

APPROVED

Order of the Ministry of Economy

No. 1662 dated October 15, 2025

**REGULATION
on the Supervisory Board of
Private Joint Stock Company
“Ukrainian Financial Housing Company”**

1. General

1.1. This Regulation describes the legal status, composition, term of powers, election procedure, and rules of operation of the Supervisory Board of Private Joint Stock Company “Ukrainian Financial Housing Company” (hereinafter, the “Supervisory Board”), as well as the rights, obligations, and liability of members of the Supervisory Board of Private Joint Stock Company “Ukrainian Financial Housing Company” (hereinafter, “Company”).

1.2. The terms used in this Regulation shall have the meaning provided in the Articles of Association of the Company.

2. General Principles of Operation and Competence of the Supervisory Board

2.1. The Supervisory Board of the Company is a collegial body that protects rights of shareholders and, within its competence determined by law and the Articles of Association of the Company, manages the Company, monitors and regulates the activities of its Management Board.

The Supervisory Board shall act on the basis of laws, the Articles of Association of the Company, the Principles (Code) of Corporate Governance of the Company, and this Regulation.



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2.2. The competence and powers of the Supervisory Board, in particular, its exclusive competence, shall be determined by the Law of Ukraine “On Joint Stock Companies” and the Articles of Association of the Company.

2.3. The matters falling within the exclusive competence of the Supervisory Board may not be resolved by other Company bodies except the General Meeting, except in the cases directly stipulated by law.

In the absence of the Supervisory Board, its powers shall be exercised by the General Meeting.

2.4. The Supervisory Board shall have the right to include in the agenda of the General Meeting for resolution any matter falling within the Supervisory Board’s exclusive competence under the law and the Articles of Association of the Company.

2.5. Each member of the Supervisory Board shall independently adopt decisions on the agenda items, except in the cases stipulated by law.

2.6. Decisions adopted by the Supervisory Board shall be binding upon the Supervisory Board members, the Management Board, the internal audit unit of the Company (hereinafter, the “Internal Audit Unit”), structural units and employees of the Company.

2.7. The Supervisory Board shall report to the General Meeting of Shareholders on its activities and measures taken to achieve the Company’s objectives. The Supervisory Board shall report to the shareholder solely by reporting to the General Meeting of Shareholders.

2.8. The Supervisory Board shall prepare a report on its performance on an annual basis. A Supervisory Board's report shall be an individual part of the Company’s annual report, and shall be disclosed in accordance with the legislative requirements for the procedure and timeframes for disclosing the Company’s annual report.

2.9. The work of the Supervisory Board shall be evaluated based on the key performance indicators of the Supervisory Board approved by the General Meeting.

2.10. The Supervisory Board, upon proposal of the Chairman of the Supervisory



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Board, shall have the right to elect the corporate secretary of the Company (hereinafter, the “Corporate Secretary”) in accordance with the established procedure. The Corporate Secretary shall be the person responsible for the interaction between the Company and its shareholders and/or investors.

2.11. The Corporate Secretary shall be the person who provides organizational, technical, and informational support for the Supervisory Board’s operations, and shall be responsible for the interaction of other management bodies of the Company. The procedure for the election and operations, as well as the competence of the Corporate Secretary shall be determined by laws, the Articles of Association of the Company, and the Regulation on the Corporate Secretary approved by the Supervisory Board.

2.12. The Corporate Secretary is not a member of the Supervisory Board and does not a voting right at its meetings.

3. Election and Termination of Powers of the Supervisory Board Members

3.1. The Supervisory Board shall consist of five members: the Chairman of the Supervisory Board, Deputy Chairman, and three members (hereinafter, “Supervisory Board members”). Three members of the Supervisory Board shall meet the independence criteria (hereinafter, “independent members,” “independent directors”), and other members of the Supervisory Board shall be representatives of the state, who are appointed and dismissed in accordance with the procedure established by law and the Articles of Association of the Company.

Independent members of the Supervisory Board shall be elected on a competitive basis in accordance with the procedure established by the Cabinet of Ministers of Ukraine.

Representatives of the state shall be elected to the Supervisory Board in accordance with the procedure established by the Cabinet of Ministers of Ukraine.

3.2. The Supervisory Board members shall be elected by the General Meeting



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for a period of three years from among individuals who possess full civil capacity and meet requirements established by law and the Articles of Association of the Company.

The persons elected to the Supervisory Board members may be re-elected for an unlimited number of times.

3.3. The Supervisory Board members shall be approved by the General Meeting.

3.4. The Chairman and Deputy Chairman of the Supervisory Board shall be elected by members of the Supervisory Board from among them by a simple majority vote of all members of the Supervisory Board.

3.5. Members of the Supervisory Board cannot be members of the Management Board of the Company at the same time.

3.6. An independent member of the Supervisory Board shall have the same rights and obligations with other Supervisory Board members.

3.7. A civil or an employment agreement (contract) shall be concluded with each member of the Supervisory Board. Such agreement or contract shall be signed on behalf of the Company by a person authorized by the General Meeting. A Supervisory Board member shall exercise their powers in compliance with the requirements of laws, the Articles of Association of the Company, this Regulation, and the terms of the agreement (contract) concluded with them.

3.8. The powers of a member of the Supervisory Board shall become valid upon his/her election by the General Meeting. Should the Supervisory Board member – the representative of the competent management body, the powers of the revoked member of the Supervisory Board shall be terminated, and a new Supervisory Board member shall acquire powers after the Company receives a written notice from the competent management body.

3.9. The General Meeting may decide to terminate early the powers of all or some of the Supervisory Board members.

The powers of a Supervisory Board member shall be terminated without the



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decision of the General Meeting:

- 1) at their own will, by giving a written notice thereof to the Company two weeks in advance;
- 2) if the Supervisory Board member cannot perform their duties due to the state of health;
- 3) upon entry into force of a court judgment or decision convicting the member, which makes their performance of duties of a Supervisory Board member impossible;
- 4) in case of Corporate Secretary's death, declaration as legally incapable or partially capable, missing, or dead;
- 5) if the Company receives a written notice of replacement of the Supervisory Board member who is a representative of the state.

If an independent director, during the term of their powers, ceases to meet requirements of Article 11³ of the Law of Ukraine “On Managing State-Owned Property” and or Part 1 of Article 53¹ of the Law of Ukraine “On Joint Stock Companies,” such director shall vacate their seat ahead of time by giving a written notice thereof to the Company.

In the event of early termination of powers of a Supervisory Board member, the General Meeting of the Company shall elect a new Supervisory Board member for the period until the powers of the Supervisory Board expire, in accordance with the procedure established by law.

Termination of powers of the Supervisory Board member shall terminate the civil agreement (contract) concluded with them.

4. Rights and Obligations of the Supervisory Board Members

4.1. Members of the Supervisory Board shall have the right to:

- 1) Receive any information and documents (except for information that constitutes the state secret, in the absence of respective clearance) about the Company, if such information and documents are necessary for performing functions of a



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Supervisory Board member

- 2) Study the Company's documents, receive their copies, in particular, copies of documents of the legal entities the Company is a shareholder (founder, member) of
- 3) Request convening an extraordinary meeting of the Supervisory Board, submit proposals to the agenda of meetings of the Supervisory Board and written comments to decisions of the Supervisory Board
- 4) Initiate the consideration by the Management Board of matters related to the Company's activities
- 5) Be present at the meetings of all Company bodies, including the Management Board, as well as of the committees, commissions, and other collegial bodies and work groups created in the Company and within its bodies.

Members of the Supervisory Board shall have other rights provided for by law and internal documents of the Company.

4.2. Members of the Supervisory Board shall:

- 1) Participate, either in person or via remote communication means that allow all participants to hear and communicate with each other, in meetings of the Supervisory Board and in the work of its committees, if they have been elected/appointed to the respective Supervisory Board committee
- 2) Vote on all items on the agenda of the Supervisory Board meeting
- 3) Provide consultations and express their opinion on the issues on which the Supervisory Board members are not entitled to vote, but for which the shareholder or the Management Board requests consultations
- 4) Notify in advance of the inability to attend Supervisory Board meetings, stating the reason for absence
- 5) Act in the interests of the state as the shareholder and the Company
- 6) Be guided in their activities by the law, the Company's Articles of Association, this Regulation, resolutions of the General Meeting and the Supervisory



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Board, and other internal documents of the Company adopted within its competence

7) Fulfill decisions adopted by the General Meeting and the Supervisory Board of the Company

8) Comply with the rules and procedures established by law and internal documents of the Company regarding the conclusion of major transactions and arm's length transactions

9) Comply with the rules established in the Company regarding the circulation, security, and preservation of restricted information; not disclose confidential information or information obtained in connection with the performance of Supervisory Board member's functions to persons who do not have access to such information, and not use it for personal benefit or for the benefit of third parties

10) Refrain from actions that may result in the loss of independence by an independent member. Upon losing their independence, an independent member must promptly inform the Supervisory Board about that in writing

11) perform other duties provided for by the law, the Company's Articles of Association, this Regulation, and internal documents of the Company.

5. Rules of Procedure of the Supervisory Board

5.1. Meetings of the Supervisory Board may be ordinary and extraordinary. The Supervisory Board shall perform its work in accordance with the work

plan prepared and approved by the Supervisory Board in the beginning of the year, which may be amended if necessary.

5.2. Ordinary meetings of the Supervisory Board shall be held whenever necessary, but not less than once a quarter. The Supervisory Board shall hold its ordinary meetings according to the work plan.

6. Form of the Meeting



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6.1. The main form of work of the Supervisory Board shall be meetings that may be held with the help of technical means of communication, which allow all participants to hear and talk to each other.

6.2. Meetings of the Supervisory Board are held, as a rule, at the Company's location.

7. Procedure for Convening Meetings

7.1. Ordinary meetings of the Supervisory Board shall be convened whenever necessary at the initiative of the Chairman of the Supervisory Board or at the request of any member of the Supervisory Board.

7.2. Extraordinary meetings of the Supervisory Board shall be convened at the initiative of the Chairman or at the request of a Supervisory Board member, the shareholder, the Management Board of the Company or its member, or other persons determined by the Articles of Association of the Company who participate in the meeting of the Supervisory Board.

7.3. A request to convene an extraordinary meeting of the Supervisory Board shall be made in writing (including electronically) and filed in the name of the Chairman of the Supervisory Board and the Corporate Secretary. The Chairman of the Supervisory Board or the Corporate Secretary shall convene the Supervisory Board meeting.

7.4. A request to convene an extraordinary meeting of the Supervisory Board shall contain:

last name, initials and job title of the requesting person;

grounds for convening an extraordinary meeting of the Supervisory Board;

information on the form of the meeting;

proposals on the agenda;

draft decisions on the agenda items.



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The following shall be submitted along with the request for convening the meeting:

the list of items to be considered at the Supervisory Board meeting;
documents and materials on each agenda item;
draft decisions on each agenda item.

7.5. An extraordinary meeting of the Supervisory Board shall be convened by the Chairman of the Supervisory Board within five business days upon receipt of the respective request.

7.6. The agenda of the Supervisory Board meeting shall be approved by the Chairman of the Supervisory Board.

7.7. The Chairman of the Supervisory Board or the Corporate Secretary shall send each member of the Supervisory Board a notice of convening the ordinary or extraordinary meetings of the Supervisory Board by electronic means of communication or in any other manner suitable for the Supervisory Board members, no later than five business days before the meeting date. The notice shall be sent to the postal and/or electronic address provided by the Supervisory Board member, or by fax.

7.8. The notice shall contain information on the date, time, place, form of the meeting, its agenda, and draft decisions on each agenda item. The notice shall be accompanied by the materials necessary for the Supervisory Board members to prepare for the meeting. Should the Supervisory Board meeting be held by absentee voting (by poll), the notice shall be also accompanied by voting ballots prepared by the Corporate Secretary of the Company for voting on the agenda items, which contain agenda items, draft decisions on the agenda items, and voting options (“for,” “against,” “abstained”) on each agenda item, and closing date for receiving the ballot.

8. Procedure for Holding the Meeting

8.1. A meeting of the Supervisory Board shall be deemed duly constituted if



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more than a half of all its members participate in it. When determining the proper constitution of the Supervisory Board meeting, the Supervisory Board members who participate in the meeting using means of remote communication shall be also counted.

8.2. During the voting, the Chairman of the Supervisory Board and each of the Supervisory Board members shall have one vote. If the Supervisory Board adopts a decision on settling an arm's length transaction by the Company, the Supervisory Board members interested in this transaction shall not have the right to vote.

8.3. At a meeting held in the form of joint attendance, issues are generally considered in accordance with the agenda. With the consent of the members of the Supervisory Board, issues not included in the agenda may also be considered at the meeting.

8.4. Decisions of the Supervisory Board adopted at the meeting held in the form of joint attendance shall be made by a simple majority vote of the Supervisory Board members who participate in the meeting and have the right to vote. During the participation in the meeting held by means of remote communication, voting results of a member or members of the Supervisory Board who vote remotely, shall be clearly identifiable ("for," "against," "abstained") by remote communication means. In the event of equal vote, the Chairman of the Supervisory Board shall have a casting vote.

8.5. Decisions of the Supervisory Board adopted at the meeting held in the form of absentee voting (by poll) shall be made by a simple majority vote of all

duly appointed Supervisory Board members. In the event of equal vote, the Chairman of the Supervisory Board shall have a casting vote.

8.6. Decisions of the Supervisory Board at the meeting held in the form of joint attendance shall be adopted in open voting.

8.7. If necessary, the Corporate Secretary of the Company, for the purpose of recording the Supervisory Board meeting held in the form of joint attendance, shall organize audio and/or video recording of the meeting with the consent of the



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Supervisory Board.

8.8. If a decision is adopted by absentee voting (by poll), a Supervisory Board member shall express their decision on the agenda items he or she votes for by filling out and signing a voting ballot. Members of the Supervisory Board shall, within the period established by the Chairman of the Supervisory Board, send the ballots signed by them with the voting results on each agenda item of the meeting via email, or deliver them personally to the Chairman of the Supervisory Board and/or the Corporate Secretary of the Company.

8.9. For more efficient organization of the work of the Supervisory Board, including identification of its members and enabling their participation via remote communication means, as well as signing the minutes of the Supervisory Board, electronic document management using electronic digital signatures of its members may be introduced.

8.10. Decisions of the Supervisory Board adopted at the meeting in the form of joint attendance shall be documented in the minutes no later than within five business days after the meeting. In the event of absentee voting (poll), the minutes of the Supervisory Board meeting shall be finalized within five business days from the closing date for receiving ballots. The Corporate Secretary of the Company shall keep the records and execute the minutes of the meeting. Ballots with the voting results of the Supervisory Board members who participated in the absentee voting (poll) on the agenda items of the Supervisory Board meeting shall be attached to the minutes.

8.11. The minutes of the meeting of the Supervisory Board shall be signed by the Chairman of the Supervisory Board and the Corporate Secretary of the Company. If necessary, the Corporate Secretary of the Company shall provide each member of the Supervisory Board with a copy of the duly executed and signed minutes.

8.12. The minutes of the Supervisory Board meeting shall include the following information:



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- 1) full name of the Company;
- 2) place, date, and time of the meeting;
- 3) last name and initials of the persons who participated in the meeting;
- 4) agenda of the meeting;
- 5) items put to vote and voting results with the last names and first names of the Supervisory Board members who voted “for,” “against,” or abstained from voting on each item;
- 6) content of the decisions adopted.

The minutes of the Supervisory Board meeting shall also reflect the content and basic judgments expressed during the discussion of the item.

8.13. A Supervisory Board member who does not agree with the decisions adopted at the meeting may express in writing and submit their comments and/or a dissenting opinion to the Chairman of the Supervisory Board and the Corporate Secretary of the Company within one day from the date of the meeting. Comments of the Supervisory Board members shall be attached to the minutes and constitute an integral part thereof.

8.14. Decisions adopted by the Supervisory Board shall be binding upon Supervisory Board members, the Management Board, structural divisions and employees of the Company.

8.15. Decisions of the Supervisory Board may be communicated to their executives in the form of extracts from the minutes on each individual item. Extracts from the minutes of the Supervisory Board meeting shall be executed by the Corporate Secretary of the Company and submitted to the decision executive.

8.16. Representatives of the trade union or other body authorized by the work force, which signed the collective agreement on behalf of the workforce, may participate in meetings of the Supervisory Board upon its invitation, with an advisory vote.

8.17. At the request of the Supervisory Board, the Chairman and/or members of the Management Board, and other Company employees without the voting right shall participate in its meeting.

8.18. The Supervisory Board may invite other persons to the meetings. Such a decision shall be adopted at the Supervisory Board meeting by a simple majority vote of all Supervisory Board members who participate in the meeting.

8.19. Minutes of Supervisory Board meetings shall be kept in the Company during the entire period of its activities.

8.20. Company employees who have access to the minutes of meetings and documents of the Supervisory Board shall be held liable for confidential information disclosure (provided that these documents contain such information).

8.21. Minutes of Supervisory Board meetings or duly certified extracts from them shall be submitted for familiarization to the shareholder and officials of the Company's bodies by the Corporate Secretary in accordance with the procedure established by the Company.

9. Chairman of the Supervisory Board

9.1. The Chairman of the Supervisory Board shall be elected by members of the Supervisory Board from among them by a simple majority vote of all members of the Supervisory Board.

The Supervisory Board member who was the Chairman of the Management Board of the Company during the previous year cannot be elected the Chairman of the Supervisory Board of the Company.

The Supervisory Board may re-elect its Chairman at any time.

9.2. The Chairman of the Supervisory Board shall organize its work, convene meetings of the Supervisory Board and preside at them exercise other powers provided for by the Articles of Association of the Company and this Regulation.

9.3. The Chairman of the Supervisory Board shall:

- 1) Oversee the implementation of the work plan approved by the Supervisory Board
- 2) Approve the agenda of meetings, and ensure the adherence to the agenda of the Supervisory Board meetings
- 3) Ensure the efficient operation of the Supervisory Board and the priority consideration of strategic issues of the Company's activities during discussions at its meetings
- 4) Encourage and facilitate open discussion of issues at the Supervisory Board meeting, and ensure that every individual opinion is expressed and discussed before a final decision is adopted
- 5) Organize record-keeping of minutes of the Supervisory Board meetings and their retention
- 6) Organize the establishment of Supervisory Board committees, the nomination of Supervisory Board members to committee positions, and coordinate the activities and interactions of the committees with each other and with other Company bodies and officials
- 7) Prepare a report and report to the general meeting on the activities of the Supervisory Board, the overall condition of the Company, and the measures taken to implement the Company's strategy
- 8) Ensure the assessment of the performance of the Supervisory Board and each of its members
- 9) Maintain regular contact with other bodies and officials of the Company
- 10) Ensure a clear distribution of responsibilities among Supervisory Board members and effective information exchange between them.

9.4. If the Chairman of the Supervisory Board cannot exercise their powers, they shall be exercised by Deputy Chairman of the Supervisory Board or one of the Supervisory Board members upon its decision.



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10. Supervisory Board Committees

10.1. The Supervisory Board may establish permanent and temporary committees composed of its members for the preliminary study and preparation of matters falling within the competence of the Supervisory Board for consideration at its meetings. The procedure for their establishment and operation, as well as their formation, shall be determined by this Regulation and relevant regulations on such committees approved by the Supervisory Board.

10.2. The Supervisory Board must have permanent committees chaired by independent members of the Supervisory Board. They are:

the Audit Committee;

the Remuneration Committee;

the Nomination Committee.

Independent directors of the Supervisory Board shall constitute the majority of members of these committees.

These committees shall be chaired by independent directors.

10.3. Decisions on the establishment of a Supervisory Board committee and on the list of matters assigned to it for study and preparation shall be adopted by a simple majority vote of all Supervisory Board members.

10.4. The Supervisory Board shall adopt decisions on the issues preliminarily prepared by the committee and documented in a corresponding draft decision of the Supervisory Board. A justified decision of the Supervisory Board on rejecting the committee's proposal shall be submitted by the Supervisory Board to the committee for repeated preparation of the proposal.

In the absence of proposals from the committee the Supervisory Board shall have no right to adopt decisions on the issues prepared by the committee for consideration by the Supervisory Board.

10.5. The Supervisory Board committees shall study and submit for



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consideration to the Supervisory Board only those issues that fall within their authority.

When considering issues that fall within the authority of the committee, Company officials and employees may be invited to give necessary clarifications.

10.6. The Supervisory Board committees shall report on the results of their work to the Supervisory Board at least once a year, except for the audit committee which shall report at least every six months.

Information on the committees' activities provided in the reports shall include information on the committee members, number of committee meetings, and their core activities.

10.7. Based on the results of considering certain issues by the Supervisory Board committee, a decision (minutes) shall be documented in accordance with the procedure established by the regulation on such Supervisory Board committee.

10.8. The functioning of the Supervisory Board committees shall be ensured by the Corporate Secretary, who shall:

- 1) Be responsible for the organization support of preparing and holding meetings of the Supervisory Board committees
- 2) Perform functions of a secretary at the meetings of the Supervisory Board committees, prepare, record and keep minutes of meetings of the Supervisory Board committee
- 3) Maintain correspondence on the activities of the Supervisory Board committee and communicate decisions of the Supervisory Board committees to the stakeholders.

11. Internal Audit

The Supervisory Board may decide to implement the office of an internal auditor (set up the internal audit unit) in the Company. An internal auditor (internal audit unit) shall be appointed by the Supervisory Board, and shall be subordinated and directly



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accountable to the member of the Supervisory Board – Chairman of the Audit Committee. The Internal Audit Unit shall act on the basis of the Regulation approved by the Supervisory Board.

12. Reimbursement of Costs and Remuneration of the Supervisory Board Members

12.1. The financial plan of the Company for each calendar year must provide for the necessary costs to finance work of the Supervisory Board and its committees, as well as the Corporate Secretary.

12.2. The procedure for paying the remuneration to the Supervisory Board members shall be determined by law, the Articles of Association of the Company, as well as by a civil or employment agreement (contract) concluded with each member of the Supervisory Board.

12.3. Apart from the remuneration for performing functions of a Supervisory Board member, the members of the Supervisory Board shall be reimbursed their documented costs for performing their functions of a Supervisory Board member, on the terms and conditions set out in a civil or employment agreement (contract).



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