

APPROVED

by the RESOLUTION OF THE BOARD OF DIRECTORS

of DETSKY MIR PJSC

Minutes No. 21 dd. November 14, 2022

**Notice
on holding the Extraordinary General Meeting of Shareholders of DETSKY MIR PJSC**

DEAR SHAREHOLDERS!

The Board of Directors of Detsky Mir PJSC Public Joint-stock Company (hereinafter referred to as the Detsky Mir PJSC, the Company) hereby notifies you of holding an Extraordinary General Meeting of Shareholders of the Company (hereinafter referred to as the "Meeting").

The form of the Meeting is absentee voting.

Mailing address for sending completed and signed voting ballots: IRC – R.O.S.T. JSC, 18 Stromynka str., bldg. 5B, Moscow, 107076, Russian Federation.

In case the ballot is signed by a representative or a successor, it is necessary to attach a document (power of attorney) certifying their powers or a copy thereof, attested by a notary, to the ballot.

Final date to accept voting ballots: December 29, 2022.

The final day for accepting voting ballots and filling out their electronic form on the Website specified in this Notice of the Extraordinary General Meeting of Shareholders is the day preceding the deadline for accepting voting ballots.

Date on which persons entitled to attend the Meeting are determined (recorded): November 28, 2022.

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.*

Categories (types) of shares the holders of which have the right to vote on all or some of the issues on the agenda of the Meeting: ordinary shares, state registration number of the issue: 1-0200844-A dd February 11, 2014, international securities identification code (ISIN) RU000A0JSQ90.

Shareholders shall have the right to study the draft documents and information (materials) on the agenda of the Meeting at the corporate secretariat of Detsky Mir PJSC from 10:00 am to 05:00 pm (local time) on working days at the address: 3, 3-rd Nizhnelikhoborsky Proezd, bldg. 6, Moscow, 127238, from November 29, 2022 to December 29, 2022.

See all materials to be provided to shareholders in preparation for the Meeting of Detsky Mir PJSC on the web-page of Detsky Mir PJSC on the internet (<https://ir.detmir.ru/general-meeting-of-shareholders/>).

Please note that in preparation for the Meeting, shareholders are given the opportunity to ask questions to the members of the executive bodies and the Board of Directors of Detsky Mir PJSC on the agenda of the Meeting, as well as express their opinion on the agenda items of the Meeting by sending relevant messages to the e-mail address shareholder@detmir.ru.

Persons exercising their rights in securities the rights in which are accounted for by a nominee, a foreign nominee, a foreign organization entitled in accordance with its personal law to register and assign rights to securities, may participate in the Meeting and exercise the right to vote under the procedure established by Article 8.9 of the Federal Law dd. April 22, 1996 No. 39-FZ “On the Securities Market”, using electronic means through the depository accounting system.

Persons entitled to participate in the Meeting of Detsky Mir PJSC can register to participate in the Meeting through the personal account of the registrar of Detsky Mir PJSC - Independent Registrar Company R.O.S.T. Joint-Stock Company (IRC – R.O.S.T. JSC), located at: 18, Stromynka str., bldg. 5B, room IX Moscow, 107076, INN (Taxpayer Identification Number) 7726030449, OGRN (Primary State Registration Number) 1027739216757 (hereinafter referred to as the “Registrar”), fill out the electronic ballot form and vote with such ballots on the website in the Internet information and telecommunication network: (website page address - <https://lk.rrost.ru/>).

On the shareholder's rights

The agenda of the Meeting of Detsky Mir PJSC includes the issue of reorganization.

If the Meeting passes a resolution to reorganize Detsky Mir PJSC in the form of a spin-off of DM LLC (second item on the agenda), the shareholders of Detsky Mir PJSC who voted “against” passing a resolution on reorganization at the Meeting or did not take part in voting on this issue in accordance with Articles 75 and 76 of the Federal Law No. 208-FZ dd. December 26, 1995 “On Joint-Stock Companies”, shall have the right to demand the repurchase of all or part of the shares of Detsky PJSC owned by them at a price of 71 (seventy one) rubles 50 (fifty) kopecks rubles per one ordinary share.

The list of shareholders entitled to demand the repurchase of their shares in Detsky Mir PJSC is compiled on the basis of data contained in the list of persons who had the right to participate in the Meeting as of November 28, 2022, and calls of shareholders submitted to Detsky Mir PJSC on the repurchase of their shares by Detsky Mir PJSC.

Repurchase procedure:

1. If a shareholder is registered in the register of shareholders of the Company, the written call of the shareholder of Detsky Mir PJSC to repurchase shares of Detsky Mir PJSC owned by it (the “Call for Repurchase”) shall be sent by mail or handed over against signature at the address of IRC – R.O.S.T. JSC (“Registrar”) or any of its branches. The addresses of the Registrar and the Registrar's branches can be found on the Registrar's website: <http://rrost.ru/>.

If a shareholder is not registered in the Company shareholder register, the right to claim the repurchase of its shares is exercised through giving corresponding directions (instructions) to a person that keeps records of shareholder's rights to the Company shares.

The Call for Repurchase shall contain the following information:

- information allowing to identify the shareholder who submitted the Call for Repurchase;
- surname, name, patronymic of the shareholder, being an individual / full (company) name of the shareholder, being a legal entity;
- place of residence of the shareholder, being an individual / address of the shareholder, being a legal entity, specified in the Unified State Register of Legal Entities (EGRUL);
- passport data of the shareholder, being an individual / primary state registration number (OGRN) of the shareholder, being a legal entity established in accordance with the legislation of the Russian Federation / information about the authority that registered the foreign organization, registration number, date and place of registration of the shareholder, being a legal entity established in accordance with with the legislation of a foreign state;
- the number, category (type) and state registration number of the issue of shares offered for repurchase;

- signature of the shareholder, being an individual, or its authorized representative; signature of the authorized person of the shareholder, being a legal entity, and the seal of the shareholder, being a legal entity (if any).

If the Call for Repurchase is signed by the authorized representative on behalf of a shareholder, then the duly executed power of attorney or another document approving the corresponding authorities of a person that signs the Call for Repurchase on behalf of a shareholder shall be attached to the Call for Repurchase.

2. Calls for repurchase without signature of a shareholder or a duly authorized representative of the shareholder, Calls for Repurchase without documents confirming the authorities of the person that signed the Call for Repurchase on behalf of shareholder, shall not be accepted.

The recommended form of the Call for Repurchase is posted on the website of Detsky Mir PJSC on the Internet at <https://ir.detmir.ru/general-meeting-of-shareholders/>.

3. The Call for Repurchase shall be filed no later than 45 days from the date of the Meeting's decision on the issue of reorganization of Detsky Mir PJSC in the form of spin-off of DM LLC, no later than February 13, 2023. Calls for Repurchase received by the Company after the deadline or containing incomplete or false information shall not be accepted.

4. From the date of receipt by the Registrar of a Call for Repurchase from a shareholder registered in the register of shareholders of Detsky Mir PJSC, and until the date of entry in the register of shareholders of Detsky Mir PJSC of a record of the transfer of rights to repurchased shares to Detsky Mir PJSC or until the date of receipt of a recall by the shareholder of the Call for Repurchase, the shareholder is not entitled to dispose of the to repurchase shares, including to pledge them or encumber them in other ways, about which the Registrar, without the shareholder's order, makes an entry on the establishment of such a restriction on the account on which the rights to the shareholder's shares are taken into account, who presented a Call for Repurchase.

From the day the nominee receives the shareholder's direction (instruction) on execution of its right to claim the repurchase of shares and up to the day of making an entry on the transfer of rights for such shares to Detsky Mir PJSC on the account of indicated nominee, or up to the day of the nominee shareholder's receipt of information on company registrar's receipt of shareholder's withdrawal of the Call for Repurchase, the shareholder shall have no right to dispose of the shares to be repurchased, as well as to pledge or encumber them by any other means. Nominee shareholder, without the shareholder's order, makes an entry on the establishment of such a restriction with regard to the account where the rights to shares of the shareholder who submitted the Call for Repurchase are recorded.

5. The Call for Repurchase submitted may be withdrawn no later than 45 days from the date of passing a resolution on the reorganization by the Meeting of Detsky Mir PJSC in the form of spin-off of DM LLC, i. e. no later than February 13, 2023. Withdrawal by the shareholder of the Call for Repurchase shall be arranged in the same manner as submission of the Call for Repurchase. Withdrawal of the Call for Repurchase is only allowed for all shares offered for repurchase. The Call for Repurchase or its withdrawal shall be deemed submitted to the Company on the day of its receipt by the Registrar from the shareholder, which is registered in the shareholder register of Detsky Mir PJSC, or on the day of receipt by the registrar of Detsky Mir PJSC from the nominal holder of shares registered in the register of shareholders of the Company of a notice containing declaration of intent of such shareholder.

The recommended form of Withdrawal of the Call for Repurchase is posted on the website of Detsky Mir PJSC on the Internet at <https://ir.detmir.ru/general-meeting-of-shareholders/>.

6. Repurchase of shares from shareholders who submitted a Call for Repurchase shall be arranged within 30 days upon expiration of a 45-day period from the date of passing by the Meeting of the above resolution on reorganization of Detsky Mir PJSC in the form of spin-off of DM LLC

7. Payment of funds to the entities registered in the Company shareholders register with regard to the Company's repurchase of shares shall be carried out by transfer to the bank accounts in accordance with the bank details that the Company's registrar has. If there is no information on the bank details or it is impossible to transfer

funds to the bank account due to circumstances that are beyond the control of the Company, the corresponding funds for the shares repurchased shall be transferred to the notary's deposit at the Company's location.

Payment of funds for repurchased shares to entities not registered in the Company shareholders register shall be arranged by transfer to the bank account of the nominee shareholder, which is registered in the Company shareholders register.

8. In accordance with clause 5 of Article 76 of Federal Law "On Joint-Stock Companies", the total amount of funds directed by the Company for the repurchase of shares cannot exceed 10% of the value of the Company's net assets as of the date of passing by the Meeting of the resolution on reorganization of Detsky Mir PJSC in the form of a spin-off of DM LLC. If the total number of shares subject to repurchase exceeds the number of shares that can be repurchased subject to the above restriction, the shares shall be repurchased from the shareholders pro rata the claims submitted.

9. The Company's registrar makes entries in the register on the transfer of rights to the shares repurchased by the Company on the basis of a report approved by the Board of Directors of the Company on the results of submission of Calls for Repurchase by shareholders and documents confirming fulfillment by the Company of its obligation to pay the funds to the shareholders who submitted the Calls for Repurchase, without the order of the person registered in the register of shareholders of the Company.

If the rights to shares are recorded by the nominee, the records on the transfer of rights to the shares to be repurchased by the Company are made by the Registrar on the basis of the order of the nominee shareholder, registered in the register of shareholders of the Company on the transfer of shares to the Company and in accordance with the report approved by the Board of Directors of the Company on the results of submission of Calls for Repurchase by shareholders.

To get clarification on all issues related to the repurchase of shares, shareholders of the Company can apply on working days at the address of IRC – R.O.S.T. JSC ("Registrar") or any of its affiliates. The addresses of the Registrar and the Registrar's branches can be found on the Registrar's website at: <http://trost.ru/>. Contact phone numbers: +7(495)780-73-63, +7(495)989-76-50.

Dear shareholders, please pay attention to the following:

1. If there is no information on the bank details or it is impossible to transfer funds to the bank account due to circumstances that are beyond the control of the Company, the corresponding funds for the shares repurchased by the Company shall be transferred to the notary's deposit.

Information is updated by providing the Registrar with a newly completed questionnaire of the registered person with the necessary attachments. If the details of the shareholder's personal account change (full name, passport details, place of residence, bank details, etc.), before submitting the Call for Repurchase, we recommend that you contact the office where the rights to shares are registered to get the updated data.

If the registered persons fail to provide information about changes in the relevant data or provide incomplete or unreliable information about changes in the specified data, the shareholder's Call for Repurchase of shares may not be satisfied, while Detsky Mir PJSC and the Registrar shall not be liable for losses caused in view of the above.

2. All expenses for paying for the Registrar's services with regard to making an entry in the register of shareholders of Detsky Mir PJSC about the transfer of rights to shares to Detsky Mir PJSC shall be borne by Detsky Mir PJSC. All other costs associated with the transfer of rights to shares to Detsky Mir PJSC, including the costs of paying for the services of the depository, if the rights of shareholders to shares are recorded in the depository, as well as the costs of paying for the services of the Registrar for making changes to the information on personal accounts of

shareholders in the register of shareholders of Detsky Mir PJSC (if the provision of such services for making changes to personal account information is required), shall be paid by the shareholders.

3.A company that repurchases shares from individuals who have filed a Call for Repurchase, shall be recognized as a tax agent for personal income tax ("Tax") in respect of the specified income, except for cases where transactions for the sale of shares to the Company for the benefit of a shareholder, being an individual, are made by a broker, a trustee acting for the benefit of the shareholder, and except for other cases listed in clause 2 of Article 226.1 of the Tax Code of the Russian Federation.

When performing the duties of a tax agent, the Company calculates, deducts from the income due to the shareholder and pays Tax to the budget.

The tax base for the Tax (the amount from which the Tax is withheld) is defined as the positive difference between the income from the sale of shares and the actual incurred and documented expenses of the shareholder on transactions related to the acquisition and sale of alienated shares. These expenses will be taken into account by the Company when calculating the taxation base for the Tax on the basis of the shareholder's application, to be accompanied by the originals or duly certified copies of documents confirming such expenses. In certain cases, an individual shareholder may also apply for the application of tax benefits provided for by the Tax Code of the Russian Federation.

The Company will apply the tax rate to the specified tax base:

- for individuals recognized as tax residents of Russia - 13%,
- for individuals who are not recognized as tax residents of Russia - 30%, unless a different rate is established by the applicable international tax agreement.

In order to correctly calculate the amount of Tax and apply tax benefits, the Company recommends that individual shareholders provide the Company with a Shareholder Questionnaire through the Registrar, which will indicate the country of tax residence, the period of ownership of the alienated shares, the amount of expenses incurred related to the acquisition and sale of the alienated shares, as well as other necessary information. The recommended form of the Shareholder Questionnaire, comments on its completion, as well as the list of documents recommended for submission to the Company for correct assessment of the Tax, will be posted on the website of Detsky Mir PJSC at <https://ir.detmir.ru/general-meeting-of-shareholders/>.

The Company will assess the Tax on the basis of the documents and information provided. If the shareholder does not submit all documents confirming the expenses incurred by him on transactions with shares, as a result of which the Company withholds Tax in excess, the shareholder will have the right to refund the overpaid tax in accordance with the procedure established by tax legislation.

4. According to sub-cl. a) of cl. 1 of the Decree of the President of the Russian Federation No. 81 dd March 01, 2022 "On additional temporary economic measures to ensure the financial stability of the Russian Federation", establishes a special procedure for transactions that entail the emergence of ownership of securities concluded with foreign individuals and entities associated with foreign states who commit unfriendly actions against Russian legal entities and individuals (including cases when such foreign entities and individuals have the citizenship of these states, when such states are the place of their registration, primary business activities or the place of their primary profit-making from relevant activities), and with individuals or entities who are under the control of these foreign individuals or entities, regardless of the place of their registration or the place of their predominant economic activity (hereinafter referred to as individuals and entities of foreign states committing unfriendly actions): entering into such transactions is only possible with the permission of the Government Commission for the Control of Foreign Investments in the Russian Federation (the "Government Commission"). The list of foreign states and territories that commit unfriendly actions against the Russian Federation, Russian legal entities and individuals was approved by Order of the Government of the Russian Federation No. 430-r. dd March 05, 2022. Due to the fact that the shareholder who submitted the Call for Repurchase may be an individual or legal entity of a foreign state committing unfriendly

actions, the Company has sent a request for obtaining a permission from the Government Commission, which would allow the Company to repurchase the shares under Call for Repurchase of such a shareholder.

Board of Directors of PJSC Detsky Mir