

APPROVED BY  
the resolution of the Board of Directors  
of PJSC RusHydro  
(Minutes No. 353 dated December 23, 2022)

Regulation on the Insider Information of RusHydro  
(new edition)

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## GLOSSARY

### *Terms*

Company shall mean Public Joint Stock Company Federal Hydrogeneration Company - RusHydro (PJSC RusHydro).

Company Insiders List shall mean a list of persons to be included into the list of persons having access to insider information.

Controller shall mean an official (structural business unit) appointed (determined) by the Chairman of the Management Board – General Director of the Company, whose duties include control over the Company's compliance with the requirements of the legislation of the Russian Federation on insider information and local regulatory documents (acts) of the Company adopted in accordance with it.

Responsible party shall mean a person, whose duties include organizing the fulfillment of the requirements of the legislation of the Russian Federation on insider information and local regulatory documents (acts) of the Company adopted in accordance it.

Financial instruments of the Company – securities of the Company, including bonds, shares, derivative financial instruments, as this term is defined in Federal Law No. 39-FZ dated 22.04.1996 “On the Securities Market”.

Persons related to individuals who have access to the Company's insider information and are included in the Company's Insiders List:

- a) spouse, parents, children, including adopted children, adoptive parents, full- and half-blood siblings of an individual who has access to the Company's insider information, as well as their controlled persons;
- b) persons controlled by an individual who has access to the Company's insider information.

### *Abbreviations*

Regulation - this Regulation on the Insider Information of RusHydro (revised version).

Federal Law No. 224-FZ – Federal Law No. 224-FZ dated 27.07.2010 “On Counteracting the Illegitimate Use of Insider Information and Manipulation of the Market, and on Making Amendments to Separate Legislative Acts of the Russian Federation”.

## 1. GENERAL PROVISIONS

1.1. This Regulation shall govern relationships arising in the Company in connection with the use of information qualified as insider information.

1.2. The Regulation has been developed pursuant to the requirements of the legislation of the Russian Federation on insider information, including Federal Law No. 224-FZ and regulatory acts of the Bank of Russia, the Articles of Association of the Company, the Company's Corporate Governance Code and other internal documents of the Company and is part of the Company's information policy.

1.3. This Regulation has been prepared to further improve the Company's corporate governance practices, bringing them in line with the corporate governance standards and recommendations of the Bank of Russia.

1.4. The Regulation is an internal document of the Company that determines the procedure for access to the Company's insider information; rules for the protection of its confidentiality, restrictions on its use, general rules on the protection of information that constitutes the Company's insider information; the procedure and criteria for classifying information as insider information; a list of persons to be included in the list of persons that have access to insider information; the procedure and terms for disclosure of the Company's insider information; conditions for conducting transactions with financial instruments of the Company.

1.5. Approval of the Company's List of Insider Information, internal control rules aimed at prevention, detection and suppression of illegitimate use of insider information and (or) manipulation of the market, appointment of an official responsible for control over the fulfilment by the Company of the requirements of the legislation of the Russian Federation on insider information, Company's local regulatory documents (acts) adopted in accordance with it, appointment of a person whose duties include organizing the fulfilment of the requirements of the legislation of the Russian Federation on insider information, Company's local regulatory documents (acts) adopted in accordance with it are carried out by the Chairman of the Management Board – General Director of the Company.

## 2. GOALS AND OBJECTIVES OF THIS REGULATION

2.1. The goals of this Regulation are:

2.1.1. Fulfilment by the Company of the requirements of the legislation of the Russian Federation on issues of counteracting the illegitimate use of insider information and manipulation of the market.

2.1.2. Protection of rights and property interests of the shareholders of the Company and other holders of the Company's securities.

2.1.3. Ensuring of the economic security of the Company.

2.1.4. Prevention of price manipulation for the financial instruments of the Company.

2.1.5. Protection of the reputation of the Company and increase of the level of confidence in the Company on the part of the shareholders, creditors, potential investors of the Company, professional securities market participants, public authorities, participants of the international insurance and reinsurance market and other related parties.

2.2. The main objectives of this Regulation are to prevent and suppress cases of illegitimate use of the Company's insider information which is not publicly available and the disclosure of which may affect the market value of the Company's financial instruments that are admitted to trading by the organized tender or in respect of which an application for admission to trading by the specified tender has been filed.

## 3. INSIDER INFORMATION OF THE COMPANY

3.1. For the purposes of this Regulation, insider information shall mean accurate and specific information which has not been disseminated (including information constituting a commercial, official and other secret protected by law), which is connected with the Company or the Company's financial instruments and the dissemination of which may have a significant impact on the prices of the financial instruments of the Company.

3.2. The Company shall compile a List of Insider Information based on the provisions of Federal Law No. 224-FZ and taking into account the peculiarities of the Company's activities.

The Company's insider information includes, among other things, information, the list of which is approved by the regulatory act of the Bank of Russia.

3.3. The List of Insider Information of the Company is compiled in Russian and published on the official website of the Company at [www.rushydro.ru](http://www.rushydro.ru) (hereinafter referred to as the Company's Official Website).

#### 4. INSIDERS OF THE COMPANY

4.1. For the purposes of this Regulation, insiders are individuals and legal entities that have the right to access insider information on the grounds stipulated by the legislation of the Russian Federation.

4.2. The Company shall compile the Insiders List of the Company, which includes, among other things:

4.2.1. Persons who have access to the Company's insider information on the basis of contracts concluded with the Company, including auditors (auditing organizations), appraisers (legal entities with which appraisers have concluded employment contracts), professional securities market participants, credit institutions, insurance organizations.

4.2.2. Members of the Board of Directors, members of the Management Board, Chairman of the Management Board – General Director, members of the Revision Commission of the Company.

4.2.3. Information agencies disclosing information of the Company.

4.2.4. Persons who carry out the assignment of ratings to the Company and its securities.

4.2.5. Individuals who have access to the Company's insider information on the basis of employment and (or) civil law contracts concluded with respective persons.

4.3. Persons admitted to the Company's insider information (hereinafter referred to as Insiders) are not entitled to:

4.3.1. Provide, disseminate and use the insider information without the consent of the Company.

4.3.2. Use the Company's insider information to conduct transactions with the Company's financial instruments to which the Company's insider information relates, at their own expense or at the expense of a third party, except for transactions to fulfill an obligation to purchase or sell the Company's financial instruments, the due date for which has come, if such obligation arose as a result of a transaction conducted before the person became aware of the relevant insider information.

4.3.3. Transfer the Company's insider information to another person, except in cases when this information is transferred to a person included in the Insiders List of the Company in connection with the performance of obligations established by federal laws or in connection with the performance of employment duties or the performance of a contract.

4.3.4. Give recommendations to third parties, oblige or otherwise induce them to purchase or sell the financial instruments of the Company.

4.3.5. Engage in activities related to market manipulation in accordance with Federal Law No. 224-FZ.

4.4. In case of exclusion from the Insiders List of the Company, insiders shall transfer to the Company the available tangible media containing insider information, as well as to destroy the insider information provided to the Insider in electronic form.

4.5. At the request of the Company, Insiders shall notify the Company about their transactions with the Company's securities business and about the signing of contracts that are derivative financial instruments, the price of which depends on such securities, in the manner and within the time limit established by the applicable legislation.

4.6. The liabilities of Insiders in relation to the Company's insider information shall terminate at the time of disclosure of the relevant insider information of the Company in accordance with the procedure prescribed by this Regulation and other internal documents of the Company.

## 5. KEEPING AND SUBMISSION OF THE INSIDERS LIST OF THE COMPANY

5.1. The Company structural business unit defined in accordance with local regulatory documents (acts) of the Company, shall keep and submit the Insiders List of the Company.

5.2. The Insiders List of the Company shall contain the following information:

5.2.1. Full name, date and place of birth, number of the main identity document, information about the date of issue of this document and the issuing authority, registration address, position held, number of the item (numbers of items) of Article 4 of Federal Law No. 224-FZ, in accordance with which an individual is included (excluded) in (from) the Insiders List, and the grounds for inclusion (exclusion) of an individual in (from) the List - for individuals included in the Insiders List of the Company.

5.2.2. Full company name, TIN, PSRN, address of the legal entity indicated in the Unified State Register of Legal Entities or address for the receipt of postal correspondence, number of the item (numbers of items) of Article 4 of Federal Law No. 224-FZ, in accordance with which the legal entity was included (excluded) in (from) the Insiders List and the grounds for inclusion (exclusion) of the legal entity in (from) the Insiders List, or the number of the contract with the legal entity included (excluded) in (from) the Insiders List, in connection with the conclusion (termination) of which the relevant legal entity is included (excluded) in (from) the List.

5.2.3. The date on which the Insiders List of the Company was created or amended.

5.2.4. The date of inclusion of the Insider in the Insiders List of the Company.

5.3. The Insiders List of the Company shall be compiled in electronic form in Russian.

5.4. Legal entities and individuals included in the Insiders List of the Company, as well as those excluded from the Insiders List of the Company shall be notified of the inclusion (exclusion) of the relevant entry as soon as possible, but not later than seven (7) business days from the date of inclusion (exclusion) of these persons in (from) the Insiders List. The notification of the legal entities and individuals included in the Insiders List of the Company about their inclusion in the Insiders List shall be carried out prior to the transfer of insider information to them.

5.5. Notification about the inclusion (exclusion) of a legal entity or individual in (from) the Insiders List of the Company shall be delivered against signature to the Insider, or sent in hard copy by registered mail with acknowledgement of receipt, or sent in the form of an electronic document through the use of software and hardware tools and the Internet, or in the form of an electronic document through the use of information systems and software and hardware complexes of the Company, used for corporate information exchange (including email) for insiders specified in clauses 4.2.2 and 4.2.5 of this Regulation.

5.6. The legal entities and individuals included in the Insiders List of the Company shall provide the Company with their confirmation that they are aware of the obligations arising in connection with access to the Company's insider information, as well as of the liabilities imposed on them for the abuse or improper handling of it, information about which is communicated by the Company simultaneously with sending a notification of the inclusion of these legal entities and individuals into the Insiders List.

5.7. The Company shall transfer the Insiders List of the Company to the market operator, via which transactions with financial instruments are carried out, and to the Bank of Russia at their request in accordance with the procedure established by the legislation of the Russian Federation.

## 6. PROCEDURE AND TERMS OF DISCLOSURE OF INSIDER INFORMATION

6.1. The Company shall disclose information related to insider information in accordance with the requirements established by the legislation of the Russian Federation.

6.2. The Company shall disclose information relating to insider information in the following ways:

6.2.1. Publication in the news feed of the authorized information agency Interfax-TsRKI LLC at:

<http://www.e-disclosure.ru/portal/company.aspx?id=8580> (hereinafter – the News Feed).

6.2.2. Publication on the Official Website of the Company.

6.3. Insider information included into the list of insider information approved by the regulatory act of the Bank of Russia shall be disclosed within the terms established by regulatory acts of the Bank of Russia.

6.4. The insider information of the Company, not included into the list of insider information approved by the Bank of Russia shall be published within the following terms from the date of the relevant fact (event, action) or the date on which the Company became aware or should have become aware of its occurrence:

in the News Feed and on the Official Website of the Company - not later than One (1) day.

6.5. Despite the terms established in clauses 6.3 and 6.4 of this Regulation, the Company strives to disclose the insider information as soon as possible.

6.6. The texts of insider information messages shall be available on the Official Website of the Company for at least One (1) year from the date of their publication.

6.7. Upon disclosure of insider information in the News Feed specified in clause 6.2.1 of this Regulation, the information shall become publicly available.

## 7. TERMS AND CONDITIONS OF TRANSACTIONS WITH FINANCIAL INSTRUMENTS OF THE COMPANY

7.1. The Insiders of the Company are not allowed to use the insider information of the Company for transactions with the Company's financial instruments which are the subject of the insider information.

In order to ensure compliance with this requirement, individuals who have access to the insider information of the Company and are included in the Insiders List of the Company, as well as related parties (hereinafter for the purposes of this section of the Regulation, these persons are referred to as Insiders) shall comply with the terms and conditions for carrying out transactions with the financial instruments of the Company, specified in this section of the Regulation.

7.2. Before carrying out transactions with the financial instruments of the Company, the Insiders shall verify whether the information about the Company used in the transaction is publicly available at the time of the transaction.

7.3. The Insiders of the Company shall refrain from carrying out any transactions with the financial instruments of the Company during the period when they have insider information, including 30 calendar days before the publication of interim or annual accounting (financial) statements of the Company prepared according to the Russian Accounting Standards or consolidated financial statements of RusHydro Group prepared in accordance with the International Financial Reporting Standards (hereinafter referred to as the Reports of the Company).

7.4. If an Insider decides to carry out a transaction with the financial instruments of the Company, it is recommended to carry out such transactions not earlier than two (2) business days and not later than fifteen (15) business days after the issue of the Reports of the Company. However, even during the specified period, the Insiders of the Company should refrain from carrying out any transactions with the financial instruments of the Company if they have the Company's insider information.

7.5. The purchase of the financial instruments of the Company is permitted only for the purpose of long-term ownership of the Company's financial instruments and is not permitted for speculative purposes.

7.6. The responsible party may recommend the Insiders of the Company to refrain from carrying out transactions with the financial instruments of the Company during periods other than those specified in clause 7.3 of this Regulation. In this case, such a recommendation will be communicated to the Insiders by posting on the Official Website of the Company in the Insider Information section, and may be sent by e-mail or by post.

7.7. Carrying-out of transactions with the financial instruments of the Company by the Insiders in violation of the aforementioned conditions for carrying out such transactions shall be the grounds for holding the Insiders of the Company liable under civil law and (or) other types of liability.

## 8. PROCEDURE FOR ACCESS AND RULES FOR THE PROTECTION OF CONFIDENTIAL INSIDER INFORMATION AND CONTROL OVER COMPLIANCE WITH THE REQUIREMENTS OF THE LEGISLATION OF THE RUSSIAN FEDERATION

8.1. This Procedure for Access and rules for the protection of the confidentiality of insider information are aimed at preventing, detecting and suppressing the illegitimate use of insider information by employees and Insiders of the Company.

8.2. The Company shall be guided by the following principles when organizing the process of ensuring access to insider information, its safety and protection:

- the principle of continuity and efficiency of the process of ensuring the protection and safety of insider information;
- the principle of preventing conflicts of interest when handling insider information;
- the principle of compliance of measures to ensure the protection and safety of insider information, including prevention, detection and suppression of its illegitimate use, with the nature and scale of the Company's activities.

8.3. The Company shall take the following measures to ensure access, protection and safety of insider information:

8.3.1. Access to the Company's insider information shall be granted only to those legal entities and individuals, who are included into the Insiders List of the Company and perform their functions under the concluded labor and/or civil law contracts, as well as in accordance with the legislation of the Russian Federation.

8.3.2. Members of the management and control bodies of the Company, as well as the Company employees holding a position not lower than the Director of the Department and included into the Insiders List of the Company have access to any insider information of the Company, except for the cases when their access to certain information is restricted by the Responsible Party of the Company.

Other legal entities and individuals included in the Insiders List of the Company shall have access only to the insider information that is necessary for them to perform their employment and/or other duties under the employment and/or civil law contracts concluded with them. Other insider information of the Company may be provided to such legal entities and individuals with the consent of the Responsible Party of the Company.

8.3.3. If it is necessary to provide access to certain insider information of the Company to legal entities and individuals not included into the Insiders List of the Company, such provision shall be made after their inclusion into the Insiders List of the Company.

8.4. The Company shall have the right to introduce special procedures and measures aimed at protecting insider information from illegitimate use, including, but not limited to the following:

8.4.1. To restrict the rights of access to the Company's insider information for insiders – employees of the Company.

8.4.2. To determine the places and sources of storage of the insider information of the Company and allow access to the insider information of the Company in certain places, from certain information carriers or in certain sources of access.

8.4.3. To use protection systems for information technology systems, which protect against the loss of insider information and unauthorized access to such information, including to provide means for identifying access subjects and access objects, assigning a unique attribute (identifier) to access subjects and objects.

8.4.4. To ensure the location of computer monitors of employees who have access to the Company's insider information, excluding risks of familiarization with insider information by any other persons.

8.4.5. To control the transfer of means of identification of the Company employees, who have access to insider information, to other persons.

8.4.6. To install means of identification to printers and similar devices used by the Company employees who have access to insider information.

8.4.7. To set restrictions on the use of personal means of communication, computers and machine-readable media by the Company employees.



8.4.8. To prohibit unauthorized access to workplaces, computers and machine-readable media of the Company employees who have access to the insider information of the Company.

8.4.9. To conduct negotiations in separate rooms (meeting rooms) that exclude the possibility of unlawful dissemination of information about the fact and content of these negotiations, if there is a risk of illegitimate use of insider information.

8.4.10. To install workplaces of the employees having access to the insider information of the Company in the premises separated from the premises where the workplaces of other employees of the Company are located.

8.4.11. To store documents that contain information constituting insider information in places access to which is restricted.

8.5. The Insiders of the Company who have the right of access to insider information, within the limits of their competence and powers granted in accordance with the established procedure, shall take all possible measures to protect and prevent illegitimate use of insider information.

8.6. The Insiders of the Company shall be prohibited to use computers at workplaces, corporate network, corporate mobile communication, modems from workstations and mobile devices connected to corporate mobile communication to carry out transactions with the financial instruments of the Company in their personal interests.

8.7. The Insider of the Company shall notify the Responsible Party of the Company about intentions to disclose the insider information to any person, including the insider who is not entitled to access it (paragraph 2 of clause 8.3.2 of this Regulation), as well as about any possible or potential leakage of insider information.

8.8. In case the Insider transfers insider information to a legal entity or individual not included in the Insiders List of the Company, the Company Insider shall provide the Responsible Party of the Company with the full name or title of the person to whom the information was disclosed, the date and time of disclosure, the full name of the employee of the entity to whom the information was disclosed (if applicable), their contact details and reasons for disclosure.

8.9. Legal entities or individuals who are not included into the Insiders List of the Company but who have obtained access to insider information, shall:

- cease familiarization with insider information;
- take comprehensive measures to preserve the confidentiality of such insider information;
- exclude dissemination or provision of such insider information;
- act in accordance with the instructions of the Responsible Party of the Company.

8.10. Information on the requirements of the legislation of the Russian Federation on insider information shall be included in the notice of inclusion of a legal entity or individual in the Insiders List of the Company.

Notifications of inclusion of a legal entity or individual in the Insiders List of the Company shall be sent to Insiders in accordance with the procedure prescribed by Section 5 of this Regulation and shall be stored in the Company for at least five (5) years from the date of exclusion of a legal entity or individual from the Insiders List of the Company.

8.11. The current version of the Regulation on Insider Information containing among other things the procedure for access to insider information, rules for the protection of its shall be published on the Official Website of the Company.

## 9. RESPONSIBILITY

9.1. The Insiders of the Company shall be liable for the unlawful use of insider information and (or) market manipulation in accordance with the legislation of the Russian Federation.

9.2. Any legal entity or individual who has disseminated false information shall not be liable for market manipulation if it or he/she did not know and should not have known that the disseminated information is false.

9.3. Any legal entity or individual who has used insider information shall not be liable for the unlawful use of insider information if it or he/she did not know and should not have known that such information is insider information.

9.4. Legal entities or individuals who have suffered losses as a result of the unlawful use of the Company's insider information and (or) manipulation of the market of the Company's financial

instruments shall be entitled to claim compensation from the persons whose actions resulted in such losses.

## 10. FINAL PROVISIONS

10.1. This Regulation and amendments thereto shall be approved by the Board of Directors of the Company.

10.2. Issues not regulated by this Regulation shall be governed by the legislation of the Russian Federation, the Articles of Association of the Company and other internal documents of the Company.

10.3. If, as a result of amendments made to the legislation of the Russian Federation, certain articles of this Regulation come into conflict with the legislation of the Russian Federation, they become invalid and, until this Regulation is amended, the Company shall be governed by the laws and subordinate laws of the Russian Federation.