EXPLANATORY NOTE

Approval of the amount of remuneration and compensation to be paid to the members of the Board of Directors of PJSC MMK

Pursuant to the Federal Law of the Russian Federation "On Joint-Stock Companies", by resolution of the Annual General Meeting of Shareholders, members of the Board of Directors may be paid remuneration and (or) reimbursed for expenses related to the performance of their duties as members of the Board of Directors during their term of office. The size of such remuneration and compensation is determined by the General Shareholders' Meeting.

The procedure for payment of remuneration to members of MMK's Board of Directors is set out in Regulations "On the Procedure for Payment of Remuneration and Reimbursement of Expenses to Members of MMK's Board of Directors".

Remuneration is fixed and payable to independent and non-executive directors for fulfillment of their duties as members of the Board of Directors of the Company.

The amount of remuneration is determined by the contracts signed with independent and non-executive members of the Board of Directors of the Company in accordance with the procedure stipulated by the Regulations on the Board of Directors of PJSC MMK.

Compensation of expenses incurred by members of the Board of Directors of the Company for the performance of their duties shall be made on the basis of actually incurred expenses supported by documents submitted to confirm such expenses. The expenses are reimbursed by the Company within 10 calendar days after submission of the documents confirming the incurred expenses.

Reimbursable expenses include:

- travel to and from the place of meeting of the Board of Directors;
- payment for taxi services;
- payment for communication services and mail;
- hotel expenses;
- other expenses stipulated by the terms of the agreement with the member of the Board of Directors.

Based on the recommendation of the Remuneration and Nominations Committee of the Board of Directors of MMK PJSC, the Board of Directors recommended that the annual general shareholders' meeting set the amount of remuneration and compensation payable to members of the Board of Directors of MMK PJSC during their term of office in 2026–2027 at RUB 165 million (Minutes No. 11 dated April 24, 2026).

Draft resolution:

To approve the amount of remunerations and compensations to be paid to the members of the Board of Directors of PJSC MMK for their duties in 2026-2027, totaling 165 million rubles