



## **SISTEMA PUBLIC JOINT STOCK FINANCIAL CORPORATION**

Annual General Meeting of Shareholders of Sistema PJSFC, 24 June 2017, Moscow, 13/1 Mokhovaya St

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### **Information about candidates nominated to the Board of Directors of Sistema PJSFC**

All candidates listed below have been recommended by the Board of Directors of Sistema PJSFC (the "Company") and the Remuneration, Nomination and Corporate Governance Committee of the Board of Directors of Sistema PJSFC (the "Committee") for election to the new Board of Directors of Sistema PJSFC. The Company has obtained consent of all candidates to be elected to the Board of Directors.

The Company's Board of Directors in its resolution dated 20 May 2017 (minutes No.06-17 dated 22 May 2017) included the following candidates in the voting list for election of the Company's Board of Directors:


- 1) Vladimir Evtushenkov,
- 2) Anna Belova,
- 3) Sergey Boev,
- 4) Andrey Dubovskov,
- 5) Felix Evtushenkov,
- 6) Ron Sommer,
- 7) Robert Kocharyan,
- 8) Jean Pierre Jeannot Krecké,
- 9) Roger Llewelyn Munnings,
- 10) Mikhail Shamolin,
- 11) David Iakobachvili.

Anna Belova was included in the list of candidates nominated for election to the Board of Directors of the Company as independent director following the proposal of minority shareholders.

At its meeting on 19 May 2017 (minutes No.04-17 dated 19 May 2017), the Committee performed a preliminary assessment of candidates in terms of their independence, based on requirements set out in the Corporate Governance Code approved by the Russian Central Bank, the Listing Rules of the Moscow Exchange and the Terms of Reference of the Board of Directors of the Company, and decided that the following candidates, if elected, should be assigned the status of an independent director:

- 1) Anna Belova,
- 2) Robert Kocharyan,
- 3) Jean Pierre Jeannot Krecké,
- 4) Roger Llewelyn Munnings,
- 5) David Iakobachvili.

After election of the new Board of Directors of the Company at the Annual General Meeting of Shareholders of Sistema PJSFC, the Board of Directors will assign each elected member the status of an independent, non-executive or executive director.

Name	Brief biography
<p><b>Vladimir Evtushenkov</b></p> 	<p>Born in 1948 in the Smolensk region.</p> <p>In 1973, graduated from the Moscow Mendeleev Institute of Chemical Technology, and in 1980, from the Economics Department of the Moscow Lomonosov State University. Holds a PhD degree in Economics.</p> <p>1975 - 1982 - Shop manager; deputy director; chief engineer, the Karacharovo Plastics Factory.</p> <p>1982 - 1987 - Chief engineer, first deputy CEO, the Polymerbyt Research and Manufacturing Association.</p> <p>1987 - 1988 - Head of the Technical Department, then head of the Main Department of Science and Technology, the Moscow City Executive Committee.</p> <p>1990 - Chairman of the Moscow Municipal Committee for Science and Technology.</p> <p>1993 - Founded Sistema Joint-Stock Financial Corporation together with a group of associates.</p> <p>Principal shareholder, Chairman of the Board of Directors and Chairman of the Strategy Committee of the Board of Directors of Sistema PJSFC.</p> <p>Member of a number of government commissions, actively involved in decision-making for improvement of competitiveness of the Russian industry, development of high technologies and innovations, science and culture; chairman of the Russian-Arab Business Council, member of the management boards of the main associations of entrepreneurs in Russia - the Russian Union of Industrialists and Entrepreneurs and the Russian Chamber of Commerce and Industry.</p> <p>Chairman of the Council of Trustees of the Fund for Development of the State Russian Museum "Friends of the Russian Museum". Member of the Board of Trustees of Sistema Charitable Foundation.</p> <p>Share in the authorised capital of Sistema PJSFC – 64.1939%.</p>

## Anna Belova



Born in 1961 in Aleksandrovsk, the Sakhalin region.

In 1984, graduated from the Moscow Engineering Physics Institute. PhD (economics), professor of the Higher School of Economics.

2001-2003 - Deputy Railway Minister of Russia.

2004-2005 - deputy chair of the Management Board, vice president for corporate governance, reform and computerisation, OJSC Russian Railway.

2005-2007 - advisor to the head of the Federal Nuclear Energy Agency.

2005-2007 - first deputy CEO, OJSC TekhSnabExport.

2007-2011 - member of the Management Board, deputy CEO, director for strategy, corporate development and integration, OJSC SUEK.

2008-2016 - member of the Board of Directors (independent director), OJSC Sheremetyevo International Airport.

Member of the boards of directors of: PJSC Unipro, JSC High-Speed Rail Lines.

Author of over 50 articles and academic papers on economics, entrepreneurship, management strategy and business transformation.

Holder of various public and government awards:

2010 - winner of the Russian national competition organised by the Russian Union of Industrialists and Entrepreneurs and the Association of Independent Directors in the category "Independent Director of the Year."

2014 - winner of the award "Best Corporate Director among Companies Partially Owned by Government" in the category "Best Board Chairperson" established by the National Association of Corporate Directors and Top Managers.

2014 - winner of ARISTOS, the Russian national award in the area of management, in the category "Best Independent Director."

Share in the authorised capital of Sistema PJSFC – 0%.

## **Sergey Boev**



Born in 1953 in Moscow.

In 1978, graduated from the All-Union Correspondence Law Institute, in 1984, from the Moscow Ordzhonikidze Institute of Management. Holds PhD degrees in Economics and Engineering. Professor.

Winner of the State Prize of the Russian Federation in science and technologies. Awarded the Order of Honour. Awarded the titles of the honoured economist of Russia and the honoured radio engineer of Russia.

Member of the Russian President's Council for Economic Modernisation and Innovative Development of Russia, the Working Group for Technological Development of the Russian President's Economic Council, the Federation Council's council on legislative support for the defence industry and military technical cooperation, the Science and Technology Council of the Military and Industrial Commission of the Russian Government, and the Academic Board of the Russian Security Council; co-chairman of the working group for innovations of the EU-Russia Industrialists' Round Table; full member of the Academy of Military Science; head of the Intelligent Information and Radiophysical Systems Department of the Moscow Institute of Physics and Technology; professor of the Radio Engineering Department of the National Research Mordovian State Ogarev University.

1971-1999 - Worked at the Mintz Radio Technology Institute where he made a career from fitter's apprentice to CEO.

2000 - 2008 - CEO, OJSC RTI Concern.

2008 - 2011 - Vice President, Head of the High Technology and Industry Business Unit, Sistema PJSFC.

2011-2016 - CEO, OJSC RTI.

Since 2016 - Chief Designer, OJSC RTI.

2012 - Appointed Chief Designer of the National Missile Warning System.

Chairman of the Board of Directors of OJSC RTI, OJSC Mintz Radio Technology Institute, OJSC Research Institute of Long-Range Radio Communications, member of the Board of Directors of Almaz-Antey Concern and a number of other companies.

Member of the Boards of Trustees of Sistema Charitable Foundation, the Russian Admirals' Club and the Suvorov Military School in Tver.

Member of the Board of Directors of Sistema PJSFC since 2013. Deputy Chairman of the Board of Directors, Chairman of the Ethics and Control Committee, member of the Strategy Committee and the Nomination, Remuneration and Corporate Governance Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0532%.

**Andrey Dubovskov**



Born in 1966.

In 1993, graduated from the Gerasimov State Institute of Cinematography with a degree in Film Direction.

Has an extensive experience in the telecom sector: Since 1993, he has held managerial positions at Millicom International Cellular, LLC Regional Cellular Telecommunications, CJSC 800 and other companies in Moscow, Almaty, Nizhny Novgorod and other cities. 2002 - 2004 - CEO, Tele2 (Nizhny Novgorod).

2004 - 2006 - Director, the Nizhny Novgorod branch, OJSC MTS. 2006 - 2007 - Director, the Ural Macro Region, OJSC MTS. In 2007, he became first deputy CEO of CJSC UMS (MTS Ukraine) and in 2008 was appointed CEO of MTS Ukraine.

Appointed president, chairman of the management board of PJSC MTS in April 2011.

Member of the Supervisory Board of MTS Ukraine. Chairman of the board of directors of PJSC MGTS, JSC RTC, LLC Mobile TeleSystems (MTS Belarus).

Member of the Board of Directors of Sistema PJSFC since 2015. Member of the Strategy Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0049%.

**Felix Evtushenkov**



Born in 1978 in Moscow.

In 2000, graduated from the Griboyedov Institute of International Law and Economics with a degree in law.

1999 - 2000 - Assistant to President of CJSC Sistema Invest, Executive Director of Industry Department at Sistema PJSFC.

2000 - 2006 - Deputy CEO, CEO at CJSC Sistema Hals.

2006 - 2008 - President at OJSC Sistema Hals.

2008 - 2011 - Vice President, Head of Consumer Assets Business Unit at Sistema PJSFC.

2011 - 2011 - First Vice President, Head of Core Assets Business Unit at Sistema PJSFC.

From 2012 - First Vice President, Sistema PJSFC.

Chairman of the Board of Directors of OJSC BPGC and some other companies.

Member of the Board of Directors of Sistema PJSFC since 2015. Member of the Strategy Committee and the Ethics and Control Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.1505%.

## Ron Sommer



Born in 1949.

In 1971, obtained a doctoral degree in mathematics from the University of Vienna.

1980-1986 - managing director, German branch, Sony Group.

1986-1990 - chairman of the Management Board, Sony Deutschland.

1990-1995 - president and CEO, Sony Corporation USA, from 1993 - Sony Europe.

1995-2002 - chairman of the Management Board, Deutsche Telekom AG.

2004-2009 - member of the Board of Directors, Motorola Inc., USA.

2005-2011 - member of the Board of Directors (independent director) of Sistema PJSFC, chairman of the Investor Relations Committee of the Board.

2009 - 2011 - first vice president, head of the Telecom Assets Business Unit, Sistema PJSFC.

Since June 2009 - chairman of the Board of Directors of PJSC MTS, chairman of the Strategy Committee of the Board of Directors, PJSC MTS.

Mr Sommer is very active in the area of corporate governance, he is chairman of the Supervisory Board of MTS Ukraine, member of the Supervisory Board of Munich Reinsurance, Germany, and member of the Board of Directors of Tata Consultancy Services, India.

Share in the authorised capital of Sistema PJSFC – 0%.

## **Robert Kocharyan**



Born in 1954 in Stepanakert, Nagorno-Karabakh Autonomous Region.

In 1982, graduated from the Yerevan Polytechnic Institute.  
1991 - 1994 - Deputy of the first Supreme Council of the Nagorno-Karabakh Republic (NKR), Chairman of the State Defence Committee of the NKR and Prime Minister of the NKR.

1994 - 1997 - President of the NKR.

1997 - 1998 - Prime Minister of the Republic of Armenia.

1998 - 2008 - President of the Republic of Armenia.

Member of the Board of Directors of Sistema PJSFC since 2009.  
Chairman of the Nomination, Remuneration and Corporate Governance Committee, member of the Strategy Committee and the Ethics and Control Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0133%.



## **Jeannot Krecké**



Born in 1950 in Luxembourg.

Graduated from the Free University of Brussels. Further education in economics, accounting and taxation. Co-author of the annual manual on taxation in Luxembourg and of books on tax control and tax fraud monitoring.

2004 - Minister of Sport, Luxembourg.

2004 – 2011 - Minister of Economics and Foreign Trade, Luxembourg, representative of the Luxembourg Government in the Council of Ministers of the European Union.

1987 – 1997 - Co-founder and President of the Alzheimer Association Luxembourg.

Since 1997 - President of the Alzheimer Foundation.

1970 – 1977 - Played for the Luxembourg national football team; participated in transatlantic and polar expeditions (Greenland, Svalbard).

Member of the Board of Directors of Sistema PJSFC since 2012.

Member of the Audit, Finance and Risks Committee and the Investor Relations and Dividend Policy Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0106%.

## **Roger Munnings**



Born in 1950 in the United Kingdom.

Graduated from the Oxford University with a degree of Master of Arts in Politics, Philosophy, Economics.

Member of the UK Government's working group on trade and investments between Great Britain and Russia, Chairman of the Institute of Audit Committees of Russia.

Roger had a long and successful career with the international auditor KPMG (1974-2008), including during his time as the President and Managing Partner of KPMG in Russia and the CIS (1996-2008), as well as Chairman of the world energy and natural resources committee of KPMG (1993-2008). Member of the Institute of Certified Accountants of England and Wales.

Member of the Board of Directors of Sistema PJSFC since 2010. Chairman of the Audit, Finance and Risks Committee, member of the Investor Relations and Dividend Policy Committee, the Nomination, Remuneration and Corporate Governance Committee and the Ethics and Control Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0123%.

## **Mikhail Shamolin**



Born in Moscow in 1970.

In 1992, graduated from the Moscow Automobile and Road Construction Institute,

and in 1993 from the Russian Presidential Academy of Public Administration.

In 1996-1997, completed a finance and management course for senior executives at the Wharton School of Business.

In 1998-2004, worked for McKinsey&Co, an international consultancy firm.

2004 - 2005 - Managing Director for the Ferroalloys Division, Interpipe Corp (Ukraine).

2005 - 2011 - Vice President for Sales and Customer Service, then Vice President, Head of Business Unit, President of OJSC MTS Russia.

On 10 March 2011, appointed President of Sistema PJSFC. On 15 March 2014, the Board of Directors reappointed Mr Shamolin President and Chairman of the Management Board of Sistema for a new three-year term.

Chairman of the Management Board of Sistema PJSFC. Member of the Strategy Committee and the Investor Relations and Dividend Policy Committee of the Board. Member of the Board of Trustees of Sistema Charitable Foundation.

Share in the authorised capital of Sistema PJSFC – 0.3126%.

**David Iakobachvili**

Born in 1957 in Georgia.

Graduated from the Civil and Industrial Engineering Department of the Georgian Technical University in Tbilisi.

1986 - 2000 - Private entrepreneur involved in various projects: official dealership of General Motors cars, tourism and hotel business, timber processing, retail, communications and banking.

1992 - One of the founders of a well-known dairy products company, Wimm-Bill-Dann.

1992 - 2011 - Member and later Chairman of the Board of Directors, Wimm-Bill-Dann.

President of LLC Orion Naslediye. Member of the boards of directors of a number of companies.

Member of managing bodies of various Russian and international organisations: Vice President and member of the Management Bureau of the Russian Union of Industrialists and Entrepreneurs (RSPP), head of the RSPP Committee for Corporate Social Responsibility and Demographic Policy, chairman of the RSPP United Ethics Committee, chairman of the board of RusBrand, president of the Russian-American Business Council, member of the board of the Russian Chamber of Commerce and Industry, the General Council of LLC Business Russia, the World Economic Forum in Davos, of the President's Global Council at New York University, the Public Council of the Russian Culture Ministry, the Coordination Council for Intellectual Property Protection.

Member of the Board of Directors of Sistema PJSFC since 2011. Chairman of the Investor Relations and Dividend Policy Committee, member of the Strategy Committee, the Nomination, Remuneration and Corporate Governance Committee, and the Audit, Finance and Risk Committee of the Board.

Share in the authorised capital of Sistema PJSFC – 0.0171%.