VTB Group Today Management Report Corporate Governance

VTB Group outstanding public debt and hybrid capital instruments

SUBORDINATED DEBT

INSTRUMENT	PLACEMENT	MATURITY DATE / PUT OR CALL OPTION	COUPON	ISIN	CURRENCY	AMOUNT, MLN
Tier 1 perpetual eurobond	August 2012	(December 2022) ¹	9.50%	XS0810596832	USD	2,250
Series 21 EMTN 2 (Tier 2 subordinated debt instrument)	October 2012	October 2022	6.95%	XS0842078536	USD	1,500
Series 4 EMTN 3 (Tier 2 subordinated debt instrument)	July 2014	October 2024	5.00%	CH0248531110	CHF	350
Series T2-3 (Tier 2 subordinated debt instrument)	December 2019	May 2030 (May 2025)	8.40%	RU000A1014J2	RUB	20,000
Series SUB-T2-1 (Tier 2 subordinated debt instrument)	October 2020	April 2031 (April 2026)	7.60%	RU000A102879	RUB	70,000
Series SUB-T2-2 (Tier 2 subordinated debt instrument)	October 2020	April 2031 (April 2026)	Bank of Russia key rate + 2.2%	RU000A102887	RUB	20,000
Series SUB-T1-1 (Tier 1 perpetual subordinated debt instrument)	February 2021	(August 2026) ²	5.00%	RU000A102QJ7	USD	825
Series SUB-T1-2 (Tier 1 perpetual subordinated debt instrument)	February 2021	(August 2026) ²	3.75%	RU000A102QL3	EUR	190
Series SUB-T1-3 (Tier 1 perpetual subordinated debt instrument)	February 2021	(August 2026)	SOFR + 4.5%	RU000A102QM1	USD	89
Series SUB-T1-4 (Tier 1 perpetual subordinated debt instrument)	February 2021	(August 2026)	EURIBOR+4.15%	RU000A102QN9	EUR	19

OTHER BONDS

	CURRENCY	OUTSTANDING AMOUNT, MLN
Ordinary bonds		
Investment bonds	RUB	32,000
Structural bonds	RUB	1,300

Fixed coupon until the first call option (6 December 2022), then reset for every 10 years.

Report on compliance with the principles and recommendations of the Corporate Governance Code

This report on compliance with the principles and recommendations of the Corporate Governance Code was reviewed by the Supervisory Council of VTB Bank at its meeting on 23 April 2021 within the framework of the Annual Report for 2020. VTB Bank's Supervisory Council confirms that the data provided in this report present complete and accurate information about the Company's compliance with the principles and recommendations of the Code of Corporate Governance in 2020.

NO.	PRINCIPLES OF CORPORATE GOVERNANCE	CRITERIA FOR ASSESSING COMPLIANCE WITH THE RELEVANT PRINCIPLE OF CORPORATE GOVERNANCE		ATUS COMPLIANCE 1	COMMENTS / EXPLANATION ²				
1.1	The company shall ensure equal and fair treatment for all its shareholders in exercising their rights to participate in the management of the company.								
1.1.1	The company creates the best possible conditions for its shareholders to participate in the General Meeting, for the development of sound positions related to agenda items at the General Meeting, for coordinating their activities, as well as an opportunity to express their views on the issues under consideration.	There is a publicly available internal company bylaw, approved by the General Meeting of Shareholders, that governs the procedures for conducting General Meetings. The company has established a straightforward means of communicating with the company, such as a hotline, email or online forums, allowing shareholders to express their opinions and send questions regarding the agenda during preparations for the General Meeting. The company undertook such actions before every General Meeting that took place during the reporting period.		Compliance Partial compliance Non-compliance					
1.1.2	The procedure for giving notice of the General Meeting and the provision of materials for the General Meeting gives shareholders an opportunity to properly prepare for participation in the meeting.	Notice of an upcoming General Meeting of Shareholders is posted (published) on the website no later than 30 days before the date of the General Meeting. The notice about an upcoming meeting indicated the place of the meeting and the documents required for admission to the premises. Shareholders were provided with access to information about who proposed the agenda items and who nominated individuals to the Board of Directors and the Statutory Audit Commission.		Compliance Partial compliance Non-compliance					

230 Annual Report '20 //vtb.com

Fixed coupon until the first call option (6 December 2022), then reset for every 10 years.

Fixed coupon until the first call option (3 August 2026), then reset for every 5 years.

[&]quot;Compliance" is indicated only if the company meets all the criteria for assessing compliance with the respective principle of corporate governance. Otherwise,

the status of "partial compliance" or "non-compliance" is indicated.

A status is assigned for each criterion that is used to assess compliance with corporate governance principles in the event that the company meets only part of the criteria or does not meet any of the criteria for assessing compliance with the principle. If the company indicates "compliance", then no further explanation is required.