

**SBERBANK  
OF RUSSIA**

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APPROVED BY  
Resolution of the Supervisory Board  
Sberbank  
Minutes No. 23 dated September 18, 2018

**INFORMATION POLICY  
SBERBANK OF RUSSIA  
(Version 2)**

**Moscow  
2018**

### IRD Details

<b>Name, IRD number</b>	Information Policy of Sberbank (Version 2)
<b>IRD type/kind</b>	Underlying / Documents approved by the Supreme Management Body and regulating the operations of the Supreme Management Body

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## 1. General provisions

1.1. This Information Policy has been developed in accordance with the legislation of the Russian Federation, Charter of Sberbank of Russia (hereinafter — the Bank), Corporate Governance Code and other internal documents of the Bank, relevant requirements of Russian and foreign stock exchanges where the securities of the Bank are traded, as well as based on the best Russian and international corporate governance practices.

1.2. As a credit institution, the Bank fulfills its obligations to disclose the information on its activities in accordance with the requirements of the Bank of Russia.

1.3. The Bank, as an issuer of Russian securities that are included in the quote lists of securities eligible for organized trading on Moscow Exchange, fulfills the obligations set forth in the Listing Rules of Moscow Exchange as well as the obligations to disclose the information on its activities in accordance with the requirements of the Bank of Russia.

1.4. Due to the fact that the Bank's depositary securities for common shares (depositary receipts) of the Bank are traded outside Russia, the Bank shall fulfill the information disclosure requirements:

- London stock exchange (LSE);
- Frankfurt stock exchange (FSE);
- Rules 12g3-2b under the U.S. Securities Exchange Act of 1934.

1.5. The Information Policy describes what information is required to be disclosed by the Bank, the procedure and methods of its disclosure, as well as the restrictions related to unauthorized dissemination, disclosure and use of the information on the activities of the Bank, as well as the methods of external and internal communications used by the Bank to properly describe its activities.

1.6. The Information Policy is targeting the following audiences:

- shareholders and investors of the Bank;
- customers of the Bank (current and potential);
- counterparties of the Bank;
- analysts, professional securities market participants and other representatives of the investor community;
- members of the management bodies of the Bank;
- employees of the Bank;
- media;
- the general public.

1.7. The Bank is committed to making the information available to all target audiences.

The access to public information, except for the cases set forth by the legislation of the Russian Federation, is provided by the Bank free of charge and does not require any additional efforts (receiving passwords, registration or other technical restrictions).

1.8. The main disclosure channels/communication tools:

- official web-sites of the Bank: [www.sberbank.com](http://www.sberbank.com) and [www.sberbank.ru](http://www.sberbank.ru) where information shall be disclosed simultaneously in Russian and in English;

- corporate materials (reports, presentations, official press releases of the Bank, etc.);
- meetings, dedicated conferences, press conferences, meetings, forums (of regional, Russian and international scale);
- modern remote information exchange tools (video-, conference-connection, web-broadcasting);
- printed periodicals (newspapers, magazines, etc.);
- Bank's official presence in social media.

The official websites of Sberbank Group members are also considered to be additional information disclosure channels / communication tools.

1.9. To inform its target audiences, the Bank can use its official website at [www.sberbank.com](http://www.sberbank.com) to disclose the information about the dates of regular corporate events, publication dates for financial reports and other financial information for the coming year.

1.10. The Bank discloses the information on all important areas of its work in accordance with the law, as well as discloses additional information set forth in section 4.9 of this Information Policy.

1.11. In accordance with the law of the Russian Federation and internal regulatory documents, the Bank protects personal data and sensitive information constituting a state, bank, business or trade secret and complies with its own information security requirements.

1.12. The Information Policy shall apply to companies-members of Sberbank Group by using corporate management techniques stipulated by the law of the country of incorporation. Members of Sberbank Group shall comply with the goals, objectives and major principles of this Information Policy and fulfill their information disclosure obligations in accordance with the requirements of the applicable law.

## **2. Goals and objectives of the Information Policy**

2.1. The goals of the Information Policy are as follows:

- abidance on the part of the Bank by the requirements of the law of the Russian Federation, the regulations of the Bank of Russia, requirements of Russian and international stock markets, internal documents of the Bank, while the members of Sberbank Group shall comply with the rules on compulsory public disclosure of information as established in any applicable law.
- respect for the rights and legitimate interests of shareholders, customers and other stakeholders entitled to receive information;
- raising the level of information transparency and corporate governance of the Bank;
- increasing the availability of information on the Bank and its activities, as well as about member organizations of Sberbank Group.

2.2. The Information Policy is aimed at addressing the following major issues:

- raising the level of openness and confidence in the Bank's relations with its various target audiences (shareholders, customers and other stakeholders);
- supporting professional and trusted relations with media based on free exchange of reliable information;
- improving and/or expanding the existing communication channels to better inform the shareholders, customers and other stakeholders;

- protecting the information about the Bank that, if disclosed and/or used improperly might be detrimental to the interests of the Bank, its shareholders, customers and counterparties or put some stakeholders at an advantage in relation to the others.

### **3. Main principles of the Information Policy**

3.1. The Bank discloses the information based on the principles of regularity, consistency, promptness, availability, equality, reliability, integrity and comparability.

3.2. The Principles of **regularity, consistency and promptness** mean:

- Making sure the information disclosure process is continuous;
- Complying with the requirements of regulators by timely disclosing the information about the Bank and its securities;
- Disclosing the material information within and outside of the Russian Federation simultaneously and in an equitable manner in accordance with the requirements of the stock exchanges and regulators;
- Providing shareholders, investors and other stakeholders with the information on the activities of the Bank as soon as possible, and promptly informing on the position of the Bank regarding some rumors or untrue information that impact the evaluation of the Bank itself and/or the value of its securities.

3.3. The principle of **availability** of the disclosed information implies that the Bank leverages diverse information disclosure channels and methods, primarily electronic ones and those that are available to the majority of the stakeholders.

3.4. The principles of **reliability, integrity and comparability applied to the disclosed data** mean that:

- The information provided by the Bank is objective;
- The Bank makes sure that the information on its activities is as complete as possible;
- The information disclosed by the Bank is clear and consistent while the data is comparable;
- For financial information disclosure, the Bank ensures that such information is neutral, in other words, the Bank makes sure that the interests of any stakeholders or their groups do not influence the way this information is presented

### **4. Information disclosure**

For the purpose of this Information Policy, the Information Disclosure means making the information available to all stakeholders in accordance with the procedure that guarantees that it can be found and received.

#### **4.1. Disclosure of the information on Bank's financial activities under RAS**

4.1.1. In accordance with the requirements of the Russian law, the Bank compiles the statement in accordance with the Russian Accounting Standards (RAS) and discloses it within the following timeframe:

- Every year — No later than 10 business days after convening the Annual General Meeting of Shareholders that approved the report, the Bank discloses annual accounting (financial) statement in the reporting forms set forth by a regulatory

document of the Bank of Russia, explanatory information for the annual reporting, and an auditor's opinion, which confirms that the statement is valid;

- Every quarter — The Bank discloses interim accounting (financial) statement in the reporting forms set forth by a regulatory document of the Bank of Russia and the explanatory information to the interim accounting (financial) statement within 40 business days after the reporting date (without the auditor's opinion on its reliability) and within 50 business days after the reporting date (with audit opinion on its reliability);
- every month — other reporting forms and financial information set forth in the regulatory documents of the Bank of Russia and internal regulatory and procedural documents of the Bank that are published on its official website as per the Investor Calendar.

4.1.2. The accounting (financial) statement of the Bank shall be disclosed on Russian and English versions of the official website of the Bank at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section and be available on the website for not less than 3 years from the date of its publication.

4.1.3. Disclosure of the main monthly reporting forms might also be followed by a press release (with a comparative analysis of the indicators) published on Russian and English versions of the official website of the Bank at [www.sberbank.com](http://www.sberbank.com) as well as delivered through other communication channels.

## **4.2. Disclosure of the information on Bank's financial activities under IFRS**

4.2.1. In accordance with the requirements of the Russian law and the stock markets, the Bank compiles and discloses its financial statements in accordance with the International Financial Reporting Standards (hereinafter — IFRS):

- every year — annual consolidated financial statement of Sberbank Group in accordance with the IFRS with an auditor's opinion not later than 3 days after the receipt of the auditor's opinion and not later than 120 days after the end of the reporting year;
- for 3, 6 and 9 months of the reporting year — Interim condensed consolidated financial statement of the Group under IFRS with an auditor's report on the results of the statement review not later than 3 days after it was prepared but not later than 60 days after the end of the relevant reporting quarter.

4.2.2. Annual and interim condensed consolidated financial statement of Sberbank Group under IFRS for 3, 6 and 9 months of the reporting year shall be disclosed on Russian and English versions of the Bank's official website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section and be available on the website for not less than 3 years from the date it was published.

4.2.3. Disclosure of the IFRS statement for Sberbank Group might also be followed by a press release, financial presentation (with a comparative analysis of the indicators), as well as by a conference call for analysts to communicate the official position of the Bank, comment on the financial and operating indicators of Sberbank Group over the reporting period, and answer the questions of analysts, while other communication channels might also be used.

4.2.4. Audio recordings of conference calls, press releases and financial presentations are published on Russian and English versions of the Bank's official website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section.

### **4.3. The information disclosed by the Bank as a credit institution**

4.3.1. It is required by the law of the Russian Federation and recommended by the Bank of Russia that the Bank, as a credit institution, disclose:

- Initial information (full and abbreviated company name, OGRN, date when the Bank's state registration entry was included in the Unified State Register of Legal Entities (USRLE), tax identification number (INN), information on whether the Bank is participating in the system of compulsory insurance of retail deposits, payment details, information on the licenses, information on addresses and location of Regional Banks and Representative Offices, names and contact information of the regional offices of the Bank of Russia that oversee the Bank, and other information);
- Functional details (about the products and services of the Bank with detailed description of their features, prices (tariffs), and the rules for establishing contract relations with customers, consumer borrower information briefs, other information related to consumer loans, banking services contract forms, and other information);
- Information on interest rates for retail deposit contracts;
- Information on the qualifications and experience of the members of the Supervisory Board, Chief Executive Officer, Chairman of the Executive Board of the Bank, his deputies, members of the Executive Board, chief accountant, deputy chief accountant of the Bank, and the heads and chief accountants of the Bank's branches.

4.3.2. The Bank discloses the information mentioned in item 4.3.1 and other information subject to disclosure in accordance with the law of the Russian Federation under the procedure set forth in the regulatory documents of the Bank of Russia on Russian and English versions of the corporate websites of the Bank at [www.sberbank.ru](http://www.sberbank.ru) and [www.sberbank.com](http://www.sberbank.com).

### **4.4. Disclosure of information on accepted risks, procedures of their assessment, risk and capital management**

4.4.1. As required by the Russian law, the Bank shall prepare and disclose reports on accepted risks, risk assessment and management procedures, as well as procedures of the Bank Group Capital management (hereinafter - the Group Risk Report):

- every year - as of January 1 of the year following the reporting year - no later than 150 calendar days after the end of the reporting year;
- every quarter - as of the first day of the first month of the quarter following the reporting quarter - no later than 60 calendar days after the end of the reporting quarter.

4.4.2. The Group Risk Report shall be disclosed on Russian and English versions of the Bank's official web-site at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section and be available on the website for not less than 3 years from the date of its publication.



## **4.5. The information disclosed by the Bank as an issuer of securities**

4.5.1. The Bank, being an issuer of Russian securities discloses the following information in accordance with the Russian law:

- Annual report and information on the corporate governance practices implementation (as part of the annual report);
- Charter of the Bank;
- Other internal documents of the Bank approved by the Supervisory Board or the General Meeting of Shareholders;
- Quarterly reports (of the issuer);
- Notices of material facts;
- Notices of Bank's insider information disclosure;
- Information on affiliates of the Bank;
- Issue documents;
- Other information required by the Russian law on securities or regulations of the Bank of Russia.

4.5.2. Disclosing the information mentioned in paragraph 4.5.1 is carried out in terms of the volume, procedure, forms and timing as stipulated by the Russian law and the regulations of the Bank of Russia.

4.5.3. The information disclosed by the Bank as a securities issuer is published on Russian and English version of the Bank's website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section and on the Bank's web-site at <http://www.e-disclosure.ru/portal/company.aspx?id=3043> in Interfax information agency that is officially authorized to disseminate the information on the Russian securities market.

4.5.4. The information subject to disclosure in the printed media is published in Rossiyskaya Gazeta (Russian Newspaper).

## **4.6. The information disclosed by the Bank as a professional securities market participant**

4.6.1. The Bank, being a professional securities market participant, shall disclose the following information in accordance with the Russian law:

- - general information on PSMP (full and short name of the Bank; taxpayer identification number; the Bank's address registered in USRLE; phone/fax number; email address);
- electronic copies of all licenses of the Bank for professional activities in the securities market;
- information on suspension/renewal of licenses held by the Bank, indicating the date and reasons for suspension/renewal of licenses (upon occurrence of such events);
- information on the Bank's decision to apply to the Bank of Russia for cancellation of the license for professional activities in the securities market (upon occurrence of such an event);
- information on the Bank's license cancellation because of the Russian law violations or in connection with the Bank's decision on the license cancellation based of the Bank's statement (upon occurrence of such events);
- information on the self-regulatory organization standards in the financial market (hereinafter – SROs) that the Bank shall be guided carrying out its activities as

PSMP; information on the Bank's membership in SRO; information on the Bank's exclusion from SRO including dates and reasons for the exclusion (upon occurrence of such an event);

- list of the Bank's branches and other separate business units carrying out the professional activities in the securities market with names, addresses and phone numbers;
- sample contracts being offered to customers in the provision of PSMP services;
- information on the technical failures of automated systems when carrying out of PSMP activities, as well as information on the resumption of the systems' operation (upon occurrence of such events);
- information on the Bank's brokerage and depository activities to the extent required by the Russian law for PSMP;
- other information recommended by the Russian law for PSMP disclosure.

4.6.2. Disclosing the information mentioned in paragraph 4.6.1 is carried out in terms of the volume, procedure, forms and timing as stipulated by the Russian law and the regulations of the Bank of Russia.

4.6.3. The information disclosed by the Bank as PSMP, shall be published on Russian versions of the Bank corporate web-sites at [www.sberbank.com](http://www.sberbank.com) and [www.sberbank.ru](http://www.sberbank.ru), and the home pages of these web-sites contains are linked by "Information Disclosure of the bank as professional securities market participant" for prompt access to the PSMP information.

#### **4.7. Providing the information to shareholders while preparing to the General Meeting of Shareholders**

4.7.1. The Bank is committed to creating the most convenient environment for the shareholders so that they can make informed and reasonable decisions on the agenda items of the General Meeting of Shareholders.

4.7.2. The information to be disclosed for the shareholders for their preparation is published (provided) by the Bank within the procedure and the timing that allow the shareholders to properly prepare for the meeting:

- Notice on convening the General Meeting of Shareholders shall be provided by the Bank on Russian and English versions of the corporate website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section and also be published in Rossiyskaya Gazeta newspaper not later than 30 days before the date of the meeting, and not later than 50 days before the date of the meeting where it is required by the Russian law;
- the Bank shall provide the shareholders with access to hard copy of information (materials) for the persons entitled to participate in the meeting (hereinafter, "Meeting Materials") not later than 30 days before the Meeting and not later than 50 days before the date of the meeting where it is required by the Russian law; by delivering it to Sberbank and to the regional banks of Sberbank; in electronic format: via information published on Russian and English versions of the Bank's corporate website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section;
- After the Supervisory Board has reviewed and approved the list of candidates to the Supervisory Board, the Bank discloses the information about the nomination of a candidate, information about previous positions, the nature of his/her relations with the Bank, membership in executive boards of other legal entities,

nomination of such a candidate for membership in boards of directors of, or for election (appointment) for a position in other legal entities, relations of the candidate with affiliates and large counterparties of the Bank, information on whether the candidate complies with the requirements for the independent directors and the requirements to their business and professional reputation.

4.7.3. The detailed list of information included in the Materials for the Meeting by the Bank can be found in the Regulations on the General Meeting of Shareholders available on Russian and English versions of the Bank's corporate website at [www.sberbank.com](http://www.sberbank.com) in Investor Relations section.

#### **4.8. On-demand information delivery for shareholders and other eligible persons**

4.8.1. To ensure shareholders' rights to information in accordance with the Federal Law No.208-FZ "On joint-stock companies" dated 26/12/1995 (hereinafter - the Law), the Bank shall provide shareholders as well as persons realizing their rights to shares and their representatives (hereinafter the eligible persons) with access to the documents stipulated by Article 91 of the Law.

4.8.2. Access of the eligible persons to documents can be given in the form of providing documents for review to the Bank's Executive body located at: 19 Vavilova St., Moscow 117997, Russia and (or) by delivery of copies of documents. The form of granting access to documents is determined by the eligible person.

4.8.3. Access to documents for review and (or) copies of documents shall be provided by the Bank after the Request of the eligible person (hereinafter – the Request) in writing, containing the information specified in Schedule 3 to this Information Policy.

The Request shall be sent to the Bank by mail to the Bank's Executive body located at: 19 Vavilova St., Moscow 117997, Russia.

4.8.4. The Bank shall provide access to documents within 7 business days from the date of the Request of the eligible person.

4.8.5. In the absence of mandatory details to be specified in the Request and (or) documents to be submitted in accordance with Schedule 3 to this Information Policy, the Bank within 7 working days as of the date of the Request shall send a letter to the eligible person who signed the Request with a proposal to provide the missing information and (or) documents.

In this case, the term of the Bank's obligation to provide the documents specified in the Request shall be calculated as of the date of receipt of full details and (or) missing documents from the eligible person.

4.8.6. If the Request requires copies of a significant amount of documents (more than 5 documents and (or) more than 100 pages), the term of execution of the Request by the Bank shall be extended by 20 business days. In this case the Bank shall notify the eligible person within 7 business days of the timeframe extension and its causes.

4.8.7. The Bank reserves the right to reject the Request of the eligible person for access to documents requested. Possible reasons for denial are listed in Schedule 3 to this Information Policy.

In case of a denial of access to the documents, the Bank shall notify the eligible person not later than within 7 working days from the date of the Request indicating the reasons for the denial.

4.8.8. The Bank's confidential documents may be provided to the eligible person only after the Contract on non-dissemination of information (hereinafter - the Confidentiality Agreement) between the Bank and the eligible person, signed in the form set forth in Schedule 4 to this Information Policy. For easy reference, the Confidentiality Agreement shall also be published as a separate document on Russian and English versions of the Bank's corporate web-site at [www.sberbank.com](http://www.sberbank.com).

The Confidentiality Agreement shall be signed by the all eligible persons in the case of the Request for access to documents of a group of the eligible persons, and in case of the request from the eligible person's representative via the power of attorney – both by the eligible person and his or her representative in the presence of the Bank's representative, or the signature of the said persons on the Agreement shall be notarized.

4.8.9. If the documents requested contain the Bank's confidential information, and the Confidentiality Agreement signed on behalf of the eligible person has not been Scheduled to the Request, the Bank within 7 business days from the date of the Request shall notify the eligible person that the Agreement shall be signed.

The term of fulfillment the Bank's obligation to provide access to documents containing the Bank's confidential information shall be calculated not earlier than from the signing date of the Confidentiality Agreement between the eligible person and the Bank.

4.8.10. If the requested documents contain personal data of individuals with no consent of the personal data subject to provide them to third parties, the Bank shall provide the requested documents, hiding the relevant personal data except for the last name, first name and patronymic (if any) of the personal data subject.

4.8.11. Documents containing a legally protected secret (state, bank or other), as well as information, the provision and/or disclosure of which is restricted as required by the legislation, shall be provided without such information. In this case, the Bank shall provide the eligible person with the explanations of information removed, as well as the reasons for classifying information as a legally protected secret.

4.8.12. Copies of documents shall be provided to the authorized person via one of the methods chosen (possible options are listed in Schedule 3 of this Information Policy) and be certified by the signature of the eligible person and the seal of Bank if the Request contains the direct instruction. In other cases, copies of documents shall be certified at the discretion of the Bank.

4.8.13. The fee for providing the copies of the documents is set by the Bank and cannot exceed the printing costs. The amount and details of the payment for covering the printing costs are published on the Bank's corporate website at [www.sberbank.com](http://www.sberbank.com).

#### **4.9. Disclosure of the information in accordance with the requirements of foreign securities market regulators and foreign stock exchanges where depositary receipts are traded**

4.9.1. Due to the fact that the depository receipts issued for common shares of the Bank are traded outside of the Russian Federation the Bank discloses the following information:

- Annual report created in accordance with the requirements of the London Stock Exchange (LSE) not later than 4 months after the end of the financial year;
- Financial results of the Bank compiled in accordance with the IFRS and RAS (regularly);

- Details on the transactions with the Bank's securities carried out by the members of the Supervisory Board, Chief Executive Officer and Chairman of the Board, and members of the Executive Board;
- Notification on the change of depository Bank;
- Details on resolutions adopted during general shareholder meetings of the Bank;
- Details on documents sent to shareholders and owners of depository receipts including the notices on calling and convening general shareholder meetings;
- Details on the issues of issue-grade securities, any public offering and listing of securities of the Bank on trading sites;
- Details on the results of any public offering of securities;
- Other material information about the Bank.

4.9.2. The information that is to be disclosed with relation to the flotation of depository receipts shall be disclosed via an authorized agency outside of the Russian Federation.

#### **4.10. Disclosure of the information on the Bank's corporate governance system**

4.10.1. The Bank shall disclose the following information about the corporate governance system:

- the organization and general principles of corporate governance in the Bank;
- information about the Executive Board of the Bank (composition, information about the Chairman of the Executive Board, Deputy Chairmen, and biographical information sufficient to give an idea about the executive's personal and professional qualities<sup>1</sup> (including the information about age, education, qualifications, experience), current positions and the positions held in the previous 5 years in management bodies of other entities);
- information about the Supervisory Board (composition of the Supervisory Board indicating its Chairman, Deputy Chairmen, Senior Independent Director, and biographical information sufficient to give an idea about the person's personal and professional qualities<sup>2</sup> (including the information about age, education, qualifications, experience), current membership on boards of directors of other companies, information about independent status and any positions currently or previously held over the previous 5 years in management bodies of other entities);
- information on whether a member of the Supervisory Board has lost his or her independent status;
- information on the composition of Supervisory Board committees stating Chairmen and inclusion of independent directors in the committees.

4.10.2. Information about the corporate governance system of the Bank shall be posted on Russian and English versions of the Bank's corporate web-site at [www.sberbank.com](http://www.sberbank.com) in the Corporate Governance section.

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<sup>1</sup> Personal Data of members of the Executive Board shall be disclosed strictly subject to their consent on disclosing the said data to third persons;

<sup>2</sup> Personal Data of members of the Supervisory Board shall be disclosed strictly subject to their consent on disclosing the said data to third persons;

#### **4.11. The content of the information that is voluntarily (additionally) disclosed by the Bank and the methods of its disclosure**

4.11.1. The Bank may voluntarily make additional disclosures of the following documents and information about its business:

- the Bank's mission and values;
- development strategy of Sberbank Group;
- information about Sberbank Group and the credit institution that are part of the Group;
- the Corporate Governance Code;
- the Code of Corporate Ethics of Sberbank Group;
- the Information Policy;
- information about the Bank's meeting its corporate social responsibility;
- information on the performance by the Supervisory Board of its obligations regarding its role in organizing effective risk management and internal control systems in the Bank;
- information on the reasons for and conditions of material corporate actions and their possible consequences for the Bank and its shareholders;
- the main principles of compliance procedures, including the information on anti-corruption program;
- the Risk and Capital Management Strategy of Sberbank Group;
- information on the Bank's credit ratings;
- information about the issues of the Bank's securities;
- information about the Bank's share capital structure;
- the Bank's dividend policy and dividend payouts;
- additional materials related to the general meeting of shareholders (besides the mandatory information required by the law) to ensure that shareholders could properly prepare to take part in the meeting;
- answers to typical (frequently asked) questions of shareholders;
- Investor Calendar (the regularly updated communications plan);
- information about the salient current events in the Bank, including information in the form of press releases covering the Bank's operations;
- other information (documents), including those related to the Charter, internal documents of the Bank, and the Bank's corporate governance practices.

4.11.2. The main method of disclosure for the information specified in Paragraph 4.11.1 hereof shall be the posting of such information on Russian and English versions of the Bank's web-sites at [www.sberbank.com](http://www.sberbank.com) and [www.sberbank.ru](http://www.sberbank.ru) or other communication channels as stipulated by Paragraph 1.8 of this Information Policy.

### **5. Communications**

Communications for the purposes of this Information Policy shall be understood to be a process of interaction of the Bank with its target audiences in the internal and external environments to satisfy all the information requirements of all the interested parties, to establish ties, to form and maintain an image of the Bank.

## **5.1. Persons empowered to disclose information on behalf of the Bank**

5.1.1. The powers for making public statements and comments on behalf of the Bank shall be vested in the CEO, Chairman of the Executive Board, his deputies, members of the Executive Board, Director of the Department for Marketing and Communications, the head of the investor relations business unit, employees of the Bank duly authorized to commit the said actions on a regular or ad hoc basis.

5.1.2. The powers of persons with the powers to disclose information and provide comments on behalf of the Bank shall depend on the position occupied and the professional area of competence, which differentiation shall be governed by the Bank's internal regulatory and administrative documents.

5.1.3. Chairmen of Regional Banks (other employees of Regional Banks as authorized by the relevant Chief Executive) shall have the powers to make public statements on issues related to the business of the Regional Bank.

5.1.4. In other cases, employees of the Bank shall not make any public comments or provide any information about the Bank or its business.

5.1.5. The Chairman of the Supervisory Board, with due consideration for the opinion of members of the Supervisory Board has the right to give official comments with regard to the decisions made by the Supervisory Board and to state the official position of the Supervisory Board on issues considered in its meetings.

5.1.6. Members of the Supervisory Board shall have the right, with due consideration for the duty to maintain confidentiality and not to disclose insider information, to publicly state their personal opinion on issues considered at the meetings of the Supervisory Board and on the decisions made at the meetings, subject to prior notice given to the Chairman of the Supervisory Board in this regard.

5.1.7. When contacting external parties, members of the Supervisory Board, members of the Executive Board and any other employees of the Bank shall comply with the requirements of this Information Policy and the limitations established by the law of the Russian Federation and the requirements of the Bank's internal regulatory and administrative documents governing the disclosure of information constituting confidential or insider information of the Bank.

## **5.2. Communications with shareholders, investors, analysts**

5.2.1. As part of the effort to enhance its investment attractiveness, the Bank aims to maintain a continuous direct dialogue with shareholders, investors, analysts, as its work is based on fundamental principles of the Bank's Corporate Governance Code, by giving additional information, clarifications and official comments on the current situation in the Bank, information required to perform a financial analysis of the Bank's business, to make well thought through investment decisions.

5.2.2. To maintain effective communications with shareholders and investors, the following communications channels are used:

- the Bank's official web-site at [www.sberbank.com](http://www.sberbank.com);
- general meeting of shareholders;
- a hot telephone line for shareholders.

5.2.3. The Bank may also use the following other channels and formats of communication for shareholders, investors and analysts:

- Sberbank Investor Day;

- group and one-on-one meetings, both involving the presence of the Bank's representatives and performed by remote communication channels;
- holding tours around special sites of the Bank;
- international investment conferences;
- road shows;
- audio conference calls;
- regular calls / answers to emailed queries;
- annually held Analyst Day;
- to increase transparency, the Bank garners a consensus of analyst expectations on the main financial performance metrics of Sberbank Group based on IFRS from various publicly available sources;
- annual satisfaction survey of the target audience.

5.2.4. To maintain effective communications with minority shareholders that are individuals, the Bank established and maintains the operation of a Committee for Minority Shareholder Relations of Sberbank (hereafter, 'the Committee').

The Chairman of the Committee shall report at least once a year on the accomplishments of the Committee to the Supervisory Board and the General Meeting of Shareholders of the Bank.

The Committee has an official web-site at [www.sber-minor.ru](http://www.sber-minor.ru).

5.2.5. The Bank shall take all the steps required to guarantee the rights and legal interests of the shareholders and other interested parties as stipulated by the law and the Corporate Governance Code of the Bank.

5.2.6. Shareholders and investors may contact the Bank with any recorded question, in writing or electronically.

5.2.7. Information for shareholders and investors, including press releases and presentations, is published on Russian and English versions of the Bank's official website at [www.sberbank.com](http://www.sberbank.com) in the Investor Relations section.

### **5.3. Communications with employees**

5.3.1. The Bank pursues a policy of internal informational openness and aims to ensure that all its employees be well and equally informed of its activities, receive timely updates on both internal corporate information and public statements, continuously expand their knowledge of the Bank.

5.3.2. Communications with employees shall regularly provide to the employees information on various issues of the Bank's business, its development, any management decisions adopted, for which purpose the employees may have to familiarize themselves with the relevant regulations and organizational-administrative documents. These communications may use:

- regular management meetings;
- seminars, conferences;
- information reports;
- postings of information on the intranet;
- electronic mailings;
- creation and dissemination of internal corporate publications, various information materials;
- statements of the Bank's executives made at corporate events and to various media outlets.



5.3.3. The Bank shall monitor the communications for potential use by employees as a channel to disclose confidential information.

## **5.4. Interacting with the media**

5.4.1. The Bank aims to maintain a continuous dialogue with representatives of the media, to take part in various public events to communicate the information on the most important aspects of the Bank's business, to attract attention to the Bank's products and services, to maintain the image of the Bank and strengthen its reputation.

5.4.2. The Bank shall provide information to the media with regard to the following:

- financial and operational performance of the Bank;
- research and analysis reports of the Bank's business units on various financial and economic topics;
- novelties (any information that constitutes news for both the media and the Bank's current and potential clients);
- the Bank's interactions with various organizations;
- corporate life of the Bank (any information related to the internal corporate life of the Bank and its employees);
- other information.

5.4.3. The Bank may publish information & advertising materials in the media, hold various advertising campaigns in the media.

5.4.4. The main forms of communication with the media for the Bank are press conferences, press briefings, business breakfasts for the press, presentations, handling of various media requests for official comments of the Bank on various topics.

## **5.5. The Bank's official presence in social media**

5.5.1. The Bank may maintain official pages in the social media to maintain continuous informal dialogue with users of social networks (actual or potential clients of the Bank), to identify their needs, to help resolve any matters arising, to promote various campaigns, to support its advertising efforts.

5.5.2. The leadership of the Bank (CEO, Chairman of the Executive Board, members of the Executive Board, heads of business blocks and departments of the Bank, Chairmen of Regional Banks and their deputies) may have personal pages (personal accounts<sup>3</sup>) on the social networks.

5.5.3. Other employees of the Bank may also have their personal pages (personal accounts) on the social networks and post materials containing references to their place of work and position in the Bank, provide general information about the nature of their work and advise the address of the head office.

5.5.4. When creating and maintaining personal accounts of the Bank's executives and employees no publication shall be made of any information constituting a banking secret, an official secret, a trade secret or any other legally protected secret, of any materials containing confidential and/or insider information of the Bank, or information that is not true and/or that is defamatory for the business reputation of the Bank

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<sup>3</sup>An account of the Bank's executive is considered to be a personal one even if the account profile does not indicate the current position in the Bank and/or the Bank is not mentioned as an employer.

(including one that includes logos, trademarks or other insignia of the Bank, by placing still and motion pictures that are not true).

5.5.5. Employees of the Bank, excluding employees of the Department for Marketing and Communications responsible for the Bank's presence in the social media, shall not create web-pages, communities, applications of the Bank in the social media on the behalf of the Bank, which provision shall include any logotypes, trademarks or insignia of the Bank.

## **6. Insider information**

6.1. The Bank shall ensure the necessary organizational and technical conditions for the confidentiality regime as described above to be respected by the individuals having access to insider information.

6.2. Access of the Bank's insiders to certain insider information of the Bank and insider information of clients and partners of the Bank shall be (subject to concurrently meeting the following conditions):

- based on the work contracts and(or) other civil law contracts concluded with them, federal laws of the Russian Federation and the Bank's internal documents;
- strictly within the scope of their functional responsibilities as set out in the statutes on their relevant business units, job descriptions and internal documents of the Bank;
- subject to their inclusion in the list of the Bank's insiders.

6.3. Separation and control of access for the Bank's employees to the insider information shall governed by the Bank's internal documents.

## **7. Confidential information**

7.1. Information constituting a banking secret, an official secret, or a commercial secret of the Bank, insider information and personal data shall be referred to as confidential information of the Bank.

7.2. The Bank shall put in place various measures to protect confidential information and to maintain a non-disclosure regime for it:

- working with confidential information shall be strictly subject to the requirements of the law of the Russian Federation and internal documents of the Bank;
- transferring (provision, access to) of personal data to third parties shall be subject to the requirements of the law of the Russian Federation;
- employees being involved in employment relationship with the Bank shall undertake the obligations of non-disclosure of the Bank's confidential information;
- employees of the Bank shall not communicate to anyone the personal passwords for access to the corporate information network, programs and work files;
- members of the Supervisory Board shall not disclose or use for personal ends or in the interests of any third parties any information that became known to them of the kind that constitutes confidential information of the Bank;
- disclosure of confidential information is subject to the liability as mandated by the internal work rules of the Bank or the law of the Russian Federation.

7.3. Information constituting a banking secret shall only be disclosed to clients themselves or to their representatives, to credit history bureaus, state bodies and their

officials strictly on the basis and in the manner specified in the law of the Russian Federation.

7.4. Information constituting a trade secret of the Bank is the property of the Bank and shall not be disclosed, transferred without proper authorization or publicly revealed in any information disseminating outfits.

7.5. With respect to information that has been duly classified as a state secret, the Bank shall apply the provisions of the law on state secrets of the Russian Federation.

## **8. Important information disclosures**

8.1. To adopt internally agreed decisions with respect to a public disclosure of material information about the Bank in complicated and controversial situations accompanied by publications in the media and on the Internet, an Information Disclosure Working Group shall operate in the Bank to provide an emergency response in the said situations.

8.2. The main functions of the Information Disclosure Working Group shall be:

- evaluation of information for materiality and potential disclosure forms;
- preliminary approval of draft press releases, official comments of the Bank on material issues of the Bank's business;
- coordination of the actions of the Bank's officials in preparation and public disclosure of material information.

8.3. The Information Disclosure Working Group shall comprise representatives of the Department of Marketing and Communications, the Corporate Secretary Service, the Center for Interaction with Investors, the Finance Department, and the Legal Department.

If there is any requirement for a professional comment on the item to be disclosed or any help to prepare the press release, employees of other relevant business units may be involved.

8.4. The Information Disclosure Working Group shall be established based on an internal executive document and shall report to the executive of the Bank overseeing information disclosure issues.

## **9. Responsibility for information disclosure**

9.1. The Department of Marketing and Communications shall be responsible for establishing and implementing a single Information Policy of the Bank to maintain a positive image of the Bank, lower reputational risks (in conjunction with other business units of the Bank); for creating a system to disseminate information about the Bank's business; for annual reporting to the Supervisory Board on the Information Policy implementation status; for updating Russian and English versions of the Bank's corporate web-sites at [www.sberbank.ru](http://www.sberbank.ru) and [www.sberbank.com](http://www.sberbank.com); for liaising with the media.

9.2. The Corporate Secretary Service of the Bank shall be responsible for organizing the disclosure of information; for liaising with the Bank of Russia and the Moscow Exchange on issues of information disclosure as required by the law of the Russian Federation on securities and listing rules; for providing documents and information to shareholders.

9.3. The Center for Interaction with Investors shall be responsible for organizing the disclosure of information as required by foreign regulators of the securities market and by foreign stock exchanges that list the depositary receipts issued for the shares of the Bank, for liaising with shareholders and investors on information disclosure issues.

9.4. The requirements of this Information Policy shall be mandatory for adherence by all the employees of the Bank and members of the Supervisory Board.

## **10. Enforcement of the Information Policy**

10.1. Issues of proper organization and implementation of this Information Policy in the Bank shall fall in the remit of the CEO, Chairman of the Executive Board of the Bank.

10.2. The Information Policy shall be approved and enforced by the Supervisory Board.

10.3. The Supervisory Board shall periodically (at least once a year) hear the report on Information Policy implementation status.

### List of terms and definitions

**Account** means a personal page of a user on a social network.

**Shareholder** means an individual or an entity that owns the Bank's shares.

**Analysts** means members of investor community that perform economic, financial, investment-related analysis of the Bank's activities to prepare reports and recommendations with respect to the Bank's securities.

**Affiliates of the Bank**<sup>4</sup> mean individuals and entities that can affect the Bank's activities, in particular:

- members of the Supervisory Board of the Bank,
- members of the Executive Board and the CEO, Chairman of the Executive Board of the Bank;
- persons belonging to the Group of Persons of the Bank (individuals and entities meeting the criteria established by Article 9 of the Federal Law dated 26/07/2006 No.135-FZ "On the protection of competition");
- persons, which are entitled to control over 20 percent of the total votes available to voting shares of the Bank or included in the statutory capital of the Bank;
- entities wherein the Bank is entitled to control over 20 percent of the total votes available to voting shares or included in the statutory or reserve capital, deposits, interests of the legal entity.

**Banking secret** means information about clients and correspondent counterparties (individuals and entities) that the Bank received in the course of business, including information about accounts of clients (correspondent counterparties) of any kind (settlement accounts, current accounts, budget accounts, currency accounts, etc.); information related to the opening of, change of holder for, closing of accounts, or transfer of the said accounts to another bank; information about transactions on the said accounts or deposits, information about client credit history, on the content and terms of agreements, personal data of the Bank's clients.

**State secret** means state-protected information related to its military, foreign policy related, economic, intelligence, counter-intelligence, or criminal search related activities the disclosure of which may cause damage to the national security of the Russian Federation.

**Sberbank Group** means Sberbank and credit and non-credit organizations under control of Sberbank in accordance with the criteria established in the International Financial Reporting Standards.

**Investor Day** is a traditional event held by the Bank for the investors in the Russian Federation or abroad that includes presentations of the Bank's executives and a discussion of the Bank's operations and financial strategy, with significant time spared to answer questions of investors.

**Depositary receipt** means a security created pursuant to a Custody Agreement between the issuer and custody-bank that certifies the title to the security placed in custody.

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<sup>4</sup>Presence/absence of affiliates is only possible when applied to legal entities and/or individuals engaged in entrepreneurial activities.

**Stakeholders** mean clients, shareholders of the Bank, investors, analysts, professional securities market participants, employees of the Bank.

**Investor** means an individual or entity that invests uncommitted funds in securities or other assets to receive profit at a future point in time.

**Investor community** means individual/private investors, institutional investors, financial analysts, bank consultants on investing in securities, portfolio managers, foreign investors.

**Insider** means a person that has access to insider information.

**Insider information** means information related both to the insider information of the Bank and to the insider information of the customers and partners of the Bank, provided to the Bank. Insider information shall mean accurate and specific information which was not distributed or provided (including data constituting a trade, official or banking secret, a communication secret (with regard to money mail order information) and other legally protected secrets) and which, if distributed or provided, may have a significant impact on prices for financial instruments, foreign currency and/or commodities.

**Intranet** means the internal self-contained computer network of the Bank that has no connection to the publicly accessible Internet network.

**Information constituting a trade secret of the Bank** means any research & development related, financial, economic, organization related or any other information used in the course of the Bank's business that has actual or potential commercial value for being unknown to third parties that could extract economic benefits from disclosing or using it or that may, if disclosed or used, cause direct loss or unreceived profit; such information is not freely legally available and includes, among other things, the following:

- the terms of agreements concluded and about to be concluded under lending transactions (loan agreements, surety agreements, security agreements);
- information about the forms, content and terms of commercial transactions and agreements in the process of being concluded;
- information constituting a trade secret of another organization that the Bank received when rendering banking services (as part of cooperation);
- information about the Bank's partners, counterparties and clients;
- other information classified as the Bank's trade secret based on the current regulatory documents of the Bank.

**Investor Calendar** means a regularly updated calendar plan of corporate communications of the Bank.

**Committee for Minority Shareholder Relations of Sberbank** means a body for consultation and debate established with the assistance of the Bank to maintain effective relations with minority shareholders that may, if necessary, consider proposals from minority shareholders on improvements to corporate governance of the Bank, that gives recommendations to the executive bodies and the Supervisory Board of the Bank on issues of realization and protection of rights and legal interests of minority shareholders, and that clarifies the policies and strategy of the Bank to the minority shareholders.

**Trade Secret** means confidential information that gives its owner in the current or potential circumstances the ability to increase income, avoid unwarranted expenses, maintain its position in the market for goods, works, or services, or to obtain a direct commercial benefit.

**Conflict of interest** means a situation when a member of an executive body has a personal interest in the adoption of a resolution, the taking of an action, or in inaction as member of an executive body of the Bank, if such a situation may cause damage to the interests of the Bank or its shareholders.

**Corporate Secretary of the Bank** means an official that ensures effective running interaction with the Bank's shareholders, adherence to the law of the Russian Federation, the Charter and internal regulatory documents of the Bank that guarantee the realization of the rights and legal interests of shareholders, such official being the leader of the structural business unit of the Bank - the Corporate Secretary Service.

**Client** means an entity or individual that is served by the Bank.

**Supervisory Board of the Bank** is a management body responsible for generally steering the activities of the Bank, except for the matters included in the remit of the General Meeting of Shareholders by the Charter of the Bank.

**General Meeting of Shareholders** means the supreme management body of the Bank.

**Defamatory information** means any statements regarding any breaches on the part of the Bank of the law, acts of dishonesty, wrongdoing, unethical behavior in the social or political life, unscrupulous engagement in financial, business or entrepreneurial activities, any breaches of business ethics or business customs that damage the business reputation of the Bank.

**Eligible person** means a shareholder, person who realizes its rights to shares and their representatives requesting documents as stipulated by Article 91 of the Federal Law No.208-FZ "On joint-stock companies" dated 26/12/1995.

**Executive Board** means a collegial executive management body of the Bank, the remit of which includes the management of the Bank's daily activities, except for the issues comprising the remit of the General Meeting of Shareholders and the Supervisory Board.

**CEO, Chairman of the Executive Board of the Bank** means the sole executive management body of the Bank responsible for management of the Bank's daily activities who leads and manages the operations of the Executive Board.

**Professional Securities Market Participant** means an entity that engages in all the kinds of professional activity as set out in Chapter 2 of the Federal Law dated 22/04/1996 No. 39-FZ "On the securities market".

**Information Disclosure Working Group** means a group of the Bank's employees that is formed on the strength of an internal administrative document in the Bank for the purposes of evaluation, adoption of jointly agreed decisions and disclosure of information in complicated or controversial cases that require swift response on the part of the Bank.

**Road Show** means a series of meetings of the Bank's representatives with existing and potential investors, shareholders and analysts.

**Official secret of the Bank** means information that became available to the Bank's employee in the course of his or her performance of duties, including confidential information which is defined in paragraph 7.1 of this Information Policy.

**Rumors** mean information that is based on actual or fictitious events that is not sufficiently reliable to make well-founded decisions on.

**Confidentiality Agreement** means Contract on non-disseminating of information which is concluded between the eligible person and the Bank if documents containing the Bank's confidential information and subject to provision in accordance

with Article 91 of the Federal Law No. 208-FZ “On joint-stock companies” dated 26/12/1995 are provided by the Bank to the eligible person.

**Social Media** mean platforms, web services or web-sites meant to build, reflect and organize social relations, which relations can be visualized in social graphs. The following features are characteristic of social media: providing a raft of opportunities exchange information (photos, videos, blog services, microblog services, communities, personal messages, ability to mark geolocation, etc.)

**Material Information** means the kind of information that can affect the financial position and financial performance of the Bank, the price of its securities.

**Center for Interaction with Investors** means a business unit of the Bank responsible for managing and developing the investment story of Sberbank and for managing the relations with investors.

**www.sberbank.com** means the web-site of Sberbank Group and the official information disclosure web-site as required by the securities law of the Russian Federation.

**www.sberbank.ru** means the web-site presenting the financial products and services of the Bank for its clients.



### List of abbreviations

**USRLE** (Unified State Register of Legal Entities) means the federal information resource that contains general systematized information of legal entities engaging in entrepreneurial activities in the territory of the Russian Federation.

**INN/TIN** (Taxpayer Identification Number) means the digital code that identifies taxpayers for record keeping purposes in the Russian Federation.

**IFRS** (International Financial Reporting Standards) means a set of documents (standards and interpretations of standards) that govern the rules of financial reporting that external users require for decision-making with respect to the reporting organization.

**OGRN/PSRN** (Principal State Registration Number) is the state registration number of the entry confirming the establishment of a legal entity or confirming the first recording instance of information provided about a previously established legal entity.

**RAS** (Russian Accounting Standards) mean the entirety of norms in the Russian law, Regulations on Accounting (PBU) issued by the Ministry of Finance for non-banking commercial organizations, the rules issued by the Bank of Russia for credit institutions governing the accounting rules in the territory of the Russian Federation.

**Media** (mass media organizations) mean periodical printed publications, network-based publications, television channel, radio channel, television program, radio program, cinematic documentary, or other forms of periodical mass dissemination of information under a permanent name (designation).

**The procedure of the eligible person's Request on information subject to provision in accordance with the Federal Law No.208-FZ "On joint-stock companies" dated 26/12/1995**

The Request on access to information filed to the Bank by the eligible person shall contain the following mandatory details:

- last name, first name, patronymic (if any) of the shareholder-individual or full company name and OGRN (other identification number in case of the Request of a foreign legal entity) of the shareholder-legal entity; information identifying other eligible persons;
- postal and email address (if any), phone number to contact with the eligible person who requested;
- specified list of requested documents (name, date and (or) number, content of the document);
- specified form of access to documents ("provision of documents for review at the premises of the Bank's Executive body" or "provision of copies of documents");
- if "providing copies of documents" is chosen as a form of providing access to information, the method of their receipt shall be specified ("by post", "by email"<sup>5</sup>, "in person") and also the need for certified copies of documents shall be indicated;
- the business purpose<sup>6</sup> of the request for documents (if the request is sent by a shareholder (shareholders) possessing less than 25% of the Bank's voting shares) shall be specified;
- Signing Date of the Request and the signature of the eligible person;

If the eligible person acts via his or her representative, the Request shall additionally be accompanied by the original (or a notarized copy) of the power of attorney designating the representative and the authorizing eligible person. A power of attorney issued in the territory of a foreign state must be apostilled and come with a notary certified translation or it must be legalized as required by the law of the Russian Federation.

If the title to the shares is recorded in a depo account in a depository, the request must be accompanied with a statement on the shareholder's account issued by the relevant depository that shall not be earlier than 3 working days as of the date of the request.

If the title of the capable person to the shares are registered in a foreign depository, the Request shall be accompanied with the original depository-issued document along with a notary-certified translation into Russian, which document shall confirm the existence of the said shares in the account of the said capable person and their number and shall be not older than 7 working days as of the date of the Request.

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<sup>5</sup> If the requested documents contain confidential information, they may not be sent by e-mail (another method must be selected to receive copies of documents).

<sup>6</sup>The business purpose shall mean shareholder's legitimate interest in obtaining information and documents that are objectively necessary and sufficient for the proper realization of the shareholder's rights.

If the Request is signed with a duly authorized representative of the person managing the shares on trust under a relevant agreement, the Request shall be accompanied with a copy of the trust management agreement certified as required under the law of the Russian Federation (or an excerpt from the trust agreement regarding the amount of rights vested in the trustee) confirming the powers of this representative to exercise the relevant rights of the shareholder.

The Bank reserves the right to reject the applicant's request for document disclosure or for provision of document copies in one or more of the following cases:

1) at the moment of a request made by a shareholder (shareholders), the requested document is fully available in electronic format on the Bank's web-sites at [www.sberbank.com](http://www.sberbank.com) and (or) [www.sberbank.ru](http://www.sberbank.ru) or has been disclosed in the procedure stipulated for information disclosure by the securities law of the Russian Federation;

2) a document is requested repeatedly within 3 years provided that the first request was duly granted by the Bank;

3) a document is related to the past periods of the Bank's activities (more than 3 years before the Request); excluding information on transactions in relation of which the Request shall be granted at the moment of application of a shareholder;

4) the business purpose for the Request of a shareholder (shareholders) is not specified, or this purpose is unreasonable<sup>7</sup>, or structure and content of requested documents are certainly not in conformity with the purpose mentioned;

5) a person requesting access to documents has no right to access to the relevant document category in accordance with the terms stipulated by paragraphs 1-6 of Article 91 of the Federal Law No.208-FZ "On joint-stock companies" dated 26/12/1995;

6) a document is not related to a period when a person was the Bank's shareholder, confirmed by this shareholder via the relevant statement of his customer account opened in the register of shareholders, or of his depo account opened in the depository, except for information on transactions being executed during the period when a person is the Bank's shareholder.

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<sup>7</sup>The business purpose can not be regarded as reasonable in particular: The Bank possesses information about the actual facts indicating shareholder's bad faith; a shareholder has an unreasonable interest in obtaining documents or information; a shareholder is the Bank's competitor or an affiliate of the competitor and the document requested contains confidential information related to the competitive sphere, and its distribution may damage the Bank's commercial interests.

**Contract for non-dissemination of information  
(Confidentiality Agreement)**

\_\_\_\_\_ (place of conclusion)

\_\_\_\_\_ "\_\_\_", 20\_\_

“Sberbank of Russia”, hereinafter the Bank or the Transferor, on behalf of \_\_\_\_\_, acting on the basis of \_\_\_\_\_ issued by \_\_\_\_\_, on the one side, and \_\_\_\_\_ (*in relation to the eligible person (or the eligible person’s representative, or other eligible person realizing the rights to shares via the power of attorney) the following details shall be specified: for individual – last name, first name, patronymic (if any), date of birth, the place of registration, passport data, details of the document on the basis of which the representative acts; for legal entity - full company name, location, registration details, details of the document on the basis of which the representative acts)*) on the other side, entered into this Confidentiality Agreement (hereinafter - the Agreement) on the following:

### 1. Definitions

- 1.1. Transferor (or the Bank) means a party that transfers information.
- 1.2. Confidant means a party that receives information.
- 1.3. Representative means an employee (representative) of the Confidant authorized by the Confidant to access the Confidential Information.
- 1.4. Confidential information shall refer to any information of the Transferor, marked as "Trade Secret" and/or "Confidential", as well as other information that has actual or potential commercial value because it is unknown to third parties, provided by the Transferor to the Confidant in writing, by transfer of the Bank’s documents.

### 2. Subject of the Agreement

- 2.1. The subject of this Agreement shall be the obligations of the Parties to ensure safety of Confidential Information based on the terms and conditions herein.
- 2.2. The Transferor shall transfer to the Confidant the confidential information, namely, the documents requested by the eligible person (or the eligible person’s representative, or other eligible person realizing the rights to shares via the power of attorney), subject to provision according to the Federal Law No.208-FZ “On joint-stock companies” dated 26/12/1995.

### 3. Confidentiality obligations

- 3.1. The Confidant shall at all times keep Confidential Information secret, abstain from disclosing Confidential Information, undertake measures to keep Confidential

Information of the Transferor safe which are no less stringent compared to what the Confidant employs for the protection of its own Confidential Information, namely:

3.1.1. To ensure the storage of the received confidential information in the conditions of strict and full privacy excluding unauthorized access by the third parties;

3.1.2. Not to disclose, copy or provide access to the confidential information, both in whole or in part, to any third parties, as well as to prevent possible unauthorized transfers;

3.1.3. Not to make any announcements, publications or statements to third parties regarding any conclusions drawn on the basis of the confidential information received.

3.2. Neither Party shall disclose the fact of existence of the Agreement without the prior consent of the other Party.

3.3. Should the Confidant discover any facts of disclosure of Confidential Information to third parties, the Confidant shall notify the Transferor immediately about such facts and measures taken to mitigate damage.

**4. Mandatory disclosure**

4.1. Should the Confidant be obliged to disclose Confidential Information by the virtue of an applicable law, the Confidant shall be obliged to do it only in the extent stipulated by the law and immediately notify the Transferor thereof.

**5. Responsibilities**

5.1. The Confidant failing on its obligations herein shall reimburse the Transferor all damages caused by the disclosure or illegal use of Confidential Information. Damages shall be compensated in accordance with the legislation of the Russian Federation.

**6. Period**

6.1. The Agreement shall enter into force on the date of its signing by both Parties and shall be valid for the entire period of time until the Confidant is a shareholder (or shareholder’s representative, or other authorized person realizing rights to shares), as well as within 5 (Five) years after the termination of the shareholder status and the expiry of a representative's term of office.

6.2. Upon termination of this Confidentiality Agreement, the Confidant shall promptly return all the confidential documents to the Transferor.

**7. Addresses and Details of the Parties**

<p><b>at Sberbank (Transferor)</b></p> <p>Location: Moscow, Russian Federation Postal address: 19 Vavilova St., Moscow 117997, Russian Federation.</p>	<p><b>Eligible person _____ (Confidant)</b></p> <p>Details of Confidant</p>
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