



NOTICE OF THE ANNUAL GENERAL SHAREHOLDERS' MEETING OF PJSC ROSTELECOM FOR 2021

DEAR SHAREHOLDER,

Notice is hereby given that Public Joint Stock Company Rostelecom ("PJSC Rostelecom" or "Rostelecom"), located in St Petersburg, Russian Federation, in compliance with Article 15 of PJSC Rostelecom's Charter, Article 65 of Federal Law No. 208-FZ On Joint Stock Companies dated 26 December 1995 ("Federal Law No. 208-FZ"), and according to the Resolution of the Board of Directors of PJSC Rostelecom (the "Board of Directors") dated 31 March 2022 (Minutes No. 10 of 31 March 2022) resolved to convene and hold the Annual General Shareholders' Meeting of PJSC Rostelecom for 2021 (the "Meeting") on **30 June 2022**.

The form of the meeting: **absentee voting**.¹

The final date for accepting the voting ballots: **30 June 2022**.

The record date to determine persons eligible to attend the Meeting: **7 June 2022**.

Holders of ordinary shares are entitled to vote on all agenda items.

Website where electronic ballots can be filled in: www.company.rt.ru.

The Meeting's agenda:

1. Approval of PJSC Rostelecom's annual report
2. Approval of PJSC Rostelecom's annual accounting (financial) statements
3. Approval of distribution of PJSC Rostelecom's net profit for FY2021
4. The amount, payment date and form of payment of the dividend for 2021, and setting of the date of record
5. Election of the Board of Directors of PJSC Rostelecom
6. Election of the Audit Commission of PJSC Rostelecom
7. Approval of the auditor of PJSC Rostelecom
8. Payment of remuneration for serving on the Board of Directors to members of the Board of Directors who were not public officials in the amount established by PJSC Rostelecom's internal documents
9. Payment of remuneration for serving on the Audit Commission to members of the Audit Commission who were not public officials in the amount established by PJSC Rostelecom's internal documents
10. Approval of version No. 22 of PJSC Rostelecom's Charter
11. Approval of version No. 12 of PJSC Rostelecom's Regulations on the General Shareholders' Meeting
12. Approval of version No. 17 of PJSC Rostelecom's Regulations on the Board of Directors
13. Approval of version No. 6 of PJSC Rostelecom's Regulations on the President
14. Approval of version No. 8 of PJSC Rostelecom's Regulations on the Management Board
15. Approval of version No. 6 of PJSC Rostelecom's Regulations on the Audit Commission.

You can vote free of charge over the internet by filling in electronic ballots at www.company.rt.ru. E-voting services are provided by Joint Stock Company VTB Registrar ("VTB Registrar" or the "registrar") and National Settlement Depository ("NSD").

You can also vote at the Meeting in person or by proxy, by sending filled-in ballots to PJSC Rostelecom's registrar at the following postal address: **JSC VTB Registrar, PO box 54, Moscow, 127137**. A power of attorney issued to an authorised representative must be executed pursuant to Clauses 4 and 5, Article 185 of the Civil Code of the Russian Federation or certified by a notary public in accordance with Article 185.1 of the Civil Code of the Russian Federation.

Ballots received in hard copy or cast via the above e-voting services, as well as submitted in form of instructions via depositaries on or before 30 June 2022 shall be deemed to have taken part in the Meeting.

According to Clause 3, Article 52 of Federal Law No. 208-FZ, and Clauses 18.4 and 18.5 of PJSC Rostelecom's Charter, in preparation for the Meeting, the following information (materials) will be

¹ According to Article 3 of Federal Law No. 25-FZ On Amendments to Federal Law On Joint Stock Companies and On Suspension of Certain Provisions of Legal Acts of the Russian Federation dated 25 February 2022, by resolution of the Board of Directors (Supervisory Board), a general shareholders' meeting the agenda of which includes issues specified in Clause 2, Article 50 of Federal Law No. 208-FZ (election of the Board of Directors (Supervisory Board), Audit Commission, approval of the auditor, as well as the issues specified in Subclause 11, Clause 1, Article 48 of Federal Law No. 208-FZ) may be held in the form of absentee voting in 2022.

available with authorised representatives on matters relating to the Meeting for study on the premises of Rostelecom by persons entitled to participate in the Meeting 20 days prior to the date of the Meeting:

- Rostelecom's Annual Report 2021, including a report on compliance by the joint stock company with the Corporate Governance Code recommended by the Bank of Russia, information about shareholder agreements signed during the year preceding the Meeting,
- a report on major and related-party transactions made by PJSC Rostelecom in 2021,
- Information on items on the agenda of the Meeting, including:
 - the Board of Directors' standpoint (recommendations) on items on the agenda of the Meeting
 - the Board of Directors' recommendations on the distribution of net profit for FY2021, including the rationale for the distribution of net profit proposed by the Board of Directors and assessment of its compliance with the Regulations on the Dividend Policy of PJSC Rostelecom, including their allocation for dividend payments by PJSC Rostelecom
 - the Board of Directors' recommendations on the amount of dividend on PJSC Rostelecom shares and the form of dividend payment, including detailed information on the calculation of the amount of dividend on preference shares in respect of which a determination procedure is established in PJSC Rostelecom's Charter, as well as recommendations on the date of record
 - information on candidates nominated to PJSC Rostelecom's Board of Directors and Audit Commission and information on the availability or lack of their written consent
 - information on the proposed auditor of PJSC Rostelecom for 2H 2022 and 1H 2023, including information on the professional track record and independence of the proposed auditor
 - draft resolutions of the Meeting
- PJSC Rostelecom's annual accounting statements for 2021, including the auditor's report by the independent auditor LLC Ernst & Young
- Consolidated financial statements prepared according to the International Financial Reporting Standards for the year ended 31 December 2021, including the auditor's report by the independent auditor LLC Ernst & Young
- Report on the internal audit carried out in accordance with Article 87.1 of Federal Law No. 208-FZ
- Report of PJSC Rostelecom's Audit Commission on the results of the audit of PJSC Rostelecom's financial and business performance in 2021 and on the fairness of data contained in PJSC Rostelecom's Annual Report 2021
- Extract from Minutes No. 04 of PJSC Rostelecom's Audit Committee dated 24 May 2022 on reviewing statements and assessing auditors' reports provided by external auditors
- Draft Charter of PJSC Rostelecom, version No. 22
- Draft Regulations on the General Shareholders' Meeting of PJSC Rostelecom, version No. 12
- Draft Regulations on the Board of Directors of PJSC Rostelecom, version No. 17
- Draft Regulations on the President of PJSC Rostelecom, version No. 6
- Draft Regulations on the Management Board of PJSC Rostelecom, version No. 8
- Draft Regulations on the Audit Commission of PJSC Rostelecom, version No. 6
- Table of comparison of amendments versus the current version of the Company's internal documents.

At the request of any shareholder formalised in compliance with Clause 35.3 of the Charter, Rostelecom shall provide copies of the above documents within seven (7) business days of receipt of the relevant request by Rostelecom. The fees charged by Rostelecom for providing copies of the said documents shall not exceed their total production cost. Information about the fees charged for making copies of the documents and on Rostelecom's payment details is available at www.company.rt.ru in the "Investor Relations" – "Information for Shareholders" – "Copies of Documents" section (available in Russian). A shareholder is also entitled to request that the materials specified in the request be sent to him/her by post, provided that the shareholder agrees to cover the postage costs.

In the "Investor Relations" – "Shareholder Meetings" – "AGM for 2021" section of Rostelecom's website at www.company.rt.ru (available in Russian), any interested persons can study the materials of the Meeting.

Inquiries regarding the upcoming Meeting can be made to PJSC Rostelecom:

- by email at rtkm@rt.ru
- using a feedback form available on PJSC Rostelecom's official website at www.company.rt.ru in the "Investor Relations" – "Shareholder Meetings" – "Q&A" (available in Russian)
- by phone using the hotline for shareholders at 8 800 100 1666 (toll-free within Russia; advice is provided on business days from 2:00 am to 7:00 pm Moscow time).

DIVIDEND PAYOUTS

According to Clause 8, Article 42 of Federal Law No. 208-FZ On Joint Stock Companies dated 26 December 1995, Rostelecom shall make dividend payments to **shareholders whose rights are recorded in the register**

of shareholders of PJSC Rostelecom (the “register”), either by postal order or bank transfer strictly to the payment details indicated in the register. The registrar shall act as Rostelecom’s dividend disbursing agent.

According to Clause 16, Article 8.2 of Federal Law No. 39-FZ On the Securities Market dated 22 April 1996 and Clause 13.3 of PJSC Rostelecom’s Charter, a shareholder must **in a timely manner inform the registrar about any changes in the shareholder’s details including payment details for dividend payouts**. If a shareholder fails to provide information about changes in his/her details, PJSC Rostelecom and the registrar shall not be held liable for any related losses.

According to Article 8.7 of Federal Law No. 39-FZ On the Securities Market dated 22 April 1996, **shareholders whose rights to shares are accounted for by a depository** shall receive dividends through the relevant depository. A depository agreement between the depository and depositor shall contain provisions governing the procedure for the transfer to the depositor of payments under relevant securities.

FRAUD WARNING

We strongly advise that you **exercise caution** when making transactions with PJSC Rostelecom shares, particularly **if you receive a phone call or letter with an offer to buy PJSC Rostelecom shares from you**. Such communications may contain incorrect information about Rostelecom or its shares, while offers to buy shares from you may imply terms and conditions knowingly disadvantageous for you.

Rostelecom recommends that you **check the current market share price** on the website of the Moscow Exchange at www.moex.com by entering “RTKM” in the search field for ordinary shares or “RTKMP” for preference shares of PJSC Rostelecom. You can also find out the current market share price by calling Rostelecom’s hotline for shareholders at 8 800 100 1666 (toll-free within Russia).

**Sincerely yours,
PJSC Rostelecom**

Addresses of PJSC Rostelecom’s authorised representatives on matters relating to the Meeting

Information (materials) as per the approved list shall be provided to persons entitled to participate in the Meeting from 9 June 2022 through 28 June 2022 at the following addresses:

Authorised representative	Telephone	Email	Postal address
Polina Krylova	8 800 200 0033 ext. 7001295	rtkm@rt.ru	30 Goncharnaya St., Bld. 1, Moscow, 115127
Tatyana Tkachenko	8 800 200 0033 ext. 7001318		
Dmitry Yakhmenev	8 800 200 0033 ext. 7001090		
Alexander Rybalchenko	8 800 200 0033 ext. 7001018		

Contact details of PJSC Rostelecom’s registrar:

Joint Stock Company VTB Registrar (JSC VTB Registrar)

Postal address: PO box 54, Moscow, 127137

Document issue and receipt: 23 Pravdy St., Bld. 10, Moscow (Savyolovskaya underground station)

Telephone/fax for inquiries: +7 495 787 4483

Website: www.vtbreg.ru, email: info@vtbreg.ru