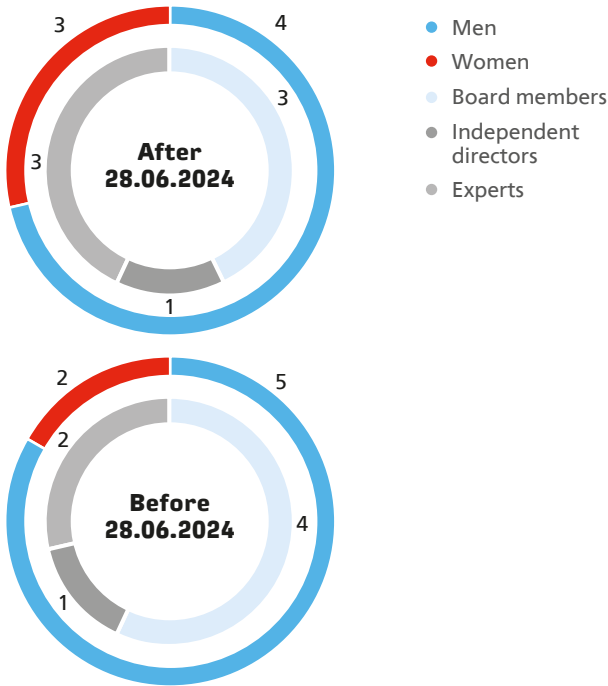


Plans for 2025:

- To review the progress report on the Digital Transformation Strategy
- To review the 2024 report on the Information Policy
- To review the issue of developing recommendations on the amount of dividends on shares and the procedure for their payment according to the results of 2024
- To review the General Director's reports for 2024 and the first quarter of 2025
- To review an integrated report on the new catering model
- To review a report on JSC FPC's communications activities
- To review a report of the Strategic Planning, Digital Transformation and Information Technology Committee of the Board of Directors

During the reporting period, the Committee had two compositions with seven members each. The Committee, which operated until 28 June 2024, consisted of five members of JSC FPC's Board of Directors, including one independent director, and two experts (representatives of the parent company). In August 2024, the Board of Directors resolved¹ to elect four members of the Board of Directors, including one independent director, and

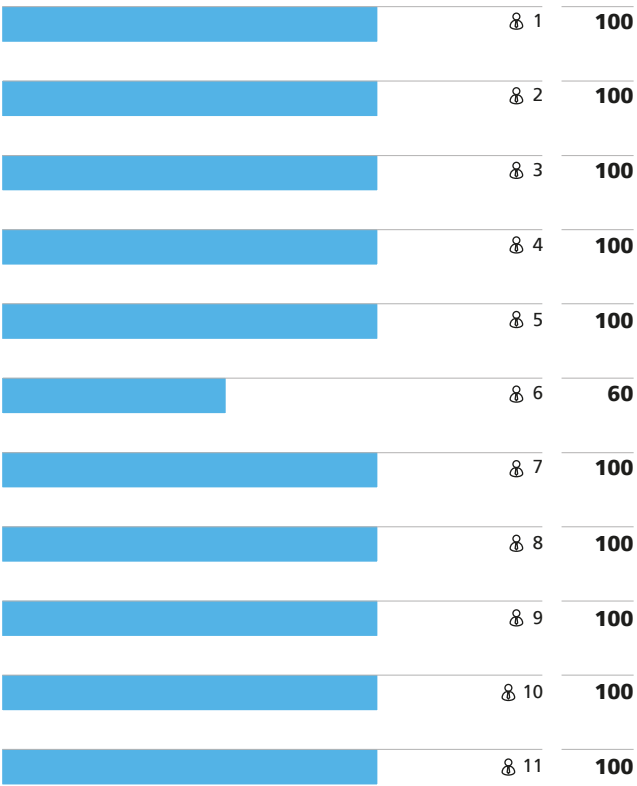
Structure of the Committee, people



three experts (representatives of the parent company) to JSC FPC's Strategic Planning, Digital Transformation and Information Technology Committee. The Chairman of the Board of Directors of JSC FPC (non-executive director) was elected Chairman of the Committee.

Committee members actively participate in the Committee's work. Attendance during meetings is high. When unable to attend meetings in person, Committee members submitted written opinions on agenda items.

Attendance at meetings by Committee members², %



Corporate Secretary

JSC FPC created a separate position of corporate secretary. The Corporate Secretary is not permitted to do additional duties at JSC FPC in addition to their duties as Corporate Secretary. The Corporate Secretary of JSC FPC reports to the Chairman of the Board of Directors and the Board of Directors.



Their activities are regulated by the relevant [Regulations](#)¹

The Corporate Secretary ensures efficient ongoing interaction with shareholders, coordinate the Company's efforts to protect shareholder rights and interests, and supports the activities of the Board of Directors. The Board of Directors elects the Corporate Secretary for an indefinite term by a majority vote of the Board's whole membership. The Board of Directors is entitled to re-elect the Corporate Secretary at any time.

The Corporate Secretary performs the duties of secretary to the Board of Directors, the General Meeting of Shareholders, and the committees of the Company's Board of Directors.

Tasks of the Corporate Secretary:

- Organisational and information support for the work of the General Meeting of Shareholders, the Board of Directors and their committees
- Organisation of public disclosure and presentation of information on the Company's activities
- Liaison between members of the Board of Directors, shareholders and the Company's management
- Compliance by the management bodies and employees with the requirements of the legislation of the Russian Federation, the Articles of Association and internal documents of the Company, which ensure the enforcement of the rights and legitimate interests of shareholders
- Development of the corporate governance practices
- Control over execution of resolutions of the General Meeting of Shareholders and the Board of Directors

The Department for Organising the Work of the Board of Directors and Committees of the Corporate Development Department is functionally subordinate to the Corporate Secretary.

Andrey Styopochkin² was elected Corporate Secretary of JSC FPC.

¹ Minutes No. 2 dated 2 September 2024.
² Show meeting attendance figures for Committee members who were on both Committee compositions, until and since 28 June 2024.

¹ Regulations on the Corporate Secretary approved by the Board of Directors of JSC FPC, Minutes No. 10 dated 27 December 2021.
² Resolution of the Board of Directors dated 12 October 2018, Minutes No. 6.

**Andrey
Styopochkin**

Year of birth, citizenship

1977, Russian Federation

Education

Higher, Lomonosov Moscow State University

Qualification

Lawyer

Positions for the last five years

Since October 2018 – Corporate Secretary of JSC FPC

Share in the authorised capital of the Company

None

Holdings of the Company's ordinary shares

None

Transactions to acquire or dispose of FPC shares during the reporting year

None

Positions in the management bodies of other legal entities held by the corporate secretary for at least five recent years

None

The incentive system of the Corporate Secretary is based on the achievement of KPIs, including the indicator pertaining to ensuring effective corporate governance practices. The principles of bonus payment for the Corporate Secretary are based on the recommendations of the Human Resources, Remuneration and Corporate Governance Committee of the Board of Directors and are set out in the Regulations on Bonuses for the Corporate Secretary¹, which are approved by the General Director.

¹ Approved by JSC FPC's Order No. 574 dated 30 December 2021.

Results for 2024

52

corporate events held

260

issues worked out

4.47 out of 5

average score

General Director

JSC FPC's day-to-day operations are managed by its sole executive body, the General Director.

Decisions on election of the General Director, termination of their powers, determination of the term of their tenure and other terms of employment agreement with the General Director of the Company are made by the Board of Directors.

The General Director is accountable to the shareholders and the Board of Directors and submits quarterly reports to the Board on the Company's performance results (budget utilisation and contracting, HR and credit policy, social programmes, insurance coverage, implementation of the Board's resolutions).

The General Director is responsible for timely and consistent budgeting and budget performance at the Company, preparing budget performance reports and organising activities at the Company's branches.

By resolution of the Board of Directors in October 2020, Vladimir Pyastolov was elected General Director of JSC FPC. By resolution of the Board of Directors in September 2023, Vladimir Pyastolov was re-elected General Director for a new term.

The General Director has no shares (stakes) in the Company and its controlled organisations, and has not entered into any transactions with securities (stakes) of these companies.

Deputy General Directors

The governance structure of JSC FPC is aligned with core areas of business (functional blocks) and includes 11 Deputy General Directors.

The First Deputy Directors and Deputy Directors in charge of safety, quality, strategic development and digital transformation, human resources and social issues report directly to the General Director.

The following positions have been created in the Company's governance structure to balance top-level management:

- First Deputy General Director in charge of the Production Block, who has four subordinate Deputy General Directors in charge of rolling stock, production development, transport organisation, customer service and service quality
- First Deputy General Director, heading the Economics and Finance Block, to whom the Deputy General Director for Marketing reports.