

SBERBANK OF RUSSIA

REPORT

on the results of voting at the Annual General Shareholders' Meeting for the year 2020

Full company name of the entity: Sberbank of Russia (hereinafter, the Company or Sberbank).

Location of the Company: Russian Federation, Moscow.

Address of the Company: 19 Vavilova St., Moscow, 117997, Russian Federation.

Type of general meeting: Annual General Meeting of Shareholders (hereinafter, the Meeting, or the Meeting of Shareholders).

Form of the Meeting: absentee voting.

Date on which the persons entitled to participate in the Meeting are determined (fixed): 30 March 2021 (end of the banking day).

The date of the Meeting (the date by which ballots must be received): 23 April 2021.

Meeting Agenda

1. Approval of the Annual Report for 2020
2. Distribution of profits and payment of dividends for 2020
3. Appointment of the auditing organization
4. Election of members of the Supervisory Board
5. Approval of the new version of the Charter
6. On granting consent to a related-party transaction
7. Approval of the amount of basic remuneration to the Supervisory Board members
8. Amendments to the Regulations on Remuneration and Compensation Payable to Members of the Supervisory Board of Sberbank

Chairman of the Meeting: Anton Siluanov, Chairman of the Supervisory Board of the Company.

Secretary of the Meeting: Evgeny Metelsky, Secretary of the Supervisory Board of the Company.

The functions of the Counting Commission of the Meeting, in accordance with Clause 4 of Article 97 of the Civil Code of the Russian Federation and Article 56 of Federal Law 208-FZ On Joint Stock Companies dated 26/12/1995, were performed by AO STATUS, the registrar of Sberbank (hereinafter, the Registrar):

Full corporate name of the Registrar: Joint Stock Company «Registry society «STATUS»

Location of the Registrar: Moscow, Russia.

Address of the Registrar: Russia, 109052, Moscow, Novokhokhlovskaya Street, 23, bldg 1.

Authorized representatives of the Registrar (members of the counting commission): Lyudmila Mironova, Maria Pogulyak, Nikita Matveev.

Added to the list of persons entitled to participate in the Shareholders' Meeting at the end of the business day on 30 March 2021 are shareholders owning in aggregate 21,586,948,000 ordinary shares of the Company.

As of the date on which the Meeting was held (23 April 2021) ballots were received from **8,468** shareholders (representatives of shareholders) owning in aggregate **16,509,914,299** voting shares of Sberbank, which represent **76.4810%** of the total outstanding voting shares of the Company owned by the persons entitled to vote on the Meeting agenda items.

Pursuant to the requirements of paragraph 1 of Article 58 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, the quorum was present for the Annual General Meeting of Shareholders of Sberbank to legally pass resolutions on all the agenda items.

On the first agenda item

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the voting shares of the Company determined according to the requirements of Clause 4.24 of the Regulations on the General Meetings of Shareholders No. 660-P approved by the Bank of Russia on November 16, 2018 (hereinafter, the Regulations): **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 2, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes which were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
“For”	“Against”	"Abstained"	
16,466,206,469 (99.7353 %)	3,990,215 (0.0242%)	39,443,914 (0.2388%)	273,701 (0.0017%)

On the first agenda item, the following resolution was adopted:

Approve the Sberbank Annual Report for 2020.

On the second agenda item:

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the Company’s voting shares calculated in accordance with the requirements of Clause 4.24 of the Regulations: **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 2, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
“For”	“Against”	"Abstained"	
16,495,012,149 (99.9097%)	14,017,885 (0.0849%)	630,464 (0.0039%)	253,801 (0.0015%)

On the second agenda item, the following resolution was adopted:

- 1) Approve the following distribution of Sberbank's net profit for 2020 after taxes in the amount of RUB 709,891,879,066.73: pay RUB 422,375,927,600.00 as dividends; the profit in the amount of RUB 287,515,951,466.73 shall remain in Sberbank's retained earnings;
- 2) Pay dividends for 2020 on Sberbank's ordinary shares in the amount of RUB 18.70 per share, and RUB 18.70 per share on Sberbank's preferred shares;
- 3) Approve 12 May 2021 as the date on which persons entitled to receive dividends for the year 2020 are to be determined.

On the third agenda item

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the Company's voting shares calculated in accordance with the requirements of Clause 4.24 of the Regulations: **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 2, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
"For"	"Against"	"Abstained"	
16,327,640,168 (98.8960%)	158,910,524 (0.9625%)	23,270,473 (0.1410%)	93,134 (0.0005%)

On the third agenda item, the following resolution was adopted:

Appoint AO PricewaterhouseCoopers Audit as the auditing organization of Sberbank for 2021 and the 1st quarter of 2022.

On the fourth agenda item

The number of cumulative votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **302,217,272,000**.

The number of cumulative votes attached to the voting shares of the Company calculated in accordance with the requirements of Clause 4.24 of the Regulations: **302,217,272,000**.

The number of cumulative votes held by persons who participated in the voting on this agenda item: **231,138,800,186**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

The number of cumulative votes that were not included in the tally of votes on this agenda item due to annulment of the ballots or otherwise in accordance with the Regulations: **18,425,665,423**, which accounts for **7.9717%** of the total number of votes held by persons who voted on this agenda item.

The number of the cumulative votes counted in voting on this issue: **212,713,134,763**, which accounts for **92.0283%** of the total number of votes held by persons who voted on this agenda item.

The votes at cumulative voting distributed as follows: “FOR” electing as members of the Supervisory Board of Sberbank:

Item No.	Full Name of the Candidate	Number of cumulative votes cast For the candidate	% of the total number of votes taken into account when making a decision on this item
1.	Esko Tapani Aho	10,344,102,759	4.4753
2.	Natalie Alexandra Braginsky Mounier	10,677,353,481	4.6195
3.	Herman Gref	5,277,322,343	2.2832
4.	Bella Zlatkis	1,362,309,030	0.5894
5.	Sergey Ignatiev	38,539,147,947	16.6736
6.	Mikhail Kovalchuk	2,760,045,027	1.1941
7.	Vladimir Kolychev	827,762,637	0.3581
8.	Nikolay Kudryavtsev	9,930,855,205	4.2965
9.	Alexander Kuleshov	9,945,891,968	4.3030
10.	Gennady Melikyan	3,817,474,443	1.6516
11.	Maksim Oreshkin	38,084,479,565	16.4769
12.	Anton Siluanov	38,202,188,084	16.5278
13.	Dmitry Chernyshenko	38,102,704,473	16.4848
14.	Nadya Christina Wells	4,801,981,563	2.0775
Voted against all candidates:		5,000,706	0.0021
Abstained (in respect of all candidates):		34,515,532	0.0149

The following resolution was passed on the fourth agenda item:

elect the following members to the Supervisory Board:

1.	Esko Tapani Aho	Senior Adviser, East Office of Finnish Industries (independent director)
2.	Natalie Alexandra Braginsky Mounier	expert in investment and sustainable development (Independent Director)
3.	Herman Gref	CEO, Chairman of the Executive Board of Sberbank
4.	Bella Zlatkis	Deputy Chairman of the Executive Board of Sberbank
5.	Sergey Ignatiev	Advisor to the Governor, Central Bank of the Russian Federation
6.	Mikhail Kovalchuk	President of National Research Centre (NRC) Kurchatov Institute (Independent Director)
7.	Vladimir Kolychev	Deputy Minister of Finance of the Russian Federation
8.	Nikolay Kudryavtsev	Rector of Moscow Institute of Physics and Technology (National Research University) (Independent Director)
9.	Aleksander Kuleshov	President of Skolkovo Institute of Science and Technology (Independent Director)
10.	Gennady Melikyan	Honored Economist of the Russian Federation (Independent Director)
11.	Maksim Oreshkin	Aide to the President of the Russian Federation
12.	Anton Siluanov	Minister of Finance of the Russian Federation
13.	Dmitry Chernyshenko	Deputy Prime Minister of the Russian Federation

14.	Nadya Christina Wells	Independent Investment and Corporate Governance Consultant (Independent Director)
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On the fifth agenda item

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the Company’s voting shares calculated in accordance with the requirements of Clause 4.24 of the Regulations: **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 4, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a $\frac{3}{4}$ majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote:

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
“For”	“Against”	"Abstained"	
16,459,689,359 (99.6958%)	25,030,446 (0.1516%)	25,105,151 (0.1521%)	89,343 (0.0005%)

On the fifth agenda item, the following resolution was adopted:

“Approve the new version of the Charter of Sberbank. Instruct Sberbank’s CEO and Chairman of the Executive Board to sign the documents required for state registration of the new version of the Charter of Sberbank.

On the sixth agenda item

The number of votes held by persons listed as eligible to participate in the Meeting, and having no vested interest in performing the transaction by the Company is: **21,585,394,789**.

Number of votes attached to the voting shares of the Company held by persons having no vested interest in performing the transaction calculated subject to requirements of Clause 4.24 of the Regulations: **21,585,394,789**.

Number of votes held by persons having no vested interest in performing the transaction and participating in the vote on this agenda item: **16,508,361,088**, which accounts for **76.4793%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 4, Article 83 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company, attending the Meeting and having no vested interest in the transaction.

Voting results for the item put to the vote

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
“For”	“Against”	"Abstained"	
16,446,379,105 (99.6245%)	20,472,012 (0.1240%)	41,196,400 (0.2496%)	313,571 (0.0019%)

On the sixth agenda item, the following resolution was adopted:

Pursuant to Article 81, Clause 1 and Article 83, Clauses 3.1 and 4 of the Federal Law No. 208-FZ ‘On Joint-Stock Companies’ dated 26/12/1995, to give consent to performing the following interested-party transaction:

Insurance policy:

Parties to the transaction: The insured: Sberbank of Russia (Sberbank), the insurer: insurance company (to be determined following a competitive bidding process).

Subject matter of the transaction: The Insurer undertakes to pay the insurance coverage (indemnification) under the Insurance Agreement to (as the case may be) the relevant Insured and/or any third party entitled to such indemnification should any of the insured events listed in the Insurance Agreement occur.

Insured persons:

- 1) any Company (the Insured and/or any Subsidiary of the Insured); and/or
- 2) any Insured Person: any individual who (a) at any time prior to the Insured Period was; and/or (b) at the time when the Insured Period opens, is; and/or (c) at any time during the Insured Period will become:
 - a) a Director (a member of the Supervisory Board or the Board of Directors) / Officer (including the sole executive body, a deputy of the sole executive body, a member of the collegiate executive body, a senior vice-president, a vice-president, the chief accountant, etc.)/ other Company Employee as stated in the Insurance Agreement; and/or
 - b) any other person indicated in the Insurance Agreement.

The beneficiaries: with reference to covering Company’s and Insured Persons’ liability for financial losses incurred by third parties: third parties incurring such financial losses; with reference to covering any costs and expenses borne by Insured Companies and persons: the Insured Companies and persons.

The insured interests:

Cover A: Material interests of the Insured Person related to (1) an obligation to indemnify a financial loss sustained by a third party in relation to a legal claim; (2) the incurrence of and/or the necessity to incur any costs in association with a legal claim.

Cover B: Material interests of any Company related to such Company’s indemnification of any losses associated with a legal claim filed against an Insured Person.

Cover C: Material interests of any Company related to (1) their obligation to indemnify financial losses sustained by a third party in relation to a securities claim; (2) the incurrence of and/or the necessity to incur any costs in association with a securities claim.

The insured events:

Cover A: (1) the onset of all of the following circumstances: the incurrence by any Insured Person of an obligation to indemnify financial losses sustained by third parties through a wrongful act of that Insured Party and the filing of a legal claim related to such losses against that Insured Person; (2) the filing of a legal claim against an Insured Person that may result in any expenses for that Insured Party or the necessity to incur such expenses in relation to that claim;

Cover B: Any costs / expenses for the Company exclusively in relation to the indemnification by that Company of losses to any Insured Person and/or another party in the interest of any Insured Party in

association with any claim against any Insured Person and/or the liability of any Insured Person for any financial loss sustained by third parties.

Cover C: (1) the onset of all of the following circumstances: the duty of any Company to indemnify any financial loss incurred by any third parties in connection with any wrongful act of the Company, and any securities claim made against such Company in connection with the financial loss; (2) any securities claim made against such Company which in the incurrence of or the necessity to incur any costs and expenses by such Company in connection with such a securities claim.

The term of the insurance agreement / insurance period: 1 July 2021 to 30 June 2022 with the option to renew it for the next period from 1 July 2022 to 30 June 2023 with material terms and conditions of the Insurance Policy remaining in place.

Transaction value: the insurance premium shall be no more than RUB 115,000,000 (One hundred and fifteen million rubles) for each insurance coverage period.

Insurance amount:

Total for all insurance coverages and extensions other than the independent director extension: RUB 6,000,000,000 (Six billion rubles).

Independent director excess limit of liability: RUB 30,000,000 (Thirty million rubles). Total excess limit of liability for independent directors: RUB 150,000,000 (One hundred and fifty million rubles).

Deductible amount (for each insured event):

Coverage A: not applicable

Coverage B: not more than RUB 15,000,000 (Fifteen million rubles);

Coverage B: not more than RUB 30,000,000 (Thirty million rubles).

Grace period for detection: 60 (sixty) calendar days.

Coverage area: worldwide.

Other material terms: correspond to the Insurance Agreement.

Persons who have vested interest in the transaction and the grounds on which they are considered such:

- Members of the Executive Board of Sberbank;
- Sole Executive Body of Sberbank;
- Members of the Supervisory Board of Sberbank.

The above mentioned persons are insured under the Insurance Agreement.

On the seventh agenda item

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the Company's voting shares calculated in accordance with the requirements of Clause 4.24 of the Regulations: **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 2, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote:

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
"For"	"Against"	"Abstained"	

16,471,510,271 (99.7674%)	12,198,202 (0.0739%)	26,088,348 (0.1580%)	117,478 (0.0007%)
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On the seventh agenda item, the following resolution was adopted:

Approve the base remuneration for Sberbank's Supervisory Board members in the amount of RUB 7.7 million.

On the eighth agenda item

The number of votes held by persons listed as eligible to participate in the Meeting and to vote on this agenda item: **21,586,948,000**.

The number of votes attached to the Company's voting shares calculated in accordance with the requirements of Clause 4.24 of the Regulations: **21,586,948,000**.

The number of votes held by persons who participated in the voting on this agenda item: **16,509,914,299**, which accounted for **76.4810%** of the total number of votes held by persons eligible to vote.

The quorum necessary for adopting the resolution on this agenda item was present.

Pursuant to Clause 2, Article 49 of Federal Law No. 208-FZ "On Joint Stock Companies" dated 26/12/1995, a resolution on this matter must be passed by a majority vote cast by the shareholders owning voting shares in the Company and attending the Meeting.

Voting results for the item put to the vote:

The number of votes out of all voting shares to be included into the tally of votes when adopting the resolution on this agenda item, cast in favor of each of the voting options			The number of votes that were not included in the tally of votes due to annulment of the ballots or otherwise in accordance with the Regulations
"For"	"Against"	"Abstained"	
16,452,874,252 (99.6545%)	26,417,731 (0.1600%)	30,294,964 (0.1835%)	327,352 (0.0020%)

On the eighth agenda item, the following resolution was adopted:

Approve Amendments No. 2 to the Regulation on Remuneration and Compensation Payable to the Members of the Supervisory Board of Sberbank.

This Report was generated on April 23, 2021.

Chairman of the Meeting

A. Siluanov

Secretary of the Meeting

E. Metelsky