

Interested Party Transactions of PJSC MegaFon in 2020

Governing body that approved the transaction	Subject matter and material terms of the transaction	Interested parties involved in the transaction
Board of Directors (Minutes No. 289 (353) dated 15 August 2018, No. 331 (395) dated 6 May 2020)	<p>Additional Agreement dated 9 June 2020 to the Loan Agreement between PJSC MegaFon (Lender) and LLC MegaFon Finance (Borrower) dated 20 September 2018, pursuant to which the Company (Lender) provided to LLC MegaFon Finance a loan of up to RUB 100,000,000,000 for a term of 2 years with an interest rate of 8%.</p>	<p>Interested parties: Nikita Orlov, Member of the Company's Management Board.</p> <p>Grounds for recognising the person as an interested party: Nikita Orlov is the CEO of the counterparty to the transaction, LLC MegaFon Finance.</p>
General Meeting of Shareholders (Minutes w/n dated 20 September 2018, Minutes w/n dated 8 June 2020)	<p>The Loan Agreement is interrelated with the Revolving Loan Agreement between PJSC MegaFon (Lender) and MegaFon Investments (Cyprus) Limited (Borrower) No. 20 dated 20 August 2018 and the Second Indemnity Deed between PJSC MegaFon and Credit Suisse Securities (Europe) Limited and UBS Limited dated 16 July 2018. The Company disclosed the details of the said agreements in its 2018 Annual Report.</p> <p>In accordance with the terms of the Additional Agreement to the Loan Agreement, the parties extend the term of repayment of the previously issued loan by 3 years (until 20 September 2023 inclusive).</p>	<p>Share ownership of the interested party in PJSC MegaFon at the time of transaction: nil.</p> <p>Share ownership of the interested party in the counterparty: nil.</p>
Board of Directors (Minutes No. 329 (393) dated 24 March 2020; No. 336 (400) dated 11 August 2020; No. 341 (405) dated 4 December 2020)	<p>Related revolving loan agreements of PJSC MegaFon (Lender) and LLC MegaFon Finance (Borrower):</p> <ul style="list-style-type: none"> • Agreement dated 25 March 2020 for the amount up to RUB 8,500,000,000 (inclusive) maturing not later than 30 June 2023 (inclusive) with an interest rate of 0% per annum. • Agreement dated 12 August 2020 in the amount up to RUB 9,500,000,000 (inclusive) maturing not later than 31 August 2022 (inclusive) with an interest rate of 0% per annum. 	<p>Interested parties: Nikita Orlov, Member of the Company's Management Board.</p> <p>Grounds for recognising the person as an interested party: Nikita Orlov is the CEO of the counterparty to the transaction, LLC MegaFon Finance.</p>