

# Corporate governance in 2023

A leading player in the transport and logistics industry, FESCO is guided by best standards and practices while retaining its own well-established competences.

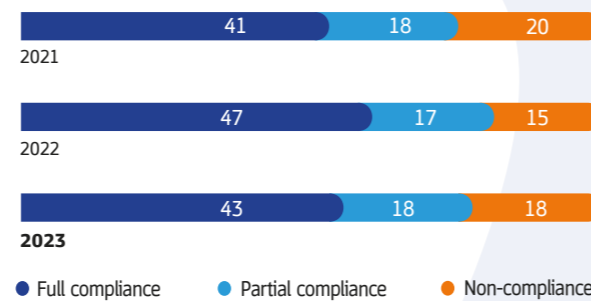
In 2023, FESCO's corporate governance was geared towards preserving and improving the efficiency of the Group's operations amid sanctions and actions of unfriendly countries that sought to undermine the Russian economy, including the transport industry, and that affected corporate resilience of Russian companies. Despite the restrictions in place, the Company's corporate governance framework was fully compliant with requirements for the Level 2 Quotation List of the Moscow Exchange, as well as with the requirements of the applicable laws, which is in line with the expectations of the Company's shareholders and stakeholders.

In assessing the quality of corporate governance, FESCO also relies on the Bank of Russia's Corporate Governance Code<sup>1</sup>, which defines relevant principles. The Report on Compliance with the Principles and Recommendations of the Corporate Governance Code pre-approved by the Company's Board of Directors as part of the annual report details the extent of the compliance.

In the reporting year, the number of principles of the Corporate Governance Code that the Company fully complied with saw a decrease, primarily because we were forced to limit our disclosure in response to unfriendly states' sanctions in order to protect the interests of FESCO and respect the rights and interests of all stakeholders.

As a result of consistent efforts to enhance corporate governance over the past few years, in 2023, FESCO won the highest platinum status in Forbes' corporate governance rating of companies.

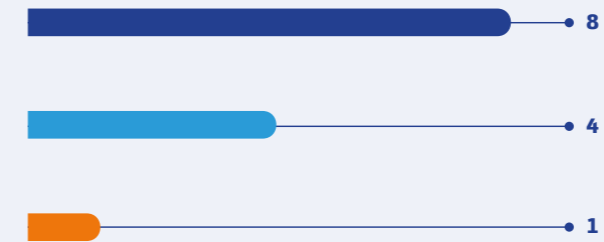
## Compliance with the Bank of Russia's Corporate Governance Code in 2021–2023



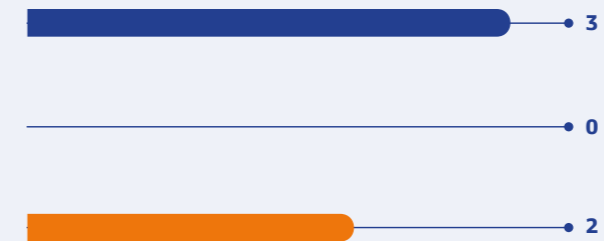
## Compliance with the Bank of Russia's Corporate Governance Code in 2023<sup>1</sup>

● Full compliance ● Partial compliance ● Non-compliance

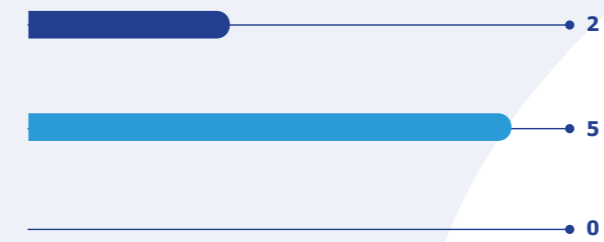
### Shareholder rights and equitable treatment of shareholders



### Material corporate actions



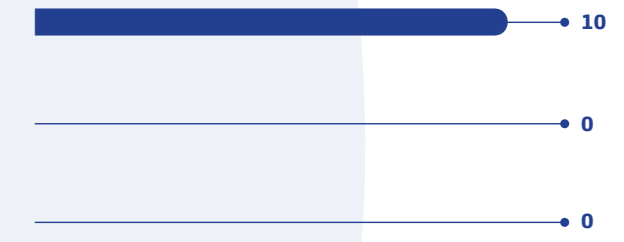
### Disclosures and the Company's information policy



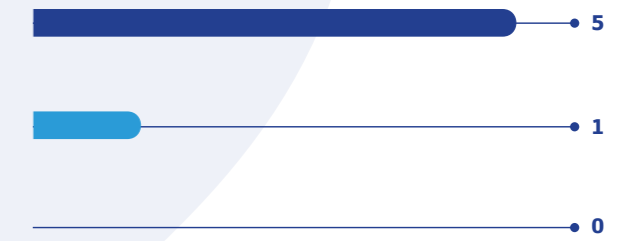
### Corporate secretary



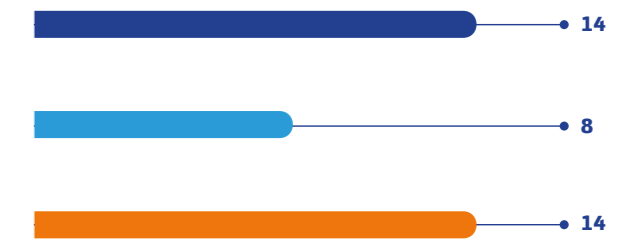
### Remuneration of directors, members of executive bodies and other key officers



### Risk management and internal controls



### Board of directors, committees, competencies and independence



<sup>1</sup> Statistics is provided based on the 2023 Report on Compliance with the Principles and Recommendations of the Corporate Governance Code recommended by the Bank of Russia, Letter of the Bank of Russia No. IN-06-28/102 dated 27 December 2011 On Disclosure of Compliance with the Principles and Recommendations of the Corporate Governance Code in the Annual Report of a Public Joint Stock Company.