

## Report on voting results at the General Meeting of Shareholders of PJSC Detsky Mir

dated 30 December 2022

Full company name: **Public Joint Stock Company Detsky Mir** (the "Company").

Location: **Moscow, Russian Federation.**

Address: **37 Prospekt Vernadskogo, Bld. 3, Moscow, 119415.**

The type of the General Meeting: **Extraordinary.**

The form of the meeting: **absentee voting.**

The record date to determine persons eligible to participate in the General Meeting of Shareholders: **28 November 2022.**

Date of the General Meeting: **29 December 2022.**

**Information on the registrar performing the duties of the counting commission:**

Full name: **Joint Stock Company Independent Registrar Company R.O.S.T.**

Location: **Moscow, Russian Federation.**

Registrar's address: **Moscow, st. Stromynka, 18, bldg. 5B, 107076**

Person authorized by JSC NRK - R.O.S.T.: **Akhmatov Igor by power of attorney No. 673 dated December 29, 2021.**

### AGENDA OF THE MEETING:

1. On approval of the restated Articles of Association of Detsky Mir Public Joint-Stock Company.
2. On reorganization of Detsky Mir Public Joint-Stock Company in the form of spin-off of DM Limited Liability Company.

#### Voting results and resolutions:

##### Agenda item 1:

Number of votes on the agenda item from the persons eligible to participate in the General Meeting	739 000 000
Number of votes on the agenda item attributable to voting shares in the Company, stipulated in paragraph 4.24 of Bank of Russia Regulations No. 660-P On General Meetings of Shareholders dated 16 November 2018	739 000 000
Number of votes on the agenda item from the persons who participated in the General Meeting	405 364 317

A quorum is present for the agenda item **54.8531%**.

#### Voting results:

<b>Number of votes IN FAVOR</b>	<b>396 882 150</b>	<b>97.9075%</b>
Number of votes AGAINST	8 465 466	2.0884%
Number of votes ABSTAINED	9 720	0.0024%
Number of votes on the agenda item that were not counted due to invalid ballots or other reasons	6 981	0.0017%
<b>Total</b>	<b>405 364 317</b>	<b>100.0000</b>

\* The percentage is based on the number of votes on the agenda item from the persons who participated in the General Meeting, stipulated in paragraph 4.24 of Bank of Russia Regulations No. 660-P On General Meetings of Shareholders dated 16 November 2018.

#### Resolution of the General Meeting of Shareholders:

1. On approval of the restated Articles of Association of Detsky Mir Public Joint-Stock Company.

##### Agenda item 2:

Number of votes on the agenda item from the persons eligible to participate in the General Meeting	739 000 000
Number of votes on the agenda item attributable to voting shares in the Company, stipulated in paragraph 4.24 of Bank of Russia Regulations No. 660-P On General Meetings of Shareholders dated 16 November 2018	739 000 000
Number of votes on the agenda item from the persons who participated in the General Meeting	405 364 317

A quorum is present for the agenda item **54.8531%**.

#### Voting results:

<b>Number of votes IN FAVOR</b>	<b>396 878 100</b>	<b>97.90652%</b>
Number of votes AGAINST	8 482 837	2.09265%
Number of votes ABSTAINED	2 810	0.00069%

Number of votes on the agenda item that were not counted due to invalid ballots or other reasons	570	0.00014%
<b>Total</b>	<b>405 364 317</b>	<b>100.00000</b>

\* The percentage is based on the number of votes on the agenda item from the persons who participated in the General Meeting, stipulated in paragraph 4.24 of Bank of Russia Regulations No. 660-P On General Meetings of Shareholders dated 16 November 2018.

#### **Resolution of the General Meeting of Shareholders:**

1. Party B - Detsky Mir Public Joint-Stock Company (OGRN (Primary State Registration Number) 1027700047100) 1027700047100, hereinafter referred to as "Detsky Mir PJSC") in the form of a spin-off of DM Limited Liability Company (hereinafter referred to as DM LLC).
2. Establish a legal entity, being a limited liability company, by reorganization in the form of a spin-off from Detsky Mir PJSC:
  - 2.1. full name: in Russian - Общество с ограниченной ответственностью «ДМ», in English - DM Limited Liability Company;
  - 2.2. abbreviated name: in Russian - ООО «ДМ», in English - DM LLC;
  - 2.3. Location: Russian Federation, Moscow.
3. Establish the authorized capital of DM LLC at the expense of the additional capital of Detsky Mir PJSC in the amount of 10,000 (ten thousand) rubles.
4. Determine that 100% of shares in the authorized capital of DM LLC with a nominal value of 10,000 (ten thousand) rubles, upon its spin-off from Detsky Mir PJSC, shall be distributed in favor of Detsky Mir PJSC
5. Elect Maria Sergeevna Davydova General Director of DM LLC, [ID details] and conclude an employment contract with her from the time of state registration of DM LLC. On behalf of Detsky Mir PJSC, an employment contract with the General Director of DM LLC shall be signed by the chairperson of this Meeting. The term of office of the General Director shall be 5 years.
6. Approve the Articles of Association of DM LLC.
7. Approve the Deed of Transfer.
8. Determine the following procedure and conditions for spin-off of DM LLC:
  - 8.1. Detsky Mir PJSC, within 3 (three) working days from the date of passing a resolution on reorganization, shall notify in writing the authorized state body in charge of state registration of legal entities of the commencement of the reorganization procedure;
  - 8.2. Detsky Mir PJSC, within 5 (five) working days after the date of sending a notice of commencement of the reorganization procedure to the authority carrying out state registration of legal entities, shall send a written notice to the creditors known to it of the commencement of the reorganization procedure;
  - 8.3. After the date of passing the resolution on the reorganization, but not later than the date of completion of the reorganization, Detsky Mir PJSC shall arrange the inventory-taking of property.
  - 8.4. Detsky Mir PJSC, after making an entry in the Unified State Register of Legal Entities about commencement of the reorganization procedure, shall publish a notice on reorganization of the Company two times with a periodicity of once a month in the media, in which data on state registration of legal entities are published. Creditors of Detsky Mir PJSC are provided with guarantees provided for in Article 60 of the Civil Code of the Russian Federation;
  - 8.5. at the request of the shareholders who voted against the resolution on reorganization in the form of a spin-off or did not take part in voting on this issue, Detsky Mir PJSC, in accordance with Articles 75, 76 of the Federal Law No. 208-FZ dd. December 26, 1995 "On Joint-Stock Companies" shall repurchase shares from the shareholders of Detsky Mir PJSC in the manner and within the time limits established by legislation, at a price determined by the Board of Directors of Detsky Mir PJSC.
  - 8.6. perform other actions and activities related to the reorganization of Detsky Mir PJSC in the form of a spin-off, in the manner and within the time limits established by the legislation of the Russian Federation.

**Chairperson of the Meeting** [signature] I. Timchenko

**Secretary of the Meeting** [signature] D. Bogatov