

Annex  
to the Order of the General Director  
of UC RUSAL, IPJSC  
dated January 12, 2022  
No. OKP-22-II001

### **LIST OF INSIDER INFORMATION OF UC RUSAL, IPJSC**

Insider information of UC RUSAL, IPJSC (hereinafter, the “**Issuer**”) includes the following information:

1. On convocation and holding of the General Meeting of Shareholders of the Issuer, on the announcement of the Issuer’s General Meeting of Shareholders invalid, as well as on the resolutions adopted by the General Meeting of Shareholders of the Issuer or by the persons, who owns all voting shares of the Issuer.
2. On holding the meeting of the Board of Directors of the Issuer and its agenda, as well as on the certain decisions taken by the Board of Directors of the Issuer:
  - 2.1. On the proposal to the General Meeting of Shareholders of the Issuer to set a certain date in the resolution on payment (declaration) of dividends, on which the persons entitled to receive dividends are determined;
  - 2.2. On the placement of the Issuer’s securities;
  - 2.3. On the determination or the procedure for determining the price of placement of shares or securities convertible into shares of the Issuer;
  - 2.4. On the formation of the Executive Body of the Issuer and early termination (suspension) of its powers, including the powers of the managing organization or manager;
  - 2.5. On the inclusion of candidates in the list of candidates for voting at the Annual General Meeting of Shareholders of the Issuer on the issue of electing members of the Board of Directors of the Issuer;
  - 2.6. On recommendations of the amount of dividends on the Issuer’s shares and the procedure for their payment;
  - 2.7. On approval of the Issuer’s internal documents;
  - 2.8. On consenting or subsequent approval<sup>1</sup> of a transaction (several related transactions) of the Issuer recognized as a major transaction in accordance with the legislations of the Russian Federation and (or) a interested party transaction, as well as other transaction (several related transactions), the size of which is 10 or more percent of the book value of the assets of the Issuer, according to the accounting (financial) statements of the Issuer as of the latest reporting date (the end date of

---

<sup>1</sup> In accordance with the requirements of Articles 79 and 83 of Federal Law No. 208-FZ dated December 26, 1995 “On Joint Stock Companies”.

the most recently closed reporting period as determined in accordance with subparagraph 26 of paragraph 1 of Article 2 of the Federal Law No. 39-FZ of April 22, 1996 “On Securities Market” preceding the date of the decision to consent to the transaction or the date of the transaction if a subsequent approval is given);

29. On transferring the powers of the Issuer’s Sole Executive Body to the management organization or manager, on approving the management organization or manager and the terms of the agreement to be entered into by the Issuer with the management organization or manager;
- 2.10. On approval of the registrar maintaining the securities register of the Issuer, the terms and conditions of the contract with it in terms of maintaining the securities register of the Issuer, as well as on termination of the contract with it.
3. On adoption of the decision on reorganisation or liquidation by the person providing guaranty on bonds of the Issuer;
4. On the emergence with the Issuer or with the person providing guaranty on bonds of the Issuer of signs of insolvency (bankruptcy) provided by the Federal Law No. 127-FZ of October 26, 2002 “On insolvency (bankruptcy)”.
5. On acceptance by the arbitration court of the application for recognition of the Issuer as insolvent (bankrupt), as well on the arbitration court’s decision to declare the Issuer insolvent (bankrupt), to initiate one of the bankruptcy proceedings in relation to the Issuer, to terminate bankruptcy proceedings on relation to the Issuer;
6. On the date on which the persons entitled to exercise the rights to the Issuer’s securities are determined (fixed);
7. On the stages of the issuance procedure of the Issuer’s securities;
8. On the suspension and resumption of the issuance of the Issuer’s securities;
9. On the recognition of the bond program as failed, on the recognition of the issue (additional issue) of the Issuer’s securities as failed or invalid;
10. On redemption of the Issuer’s securities;
11. Registration of amendments to the resolution on the issue of securities with regard to changes in the scope of rights to securities and (or) the nominal value of securities, including in the case of their consolidation or splitting up;
12. On making a decision on the acquisition (occurrence of the grounds for the acquisition) of securities placed by the Issuer;
13. On accrued (declared) and (or) paid income on the Issuer’s securities, on other payments due to holders of the Issuer’s securities, as well as on the intention to fulfill the obligation to make payments on the Issuer’s bonds, the rights to which are recorded in the register of holders of the

Issuer's securities;

14. On the inclusion of the Issuer's securities by the Russian trade organiser in the list of securities admitted to organized trading for the conclusion of purchase and sale agreements, including the inclusion of the Issuer's securities by the Russian exchange in the quotation list, or the removal of the Issuer's securities by the Russian trade organiser from the list of securities admitted to organized trading for the conclusion of purchase and sale agreements, including the removal of the Issuer's securities by the Russian exchange from the quotation list, as well as on transfer of the Issuer's securities from one quotation list to another quotation list (on removal of the Issuer's securities from one quotation list and their inclusion in another quotation list);
15. On the inclusion of the Issuer's securities (securities of a foreign organization certifying the rights in respect of securities of Russian issuers (hereinafter - depositary securities) to the list of securities admitted to trading on a foreign organized (regulated) financial market, including the inclusion of the said securities by a foreign exchange to the quotation list, and on the exclusion of the Issuer's securities (depositary securities) from the list of securities admitted to trading on a foreign organized (regulated) financial market, including the removal of these securities by a foreign exchange from the quotation list;
16. On the failure of the Issuer to fulfil its obligations to owners of its issue-grade securities;
17. On the acquisition by the person or termination for the person of the right to directly or indirectly (through persons under its control), independently or jointly with other persons related therewith through the agreement of trust management of property, and/or co-partnership, and/or orders, and/or the joint-stock agreement, and/or another agreement, which subject is implementation of the rights certified by shares (interests) of the Issuer, to dispose of a certain number of the votes accounting for the voting shares (interests) making the authorised capital of the Issuer, if the specified number of votes is 5 percent or has become more or less than 5, 10, 15, 20, 25, 30, 50, 75, or 95 percent of the total number of votes attributable to the voting shares (interests) constituting the authorised capital of the Issuer.
18. On the voluntary, including competitive, or mandatory offer, received by the Issuer in accordance with Chapter XI.1 of the Federal Law No. 208-FZ of December 26, 1995 "On Joint-Stock Companies" (hereinafter, the Federal Law "On Joint-Stock Companies"), on acquisition of its issue-grade securities, as well as on the amendments made to the specified offers;
19. On the notice, received by the Issuer in accordance with Chapter XI.1 of the Federal Law "On Joint-Stock Companies", of the right to demand redemption of the issue-grade securities of the Issuer or the demand for redemption of the issue-grade securities of the Issuer;
20. On identification of errors in the previously disclosed statements (accounting (financial) statements, consolidated financial statements, financial statements) of the Issuer;

21. On entering by the Issuer or an Issuer-controlled entity of material significance to the Issuer, as defined in accordance with clause 1.14 of Bank of Russia Regulation No. 714-P of 27.03.2020 “On Disclosure of Information by Issuers of Equity Securities” (hereinafter the Issuer-controlled entity of material significance to the Issuer) into a transaction with a value of 10% or more of the book value of the Issuer’s or Issuer-controlled entity’s assets, which is material to the Issuer, according to the accounting (financial) statements of the Issuer or the above-mentioned organization as of the last reporting date (the end date of the last completed reporting period preceding the date of the transaction);
22. On entering by the Issuer or an organization controlled by the Issuer, which is of material importance to it, into an interested-party transaction<sup>2</sup> that corresponds to the signs specified in clause 35.1 of Bank of Russia Regulation No. 714-P of 27.03.2020 “On Disclosure of Information by Issuers of Equity Securities”.
23. On the change of the structure and (or) size of the subject of pledge on bonds of the Issuer, and in case of change of the structure and (or) size of the subject of pledge on bonds of the Issuer with mortgage collateral – data on such changes, if they are caused by replacement of any requirement secured by mortgage collateral of bonds or replacement of other property making mortgage collateral of bonds, which value (monetary assessment) makes 10 or more percent of the size of mortgage collateral of bonds;
24. On the receipt by the Issuer or termination for the Issuer of the right to directly or indirectly (through persons under its control), independently or together with other persons connected with the Issuer through the agreement of trust management of property, and/or co-partnership, and/or orders, and/or the joint-stock agreement, and/or another agreement, which subject is implementation of the rights certified by shares (interests) of the organisation, the issue-grade securities of which are admitted to organised trading or the value of assets of which is more than five billion roubles, dispose of a certain number of the votes accounting for the voting shares (interests) making the authorised capital of the specified organisation, if the specified number of votes is 5 percent or has become more or less than 5, 10, 15, 20, 25, 30, 50, 75, or 95 percent of the total number of votes attributable to the voting shares (interests) constituting the authorised capital of such organisation.
25. On the entry by person controlling the Issuer or the organisation under control of the Issuer into an agreement providing for the obligation to acquire issue-grade securities of the Issuer;
26. On occurrence and (or) termination for the holders of bonds of the Issuer of the right to require from the Issuer early redemption of bonds of the Issuer owned by them;
27. On assigning a rating to securities and (or) their Issuer, as well as on changing the rating by a credit rating agency or other organization on the basis of an agreement concluded with the Issuer;

---

<sup>2</sup> According to Article 81 of Federal Law No. 208-FZ of December 26, 1995 “On Joint Stock Companies”.

28. On instituting court proceedings in a dispute related to the incorporation, management or participation in the Issuer (hereinafter referred to as a corporate dispute) or any other dispute in which the Issuer is a plaintiff or defendant and the claims amount to 10 percent or more of the book value of assets determined on the basis of the accounting (financial) statements of the Issuer as of the last reporting date (end date of the last completed reporting period preceding the date the court accepted the statement of claim for proceedings) (hereinafter referred to as the substance of the claim) as well as on adoption of a judicial act, which finishes consideration of a case on the merits of a corporate dispute or a material dispute, except for the information specified in clause 41.6 of Bank of Russia Regulation No. 714-P of 27.03.2020 “On Disclosure of Information by Issuers of Equity Securities”;
29. On placement outside the Russian Federation of bonds or other financial instruments certifying debt obligations, which are performed at the expense of the Issuer.
30. On the decision of the Bank of Russia to exempt the Issuer from the obligation to disclose information in accordance with Article 30 of Federal Law No. 39-FZ of April 22, 1996 “On the Securities Market”;
31. On acquisition (alienation) of voting shares of the Issuer or depositary securities certifying rights with respect to voting shares of the Issuer by the Issuer or an organization controlled by the Issuer, except for the acquisition of voting shares of the Issuer (depositary securities certifying rights with respect to voting shares of the Issuer) in the course of placement of voting shares of the Issuer or acquisition (alienation) of voting shares of the Issuer (depositary securities certifying rights with respect to voting shares of the Issuer) by a broker and (or) a trustee acting on their own behalf, but at the expense of the client, in execution of the client’s order;
32. On holding and agenda of the General Meeting of the Issuer’s bondholders, resolutions passed by the General Meeting of the Issuer’s bondholders, and declaring the General Meeting of the Issuer’s bondholders invalid;
33. On the determination by the bond issuer of the bondholders’ representative after the registration of the bond issue;
34. On the date on which the bondholders’ representative exercises his powers;
35. On the Issuer’s conclusion of an agreement on novation or granting of compensation entailing termination of obligations under the Issuer’s bonds;
36. On holders of the Issuer’s convertible securities obtaining the right to demand conversion of the Issuer’s convertible securities owned by them;
37. Information comprising annual consolidated financial statements (financial statements) of the Issuer, interim consolidated financial statements (financial statements) of the Issuer for the reporting period consisting of 6 months of the current year, contained in audit reports prepared with respect

- to the said statements, or in other document prepared based on the results of the review of the interim consolidated financial statements (financial statements) in accordance with auditing standards.
38. Information contained in the annual reports of the Issuer<sup>3</sup>, with the exception of information that has previously been disclosed.
  39. Information comprising the Issuer's interim accounting (financial) statements for the reporting period consisting of 3, 6 or 9 months of the reporting year, together with the information contained in the auditor's reports prepared in respect of the said statements, if the said statements were audited, and constituting the Issuer's annual accounting (financial) statements, together with the audit opinion thereon, if the same were audited;
  40. Contained in the reports of Issuers of equity securities prepared for the 6-month and 12-month reporting periods<sup>4</sup>, except for information that has been previously disclosed;
  41. Contained in the Issuer's securities prospectus, except for information that has been previously disclosed;
  42. Constituting conditions of securities placement determined by the Issuer in a separate document, except for information that has been previously disclosed (if there is no securities prospectus or no conditions of securities placement in the securities prospectus);
  43. On conclusion of a strategic partnership agreement or any other agreement (transaction) by the Issuer, except for agreements (transactions) stipulated by Items 21, 22 and 27 of this List, if such agreement (transaction) may have a material effect on the price of the Issuer's securities admitted to organized trading (in respect of which an application for admission to organized trading has been filed);
  44. On interim measures taken by a court, arbitration court or executive authority responsible for enforcement proceedings with respect to funds or other property owned by the Issuer, the entity controlling it, an entity controlled by the Issuer, having essential value for it, or a party that has provided guaranty with respect to bonds of the Issuer, admitted to organized trading (in respect of which an application for admission to organized trading has been filed), not being the Russian Federation, which has provided a state guarantee of the Russian Federation, a subject of the Russian Federation, which has provided a state guarantee of a subject of the Russian Federation, or a municipal entity, which has provided a municipal guarantee, representing 10 or more percent of the carrying value of the assets of such parties at the end of the most recent completed reporting period preceding such interim measures;
  45. On the acquisition by the person or termination for the person of the right directly or indirectly (through persons under its control) independently or jointly with other persons related therewith by

---

<sup>3</sup> Formed in accordance with the requirements of Russian legislation.

<sup>4</sup> Formed in accordance with the requirements of Russian legislation.

a trust management agreement, and (or) simple partnership, and (or) assignment, and (or) shareholders' agreement, and (or) other agreement, the subject matter of which is the exercise of rights certified by shares (stock) of the entity that provided the surety, guarantee or pledge over the Issuer's bonds admitted to organized trading (in respect of which an application for admission to organized trading has been filed), if the entity that provided such surety, guarantee or pledge over such bonds Russian Federation that provided a state guarantee of the Russian Federation, a constituent entity of the Russian Federation that provided a state guarantee of a constituent entity of the Russian Federation or a municipality that provided a municipal guarantee, a certain number of votes corresponding to voting shares (stakes) constituting its authorized capital, if said number of votes is 5 percent or becomes more or less than 5, 10, 15, 20, 25, 30, 50, 75 or 95 percent of the total number of votes corresponding to voting shares (stakes) constituting its authorized capital;

46. On the circumstances envisaged by subparagraph two of paragraph 23 of paragraph 1 of Article 2 of Federal Law No. 39-FZ of April 22, 1996 "On Securities Market", depending on the occurrence or non-occurrence of which the payments on structural bonds of the issuer admitted to organized trading (in respect of which an application for admission to organized trading was filed) (including payments at maturity of structural bonds) (hereinafter - circumstances), indicating the numerical values (parameters, conditions) of the circumstances or the procedure for determining them, as well as the amount of payments under a structured bond (including the amount of payments upon redemption of a structured bond) or the procedure for determining it, except for information that has already been previously disclosed;
47. Numerical values (parameters, conditions) of circumstances or the procedure for determining them, as well as the amount of payments under a structured bond (including the amount of payments upon redemption of a structured bond) or the procedure for determining it, if they are established by an authorized body of the Issuer prior to the placement of structural bonds in accordance with paragraphs 1 and 2 of Article 27<sup>1-1</sup>, paragraph 3 of Federal Law No. 39-FZ of April 22, 1996 "On Securities Market" except for information previously disclosed (if such information is not contained in the decision on the issue of structured bonds);
48. On criminal proceedings (information received by the Issuer for investigation or inquiry authorities) initiated against a person who is a member of the governance bodies of the Issuer, its controlling entity, an entity controlled by the Issuer, having essential value for the Issuer, or a party that has provided security with respect to bonds of the Issuer, admitted to organized trading (in respect of which an application for admission to organized trading has been filed);
49. Contained in the materials on the basis of which the governance bodies of the Issuer, except for the General Meeting of Shareholders, take decisions that may have a material effect on the price of the Issuer's securities admitted to organized trading (in respect of which an application for admission to organized trading has been filed), except for information that has been previously disclosed;

50. On other events (actions) which, in the Issuer's opinion, have a significant impact on the value or quotation of its securities, including other specific information in relation to the Issuer, its shareholders or officers or its listed securities or their derivatives which is not generally known to the persons who are accustomed or would be likely to deal in the listed securities of the Issuer but would if generally known to them be likely to materially affect the price of the Issuer's listed securities.



**Note 1.** Insider information does not include:

- Data made available to an unlimited number of persons, including as a result of their distribution;
- Research, forecasts, and estimates, performed on the basis of publicly available information, on financial instruments, foreign currency and/or goods, as well as recommendations and/or proposals on transactions with financial instruments, foreign currency and/or goods.

**Note 2.** Due to the fact that provisions of the Federal Law “On Joint Stock Companies” on interested party and major transactions, as well as provisions of subordinate regulatory legal acts of the Russian Federation governing relations arising from the said federal law do not apply to the Issuer, the Issuer does not conduct control procedures to identify such transactions and accordingly does not disclose information about them (part 1.1 article 4 of Federal Law of August 3, 2018 No. 290-FZ “On International Companies and International Funds” and point 35.3 of the Charter of UC RUSAL, IPJSC).

**Note 3.** In case of any amendments to the applicable laws and/or regulations of the Russian Federation and/or Hong Kong after approval of this document, the List of Information Classified as Insider Information will have effect subject to such changed requirements of the laws and/or regulations of the Russian Federation and/or Hong Kong (if applicable).