of the person entitled to participate in the Meeting – documents confirming his/her powers, as well as passport or another identification document of the legal successor.

The documents confirming the powers of representatives and legal successors of the persons included in the list of persons entitled to participate in the Meeting (copies thereof certified in accordance with the established procedure) may be attached to the voting ballots submitted by such persons.

11.5. The registration of persons entitled to participate in the General Meeting shall end after the discussion of the last issue on the Meeting agenda (the last issue on the agenda of the General Meeting, for which a quorum is present) and before the beginning of time, which is provided for voting to the persons who have not voted up to this moment.

12. Rules of procedure for the General Meeting of Shareholders

12.1. The Meeting shall be continuously held during 1 day. If the Meeting continues for more than 3 consecutive hours, its session may be interrupted by one break.

12.2. The persons speaking at the Meeting shall comply with the following speech rules:

- report on an issue of the Meeting agenda - up to 15 minutes (except the report on an issue concerning the Bank's performance during the year, for which up to 1 hour may be allotted);
- speech of a shareholder (its representative) - up to 5 minutes;
- answer to a question, reference - up to 2 minutes.

12.3. A shareholder (its representative) wishing to speak at the Meeting on the issues of the Meeting agenda shall submit to the Shareholders Support Group a written request indicating surname, name, patronymic (legal name) of the shareholder (its representative), number of the Bank's shares owned by the shareholder, the issue of the Meeting agenda, with respect to which its speech is intended, the shareholder's identification number specified in the voting ballot (if any). The request for a speech shall be signed by the shareholder.

For the purposes of preventing the violation of other shareholders' rights to receive additional information during the Meeting for taking decisions on the Meeting agenda issues, the Shareholders Support Group may apply to the shareholder, who wishes to speak, in order to precise the subject matter of his/her speech and to satisfy itself that such matter corresponds to the Meeting agenda issues, and the speech would not exceed the time limit allowed therefor by the Meeting procedure rules.

A shareholder (its representative) may speak only once on each of the Meeting agenda issues.

12.4. Questions from shareholders (their representatives) shall be in writing and shall include: surname, first name, patronymic (company name) of the shareholder (its representative), and shall be submitted to the Shareholders Support Group. Similar requirements shall apply to the form of questions submitted by shareholders through electronic communication channels. Answers to the questions raised shall be announced directly at the Meeting, and if a question does not concern the Meeting agenda, the information thereon may be presented (sent) to the shareholder later, after it has been considered by the relevant business unit of the Bank.

In order to provide the shareholders with an opportunity to obtain the most complete and objective information about the Bank during the Meeting, the Meeting procedure rules may allocate time for speeches by the officials of the Bank.

12.5. The Meeting participants shall be free to communicate and consult with each other on the Meeting agenda, without violating the Meeting procedure rules.

12.6. The Chairman of the Meeting shall have the right to amend and precise the Meeting procedure rules, including in terms of the speech rules for Meeting participants.

12.7. In order to enable remote access of the shareholders to the Meeting, the Bank shall broadcast the Meeting on the website (www.sberbank.com) in the Russian and English languages, and may also use video-conferencing and other means of telecommunication for these purposes.

13. Voting at the General Meeting of Shareholders

13.1. The voting at the Meeting shall be carried out according to a "one voting share, one vote" principle, except when a cumulative voting is carried out to elect members to the Bank's Supervisory Board.

Persons registered to participate in the General Meeting held in the form of a meeting shall be entitled to vote on all the issues of the Meeting agenda from the moment the Meeting is opened, and up to the moment when the votes on the Meeting agenda issues start to be counted.

13.2. Following the discussion of the last issue on the agenda of the General Meeting, the Chairman of the Meeting shall provide the Meeting participants the time for voting on the Meeting agenda issues, which time shall be sufficient to ensure that those Meeting participants who have not yet voted, have the opportunity to do so.

13.3. A Meeting participant may form and express his/her opinion on the Meeting agenda issues put to the vote, either with the participation in discussion thereof, or without it.

13.4. If the Bank has received information regarding the incompliance of a candidate nominated to the Bank's Supervisory Board with the requirements established by current legislation, which creates obstacles for such candidate to be elected to such Bank body, or the Bank has received a self-disqualification from a candidate to the members of the Bank's Supervisory Board, such information shall be communicated to the shareholders before the start of voting on the election of members of the Bank's Supervisory Board.

13.5. The grounds to recognize a ballot invalid to the extent of voting on one, several or all issues of the Meeting agenda included in the ballot, as well as the grounds, pursuant to which the votes attaching to a ballot are not counted when measuring quorum of the Meeting, shall be determined by current legislation and the Bank's Charter.

13.6. The Bank shall provide any person participating in the General Meeting with the possibility of making a copy of the ballot (paper form) filled out by such person.

A Meeting participant shall be entitled, before the closing of the Meeting (before the start of the vote counting on the Meeting agenda issues) to require that a copy of the ballot filled out by such participant be certified by the representatives of the Counting Commission.

13.7. In order to take into account the views of all shareholders as fully as possible in summarizing the voting results, the Counting Commission shall be guided by the following principle in the assessment of ballots: a ballot cannot be declared invalid, if

it definitely shows the will of a particular shareholder on a specific issue on the agenda of the General Meeting.

14. Disclosing decisions of the General Meeting of Shareholders

14.1. Decisions taken by the General Meeting of Shareholders and voting results shall be announced by the Counting Commission at the General Meeting of Shareholders, during which the voting was conducted, and shall be communicated by the Bank to the persons included in the list of persons entitled to participate in the General Meeting of Shareholders in the form of a voting report in the manner that was used to deliver the notice of the General Meeting of Shareholders, no later than 4 business days after the closing date of the Meeting or the end date of ballots receipt (in case of the Meeting held in the form of absentee voting).

14.2. In order to ensure the availability to all the shareholders, the Bank shall, as soon as possible after the signing of the minutes of the Meeting by the Chairman and Secretary of the Meeting, ensure the disclosure thereof on the website (www.sberbank.com) in the Russian and English languages. The minutes of the Meeting shall also include the information on which of the elected members of the Supervisory Board of the Bank were nominated as independent directors.

14.3. Decisions taken by the General Meeting of Shareholders in the manner established by current legislation shall be subject to disclosure by the Bank in the form of notices of material facts, in a manner established by current legislation, in the Russian and English languages.

15. Expenses on holding the General Meeting of Shareholders

15.1. Costs of the preparation and holding of the General Meeting of Shareholders shall be borne at the Bank's expense.

15.2. Travel and accommodation expenses of the persons entitled to participate in the Meeting shall not be paid by the Bank.

16. Final provisions

16.1. These Regulations shall be approved by the General Meeting of Shareholders of the Bank and shall be subject to regular revision for the purposes of bringing it in compliance with the requirements of current legislation, the Bank's Charter and best practices in the field of corporate governance.

16.2. If any amendments are introduced into current legislation and/or the Bank's Charter, which result in the conflict of any particular provisions of these Regulations with such legislation and/or the Bank's Charter, such provisions shall cease to have effect, and the Bank shall be governed by the then current provisions of the legislation and/or the Charter of the Bank until the necessary amendments are introduced hereto.