



NLMK Group

APPROVED by

Corporate Secretary

_____ *signed* _____ V. Loskutov

23 March 2020

REGULATIONS

**on procedure for accessing insider information,
rules for protecting its confidentiality
and their internal enforcement**

P CG-307-0040-2020

(original enactment)

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1. SCOPE OF APPLICATION

These Regulations on the procedure for accessing insider information, rules for protecting its confidentiality and their internal enforcement (hereinafter referred to as the Regulations) have been developed in accordance with the current Russian law on countering the misuse of insider information and market manipulation (2.1.1, 2.1.3, 2.1.6), internal documents of the Company, including in compliance with the Company's Regulations on insider information [1] (Appendix J) and taking into account EU regulations and UK laws (2.1.5).

These Regulations establish the procedure for accessing insider information, rules for protecting its confidentiality as well as the rules for enforcing internal control to prevent, detect and suppress misuse of insider information and (or) market manipulation.

All issues not covered by these Regulations are governed by applicable law, the Company Charter and other internal documents.

If, as a result of a change in legislation, certain articles of these Regulations come into conflict with it, these articles shall cease to be in force, and the Company shall be governed by applicable law until these Regulations are amended.

2. REFERENCE DOCUMENTS¹

2.1 These Regulations reference the following regulatory documents:

2.1.1. Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider Information and Market Manipulation and on Amending Certain Legislative Acts of the Russian Federation'.

2.1.2. Russian Federal Financial Markets Service Order No. 13-51/pz-n of 18 June 2013 'On Approval of the Regulations on the Procedure for Notifying Persons about their Inclusion in the Insider List or Exclusion from Such List; Regulations on Procedure for Submitting the Insider List to Trade Organizers through which Transactions with Financial Instruments, Foreign Currency and (or) Commodities are Conducted; and Regulations on Procedure and Deadlines for Insiders to Send Notifications about their Transactions'.

2.1.3. Bank of Russia Ordinance No. 5222-U of 1 August 2019 'On Requirements for Internal Control Rules to Prevent, Detect and Suppress the Misuse of Insider Information and (or) Market Manipulation of Legal Entities Indicated in Clauses 1, 3 - 8, 11 and 12 of Article 4 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Inside information and Market Manipulation and Amending Certain Laws of the Russian Federation'.

2.1.4. Bank of Russia Ordinance No. 5129-U of 22 April 2019 'On the Procedure for Legal Entities Specified in Clauses 1, 3 - 7, 11 and 12 of Article 4 of Federal Law No. 224-FZ of 27 July 2010 'On Countering Misuse of Inside Information and Market Manipulation and Amending Certain Laws of the Russian Federation' to Submit the Insider List to the Trade Organizer through which Transactions with Financial Instruments, Foreign Currency and (or) Commodities are Conducted at its Request'.

2.1.5. Regulation (EU) No 596/2014 of 16 April 2014 on market abuse.

¹When using this document, it is advisable to check the validity of the reference documents of your state according to the corresponding index of standards (and classifiers) compiled as of 1 January of the current year, and according to the relevant information published during the current year. If a reference document has been revised (amended), refer to the revised (amended) version of the document. If a reference document is rendered void and not replaced, then regulations referring thereto shall be valid in the part that is not related to such void referenced document.

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2.1.6. Bank of Russia Methodological Recommendations No. 23-MR, dated 14 September 2018, on developing and approving the procedure for gaining access to insider information and rules for maintaining its confidentiality.

2.1.7. Federal Archival Agency Order No 236, dated 20 December 2019, 'On Approval of the List of Standard Regulatory Archival Documents Generated in the Course of Activities of State Bodies, Local Authorities and Organizations, Indicating their Archival Life'.

3. TERMS AND DEFINITIONS

3.1. These Regulations contain the following terms with relevant definitions (see **Appendix A**) in line with NLMK Group's 'Terms and Definitions' Unified Corporate Glossary that can be found on NLMK Group's Corporate Portal in the 'Regulatory Documents' section: **company; company regulations; applicable law; functional area.**

3.2. In addition, these Regulations contain the following terms with their respective definitions (see **Appendix A**): **access to information; information protection; insider information; information confidentiality; Company executives (PDMRs); information disclosure; information distribution; compliance risk in the field of countering the misuse of insider Information and market manipulation.**

4. ABBREVIATIONS

4.1 These Regulations contain the following abbreviations:

4.1.1 **INN**: taxpayer ID.

4.1.2 **CS**: Corporate Secretary of the Company.

4.1.3 **ICD**: internal corporate document.

4.1.4 **OGRN**: business ID.

4.1.5 **OVRPM**: Office of the Vice President for Risk Management.

4.1.6 **Insider List**: list of the Company's insiders.

4.1.7 **Notice**: notification of inclusion in (exclusion from) the Company's insider list.

4.1.8 **FCA**: Financial Conduct Authority (UK)

5. ROLES

5.1. The list of roles used in these Regulations, with definitions, is given in Table 1.

Table 1 - List of roles

Role	Definition
Insider	A person entitled to access the Company's insider information on grounds provided for by applicable law.
Corporate Secretary	Person responsible for: – Maintaining the Insider List, as well as a list of persons discharging managerial responsibilities (PDMRs) in the Company and persons closely associated with them. – Notifying the persons included in or excluded from the Insider List in the manner prescribed by applicable law.

Role	Definition
	<ul style="list-style-type: none"> – Informing persons included in the Insider List about the requirements of applicable law. – Transferring the Insider List to the securities market operators performing transactions with the Company’s securities (PJSC Moscow Exchange), the Bank of Russia and the Financial Conduct Authority (hereinafter referred to as the FCA) at their request in the manner prescribed by applicable law.
Office of the Vice President for Risk Management	A department that exercises internal control to prevent, detect and counter the misuse of insider information and (or) market manipulation in accordance with the requirements of the law and its subordinate legislation.

6. INSIDER INFORMATION ACCESS PROCEDURE

- 6.1. In respect of information that is considered to be insider information in line with the legislative requirements and the Company’s Regulations on Insider information [1], a specific access procedure is established to ensure its security and integrity and to avoid its misuse and illegal distribution.
- 6.2. Persons included in the Insider List have access to insider information.
- 6.3. Members of the Company’s Board of Directors have unlimited access to the insider information of the Company. Other persons included in the Insider List have access to insider information solely when performing their duties or fulfilling their obligations under an agreement.
- 6.4. Access to insider information can be granted to persons not included in the Insider List only after their inclusion in such Insider List.
- 6.5. Access to insider information can be granted to persons specified in Clause 4.2. of the Company’s Regulations on Insider Information [1] that are insiders and are not included in the Insider list in accordance with the law, after the CS has notified them about restrictions on the use of insider information and (or) market manipulation.

7. PROCEDURE FOR MAINTAINING THE LIST OF COMPANY INSIDERS

- 7.1. In order to keep track of the persons classified as Company insiders, as well as to comply with the requirements of applicable law, the Company maintains its Insider List on a regular basis.
- 7.2. The Insider List includes the insiders specified in Clause 4.2 of the Company’s Regulations on Insider Information [1] with the exception of persons having the right to, directly or indirectly (through controlled entities), make decisions regarding at least 25 percent of the votes in the Company’s supreme governing body.
- 7.3. Heads of divisions and functional areas in accordance with NLMK Group’s organizational structure are considered Company insiders based on their employment and (or) independent contractor agreements [2].
- 7.4. Persons specified in Clause 7.3 are required to submit the following information to the CS:
 - Persons with access to insider information and those to be included in (excluded from) the Insider List, as well as on the need to amend information about the persons included in the Insider List.

- Contact details of the above-mentioned persons for the purpose of sending the insider questionnaire (**Appendix B, Appendix C**).
- 7.5. Upon approval of the CS, the head of the Legal Support functional area determines the list of transactions in which insider information could potentially be disclosed, and ensures that an ICD (internal corporate document) is adopted, which provides for the inclusion of non-disclosure clauses in the relevant agreement and liability for non-compliance with applicable law. Heads of functional areas are required to ensure that non-disclosure clauses and liability for non-compliance with applicable law are included in draft agreements.
- 7.6. Upon receiving a request to approve agreements with legal entities or individuals, the head of the Legal Support functional area shall identify among these agreements those that could result in third parties gaining access to insider information and shall report them to the CS and the head of the functional area that supervises these agreements.
- 7.7. The head of the functional area that supervises these agreements shall analyse whether third parties could gain access to insider information through such agreements and, if such possibility exists, shall ensure that non-disclosure clauses and liability for non-compliance with the requirements of applicable law are included in the agreements, and shall inform the CS about the following:
- Persons gaining access to insider information, the date when they gain such access and the term for which such access is provided.
 - Contact details of the persons gaining access to insider information, for the purpose of sending them the insider questionnaire (**Appendix B, Appendix D**).
- 7.8. The head of the HR Management functional area shall provide information about intended employment/independent contractor agreements with the persons specified in Clause 7.3, as well as their email addresses for sending the insider questionnaire, to the CS.
- 7.9. The CS ensures that the persons specified in Clauses 7.3, 7.4, 7.5 of these Regulations are notified in writing about the requirements of applicable law, about liability for any misuse of insider information, and the fact that they will be included in the Insider List, and sends the insider questionnaire for them to fill in to get the information required to include a person into the Insider List.
- 7.10. The CS maintains the Insider List, as well as the list of the Company's persons discharging managerial responsibilities (PDMRs) and those closely associated with them. These lists are compiled in electronic format in Russian and in English by entering information into the Company's corporate information system and can be printed out if necessary. The lists shall be updated on a monthly basis or in case there are any changes.
- 7.11. In order to ensure continuous operation of the information system and following the instructions of the CS, the head of the Digital Transformation and Information Technologies functional area updates the information system to reflect changes in the legal requirements.
- 7.12. Legal entities having access to insider information are required to maintain their own Insider Lists.
- 7.13. The procedure for maintaining the Insider List, the list of information on insiders required to be included in the Insider List, is determined in accordance with applicable law, and the requirements established by the rules of the stock exchanges, where the Company's securities are traded.
- 7.14. The Insider List shall contain the following information:
- The date on which the Insider List was created/modified.
 - For legal entities: full company name, taxpayer ID (INN), business ID (OGRN or another ID for

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- For individuals: full name, date and place of birth, passport details, registration address, position held, birth name (if different), work and personal phone number, company name, position, home address, date of inclusion in (exclusion from) the Insider List, paragraph number of Article 4 of Federal Law No. 224-FZ according to which the individual is included in/excluded from the Insider List, the basis for such inclusion/exclusion.

7.15. The CS stores the Insider List as:

- An electronic document signed by a qualified electronic signature; or
- A duly certified paper document.

7.16. The Company submits the lists to securities market operators performing transactions with the Company's securities, the Bank of Russia and the FCA (or other regulator of the respective state) at their written request in the manner and time established by their regulations (2.1.4).

8. NOTIFICATION OF PERSONS ON THEIR INCLUSION IN/EXCLUSION FROM THE INSIDER LIST

8.1. The CS shall notify persons included in or excluded from the Insider List no later than within seven working days from the date of inclusion in or exclusion from the Insider List (2.1.2) (see **Appendix E-G**).

8.2. The CS shall send the Notice:

- By delivering against their signature or by post, which allows to reliably establish the fact that the notice was sent to the address indicated in the insider questionnaire.
- By sending a scanned copy of the Notice on inclusion in the Insider List to the email address specified in the insider questionnaire.

8.3. The CS shall keep record of all notices sent in accordance with these Regulations.

9. RULES FOR PROTECTING CONFIDENTIALITY OF INSIDER INFORMATION

9.1. The Company ensures that persons with access to insider information protect its confidentiality.

9.2. In order to protect confidentiality of insider information, the Company implements the following measures:

9.2.1 Measures related to restricting access of unauthorized persons to the Company's premises:

- NLMK Group Regulations on access control and internal security procedures in the Group companies [3].
- Equipping the premises where workplaces of employees who have access to insider information are located with a security alarm.
- Grouping the workplaces of persons with access to insider information, so as to prevent any unauthorized access to insider information.
- Grouping workplaces by functional areas.

9.2.2 Measures to protect workplaces and document storage locations:

- Ensuring security of the documents by storing them in safety deposit boxes or closed cabinets and desktop drawers.

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- Restricted use of free e-mail services for sending and forwarding documents containing insider information of the Company.
- Preventing any visual viewing of papers/displays containing insider information by persons without access to such information.
- Blocking workstations when leaving the workplace.
- Generating account passwords in line with security recommendations established by the Regulations on Personal Data Protection [4].

9.2.3 Measures to ensure protection of insider information sent in electronic form:

- The use of cryptographic means of information security.
- Placing monitors and other means of displaying information in a manner preventing any unauthorized viewing of inside information.
- Restricting the use of personal means of communication and computers.
- Using IDs to access printers and other similar devices used by the employees with access to insider information.

9.2.4 Administrative measures:

- Sharing insider information exclusively with the persons included in the Insider List.
- Persons with access to insider information shall sign a non-disclosure agreement **(Appendix I)**.
- Informing persons with access to insider information about the requirements of these Regulations, the Company's list of insider information and liability for misuse of inside information.
- Stating the requirements of applicable law, including the liability for the misuse of insider information, in the Notice on Inclusion in the Insider List;
- Conducting negotiations in a separate room to avoid any undue disclosure of information about the fact and content of negotiations in case there is a risk of misuse of insider information.

9.2.5 Control over information disclosure or provision:

- Insider information sent in electronic format by e-mail shall have a disclaimer stating that this information is confidential.
- When sending documents containing insider information by e-mail, files have to be archived and protected with a password. The password has to be provided to the recipient via a means of communication other than by e-mail (for example, via SMS, Lync or Skype).
- Paper documents containing insider information must be handed over in an opaque paper envelope and marked 'Confidential'.

9.3 Persons with access to insider information have responsibility to:

- Comply with the requirements of the law on countering the misuse of insider information and market manipulation.
- Comply with the requirements of the Company's internal documents governing the procedure for accessing insider information and rules for protecting its confidentiality.

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- Avoid providing and disclosing insider information to any third party, either physical or legal (including, but not limited to, as advice or in any other format), regardless of whether such person is affiliated with them or not.
- Avoid using or reproducing insider information, or referring to it, for any purposes not related to exercising labour and employment rights and obligations for the Company.
- Avoid disclosing insider information without written consent of the Company or until the Company itself officially discloses/publishes such insider information.
- Ensure storage of insider information in a way that prevents any loss or unauthorized access to it by any persons.
- Immediately notify the Company about all known cases of losing documents or any other information media containing insider information, and any other events that may result in disclosure of insider information.
- In case of receiving a justified request to provide insider information from any government agency or any other state authority, local authority, within the competence and authority established by the applicable law, as well as any other request to provide insider information, immediately notify the Company about such request in writing.
- Provide, upon the Company's request, information on dealings in securities in the manner and terms stipulated by law and internal documents of the Company.
- Upon the Company's request, return, or, if not possible, destroy all insider information received by an insider from the Company or for the Company, or a part thereof in any format, within three days from the moment of receiving such a request, and avoid keeping any copies of such information or data about this information, or any extracts from it in any format, use or reproduce such information in full or in part for any purposes whatsoever.
- Upon termination of employment in the Company, transfer all documents and other information media containing insider information to the Company.
- Avoid using insider information (directly or indirectly) for any purpose not directly related to exercising labour and employment rights and obligations in the Company, as well as to obtain any commercial or other advantages over the Company, avoid using insider information in any other way against the Company.
- Fulfil other obligations stipulated by the applicable law, Bank of Russia regulations and internal documents of the Company governing the procedure for accessing insider information and rules for protecting its confidentiality.

10. INTERNAL CONTROL

10.1. In order to counteract any misuse of insider information and market manipulation, the Company has internal controls in place to prevent, detect and suppress any misuse of insider information and (or) market manipulation in accordance with the requirements of the law and accompanying norms and regulations.

10.2. Internal control to prevent, detect and suppress the misuse of insider information and (or) market manipulation in accordance with the requirements of the law and accompanying norms and regulations, is an integral part of the Company's internal control and risk management system.

10.3. The main objectives of internal control are:

- To monitor compliance with the Russian laws, incorporation and internal documents.

- To prevent misuse of insider information and (or) market manipulation.

10.4. Methods of internal control are based on identification, analysis, assessment, and monitoring of the risk of losses and (or) other adverse consequences as a result of non-compliance with legal requirements in the field of countering the misuse of insider information and market manipulation, laws and accompanying regulations, and the Company's internal documents, as well as a result of regulatory actions taken by the Bank of Russia (compliance risk).

10.5. The internal control function in the Company is implemented by the OVRPM. The head of the OVRPM is the Vice President for Risk Management, who functionally and administratively reports to the CEO (Chairman of the Management Board).

10.6. The Company ensures internal control continuity. In case of temporary absence of the head of the OVRPM, the CEO (Chairman of the Management Board) appoints the head of the Internal Control and Corporate Risk Department to be the person responsible for internal control over compliance with the legal requirements in the field of countering the misuse of insider information and market manipulation.

10.7. OVRPM is guided by the principles of independence, objectivity, impartiality and professionalism.

10.8. OVRPM performs the following functions:

- Identification, analysis, assessment and monitoring of compliance risk, including development of measures aimed at preventing compliance risks from arising or managing their consequences, as well as enforcing these measures.
- Keeping records of events related to compliance risks.
- Informing the Bank of Russia of the probable and (or) realized compliance risk events that are deemed material by the Company, if the Company decides to inform the Bank of Russia of such events.
- Participating in review of appeals (including complaints), inquiries and statements in the field of countering the misuse of insider information and market manipulation.
- Preparing and submitting reports to the CEO (Chairman of the Management Board) on probable and (or) realized compliance risk events and reports on the OVRPM performance.
- Preparing and submitting to the CEO (Chairman of the Management Board) of proposals aimed at improving effective measures in the field of countering the misuse of insider information and market manipulation.
- Ensuring compliance of the Company's internal documents with requirements in the field of countering the misuse of insider information and market manipulation and consistency in the Company's documents.
- Participating in the process of reviewing these Regulations to ensure compliance with the Russian legal requirements in the field of countering the misuse of insider information and market manipulation, and with the Bank of Russia regulations,
- Ensuring that persons on the Company's governing bodies and the Company employees are familiar with the Russian legal requirements in the field of countering the misuse of insider information and market manipulation and the Company's internal documents.
- Ensuring compilation of the corporate list of insider information.
- Ensuring compliance with the procedure for accessing insider information.

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- Ensuring compliance with the procedure and terms of insider information disclosure.
- Ensuring that the persons specified in Clause 5.3 of the Regulations on Insider Information [1] comply with the terms of transactions with financial instruments.
- Ensuring that the measures specified in Clause 4.5 of the Regulations on Insider Information [1] are implemented.

10.9. In the process of exercising its functions, the OVRPM has the right to:

- Request documents and information, including explanations required to perform their functions, from members of the governing bodies, business units and employees of the Company.
- Inform the CEO (Chairman of the Management Board) of the Company about matters related to OVRPM activities.
- Notify the Bank of Russia about probable and (or) realized compliance risk in the field of countering the misuse of insider information and market manipulation.

10.10. OVRPM is obliged to:

- Develop recommendations in the field of countering the misuse of insider information and market manipulation for the purpose of these Regulations.
- Inform the CEO (Chairman of the Management Board) of all cases preventing the OVRPM from performing its functions.
- Ensure confidentiality of the documents and information obtained in the course of performing its functions, with the exception of cases established by Russian laws.

10.11. The OVRPM shall report annually to the CEO (Chairman of the Management Board) on probable and (or) realized compliance risk events, on the OVRPM performance as well as on proposals aimed at improving compliance with requirements in the field of countering the misuse of information.

10.12. The OVRPM shall analyse compliance of these Regulations with the requirements of applicable law on an annual basis. In case the requirements of applicable law or internal documents of the Company change, these Regulations shall be revised: the OVRPM and the CS shall draft a revised version of these Regulations.

11. REQUIREMENTS FOR STORING DOCUMENTS AND RECORDS

11.1 The Corporate Governance functional area provides for centralized storage of documents executed and received in compliance with these Regulations for the term established by order of the Federal Archival Agency (2.1.7).

11.2 The Company keeps these Regulations as an electronic document in the Company's corporate information system, as well as a hard copy for five years from the date of its approval.

12. LIABILITY

12.1. Any person that misuses insider information can be brought to disciplinary, administrative, criminal or civil law liability in accordance with the applicable legislation and the terms of contracts concluded with the Company.

12.2. Other persons not holding the status of an insider but having access to the Company's insider information and disclosing insider information or having performed transactions with the Company's securities using insider information, can also be brought to liability except as otherwise

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provided by the applicable legislation.

12.3. The Company has the right to demand from persons that have misused inside information to compensate for the losses caused to the Company by such illegal actions.

APPENDIX A (for reference) TERMS AND DEFINITIONS

- A.1. These Regulations contain the following terms with relevant definitions in line with NLMK Group's 'Terms and Definitions' Unified Corporate Glossary that can be found on NLMK's Corporate Portal in the 'Regulatory Documents' section.
- A.1.1 **Company (organization):** a business entity that is a resident of the Russian Federation, a member of NLMK Group (or a business entity that is a resident of the Russian Federation in which NLMK Group companies own shares/stakes, and such ownership does not exceed 50 percent).
- A.1.2 **Internal corporate document:** an internal document of the company, that is intended for repeated use and establishes rules of conduct in the part not regulated by Russian law.
- A.1.3 **Applicable law:** the Constitution of the Russian Federation, international agreements concluded by the Russian Federation, Russian laws, as well as legislative and regulatory legal acts of foreign states applicable to NLMK Group and/or its employees due to relevant circumstances (e.g. carrying out activities in the territory of a specific state, terms and conditions of a contract with a foreign counterparty, etc.).
- A.1.4 **Functional area:** a function executed at Group level with the head of such area reporting directly to the CEO (Chairman of the Management Board).
- A.2. In addition, the following terms are used herein:
- A.2.1 **Access to information:** possibility to obtain and use information.
- A.2.2 **Information protection:** activities aimed at preventing leakage of protected information, unauthorized and unintentional impacts on protected information.
- A.2.3 **Insider information:** exact and specific non-public information (including information constituting commercial, official, banking secrecy, communication secrets (information on postal money transfers) and other secrets protected by law), which, if it were made public, would be likely to have a significant effect on the price of financial instruments, foreign currency and (or) goods. Insider information of the Company includes information listed in the regulation of the Bank of Russia as well as other information recognized as such taking into account the nature of the Company's activities. The list of the Company's insider information is disclosed on the Company's Internet website.
- A.2.4 **Information confidentiality:** an obligatory requirement for a person who has obtained access to certain information not to disclose such information to third parties without the consent of its owner.
- A.2.5 **Company executives (persons discharging managerial responsibilities, PDMRs):** the CEO (Chairman of the Management Board), members of the Company's Board of Directors and the Management Board, as well as heads of divisions and functional areas in accordance with NLMK Group's organizational structure.
- A.2.6 **Information disclosure:** actions aimed at providing information to a certain group of people in line with the Russian securities laws.
- A.2.7 **Information distribution:** activities
- That aim to provide or share information with the general public by, among other ways, disclosing it in line with the Russian securities laws.
 - Related to publishing the information in the media, including electronic media, and

information and telecommunication networks access to which is not limited to a certain group of people (including the Internet);

- Related to sharing information via electronic, information and telecommunication networks, access to which is not limited to a certain group of people (including the Internet).

A.2.8 Compliance risk in the field of countering the misuse of insider Information and market manipulation: a risk of expenses (losses) and (or) other adverse consequences the Company could face as a result of its non-compliance or non-compliance of its activities with legal requirements in the field of countering the misuse of insider information and market manipulation, Bank of Russia regulations, as well as other internal corporate documents, and (or) as a result of regulatory actions taken by the Bank of Russia.

**APPENDIX B
(for reference)**

NLMK Group Insider Questionnaire - Individual

NLMK Group Insider Questionnaire		
	In Russian	In English
Surname (including birth name)		
Name		
Middle name		
Date of birth		
Place of birth		
Passport details		
National identification number (if applicable)		
Place of residence (registration address) - country, postal code, city, street, building, apartment		
Contact address		
Personal phone numbers (including mobile phone number)		
Working phone numbers (including mobile phone number)		
Position(s) occupied in NLMK Group		
E-mail		

I confirm my consent to the cross-border transfer of my personal data and my understanding of my responsibilities as an NLMK Group insider, as well as liability for carrying out transactions using insider information and unlawful disclosure of insider information stipulated by Russian law and the EU Market Abuse Regulation.

Should there be any changes in the above data, I hereby undertake to promptly notify NLMK.

(signature)

_____ Name
date

**APPENDIX C
(for reference)**

NLMK Group PDMR Questionnaire

NLMK Group PDMR Questionnaire		
	In Russian	In English
Surname (including birth name)		
Name		
Middle name		
Date of birth		
Place of birth		
Passport details		
National identification number (if applicable)		
Place of residence (registration address) - country, postal code, city, street, building, apartment		
Contact address		
Personal phone numbers (including mobile phone number)		
Working phone numbers (including mobile phone number)		
Position(s) occupied in NLMK Group		
E-mail		

I confirm my understanding of my responsibilities as an insider of NLMK Group and a person with managerial powers in NLMK Group, as well as liability for carrying out transactions using insider information and unlawful disclosure of insider information stipulated by Russian law and the EU Market Abuse Regulation.

I confirm my consent to processing and cross-border transfer of my personal data specified in this questionnaire and its appendices to NLMK (2, Metallurgov sq, Lipetsk, Russia) in compliance with the applicable requirements of the Russian laws, including the ones related to information disclosure, for the period required to comply with such requirements.

I confirm my consent to NLMK notifying the Financial Conduct Authority (UK) about my transactions with NLMK's securities.

Should there be any changes in the above data, I hereby undertake to promptly notify NLMK.

(signature)

Name

Date

Appendix
to the NLMK Group PDMR Questionnaire

List of persons closely associated with NLMK Group PDMRs*		
No.	Full name /corporate name in English	Consent to NLMK notifying the Financial Conduct Authority (UK) on transactions with NLMK securities carried out by persons closely associated with NLMK PDMR (select from the drop-down list)

* Persons closely associated with PDMRs:

- (a) a spouse, or a partner who is considered equivalent to the spouse under national law;
- (b) a dependent child under national law;
- (c) a relative who has shared the same household for at least one year on the date of the transaction concerned; or
- (d) a legal person, trust or partnership, the managerial responsibilities of which are discharged by the executive or by a person referred to in (a), (b) or (c), which is directly or indirectly controlled by such person, which is set up for the benefit of such person, or the economic interests of which are equivalent to those of such person.

I confirm that I have notified the above-mentioned persons closely associated with me in writing about the obligations assigned to them by Russian law and the EU Market Abuse Regulation (and I have a copy of this notice) and received their consent for the cross-border transfer of their personal data.

Should there be any changes in the above data, I hereby undertake to promptly notify NLMK.

APPENDIX D
(for reference)
NLMK Group Insider Questionnaire - Legal Entity

NLMK Group Insider Questionnaire		
	In Russian	In English
Corporate name		
Abbreviated name		
Taxpayer ID (INN)		
Business ID (OGRN)		
Identification number (if applicable)		
Domicile		
Postal address		
Contact phone		
E-mail		

**APPENDIX E
(for reference)**

NOTICE

about inclusion in/exclusion from the NLMK insider list

No.	I. Company profile:	
1.1.	Corporate name	
1.2.	Taxpayer ID (INN)	
1.3.	Business ID (OGRN)	
1.4.	Domicile	
1.5.	Mailing address	
1.6	Full name of the contact person responsible for maintaining the insider list	
1.7.	Phone number of the contact person	
1.8	E-mail	
1.9	Insider category as stipulated in Article 4 of Federal Law No. 224-FZ of 27 July 2010	

No.	II. Information about an individual included in (excluded from) the insider list	
2.1	Full name	
2.2	Date of birth	
2.3	Place of birth	
2.4	Paragraph number of Article 4 of Federal Law No. 224-FZ according to which the legal person is included in (excluded from) the insider list	
2.5	Basis for inclusion in (exclusion from) the insider list	
2.6	Type of event the person is notified about	
2.7	Date of event the person is notified about	

Corporate Secretary

_____ (signature)

_____ Name _____

Stamp

For reference:

Insider information is accurate and specific non-public information (including information constituting commercial, official, banking secrecy, communication secrets (information on postal money transfers) and other secrets protected by law), which, if it were made public, would be likely to have a significant effect on the price of financial instruments, foreign currency and (or) goods.

Please note that from the moment a person is included in the Company's Insider list such person is subject to:

- Restrictions stipulated by Article 6 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider information and Market Manipulation'.
- Liability stipulated by Article 7 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of

Inside information and Market Manipulation’.

- Duties stipulated by Article 10 of Federal Law No. 224-FZ of 27 July 2010 ‘On Countering the Misuse of Insider information and Market Manipulation’, as well as by Chapter 5 of the Company’s Regulations on Insider Information.

Detailed information about NLMK’s insider information, including a list of information relating to NLMK’s insider information, is available on the Company's website at: <http://www.nlmk.com>.

NLMK contact details:

tel.: (4742) 44-49-89;

Fax: (4742) 44-22-55;

E-mail: _____

APPENDIX F
(for reference)

NOTICE

on inclusion of a person in (exclusion of a person from) the list of Company PDMRs

No.	I. Company profile:	
1.1.	Corporate name	
1.2.	Taxpayer ID (INN)	
1.3.	Business ID (OGRN)	
1.4.	Domicile	
1.5.	Mailing address	
1.6	Full name of the contact person responsible for maintaining the insider list	
1.7.	Phone number of the contact person	
1.8	E-mail	
1.9	Insider category as stipulated in Article 4 of Federal Law No. 224-FZ of 27 July 2010	

No.	II. Data about the person included in (excluded from) the list of Company PDMRs	
2.1	Full name	
2.2	Date of birth	
2.3	Place of birth	
2.4	Paragraph number of Article 4 of Federal Law No. 224-FZ according to which the legal person is included in (excluded from) the insider list	
2.5	Basis for inclusion in (exclusion from) the insider list	
2.6	Type of event the person is notified about	
2.7	Date of event the person is notified about	

Corporate Secretary

_____ (signature)

_____ Name _____

Stamp

For reference:

Please note that from the moment a person is included in the list of Company PDMRs such person is subject to:

- Restrictions stipulated by Article 6 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider information and Market Manipulation', as well as additional restrictions established by Article 19 of EU Regulation No. 596/2014 on market abuse (MAR).
- Liability stipulated by Article 7 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider information and Market Manipulation'.
- Duties stipulated by Article 10 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider information and Market Manipulation', as well as Chapter 5 of the Company's Regulations

on Insider Information.

The EU Market Abuse Regulation defines insider information as information of a precise nature, which has not been made public, relating, directly or indirectly, to NLMK or its securities, and which, if it were made public, would be likely to have a significant effect on the price of those securities.

Russian law defines insider information as exact and specific information that has not been made public, that could have a significant effect on the price of securities, and that is included into NLMK's inside information list (which can be found on NLMK's official website).

Selective disclosure of insider information is unlawful. Insider information must be held in confidence and not disclosed to any person, except in the normal course of the manager's duties and only with the prior approval of NLMK's Corporate Secretary.

If there is a reason to believe a breach of confidence has occurred, or is likely to occur, and any insider information that is likely to have a significant effect on the price of the Company securities has leaked to the market, the Corporate Secretary must be notified immediately.

Persons included into the list of the Company's managers (PDMRs) are prohibited from dealing in the Company securities on the basis of insider information (i.e. using insider information available to them by acquiring or making decisions on their own behalf or on behalf of a third party, directly or indirectly, on securities and other financial instruments to which that information relates), or from recommending or encouraging another person to engage in insider dealing, or from disclosing the insider information to any third person.

Persons included into the list of the Company PDMRs must not deal in the Company securities during the 'close period' subject to very limited exceptions. A 'close period' means 30 calendar days before the release of an interim financial report or a year-end report which NLMK is obliged to make public under the rules of the trading platform where NLMK shares are admitted to trading, or applicable national law. In accordance with this requirement, the persons included into the list of the Company PDMRs cannot deal, on their own behalf or on behalf of a third party, directly or indirectly, in securities, derivatives, or other financial instruments related to them, during:

- A period of 30 days immediately preceding the preliminary release of NLMK's annual results; or
- A period of 30 days immediately preceding the publication of NLMK's annual financial report; or
- A period of 30 days immediately preceding the release of NLMK's relevant interim results.

For the avoidance of doubt, the specified restrictions apply to reports released under Russian law, or the listing rules of the Moscow Exchange or the London Stock Exchange applicable to NLMK. The information concerning the dates of NLMK's reporting disclosure is published on the 'Financial Calendar' page of NLMK's official website.

In accordance with the Market Abuse Regulation, exceptions to these insider dealing restrictions are permitted only in a very limited number of cases and only upon prior approval of the dealing. If you have any questions about this insider dealing policy, or wish to discuss possible exceptions to these restrictions, please contact NLMK Corporate Secretary.

Detailed information about NLMK's insider information, including a list of information relating to NLMK's insider information, is available on the Company's website at: <http://www.nlmk.com>.

NLMK contact details:

tel.: (4742) 44-49-89;

Fax: (4742) 44-22-55;

E-mail: _____

APPENDIX G
(for reference)

NOTICE

of inclusion in (exclusion from) the NLMK Insider List

No.	I. Company profile:	
1.1.	Corporate name	
1.2.	Taxpayer ID (INN)	
1.3.	Business ID (OGRN)	
1.4.	Domicile	
1.5.	Mailing address	
1.6	Full name of the contact person responsible for maintaining the insider list	
1.7.	Phone number of the contact person	
1.8	E-mail	
1.9	Insider category as stipulated in Article 4 of Federal Law No. 224-FZ of 27 July 2010	

No.	II. Information about a legal entity included in (excluded from) the NLMK Insider List	
2.1	Corporate name:	
2.2	Taxpayer ID (INN)	
2.3	Business ID (OGRN)	
2.4	Domicile	
2.5	Mailing address	
2.6	Paragraph number of Article 4 of Federal Law No. 224-FZ according to which the legal person is included in (excluded from) the insider list	
2.7	Basis for inclusion in (exclusion from) the insider list	
2.8	Type of event the person is notified about	
2.9	Date of event the person is notified about	

Corporate secretary

_____ Name _____

(signature)

Stamp

For reference:

Insider information is accurate and specific non-public information (including information constituting commercial, official, banking secrecy, communication secrets (information on postal money transfers) and other secrets protected by the law), which, if it were made public, would be likely to have a significant effect on the price of financial instruments, foreign currency and (or) goods.

Please note that from the moment a person is included in the Company's Insider List such person is subject to:

— Restrictions stipulated by Article 6 of Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse

of Insider Information and Market Manipulation’.

- Liability stipulated by Article 7 of Federal Law No. 224-FZ of 27 July 2010 ‘On Countering the Misuse of Insider Information and Market Manipulation’.
- Duties stipulated by Article 10 of Federal Law No. 224-FZ of 27 July 2010 ‘On Countering the Misuse of Insider Information and Market Manipulation’, as well as in Chapter 5 of the Company’s Regulations on Insider Information.

Detailed information about NLMK’s insider information, including a list of information relating to NLMK’s insider information, is available on the Company’s website at: <http://www.nlmk.com>.

NLMK contact details:

tel.: (4742) 44-49-89;

Fax: (4742) 44-22-55;

E-mail: _____

APPENDIX I
(for reference)
Confidentiality and Non-Disclosure Agreement

Confidentiality and Non-Disclosure Agreement
dd. _____ 20__

Novolipetsk Steel, a public joint-stock company registered under the laws of the Russian Federation (OGRN 1024800823123) at 2, Metallurgov sq., Lipetsk, Russia (hereinafter - the Company) represented by the Corporate Secretary _____ acting on the basis of Power of Attorney No _____ dd. _____, and

_____, (hereinafter referred to as the Insider¹), together referred to as the Parties, and each individually, a Party), concluded this Agreement as follows:

1. Scope of Agreement

1.1. This Agreement establishes the procedure and conditions for provision of insider information to the Insider (as defined in Clause 1.2. of this Agreement), as well as the Insider's obligations regarding non-disclosure of the insider information.

1.2. The Parties agreed that for the purposes of this Agreement the term 'insider information' shall be defined in the same way as it is defined by Russian law in Federal Law No. 224-FZ of 27 July 2010 'On Countering the Misuse of Insider Information and Market Manipulation and Amending Certain Legislative Acts of the Russian Federation' (hereinafter - FL 224), as well as in the EU regulations, UK laws, and other applicable laws (hereinafter - applicable foreign law).

The list of insider information of the Company is disclosed on the Company's Internet website (<http://www.nlmk.com>).

1.3 This Agreement shall be concluded when an Insider is included into the Company's Insider List.

2. Obligations of the Insider

2.1 The Insider is obliged:

2.1.1 To comply with the requirements of FL 224, and the Company's internal documents, which regulate confidentiality of insider information (Appendix No. 1 and Appendix No. 2 to this Agreement).

2.1.2 To use insider information in strict accordance with the requirements of the Company's internal documents, which regulate confidentiality of insider information (Appendix No. 1 and Appendix No. 2 to this Agreement).

2.1.3 Upon the Company's request, immediately provide confirmation of compliance with the requirements of this Agreement .

3. Confidentiality period

3.1. The Insider's obligation to maintain confidentiality of insider information in compliance with this Agreement starts from the moment the Insider is included in the Insider List (when the Insider receives a notice from the Company about his\her inclusion in the Insider List) and terminates when the Company discloses and (or) provides insider information in accordance with legal requirements.

3.2. When the Company discloses and (or) provides a specific type of insider information, it does not terminate the Insider's obligations stipulated by this Agreement in relation to other types of insider information yet not disclosed and (or) provided by the Company.

¹ Insiders are persons specified in Clause 4.2 of the NLMK Regulations on Insider Information

4. Contact person

4.1 The Insider should send all enquiries as well as any other questions regarding insider information, to the Company's Corporate Secretary only - *full name (email address), tel. _____*) or another person appointed by the Company.

5. Liability

5.1. In case of any breach of this Agreement, the Insider can be held liable pursuant to the applicable Russian law.

5.2 The Insider is obliged to indemnify the Company in full for losses including lost profits.

5.2 The Insider shall reimburse the Company the amount of fines imposed on the Company by an authorized state body in connection with the violation by the Insider of the obligations stipulated by this Agreement.

6. Term of the Agreement

6.1. This Agreement shall come into force on the date of its signing and remain in effect till full performance of obligations by the Insider.

6.2 Terms and conditions of this Agreement apply to the relations of the Parties that arose from the moment the Insider is included in the Company's Insider List (when the Insider receives the notice from the Company about his/her inclusion in the Insider List).

6.3. Expiration of this Agreement shall not release the Insider from fulfilment of their obligations under this Agreement.

7. Miscellaneous

7.1. Appendixes to this Agreement form an integral part of this Agreement.

7.2. This Agreement is the final agreement between the Parties related to maintaining confidentiality of Insider Information, and it substitutes all prior written and verbal negotiations, discussions, arrangements or agreements of the Parties related to this Agreement.

7.3 This Agreement is regulated by the Russian legislation.

7.4 Any disputes, disagreements and claims arising from the present Agreement and in relation to it, including the disputes related to its execution, breach, termination or invalidity, shall be considered in the Commercial Court of the Lipetsk region.

7.5. Any amendments and supplements hereto shall contain a reference to this Agreement and shall be duly signed by each of the Parties.

7.6. This Agreement is made in 2 (two) copies in Russian both counterparts having equal legal force (one counterpart for each Party).

8. Details and Signatories of the Parties

Public joint-stock company

Novolipetsk Steel

The Insider

Location: 2, Metallurgov Sq., Lipetsk

Passport_____

OGRN 1024800823123

Issued

_____ Full name of the Corporate
Secretary

_____ Full name of the
Insider

Appendices:

1. NLMK Regulations on Insider Information
2. NLMK Regulations on the procedure for accessing insider information, rules for protecting its confidentiality and their internal enforcing.

**APPENDIX J
(for reference)**

BIBLIOGRAPHY

- [1] NLMK Regulations on Insider Information approved by the Board of Directors on 18 March 2020 (Minutes of the meeting of the Board of Directors No. 270 dated 19 March 2020).
- [2] Order No. 977 of 30 November 2018 'On approval of the asset management structure'.
- [3] NLMK Group Regulations on access control and internal security procedures in the Group companies approved by the CEO (Chairman of the Management Board) on 27 February 2017
- [4] P DIT-162-0009-2019 Regulations on ensuring personal data security approved by the Vice President for Digital Transformation and Information Technology on 19 November 2019.

AMENDMENT HISTORY SHEET

Form 0

Amendment No.	Effected on	List of amended clauses

REVISION HISTORY SHEET

Form 0

Rev. No.	Document title	Approved on	Effective as of	Details of the executive document