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Translation from Russian into English

APPROVED BY  
the resolution of the General Meeting of Founders  
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ARTICLES OF ASSOCIATION OF

The Vladimir Potanin Foundation

(New version)

Moscow

2018

## Section 1. GENERAL PROVISIONS

- 1.1. The Vladimir Potanin Foundation (hereafter referred to as the “Foundation”) was established in accordance with the Constitution of the Russian Federation, the Civil Code of the Russian Federation, Federal Law No. 7-FZ dated January 12, 1996, “On Non-Profit Organisations”, Federal Law No. 135-FZ dated August 11, 1995, “On Charitable Activities and Volunteering” and other legislative acts of the Russian Federation.
- 1.2. The Foundation’s full name in Russian is: Благотворительный фонд Владимира Потанина.
- 1.3. The Foundation’s short name in Russian is: Фонд Потанина.
- 1.4. The Foundation’s full name in English is: The Vladimir Potanin Foundation.
- 1.5. The Foundation's location is: Moscow.
- 1.6. The Foundation is a unitary non-profit organisation without membership, established by the founders on the basis of voluntary property contributions, and pursuing the charitable purposes established by these Articles of Association.
- 1.7. From the date of its state registration in accordance with the procedure established by federal law, the Foundation has been a legal entity, which does not have profit making as the main goal of its activity, and which does not distribute (transfer) the profits to its founders. In the event that the Foundation receives income as a result of its activities aimed at generating income, the excess of such income over the expenses related to such activity shall not be subject to distribution among the founders of the Foundation, but shall be directed solely towards the implementation of the objectives of the Foundation defined in these Articles of Association.
- 1.8. The Foundation was registered by the Moscow Registration Chamber on January 10, 1999, under number 76100. The record on the creation of the Foundation under the primary state registration number 1027739445250 was entered into the Unified State Register of Legal Entities on October 28, 2002. The legal capacity of the Foundation shall be terminated at the moment the information on its termination is entered in the specified register.
- 1.9. The Foundation owns separate property and is liable for its obligations (in terms of property to which, in accordance with the federal law, a penalty can be levied), it can acquire and exercise civil rights on its behalf and bear civil obligations, be a plaintiff and a defendant in court.
- 1.10. The Foundation has an independent balance sheet, a seal with the full name of the Foundation in Russian. The Foundation may open bank accounts on the territory of the Russian Federation and outside its territory in the established manner, and may also have stamps and forms with its name.
- 1.11. The property given to the Foundation by its founders shall be the property of the Foundation. The founders of the Foundation do not have property rights in relation to the Foundation and are not held liable for its obligations, and the Foundation is not responsible for the obligations of its founders.
- 1.12. The Foundation shall use property for the purposes indicated in these Articles of Association. Every year the Foundation publishes reports on the use of its property.
- 1.13. The Foundation operates on the basis of complete economic independence, strict observance of the law of the Russian Federation, and the achievement of the objectives the Foundation was established for.
- 1.14. The Foundation independently determines the direction of its activities, the strategy of its development within the limits permitted by the applicable law of the Russian Federation.
- 1.15. The duration of the Foundation is unlimited.
- 1.16. The Foundation may set up branches and open representative offices in the Russian Federation according to the requirements of the law of the Russian Federation.
- 1.17. The Foundation may create branches and open representative offices in the territories of foreign states in accordance with the law of these states, unless otherwise provided by international treaties of the Russian Federation.

- 1.18. Branches and representative offices are not legal entities, are funded by the Foundation and operate on the basis of the relevant provisions approved by the Foundation Board. The property of the branches and the representative offices shall be accounted on their and the Foundation's independent balance sheets.
- 1.19. The directors of the branches and the representative offices shall be appointed by the Foundation Board and act under relevant powers of attorney.
- 1.20. The branches and representative offices act on behalf of the Foundation. The Foundation shall be held liable for the activities of its branches and representative offices.
- 1.21. The resolution to close branches and representative offices shall be made by the Foundation Board. Simultaneously with the adoption of such a resolution, the issue of the property used in the activities of the branch or representative office being closed must be resolved.

## Section 2. PURPOSES AND TYPES OF ACTIVITIES

- 2.1. The Purposes of the Foundation are:
  - 2.1.1. the promotion of activities in the field of education, science, culture, art, the promotion of the spiritual development of the individual, including through the promotion of leisure activities for the formation and satisfaction of the spiritual and cognitive needs of individuals, the development of personal motivation for knowledge and creativity, the development of technical and technological innovation in the following areas:
    - 1) promoting the preservation and development of Russian, global, spiritual, moral and cultural values;
    - 2) promoting the creation and development of social infrastructure in the field of education, science, culture, art;
    - 3) the popularisation of modern Russian education, including in the field of sports management in Russia and abroad;
    - 4) promoting the popularisation of science and technology, innovative technologies, the development of scientific, technical, artistic creativity of children and youths;
    - 5) the promotion of activities in the field of preservation and protection of identity, culture, languages, customs and traditions of the peoples of the Russian Federation, the development of international cooperation;
    - 6) the promotion of the preservation and development of Russian culture and art, the promotion of Russian cultural heritage, both within and outside the Russian Federation, and the integration of Russian culture into the global culture;
    - 7) promoting the development of an educational environment that supports the values of knowledge, professionalism, creativity and volunteering, providing the target audience with the conditions and resources for the development of skills, professional growth, the implementation of creative and leadership potential; supporting the development and dissemination of best educational practices and methodologies for improving the quality of teaching in the field of education;
    - 8) the promotion of strengthening the social role of non-profit organisations, including charities, museums, organisations engaged in museum activities, organisations in the fields of culture and art, as independent public benefit organisations and cultural institutions, centers of knowledge, education and innovation, centers of regional development;
    - 9) promoting the creation of an effective community of leading specialists in the fields of education, science, culture and art, as well as leading experts in the field of activity of non-profit organisations, their interaction with each other, with the state and profit organisations;
    - 10) promoting the development of interaction of non-profit organisations operating in various fields, including educational institutions and museums among themselves, with the state and profit organisations, facilitating the inclusion of such organisations, as well as individuals involved in their activities in various forms, into the Russian and international community;

- 11) promoting the development of a spectrum of relevant modern specialties in the fields of culture, education, arts, and sports, including through the promotion of third-party activities in professional development, professional training, and the retraining of specialists in various fields of knowledge;
- 12) the creation of conditions for the development of education in the management of organisations, events and facilities having a social component (including cultural, sports, cultural and leisure facilities) and facilitating the training of highly qualified specialists in this field;
- 13) promoting the exchange of experience and interaction between the Russian and foreign philanthropists, sponsors, patrons, financial structures, non-profit and government organisations interested in preserving and developing Russian education, science, culture, art, the spiritual development of the individual, physical culture and sports, global spiritual and moral values, including for the organisation of projects, events, cultural events, exhibitions;
- 14) the promotion of successful long-term development and sustainability of the Russian organisations in the sphere of culture, art, education, science and technology, including museums and organisations engaged in museum activities, facilitating the participation of third parties in such organisations by means of:
  - a. the growth of professional and social competence of employees, the acquisition of practical experience by them in the framework of various internship programs;
  - b. the development of independent or joint project activities with other persons;
  - c. the development of professional contacts among specialists in the Russian Federation and abroad, among themselves and with other persons, the creation and development of a community of specialists, the development of inter-organisational cooperation;
  - d. the dissemination of information on cultural values and art objects, achievements in the field of science and technology, educational programs, both for specialists and a wide range of persons in the Russian Federation and abroad;
  - e. the popularisation of organisations and their activities, best practices and methods, best practices for training specialists, including in the field of sports, cultural and leisure management, both in the Russian Federation and internationally;
- 15) promoting the social prestige of and demand for, including among applicants, pupils and students of educational institutions of any form and type, professions with a socially useful component, including museum specialists and specialists of non-profit organisations;
- 16) the creation of conditions and support for socially useful initiatives, projects for the development of students, teaching and scientific communities in any field of knowledge, the promotion of the activities of third parties for:
  - a. the advanced training of teachers of educational institutions of any form and type, young scientists working in various fields of knowledge, determining the specialisation of students, including through the acquisition of practical experience during various internship programs and practices;
  - b. the development of professional and scientific contacts among young scientists, pupils, students, teachers of educational institutions of any form and type, working in various fields of knowledge in the Russian Federation and abroad, among themselves and with other persons;
  - c. promoting the development and conduct of basic and applied scientific and social research, the implementation of other types of professional activities in the field of education, including those carried out by students, pupils, teachers of educational institutions of any form and type;
- 17) the promotion of cultural, historical, patriotic, spiritual and moral education of the population.
- 2.1.2. the promotion of voluntary activities and education aimed at the development of charity culture by means of:
  - 1) assistance in organising and supporting volunteering in Russia, the popularisation of current trends in non-profit, charitable activities, informing the public about best practices and modern methods, models, technologies (including those relating to fundraising and creating long-term sources of

- financing for non-profit organisations) in the non-profit sphere, including in the field of charity, volunteering;
- 2) the promotion of public loyalty to non-profit organisations, the education of the population in the field of philanthropy, charity, volunteering, increasing the interest of citizens in charitable and voluntary activities, and increasing the literacy of implementation and culture of charity, volunteering;
  - 3) the development of skills, professional and personal growth of the volunteers and employees of the organisations of the non-profit community.
- 2.1.3. assistance in strengthening peace, friendship and harmony among nations, the prevention of social, national, religious conflicts;
  - 2.1.4. promoting the prestige and role of the family in society;
  - 2.1.5. promoting the protection of motherhood, childhood and fatherhood;
  - 2.1.6. promoting environmental protection and animal welfare, including for the restoration of forests, lands (including agricultural lands), water bodies and other objects and territories;
  - 2.1.7. promoting the protection and proper maintenance of buildings, objects and territories, including their restoration, reconstruction, repair, preservation, having historical, religious, cultural or environmental significance, and burial sites, as well as those objects that are important in the field of education and science and technology;
  - 2.1.8. the promotion of activities for the production and (or) distribution of social advertising;
  - 2.1.9. the promotion of activities in the field of physical culture and sports (except for professional sports), in order to participate in the organisation and (or) conduct of sports events in various forms;
  - 2.1.10. social support and protection of citizens, including the improvement of the financial situation of the poor, the social rehabilitation of the unemployed, disabled and other persons who, due to their physical, intellectual features and other circumstances, are not able to independently exercise their rights and legitimate interests;
  - 2.1.11. the promotion of activities in the field of prevention and protection of the health of citizens, the improvement of the moral and psychological state of citizens, as well as the promotion of healthy lifestyle;
  - 2.1.12. the preparation of the population to overcome the consequences of natural disasters, environmental, industrial and other disasters, to prevent accidents;
  - 2.1.13. providing assistance to victims of natural disasters, environmental, industrial disasters, social, national, religious conflicts, victims of repression, refugees and displaced persons;
  - 2.1.14. providing free legal assistance and legal education to the population.
- 2.2. The object of the Foundation's activities is to achieve the objectives stipulated hereby, through the implementation of charitable activities in the interests of society as a whole or of certain categories of individuals.
  - 2.3. To achieve the objectives specified in Clause 2.1 hereof, the Foundation may:
    - 2.3.1. carry out activities to attract resources (money, tangible and intangible assets and other property) by any means in accordance with the law of the Russian Federation (including through campaigns to attract philanthropists and volunteers, to collect donations, organise recreation, and conduct and/ or organise entertainment, cultural, leisure, sporting events, auctions, competitions, other events in accordance with the law of the Russian Federation, folklore and other mass events aimed at attracting and collecting voluntary contributions and donations), to conduct non-sales operations, as well as use and sell the property belonging to the Foundation, including received as donations from donors, in accordance with their purpose, and statutory objectives of the Foundation, and property received as a donation - also in accordance with the conditions for obtaining such property, as defined by the donors;

- 2.3.2. cooperate with all interested organisations, any legal entities, as well as individuals at the regional, national and international levels;
- 2.3.3. promote the implementation of activities to meet the needs of individuals in social services, including medical care, trade and consumer services, employment, the improvement of material, housing and living conditions;
- 2.3.4. develop and implement charitable programs, including the use of property owned by the Foundation, including the results of intellectual activity and other objects of intellectual activity, at the expense of various sources, both independently and jointly with other persons, and promote their implementation in any form, including by financing any socially significant cultural, educational, scientific and charitable programs;
- 2.3.5. establish and pay scholarships, organise, provide support in conducting, conduct various competitions, contests, internships and other activities aimed at identifying and developing intellectual and creative abilities, abilities to engage in physical culture and sports, interest in scientific (research) activities, creative activity, physical culture and sports activity, and also participate in their organisation and implementation, both independently and together with other persons, including by means of financial and other support;
- 2.3.6. participate in projects, programs implemented by third parties in various forms not prohibited by law, including financial and other support, and carry out international cooperation in the prescribed manner, including participation in international programs, projects and agreements;
- 2.3.7. provide support and/or provide free of interest or on preferential terms (at a price below the cost of providing) socially useful services in the form of lectures, internships, seminars and other types of educational and advisory information activities, including those not implying final certification and issue of the documents of education and (or) qualification, for the purpose of professional guidance of citizens for choosing a field of activity (profession), vocational training or additional education, in order to increase the quality of services by socially oriented non-profit organisations and their employees;
- 2.3.8. promote (including through funding) and conduct scientific, applied, other research that contributes to the achievement of the objectives of the Foundation, as well as study and summarise the experience and activities of the Russian and foreign organisations (foreign and international), including those providing socially useful services in the field of social protection and support of citizens, education and culture;
- 2.3.9. organise, hold conferences, forums, seminars, round tables, festivals, exhibitions (including offsite ones), expositions, symposia, trainings, cultural and educational events and other similar events, including international ones, on the territory of the Russian Federation and abroad, as well as participate in the organisation and holding of such events, including by financial and other support;
- 2.3.10. carry out informational and analytical, methodological, educational activities, including in electronic media, and support for such activities in any form, both in the Russian Federation and abroad;
- 2.3.11. carry out publishing activities to achieve the statutory objectives of the Foundation, establish the media;
- 2.3.12. disseminate the information related to the objectives of the Foundation, including through the media and (or) using the information telecommunication network Internet (hereafter referred to as the "Internet"), place information on its official website on the Internet, maintain it, organise and hold press conferences and other similar events, as well as participate in organising and conducting such events, including in the form of financial and other support;
- 2.3.13. in accordance with the statutory goals of the Foundation, provide non-repayable financial, property, consulting, organisational, informational assistance and/or support through donations, provision of material assistance, grants, scholarships, award of prizes, donate money, property rights or property; pay for education and other services and goods, provide support to individuals and legal entities by other means not prohibited by the applicable law of the Russian Federation,

- including higher education institutions, museums, as well as the Russian Federation, constituent entities of the Russian Federation and municipalities for the implementation of the objectives of the Foundation's activities specified in clause 2.1 hereof;
- 2.3.14. monitor the targeted use of funds and other property transferred by the Foundation to individuals and legal entities, including by checking statements and documents confirming the use of the property in accordance with the goals stated for its receipt, suspend and (or) cancel the provision of relevant support in cases of detection of violations of the objectives and (or) conditions for the provision of such property;
  - 2.3.15. enter into agreements and perform other legally significant actions with individuals and legal entities in accordance with the law of the Russian Federation and these Articles of Association;
  - 2.3.16. receive and use target financing and target receipts in the order and terms which are established by sources of the corresponding target financing and target receipts;
  - 2.3.17. acquire or get the ownership of property, manage and dispose of it;
  - 2.3.18. get the property for free use;
  - 2.3.19. create business societies and (or) participate in them;
  - 2.3.20. create other non-profit organisations (be part of their founders, including as the sole founder), join associations and unions.
- 2.4. Individuals and legal entities can support the Foundation and its activities both by making donations, providing property for free use, transferring property and property rights to the Foundation on other grounds, providing resources, performing work (services), and providing organisational and other assistance to the Foundation in the implementation of its statutory activities. Individuals can participate in the activities of the Foundation free of charge (as volunteers).
- 2.5. The Foundation may carry out its statutory activities both in Russia and abroad in accordance with the law of the Russian Federation and other applicable law.

### Section 3. INCOME-GENERATING ACTIVITIES OF THE FOUNDATION

- 3.1. The Foundation can carry out income-generating activities only to the extent that it serves the achievement of the statutory objectives of the Foundation, referred to in Clause 2.1. hereof, for which the Foundation was established, and if consistent with such objectives. Such activities for the Foundation are income-generating production and sale of goods and services which meet the objectives of the establishment of the Foundation, as well as placing money on deposit accounts, purchasing and selling securities, property and non-property rights, and participation in business entities.
- 3.2. The Foundation forms the property sufficient for these purposes with market value not less than the minimum amount established by the law of the Russian Federation for the implementation of income-generating activities.
- 3.3. The excess of the amount of income received by the Foundation from income-generating activities over its expenses related to such activities, including the payment of all relevant taxes, is not distributed by the Foundation among the founders and employees of the Foundation, but is used only to achieve the objectives it was created for, in the manner and within the deadlines stipulated by the laws of the Russian Federation, relevant charitable programs, the budget (financial plan) of the Foundation, decisions of the Foundation's bodies.
- 3.4. The Foundation maintains separate accounts for income and expenses incurred in connection with income-generating activities and statutory activities.
- 3.5. Unless otherwise established by the donor and not leading to a breach of the period during which the donation should be used for the purposes determined by the donor, the Foundation has the right, in order to minimise the risk of loss (depreciation) of the target funds, to place temporarily

available balances of the target funds received as donations (part thereof), on bank accounts under bank deposit agreements (bank deposit accounts), and also to enter into agreements (contracts) providing for the accrual of interest on balances on the Foundation's accounts. The Foundation also has the right to place on these accounts (deposits) and enter into these agreements in respect of temporarily available funds received by the Foundation as a result of its income-generating activities.

Temporarily available funds are placed on bank accounts under bank deposit agreements (bank deposit accounts) upon the resolution of the Foundation Board while meeting the following conditions:

- 1) such placement of temporary available balances of target funds does not lead to a violation of the period during which the corresponding donation must be used for the purposes determined by the donor;
- 2) Director General provided a documentary justification for such a decision in terms of minimising the risk of loss (depreciation) of the relevant funds;
- 3) Director General provided a justification for the expediency of the incomplete use of target funds in the period during which they were received by the Foundation, with the placement of available balances of such funds on bank deposit accounts as compared to the strategy of full use of the funds in the current period, including justification that the availability of temporarily available balance of target funds will not lead to a reduction in the Foundation's activities (its termination), or that such a reduction (termination) is temporary and will enable to most effectively achieve the statutory goals due to accumulation of the funds.

The final expenditure of target funds placed in bank deposit accounts is carried out in accordance with the conditions established in the relevant donation agreement.

The Foundation Board, deciding on the placement of temporarily available funds in bank accounts under bank deposit agreements (bank deposit accounts), determines the credit institution, the amount, the term of the deposit and the minimum rate.

When making this decision, the Foundation Board is also entitled to determine only the maximum amount of temporarily available funds to be placed in bank accounts under bank deposit agreements (bank deposit accounts) and to delegate to Director General the authority to determine the terms of the deposit(s).

#### Section 4. RIGHTS AND OBLIGATIONS OF THE FOUNDATION FOUNDERS

- 4.1. The founders of the Foundation have the right to:
  - 4.1.1. participate in the activities of the Foundation's bodies in accordance with the procedure established by these Articles of Association, in particular, by exercising their right to submit in writing the candidates for election by the Foundation Board as new members of the Foundation Board and exclusion of the existing members of the Foundation Board from the Foundation Board, by entering of the founders or their representatives (if applicable) to the bodies of the Foundation;
  - 4.1.2. receive information on the activities of the Foundation and access to all the documents of the Foundation adopted by the bodies of the Foundation, if this does not violate the right of protection of personal data and other confidential information;
  - 4.1.3. receive clarifications from any officials of the Foundation;
  - 4.1.4. review the accounting documents of the Foundation;
  - 4.1.5. apply to the court for liquidation of the Foundation;
  - 4.1.6. use the Foundation's services on equal terms and conditions with other persons;



- 4.1.7. make voluntary contributions and donations (including those of a targeted nature) for the implementation of the statutory activities and maintenance of the Foundation, as well as provide other property and non-property assistance necessary to ensure the operation of the Foundation;
- 4.1.8. cease to be a founder of the Foundation;
- 4.1.9. exercise other rights provided for by these Articles of Association and internal documents of the Foundation.
- 4.2. The founders of the Foundation shall:
  - 4.2.1. comply with the provisions of these Articles of Association;
  - 4.2.2. elect the first Foundation Board and the first Director General of the Foundation upon the establishment of the Foundation;
  - 4.2.3. fully promote the activities of the Foundation in order to achieve the objectives set forth herein;
  - 4.2.4. act strictly in accordance with the requirements hereof in the implementation of charitable programs and activities of the Foundation;
  - 4.2.5. refrain from disclosing confidential information related to the Foundation's activities;
  - 4.2.6. refrain from actions that may harm the activities of the Foundation.
- 4.3. All founders of the Foundation may adopt a resolution to give consent to accept new founders of the Foundation. The resolution on such consent, as well as the determination of the order of admission to the founders of the Foundation, shall be adopted unanimously, except if such an order is determined by the law of the Russian Federation.

#### Section 5. BODIES OF THE FOUNDATION

- 5.1. The Foundation Board is the supreme collegial body of the Foundation.
- 5.2. Director General is the sole executive body of the Foundation.
- 5.3. The Supervisory Board is a collegial body of the Foundation, which oversees the activities of the Foundation, the adoption of decisions by other bodies of the Foundation and their enforcement, the use of funds by the Foundation, and compliance with the law by the Foundation.
- 5.4. Members of the collegial bodies of the Foundation carry out their functions on a voluntary basis. The Foundation may not pay remuneration to the members of the Foundation Board and the Supervisory Board for the performance of their functions, except for the payment of expenses directly related to participation in the work of the Foundation Board or the Supervisory Board, respectively.
- 5.5. Permanent and/or temporary committees/commissions, expert councils, other structures that are not bodies of the Foundation may be established in the Foundation. Their formation procedure, composition and competence are determined by the Foundation's internal documents. At the same time, the number of members, including as chairperson, of the specified structures of the Foundation may include members of the Foundation Board and (or) Director General, unless otherwise provided by the law of the Russian Federation and (or) hereby. Members of such structures can perform their functions both on a reimbursable basis and on a voluntary basis.

#### Section 6. FOUNDATION BOARD

- 6.1. The Foundation Board is the supreme collegial body of the Foundation, the main function of which is to ensure compliance by the Foundation with the objectives it was created for.
- 6.2. The Foundation Board consists of at least 2 (two) persons and is formed for a period of 5 (five) years. A person may be elected as a member of the Foundation Board (the powers of a member of the Foundation Board may be renewed) an unlimited number of times. Persons elected by the members of the Foundation Board must express their consent to such an election in writing.

- 6.3. The first Foundation Board members are elected by the founders of the Foundation.
- 6.4. Later on, the quantitative and personal composition of the Foundation Board shall be determined by the Foundation Board. The Foundation Board decides on the formation (election) of the new Foundation Board, on the election of one or several new members to the Foundation Board and/or on the exclusion of one or several active members of the Foundation Board from the Board without re-electing the other members of the Foundation Board (hereafter referred to as the “Decision on the composition of the Foundation Board”) at a meeting of the Foundation Board with mandatory consideration of candidates submitted by the founders for election to the Foundation Board or for exclusion from the Foundation Board (subject to a written submission of the founders).
- 6.5. Director General shall notify the founders of the Foundation of the date of the meeting of the Foundation Board, the agenda of which includes the issue of the composition of the Foundation Board.
- 6.6. Resolutions on the composition of the Foundation Board shall be made in the following manner.
  - 6.6.1. The founders may send to Director General a submission with the names of candidates for election to the new Foundation Board, as well as a submission on the election of one or several new members to the Foundation Board and/or the exclusion from the Foundation Board of one or more active members of the Foundation Board without re-election of other members of the Foundation Board (hereafter referred to as the “submission of the founders”). The decision on sending such a submission of the founders shall be made by not less than 2/3 of the number of the founders of the Foundation. Director General of the Foundation informs the members of the Foundation Board on the submission of the founders. The written consent of the candidate for his/her election shall be attached to the submission of the founders.
  - 6.6.2. Upon receiving the submission of the founders, Director General shall initiate a meeting of the Foundation Board (if a meeting was not scheduled earlier), taking into account the contents of the submission of the founders and notify the active members of the Foundation Board of its contents.
  - 6.6.3. Before the end of the meeting where the decision on the composition of the Foundation Board will be made, the Foundation Board is not entitled to change the composition of the Foundation Board (unless otherwise provided by the founders).

The decision on candidates for election or expulsion from the Foundation Board, presented by the founders, as well as the decision to elect the Foundation Board and/or exclude other members of the Foundation Board from the Foundation Board on the proposal of the Foundation Board members for which the founders did not make a submission, shall be taken by the Foundation Board by voting in accordance with the procedure provided for making decisions within the exclusive competence of the Foundation Board.
  - 6.6.4. In the absence of the submission of the founders, the decision shall be made by the members of the Foundation Board on the basis of proposals from the members of the Foundation Board in the manner provided for making decisions within the exclusive competence of the Foundation Board.
  - 6.6.5. The new composition of the Foundation Board (new members of the Foundation Board) begins to fulfill its functions, and the members of the Foundation Board who were excluded from its composition cease to perform their functions from the moment the corresponding decision is taken by the Foundation Board.
- 6.7. The powers of a member of the Foundation Board shall be terminated early in the following cases:
  - 6.7.1. at the request of such a person to be excluded from the Foundation Board;
  - 6.7.2. in case of the recognition of such a person by a court decision as having limited legal capacity or being incapacitated;
  - 6.7.3. if such a person is found guilty of a crime;
  - 6.7.4. in the event a decision is taken by the Foundation Board to exclude such a person from the composition of the Foundation Board (early termination of his/her powers), including taking into account the submission of the founders;

- 6.7.5. in case of the death of such a person or his/her recognition as missing or dead in accordance with the established procedure.
- 6.8. A member of the Foundation Board at his/her own request may at any time withdraw from the Foundation Board by sending a written notice indicating the date from which the applicant requests the founders and Director General to consider him/her as withdrawn from the Foundation Board. The powers of such a member of the Foundation Board shall be deemed terminated from the date specified in the notice. If the date of termination is not specified in the notice of termination of powers, the powers of the appealing member of the Foundation Board shall be terminated on the 10th (tenth) day after the receipt of the notice by Director General.
- 6.9. In a case when the number of the remaining members of the Foundation Board is less than 2 (two) members, the sole member of the Foundation Board shall decide on the formation of new composition of the Foundation Board consisting of at least 2 (two) members in the prescribed manner within 15 (fifteen) calendar days from the day of the occurrence of these events.
- 6.10. In the event that:
- at the first meeting of the Foundation Board after receiving the submission of the founders, it does not decide on the composition of the Foundation Board, taking into account the contents of the founders' submission (in the case of not appointing to the Foundation Board a person(s) submitted by the founders of the Foundation for election to the Foundation Board or non-expulsion from the Foundation Board of one or more active members of the Foundation Board, in respect of whom the founders have made the submission);
  - if within 2 months from the date of the Foundation's receipt of the submission of the founders the Foundation Board does not make the decision on the composition of the Foundation Board;
  - if the powers of all members of the Foundation Board are simultaneously terminated, as well as,
  - if a resolution on the appointment of new members (the formation of the new composition) of the Foundation Board was not made in accordance with clause 6.9. hereof (within the period established by this clause), the new composition of the Foundation Board shall be formed by the founders. The decision on this issue shall be made by not less than 2/3 of the number of the founders of the Foundation. In the absence of such decision by the founders of the Foundation within 1 (one) month, the new composition of the Foundation Board shall be formed by the members of the Supervisory Board. In this case, from the date of the adoption of the relevant resolution by the relevant body of the Foundation, the founder or the Supervisory Board, the new composition of the Foundation Board begins to perform its functions, and the powers of the members of the former composition of the Foundation Board (if their authority did not expire as of the date of the relevant resolution) are terminated.
- 6.11. The members of the Foundation Board are required to act in the interests of the Foundation in a reasonable and fair manner. The members of the Foundation Board are liable for losses caused by their fault to the Foundation in accordance with the law of the Russian Federation, except for those who voted against the decision that caused losses to the Foundation, or, acting in good faith, did not participate in the voting. At the request of the Foundation, the members of the Foundation Board shall compensate for the losses caused by their fault to the Foundation, in accordance with the law of the Russian Federation.
- 6.12. The following issues pertain to the competence of the Foundation Board:
- 6.12.1. identification of priority areas of the Foundation's activities, including the definition of the Foundation's development strategy, principles and basic methods for the formation and use of its assets, including in order to minimise the risk of loss (depreciation) of money to protect it from inflation;
- 6.12.2. resolving issues related to reputational risks for the Foundation, approving the main directions for developing the local acts of the Foundation on corporate culture and corporate social policy of the Foundation, including issues of resolving conflicts of interest, anti-corruption rules;

- 6.12.3. the establishment (formation) of the Foundation Board; the election of members of the Foundation Board and the exclusion of members of the Foundation Board;
- 6.12.4. the formation of the sole executive body; the election of Director General, the early termination of the powers of Director General, the approval of the terms of the employment contract with Director General, the appointment of a person authorised to enter into an employment contract with Director General;
- 6.12.5. the formation of the Supervisory Board; the election of members of the Supervisory Board, the expulsion of members of the Supervisory Board from the Supervisory Board;
- 6.12.6. the approval of the annual reports and annual accounting (financial) statements of the Foundation;
- 6.12.7. the amendment of the Articles of Association or the approval of the revised Articles of Association of the Foundation;
- 6.12.8. making decisions on the establishment of business entities by the Foundation and (or) the participation of the Foundation in them;
- 6.12.9. making decisions on the establishment of branches and (or) on the opening of representative offices of the Foundation, the approval of regulations on representative offices and branches, the appointment of heads of representative offices and branches, closing branches and (or) representative offices;
- 6.12.10. making decisions on the establishment of other non-profit organisations and (or) participation of the Foundation in them;
- 6.12.11. the approval of an individual auditor (audit company) to conduct a mandatory annual audit on the basis of candidate(s) submitted by Director General;
- 6.12.12. the approval of the Foundation's transactions in cases provided for by the law;
- 6.12.13. the formation of permanent and/or temporary committees, commissions, expert councils, other structures under the Foundation Board, which are not bodies of the Foundation, the approval of their number and personal composition and the early termination of their powers, the approval of regulations on them;
- 6.12.14. the approval of the annual plan and budget (annual financial plan) of the Foundation;
- 6.12.15. the approval of charitable programs of the Foundation, amendments to charitable programs of the Foundation;
- 6.12.16. the approval of transactions entered into by Director General, if:
  - a. the amount of the transaction is equal to or exceeds 50% of the annual budget of the Foundation, under which the expense is planned to be carried out;
  - b. the value of the object of the transaction being carried out by the Foundation is equal to or exceeds 50% of the amount of the Foundation's income under the annual budget of the Foundation.
- 6.12.17. The organisation, including ensuring the continuous development of the Foundation, and the monitoring of the Foundation's work, including monitoring the compliance of actual activities with its goals, areas of activities, the Foundation's development concepts adopted by the Foundation Board, monitoring the implementation of decisions taken at the meetings of the Foundation Board by Director General and other employees of the Foundation, making new decisions if necessary to change the previously approved decisions;
- 6.12.18. the consideration of other issues related to the competence of the Foundation Board by the law of the Russian Federation and these Articles of Association.
- 6.13. The decisions of the Foundation Board are taken in person or by correspondence.
- 6.14. Decisions on matters within the competence of the Foundation Board are taken by a simple majority of votes of the members of the Foundation Board present at the relevant meeting or participating in absentee voting during the absentee voting (by poll), except for decisions on the issues listed in Subclauses 6.12.1 to 6.12.12 of Clause 6.12 hereof, which fall within the exclusive

competence of the Foundation Board, decisions on which are made at the meeting of the Foundation Board by a qualified majority of not less than 2/3 of the total number of members of the Foundation Board attending the meeting.

- 6.15. The Foundation Board is authorised to make decisions subject to the presence at a meeting or participation in the absentee voting of more than half of the members of the Foundation Board. In the absence of a quorum, the meeting of the Foundation Board shall be postponed, but not more than for 15 (fifteen) calendar days.
- 6.16. Decisions of the Foundation Board may be made without holding a meeting by absentee voting (by poll), with the exception of deciding on the issues listed in Subclauses 6.12.1 to 6.12.12 of Clause 6.12 hereof.
- 6.17. Meetings of the Foundation Board are held with the personal presence of the members of the Foundation Board. Meetings are convened by Director General as necessary, but at least once a year or at the initiative of any member of the Foundation Board, the Supervisory Board or any of the founders. When convening the meetings of the Foundation Board, Director General or another person on whose initiative the meeting is convened determines the date, time and place of the meeting, the agenda of the meeting, as well as a list of information provided to the members of the Foundation Board for the meeting. If necessary, Director General shall notify the founders of the Foundation of the upcoming meeting of the Foundation Board simultaneously with sending the information about the meeting to the members of the Foundation Board.
- 6.18. Director General attends the meetings of the Foundation Board and has advisory capacity on issues on the agenda of the meeting of the Foundation Board without the right to vote.<sup>1</sup>
- 6.19. Absentee voting shall be arranged by Director General on his/her own initiative or at the request of any of the members of the Foundation Board, as necessary. Such voting may be held by way of exchange of documents by mail, telegraph, teletype, telephone, e-mail or other means of communication allowing to confirm the authenticity of the sent and received messages and the documentary proof thereof. Requests for absentee voting shall be addressed to Director General for their arrangement. Such requests should include an agenda, as well as a list of information and materials to be provided to the members of the Foundation Board for absentee voting. The requests must be accompanied by all the materials necessary for the members of the Foundation Board to take a decision on the agenda items.
- 6.20. When arranging for absentee voting, Director General shall determine and inform (send to) all the members of the Foundation Board by e-mail (unless another communication/messaging format is defined by the Regulations on the Foundation Board) the agenda, the deadline for voting, the procedure for voting, as well as a list of information and materials provided to the members of the Foundation Board for absentee voting. Members of the Foundation Board have the right, before the start of the voting, to familiarise themselves with all the necessary information and materials, to make proposals for the inclusion of any additional issues into the agenda. If any changes are made to the agenda before the start of the voting, Director General shall communicate the amended agenda, as well as the deadline for the voting (if changed) to all the members of the Foundation Board before the voting starts. In case of receiving from the members of the Foundation Board of proposals for changing the agenda after the deadline (on a voting day and later), such proposals are not taken into account when considering and voting on the agenda items.
- 6.21. Decisions of the Foundation Board are recorded in the minutes of the meeting in writing, signed by the chairperson (chairing the meeting) of the Foundation Board and the secretary of the Foundation Board. The minutes of the meetings of the Foundation Board shall be kept and recorded by Director General.

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<sup>1</sup> For the purposes hereof, “advisory capacity” means the right to participate in the discussion of issues on the agenda of the meetings of the Foundation Board, but not to vote on them.

- 6.22. The minutes shall be drawn up in accordance with the requirements of the law of the Russian Federation, including the requirements for the registration of the minutes on the results of voting in person. The minutes on the results of absentee voting shall state the following:
  - 6.22.1. the deadline for the acceptance of documents containing information on voting by the members of the Foundation Board;
  - 6.22.2. information on the persons who participated in the voting;
  - 6.22.3. the voting results on each issue on the agenda;
  - 6.22.4. information on the persons who counted the votes;
  - 6.22.5. information on the persons who signed the minutes.
- 6.23. The Chairperson of the Foundation Board is elected from the members of the Foundation Board for a period of 5 (five) years. Director General is the secretary of the Foundation Board ex officio.
- 6.24. The Chairperson of the Foundation Board manages (heads) the Foundation Board, is its member, chairs the meetings.
- 6.25. Members of the Foundation Board may decide to authorise another member of the Foundation Board to sign the minutes of the meeting of the Foundation Board (minutes on the results of absentee voting) and documents adopted by the Foundation Board.
- 6.26. In case of the absence of the Chairperson of the Foundation Board at the meeting (within the framework of absentee voting) or before his/her election by the members of the Foundation Board, his/her functions are performed by a member of the Foundation Board, elected by a simple majority of votes from the members of the Foundation Board present at the meeting (participating in absentee voting), as Chairperson.
- 6.27. To detail the order of the work, voting procedures and other issues, the Foundation Board has the right to approve the Regulations on the Foundation Board, which cannot contradict the law of the Russian Federation and these Articles of Association, regulating the procedure for convening and holding meetings of the Foundation Board (absentee voting) on the agenda, and make changes to it complying herewith.
- 6.28. Members of the Supervisory Board may attend the meetings of the Foundation Board with advisory capacity.
- 6.29. Decisions of the Foundation Board are binding on Director General and other employees of the Foundation.

## Section 7. DIRECTOR GENERAL

- 7.1. Director General is elected by the Foundation Board for a term of 5 (five) years. The Chairperson of the Foundation Board or any other person authorised by the Foundation Board on behalf of the Foundation enters into an employment contract with Director General. A person may be elected as Director General an unlimited number of times.
- 7.2. Director General performs the current management of the Foundation's activities and reports to the Foundation Board.
- 7.3. The competence of Director General of the Foundation includes issues that are not within the exclusive competence of the Foundation Board.
- 7.4. Director General shall exercise the following powers:
  - 7.4.1. carrying out activities without a power of attorney on behalf of the Foundation, including representing the interests of the Foundation in all institutions, organisations and enterprises located both in the Russian Federation and abroad, and the conclusion of transactions subject to the restrictions provided for by the applicable law and these Articles of Association;
  - 7.4.2. the representation of the Foundation's interests in public authorities, local self-government bodies, in all state and municipal organisations;

- 7.4.3. ensuring the implementation of decisions of the Foundation Board, as well as the implementation of the Foundation's charitable programs, the implementation of the priority activities of the Foundation, approved by the Foundation Board;
  - 7.4.4. the convening of meetings of the Foundation Board and the preparation of agenda items for the meetings of the Foundation Board;
  - 7.4.5. the convening of the meetings of the Supervisory Board;
  - 7.4.6. the disposal of the Foundation's assets in accordance with the approved budget (financial plan) of the Foundation within its competence defined by the law and these Articles of Association;
  - 7.4.7. ensuring the preparation, submission to the authorised state bodies and publication of the Foundation's statutory accounts;
  - 7.4.8. the organisation of income-generating activities of the Foundation;
  - 7.4.9. the development of recommendations for the Foundation Board on priority areas of the Foundation's activities, principles and basic methods of formation and areas of use of its property, the preparation of justifications necessary for the Foundation's decision to save temporarily available funds from inflation (minimising financial losses), recommendations for resolving issues related to reputational risks for the Foundation, areas of corporate culture and corporate social policy issues of the Foundation, including conflict of interest, anti-corruption rules, making such recommendations and their submission for consideration and approval of the Foundation Board;
  - 7.4.10. the preparation of draft annual reports and annual accounting (financial) statements of the Foundation, the annual budget plan (annual financial plan) of the Foundation and proposals for amending the said Foundation's documents, submitting them for consideration by the Foundation Board;
  - 7.4.11. the preparation of draft charity programs of the Foundation;
  - 7.4.12. the organisation of the Foundation's current activities;
  - 7.4.13. entering into civil contracts and other transactions on behalf of the Foundation (in case such transactions require the Foundation board's approval in accordance with federal law and these Articles of Association - only with prior approval of the Foundation board), the acquisition and management of the Foundation's assets, the opening and closing of accounts in banks and other credit institutions with the right to sign payment and other financial documents, the performance of other legal actions on behalf of the Foundation;
  - 7.4.14. control over the activities of the Foundation's branches and representative offices;
  - 7.4.15. the organisation of the Foundation's accounting statements and reports;
  - 7.4.16. issuing orders and instructions, approving the staff schedule of the Foundation, determining the organisational structure of the Foundation;
  - 7.4.17. the employment and dismissal of employees of the Foundation in accordance with the applicable law of the Russian Federation;
  - 7.4.18. enters into, amends and terminates employment contracts with employees, contracts (agreements) with volunteers, other contracts (agreements) with third parties;
  - 7.4.19. rewards and imposes penalties on the Foundation's employees in accordance with the procedure stipulated by the laws;
  - 7.4.20. approves the internal documents of the Foundation, except for the documents the approval of which is hereby referred to the competence of the Foundation Board;
  - 7.4.21. issues powers of attorney authorising their holders to represent the Foundation;
  - 7.4.22. the determination of terms of remuneration of the Foundation employees.
- 7.5. Director General within his competence is liable for:

- 7.5.1. the failure to submit or the late submission of the annual reports of the Foundation and the failure to publish the specified reports of the Foundation in the press;
- 7.5.2. the use of the property of the Foundation for purposes other than provided for hereby.
- 7.6. The Foundation Board has the right to approve the regulations that cannot contradict the law of the Russian Federation and these Articles of Association, governing the procedure for election, the early termination of powers and other issues of the activities of Director General, and make changes to it which do not contradict these Articles of Association.
- 7.7. The same person cannot at the same time hold the position of Director General and be a member of the Supervisory Board, the audit and control bodies of the Foundation, as well as of staff positions in the administration of profit and non-profit organisations established by the Foundation.
- 7.8. General General shall act conscientiously and reasonably for the benefit of the Foundation. Director General is liable for losses caused by his/her fault to the Foundation in accordance with the applicable law of the Russian Federation.
- 7.9. Director General shall at the request of the members of the Foundation Board, acting in the interests of the Foundation, pay damages caused by his/her fault to the Foundation, in accordance with the law of the Russian Federation.

#### Section 8. THE SUPERVISORY BOARD

- 8.1. The Supervisory Board consists of at least 5 (five) persons and is formed by the Foundation Board for a period of 5 (five) years. The election of a new member to the Supervisory Board is carried out by the Foundation Board, subject to a written application submitted by the candidate addressed to Director General. Director General submits the issue of electing a new member to the Supervisory Board for the decision of the Foundation Board for the next meeting. A candidate is considered elected to the Supervisory Board from the date of the decision of the Foundation Board.
- 8.2. The powers of a member of the Supervisory Board shall be terminated in the following cases:
  - (a) at the written request of such person to be excluded from the Supervisory Board;
  - (b) in case of the recognition of such a person as having limited legal capacity or being incapacitated;
  - (c) if such a person is found guilty of a crime;
  - (d) if such person becomes an employee of the Foundation, Director General or a member of the Foundation Board;
  - (e) in case of a decision by the Foundation Board to exclude such a person from the Supervisory Board;
  - (f) in case of the death of such a person or his/her recognition as missing or dead in accordance with the established procedure.
- 8.3. A member of the Supervisory Board may withdraw from the Supervisory Board on the basis of a written application submitted by him/her to Director General , and is considered excluded from the Supervisory Board from the date of the decision of the Foundation Board.
- 8.4. An adult citizen of the Russian Federation, accepting the provisions hereof, may be a member of the Supervisory Board. Prominent public, state figures, representatives of the business community are involved in the Supervisory Board. Respected and well-reputed persons who have expressed support for the objectives of the Foundation, as well as those who support the activities of the Foundation can become members of the Supervisory Board.
- 8.5. In the event of the termination of the powers of one or several members of the Supervisory Board (due to retirement at their own will or for other reasons, including if all the members of the Supervisory Board withdraw), new members of the Supervisory Board shall be approved by the Foundation Board.



- 8.6. The Supervisory Board oversees the activities of the Foundation, the decisions made by the Foundation Board and Director General, the implementation of the decisions made, the use of the Foundation's assets, and the observance of the laws of the Russian Federation by the Foundation.
- 8.7. The following issues pertain to the competence of the Supervisory Board:
- 8.7.1. the full promotion of the activities of the Foundation in order to achieve the objectives set forth herein;
- 8.7.2. obtaining the necessary documents and explanations from the relevant bodies of the Foundation necessary for the performance of the functions of the Supervisory Board;
- 8.7.3. participation in the meetings of the Foundation Board with advisory capacity;
- 8.7.4. carrying out inspections of the Foundation's activities independently, as well as raising the issue before the Foundation Board to conduct scheduled and unscheduled inspections of the Foundation's activities;
- 8.7.5. making conclusions on the compliance of the Foundation's activities with the provisions hereof;
- 8.7.6. making comments to the Foundation's bodies on non-compliance of the Foundation's activities herewith and/or applicable law, non-performance of the decisions of the Foundation's bodies, misuse of the Foundation's funds;
- 8.7.7. making orders on the elimination of disclosed violations which are obligatory for execution by the relevant bodies of the Foundation;
- 8.7.8. submission to the Foundation Board of recommendations on the organisation of work and other issues of the Foundation.
- 8.8. Members of the Supervisory Board carry out their activities on a voluntary basis.
- 8.9. The meetings of the Supervisory Board are convened by Director General on the initiative of the members of the Supervisory Board or on the initiative of Director General himself, and are held at least once a year. Absentee voting is arranged for by Director General at the request of any member of the Supervisory Board.
- 8.10. The Supervisory Board is authorised to make decisions subject to the presence at a meeting or participation in the absentee voting of more than half of its members.
- In the absence of a quorum, the meeting of the Supervisory Board shall be postponed, but not more than for 15 (fifteen) calendar days.
- 8.11. Decisions of the Supervisory Board are made by a simple majority of votes of the members of the Supervisory Board present at the meeting or participating in absentee voting during the absentee voting (by poll).
- 8.12. Decisions of the Supervisory Board are recorded in the minutes of the meeting, signed by the chairperson of the Supervisory Board and the secretary of the meeting.
- The Chairperson of the Supervisory Board shall be elected from the members of the Supervisory Board for a term of 5 (five) years.
- 8.13. To detail the operation procedures of the Supervisory Board and other issues, the Foundation Board may approve The Regulations on the Supervisory Board.
- 8.14. Members of the Supervisory Board may not be members of the Foundation Board.

## Section 9. PROPERTY AND STATEMENTS OF THE FOUNDATION

- 9.1. In accordance with the law of the Russian Federation, the following items may be in the ownership of the Foundation or other proprietary right: land plots, buildings, structures, premises, housing, equipment, inventory, cash in roubles and foreign currency, securities, information resources and other property, as well as the results of intellectual activity and other intellectual

property subject to the provisions of the law of the Russian Federation, and independently use and dispose of them in accordance with the objectives of the Foundation and in accordance with the law of the Russian Federation. The Foundation may have land plots in ownership or on another title in accordance with the laws of the Russian Federation.

- 9.2. Sources of the Foundation's assets are:
- 9.2.1. regular and one-time receipts (including in the form of donations) and contributions (including in the form of donations) of the founders of the Foundation;
  - 9.2.2. non-repayable contributions, grants, donations, including targeted ones, which are made to the Foundation by individuals and legal entities in cash and in kind;
  - 9.2.3. voluntary property contributions, income from non-sale operations, including income from bonds, other securities and deposits, from the placement of funds on deposits;
  - 9.2.4. revenue from resource attraction activities by any means in accordance with the law of the Russian Federation (including through campaigns to attract philanthropists and volunteers, including organising entertainment, cultural, sports and other mass events, conducting campaigns to collect charitable donations, holding auctions in accordance with the law of the Russian Federation, the sale of property, including that received from philanthropists in accordance with their will);
  - 9.2.5. income from legally permitted income-generating activities of the Foundation;
  - 9.2.6. the work and services of volunteers;
  - 9.2.7. income from the activities of business entities established by the Foundation or in which the Foundation is a participant;
  - 9.2.8. proceeds from the sale of goods, work, services;
  - 9.2.9. income received from the Foundation's property;
  - 9.2.10. other proceeds not expressly prohibited by the laws of the Russian Federation.
- 9.3. The Foundation may perform in relation to the property in its ownership or at its disposal on the basis of another proprietary right, any transactions that do not contradict the law of the Russian Federation, these Articles of Association, the purpose and the statutory goals of the Foundation.
- 9.4. The Foundation provides open access, including media access, to its annual reports. The Foundation shall publish annual reports on the use of its property. The method of ensuring the publicity of reporting on the use of the assets of the Foundation and its composition is determined by the Foundation Board in accordance with the applicable law of the Russian Federation.
- 9.5. The Foundation, in cases and in accordance with the procedure stipulated by the law of the Russian Federation, shall maintain accounting and tax records, prepare and submit reports to the state bodies in the form and manner established by the law of the Russian Federation.
- 9.6. The independent statutory audit of the financial statements of the Foundation shall be conducted in accordance with the requirements of the law of the Russian Federation.
- 9.7. The amount and structure of the Foundation's proceeds, as well as data on the amount of the Foundation's property, its expenses, the number of employees, their salaries, the use of voluntary labour in the Foundation's activities cannot be a commercial secret, except for cases provided for by the law of the Russian Federation.
- 9.8. In order to implement the state, social, economic and tax policy, the Foundation is responsible for the safe keeping of the documents (management, financial and economic, personnel, etc.); documents of permanent storage that have scientific and historical value are transferred for state storage to the archives at the location of the executive body of the Foundation or to other archives established by law; the Foundation also stores and uses the personnel documents in an established manner.

- 9.9. The following documents shall be kept at the location of the sole executive body of the Foundation:
- 9.9.1. the certificate of the state registration of the Foundation;
  - 9.9.2. the Articles of Association of the Foundation;
  - 9.9.3. the minutes of the meeting of the Foundation Board and the Supervisory Board;
  - 9.9.4. orders;
  - 9.9.5. business and other civil law contracts;
  - 9.9.6. accounting statements;
  - 9.9.7. other documents the storage of which is provided for by the law of the Russian Federation.

#### Section 10. WINDING UP THE FOUNDATION

- 10.1. The Foundation may be wound up by means of liquidation. The liquidation of the Foundation shall be performed in accordance with the procedure established by the applicable laws of the Russian Federation.
- 10.2. Reorganisation of the Foundation is not allowed.
- 10.3. The decision on the liquidation of the Foundation may be made only by a court upon the application of the interested parties (including the member/members of the Foundation Board and the Supervisory Board, Director General, the founder/founders).
- 10.4. The Foundation may be liquidated:
- 10.4.1. if the Foundation's assets are not sufficient to achieve Its objectives and the probability of obtaining the necessary assets is unrealistic;
  - 10.4.2. if the objectives of the Foundation cannot be achieved and the necessary changes to the objectives of the Foundation cannot be made;
  - 10.4.3. if the activities of the Foundation do not correspond to the objectives provided for herein;
  - 10.4.4. In other cases provided for by the federal law.
- 10.5. In case of liquidation, the property of the Foundation remaining after payments to creditors shall be used for the purposes indicated herein.
- 10.6. When the Foundation is liquidated, permanent storage documents of scientific and historical importance are transferred for state custody to the archives at the location of the executive body of the Foundation or to other archives established by law, personnel documents (orders, personal files and record cards, personal accounts, etc.) are transferred for storage to the archives of the administrative district where the Foundation is located. The transfer and arrangement of the documents is carried out by and at the expense of the Foundation in accordance with the requirements of archival authorities.
- 10.7. The liquidation of the Foundation shall be deemed completed and the Foundation shall be deemed having ceased to exist after a termination record is made into the Unified State Register of Legal Entities.

#### Section 11. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

- 11.1. Amendments hereto shall be made by making an appropriate decision by the Foundation Board. If the Foundation Board does not make a decision on amending these Articles of Association, and keeping these Articles of Association unchanged entails consequences that could not be foreseen when the Foundation was established, the right to make changes hereto belongs to the court at the request of the Supervisory Board.

- 11.2. Amendments hereto shall be subject to state registration. State registration of the amendments made shall be carried out according to the applicable law of the Russian Federation.
- 11.3. Amendments hereto shall come into effect after their state registration.
- 11.4. If one or several provisions hereof become invalid or lose their legal force, it shall not be a basis for declaring the other provisions hereof invalid.

Bound, numbered and sealed 26 sheets.

Director General

*/Signature/* O.I. Oracheva

*/Seal: The Vladimir Potanin Foundation \* Non-profit Charitable Organisation \* State registration No. 76100 \* Moscow/*

*/Stamp: Main Directorate of the Ministry of Justice of the Russian Federation for the city of Moscow  
Date of decision on state registration: October 12, 2018/*

Decision on state registration of the changes made to the constituent documents of The Vladimir Potanin Foundation was made by the Main Directorate of the Ministry of Justice of the Russian Federation for the city of Moscow on October 12, 2018 (reference number 7714012161).

Entry on the state registration of a non-profit organization was made into the Unified State Register of Legal Entities on October 23, 2018 under state registration number 2187700596730 (primary state registration number 1027739445250 dated October 28, 2002).

Numbered, bound and sealed twenty-seven sheets.

Head of the Main Directorate  
of the Ministry of Justice  
of the Russian Federation for the city of Moscow

R.R. Yusupov */Signature/*

November 1, 2018

*/Seal: Ministry of Justice of the Russian Federation \* Main Directorate of the Ministry of Justice of the Russian Federation for the city of Moscow \* Taxpayer Identification Number 7733664260/*