

Approved
on June 30, 2023
by the resolution
of Annual General meeting of shareholders
of Public Joint Stock Company
“Cherkizovo Group”
(Minutes No. 30/623a dated June 30, 2023)

THE CHARTER
of Public Joint Stock Company
“Cherkizovo Group”
(Revision No. 10)

Moscow region, urban district of Kashira, Topkanovo village,
2023

CONTENS

1. GENERAL PROVISIONS	3
2. BUSINESS NAME AND PLACE OF BUSINESS OF THE COMPANY	3
3. SUBJECT AND OBJECTIVES OF THE COMPANY'S ACTIVITY	3
4. LEGAL STATUS AND LIABILITY OF THE COMPANY	3
5. AUTHORIZED CAPITAL AND FUNDS OF THE COMPANY	4
6. ACQUISITION OF OUTSTANDING SHARES BY THE COMPANY	4
7. DIVIDENDS OF THE COMPANY	5
8. MANAGEMENT AND CONTROL BODIES OF THE COMPANY	5
9. GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY	5
10.THE BOARD OF DIRECTORS	11
11.THE MANAGEMENT BOARD OF THE COMPANY	16
12.GENERAL DIRECTOR OF THE COMPANY	17

1. GENERAL PROVISIONS

1.1. Joint Stock Company “Cherkizovo Group”, hereinafter referred to as “the Company”, is a public joint stock company. The Company is a body corporate, operates in pursuance with this Charter (hereinafter referred to as “the Charter”), the laws of the Russian Federation dated December 26, 1995 No. 208-FZ “On Joint Stock Companies” (hereinafter referred to as the Federal Law “On Joint Stock Companies”) and other legislation of the Russian Federation.

1.2. The Company is incorporated for unlimited period.

2. BUSINESS NAME AND PLACE OF BUSINESS OF THE COMPANY

2.1. Business name of the Company:

Business name of the Company in Russian:

Full name: **Публичное акционерное общество «Группа Черкизово».**

Short name: **ПАО «Группа Черкизово».**

Business name of the Company in English:

Full name: **Public Joint Stock Company “Cherkizovo Group”.**

Short name: **PJSC “Cherkizovo Group”.**

2.2. Place of business of the Company: Moscow region, urban district of Kashira, Topkanovo village.

3. SUBJECT AND OBJECTIVES OF THE COMPANY'S ACTIVITY

3.1. Major object of activity of the Company is the efficient use of its property for profit-making as the primary object of its activities.

3.2. The Company exercises civil rights in compliance with the corporate objectives, and incurs related obligations, necessary for performance of any types of activities, not prohibited by federal laws.

The Company is entitled to conduct certain types of activities, listed in federal laws, only on the basis of a special permission (license). If the conditions for provision of a special permission (license) for a particular type of activity require performance of such activity as the only one, then within the period of validity of such special permission (license) the Company is not entitled to perform any other activities, except that type of activities specified in such special permission (license) or associated with them.

3.3. The Company performs the following types of activities:

- consulting on business and management issues;
- activities for the management of financial and industrial enterprises;
- activities for the management of holding companies;
- wholesale trade in food products, including drinks, and tobacco products;
- wholesale trade of the agricultural raw materials and live animals;
- activities of security systems;
- other types of activities specified in the Unified State Register of Legal Entities (EGRUL).

3.4. The Company is entitled to perform any other activities by the applicable legislation of Russian Federation.

4. LEGAL STATUS AND LIABILITY OF THE COMPANY

4.1. The Company is a body corporate, owns its separate property, is liable for its obligations to the extent of all its property, on its behalf can acquire and exercise civil rights, incur civil obligations, be a plaintiff and defendant in court.

4.2. The Company has a corporate seal, containing its full name in Russian and its location. The seal can contain the business name of the Company in any foreign language or language of the peoples of the Russian Federation.

4.3. The Company is entitled to have stamps and letterheads with its name, own emblem, duly registered trademarks and other visual identifications.

4.4. The Company is entitled to participate in and incorporate profit-making companies on the territory of the Russian Federation and abroad.

4.5. The Company is liable for its obligations to the extent of all its property.

5. AUTHORIZED CAPITAL AND FUNDS OF THE COMPANY

5.1. Outstanding and authorized shares of the Company

5.1.1. The authorized capital of the Company amounts to **422 220 (Four hundred twenty-two thousand two hundred twenty) rubles 42 (Forty-two) kopecks.**

The authorized capital of the Company consists of par values of shares of the Company, acquired by the shareholders, namely, of **42 222 042 (Forty-two million two hundred twenty-two thousand forty-two) ordinary registered uncertified shares with par value 1 (one) kopeck.**

5.1.2. The Company is entitled to place in addition to the outstanding shares ordinary registered shares in the number of **9 563 799 (Nine million five hundred sixty-three thousand seven hundred ninety-nine) ordinary registered uncertified shares with par value 1 (one) kopeck each share (authorized shares).**

Authorized shares confer the same rights as outstanding shares of the corresponding class (type), as prescribed by the present Charter of the Company.

5.2. Ordinary shares of the Company

5.2.1. Each ordinary share of the Company has equal validity and entitles the shareholder – its holder the same scope of rights.

5.2.2. The shareholder – holders of ordinary shares of the Company can participate in General meeting of shareholders with voting power on all issues within its competence, are entitled to receive dividends and in case of liquidation of the Company is entitled to receive a part of its property (the salvage value) in accordance with Federal law «Joint stock companies».

5.3. Increase of the authorized capital of the Company

5.3.1. The Company is entitled to increase its authorized capital by increase of par value of shares or by placement of additional shares.

5.3.2. The resolution on increase of the authorized capital by placement of additional shares and by increase of par value of shares shall be made by General meeting of shareholders of the Company, except for cases when, in accordance with the Charter, the decision to increase the authorized capital is referred to the competence of the Board of Directors.

5.4. Reduction of the authorized capital of the Company

5.4.1. The Company is entitled to reduce its authorized capital by reduction of par value of shares or partial repurchase of outstanding shares of the Company by the resolution of General meeting of shareholders of the Company for the purposes of reduction of their total number.

5.5. The Company establishes a reserve fund, amounting to 5 (Five) per cent of the Authorized capital of the Company. Other funds may be created in the Company by decision of the Board of Directors of the Company excluded by the Federal Law "On Joint Stock Companies".

Amount of annual deductions to the reserve fund cannot be less than 5 (Five) per cent of net profit of the Company. Such deductions are made till achievement of the amount of the reserve fund, specified in the Charter of the Company.

6. ACQUISITION OF OUTSTANDING SHARES BY THE COMPANY

6.1. The Company is entitled to repurchase the outstanding shares by the resolution of General meeting of shareholders of the Company on the reduction of the authorized capital of the Company by partial acquisition of outstanding shares for the purpose of reduction of their total number.

6.2. The shares, acquired by the Company on the basis of the resolution of General meeting of shareholders of the Company on the reduction of the authorized capital of the Company by partial acquisition of shares for the purpose of reduction of their total number, are redeemed upon their purchase.

6.3. The Company is entitled to purchase back its outstanding shares in accordance with clause 2 Article 72 of Federal law «Joint stock companies» by the resolution of the Board of Directors of the Company, and also has the right, by decision of the Board of Directors, to acquire placed shares at organized trading.

6.4. The shares, acquired by the Company in accordance with clause 2 Article 72 of Federal law «Joint stock companies», do not entitle to a voting right, they are not counted during vote counting, dividends are not accrued. Such shares shall be sold at their market value not later one year from the date of repurchase, if other period is not provided by law. Otherwise, General meeting of shareholders of the Company shall make a resolution on reduction of the authorized capital of the Company by redemption of

The Charter of Public Joint Stock Company “Cherkizovo Group”

such shares.

6.5. The repurchase outstanding shares are paid for by money, securities, other property, property or other rights of monetary value.

6.6. When making a resolution of repurchase of outstanding shares by the Company, it shall be governed by the restrictions, prescribed by law.

7. DIVIDENDS OF THE COMPANY

7.1. Dividend is a part of net profit of the Company, distributed among the shareholders in proportion to the number of their shares of the corresponding class and type in the authorized capital of the Company.

7.2. The Company is entitled by the results of the first quarter, half-year, nine months of a reporting year and (or) by the results of a reporting year to make the resolution (declare) upon payment of dividends on outstanding shares, unless otherwise prescribed by Federal law «Joint stock companies». The resolution upon payment (declaration) of dividends by the results of the first quarter, half-year and nine months of a reporting year can be made within 3 (Three) months after the end of the corresponding period.

7.3. The resolution upon payment (declaration) of dividends, including decisions upon dividend rate and mode of its payment on shares of every class (type), is made by General meeting of shareholders. Dividend rate shall not be more than the rate, recommended by the Board of Directors of the Company.

7.4. Dividends are paid with money. Dividends may be paid in non-monetary form (securities and other property) by decision of the General meeting of shareholders.

7.5. When making a resolution (declaration) of payment and paying dividends, the Company shall be governed by the restrictions, prescribed by federal laws.

8. MANAGEMENT AND CONTROL BODIES OF THE COMPANY

8.1. Management bodies of the Company are:

- General meeting of shareholders;
- Governing Board (the Board of Directors);
- Executive Board (the Management Board);
- Chief Executive Officer (General Director).

In case of the resolution on liquidation of the Company from the moment of appointment of Liquidation Commission of the Company (hereinafter referred to as “the Liquidation Commission”) all powers to manage business of the Company are transferred to it.

8.2. Powers of Chief Executive Officer can be transferred to another business company (management company) or an individual businessman (managing director), as prescribed by Federal law «Joint stock companies» and the Charter of the Company.

9. GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY

9.1. The superior Management body of the Company is the General Meeting of Shareholders of the Company.

9.2. Competence of the General meeting of shareholders includes the following issues, while decisions on these issues are taken by the number of votes indicated below:

№ subparagraph	Competence	Number of votes required to make a decision
9.2.1.	amendments and additions to the Charter of the Company or approval of the Charter in a new version;	3/4 majority of votes of shareholders - owners of voting shares participating in the General meeting of shareholders (hereinafter referred to as “3/4 majority”)
9.2.2.	reorganization of the Company; <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.3.	liquidation of the Company, appointment of Liquidation Commission, approval of intermediate and final liquidation balance-sheets;	3/4 majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

9.2.4.	determining the number of members of the Board of Directors;	simple majority of votes of shareholders holding voting shares participating in the meeting (hereinafter referred to as “the simple majority of votes”)
9.2.5.	election of members of the Board of Directors of the Company;	Candidates who received the largest number of votes in cumulative voting are elected to the Board of Directors of the Company
9.2.6.	early termination of authorities of members of the Board of Directors of the Company;	the simple majority of votes
9.2.7.	making a decision to transfer the powers of the Chief Executive Officer of the Company to a commercial organization (managing company) or an individual entrepreneur (manager), as well as approving the managing company or manager and the terms of the contract with the managing company or manager;	the simple majority of votes
9.2.8.	early termination of authorities of a management company or a managing director;	the simple majority of votes
9.2.9.	determination of the number, par value, class (type) of outstanding shares and rights, conferred by such shares;	3/4 majority of votes
9.2.10.	increase of the authorized capital of the Company by increase of par value of shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.11.	increase of the authorized capital of the Company by placement of additional shares by private subscription; <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.12.	increase of the authorized capital of the Company by placement by public subscription of ordinary shares, constituting over 25 percent of the earlier placed ordinary shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.13.	increase of the authorized capital of the Company by placement of additional shares within the number and class (type) of authorized shares from the property of the Company (shareholder equity), when placement of additional shares is made by distribution of shares among shareholders; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.14.	increase of the authorized capital of the Company by placement of additional preferred shares within the number of authorized shares of this class (type) by public subscription; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.15.	increase of the authorized capital of the Company by placement of additional shares within the number of authorized shares of the corresponding class (type) by conversion into them of shares of a transferring company; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.16.	increase of the authorized capital of the Company by placement of additional shares within the number of authorized shares of the corresponding class (type) by conversion into them of convertible securities; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.17.	increase of the authorized capital of the Company by private subscription for equity securities of the Company, convertible into shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.18.	increase of the authorized capital of the Company by placement by public subscription for equity securities that can be converted into ordinary shares, constituting over 25 percent of the earlier placed ordinary shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.19.	placement by public subscription of equity securities, convertible into preferred shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.20.	reduction of the authorized capital of the Company by partial repurchase by the Company of outstanding shares for reduction of their total number; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

9.2.21.	reduction of the authorized capital of the Company by reduction of par value of shares;	3/4 majority of votes
9.2.22.	reduction of the authorized capital of the Company by redemption of the shares, owned by the Company, in cases, prescribed by Federal law «Joint stock companies»;	the simple majority of votes
9.2.23.	split and reverse split of the shares; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.24.	distribution of profits and losses of the Company by the results of a reporting year;	the simple majority of votes
9.2.25.	declaration of dividends by the results of the first quarter, half-year, nine months and by the results of a reporting year;	the simple majority of votes
9.2.26.	resolution on payment of remuneration and (or) compensation for expenses to the members of the Board of Directors of the Company, related to performance of functions of the members of the Board of Directors of the Company during their duty, determination of amounts of such remunerations and compensations;	the simple majority of votes
9.2.27.	resolution on consent to the conclusion or on the subsequent approval of a major transaction (several related transactions), if the subject of such a transaction is property, which values more than 50 (fifty) percent of the book value of assets of the Company, as on the last reporting date <i>The decision is made at the suggestion of the Board of Directors.</i>	3/4 majority of votes
9.2.28.	resolution on consent to the conclusion or on the subsequent approval of a major transaction (several related transactions), the subject of such a transaction is property, which values from 25 (twenty-two) to 50 (fifty) (inclusive) percent of the book value of assets of the Company, as on the last reporting date (in the case of, if the unanimity of the Board of Directors on the issue of consent to the execution or subsequent approval of a major transaction was not achieved) <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.29.	resolution on consent to the conclusion or on the subsequent approval of a transaction (several related transactions) of interested-party transactions, in cases, prescribed by Federal law «Joint stock companies»; <i>The decision is made at the suggestion of the Board of Directors.</i>	majority of votes of shareholders - owners of voting shares, participating in the meeting and not being interested in the transaction or controlled by persons interested in it
9.2.30.	appointment of an audit organization of the Company;	the simple majority of votes
9.2.31.	approval of internal documents, regulating operation of bodies of the Company; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.32.	approval of internal document, regulating procedure of determination and payment of remuneration and (or) compensation for expenses to the members of the Board of Directors of the Company	the simple majority of votes
9.2.33.	approval of an annual report and annual financial statements of the Company;	the simple majority of votes
9.2.34.	resolution on application to the Central Bank of the Russian Federation for exemption from obligations to disclose or provide information in accordance with the laws of the Russian Federation on securities;	3/4 majority of votes
9.2.35.	resolutions on participation in financial industrial groups, associations and other unions of commercial companies; <i>The decision is made at the suggestion of the Board of Directors.</i>	the simple majority of votes
9.2.36.	establishment of proceedings of General meeting of shareholders;	the simple majority of votes
9.2.37.	resolution on reimbursement of expenditures of initiators for preparation and conduction of an extraordinary General meeting of shareholders of the Company at the expense of the Company;	the simple majority of votes
9.2.38.	resolution on application for delisting of shares of the Company and (or) equity securities of the Company, convertible into its shares;	3/4 majority of votes
9.2.39.	resolutions on other issues, referred by Federal law «Joint stock companies» and the Charter to the competence of General meeting of shareholders.	according to Federal law «Joint stock companies»

The Charter of Public Joint Stock Company “Cherkizovo Group”

9.3. General meeting of shareholders of the Company is not entitled to consider and make resolutions of issues not beyond its competence according to Federal law «Joint stock companies» and the Charter of the Company.

9.4. General meeting of shareholders of the Company is not entitled to make resolutions of issues, not included into the agenda of General meeting of shareholders of the Company and to change the agenda.

9.5. The Chairman of the Board of Directors of the Company take chair at General meeting of shareholders of the Company.

9.6. In case of absence of the Chairman of the Board of Directors of the Company at General meeting of shareholders of the Company one of the members of the Board of Directors of the Company, approved by the resolution of the Board of Directors of the Company, or any other person, approved by the Board of Directors of the Company, shall take chair, in case if no one of the member of the Board of Directors shall not be preside at the General Meeting of Shareholders.

9.7. Decision-making procedure at General meeting of shareholders of the Company

9.7.1. If the agenda of General meeting of shareholders of the Company includes issues “On early termination of powers of all members of the Board of Directors of the Company” and “On election of members of the Board of Directors of the Company” than in case of no decision on early termination of powers of members of bodies of the Company, vote count on election of new members of such bodies is not conducted.

9.7.2. The General meeting of shareholders, the agenda of which includes the election of the Board of Directors, the appointment of an audit organization, or the approval of the annual report and annual accounting (financial) statements of the Company, can only be held in the form of joint attendance, if other does not provided by law.

9.7.3. If the number of nominees, included into the voting form for election of members of bodies of the Company, who receive more than half of votes of holders of voting shares of the Company, participating in the meeting, exceeds the required number of members of such body, as prescribed in the Charter of the Company, those nominees, who receive more votes in comparison to the others, are deemed to be elected.

9.7.4. The Board of Directors of the Company resolving issues related to the preparation for the General meeting of shareholders of the Company, has the right to determine:

- possibility of remote participation in the General meeting of shareholders of the Company using information and communication technologies, filling out electronic forms of voting on the website in the information and telecommunication network "Internet";
- website address in the information and telecommunications network "Internet", where shareholders can be registered to participate in the General meeting of shareholders of the Company, and electronic forms of voting can also be filled out.

The website address in the information and telecommunications network "Internet" must be indicated in the notice of the General meeting of shareholders of the Company.

9.7.5. The functions of the Tabulation Commission of the Company at the General meeting of shareholders are performed by the registrar of the Company.

9.8. Notification of General meeting of shareholders of the Company

9.8.1. Notice of conduction of General meeting of shareholders shall be made 30 (Thirty) days before its conduction.

If the proposed agenda of an extraordinary General meeting of shareholders of the Company contains an issue of election of members of the Board of Directors of the Company, notice of an extraordinary General meeting of shareholders of the Company shall be made 50 (Fifty) days before its conduction.

Within the above time limits notice of conduction of General meeting of shareholders of the Company shall be posted on web-site of the Company <https://cherkizovo-group.com/> in information and telecommunications network Internet.

9.9. Proposals for agenda of General meeting of shareholders of the Company

9.9.1. The shareholders (shareholder), jointly holding at least 2 (two) percent of voting shares of the Company, are entitled to propose issues for inclusion into the agenda of annual General meeting of shareholders of the Company, and propose nominees to the Board of Directors of the Company, the

The Charter of Public Joint Stock Company “Cherkizovo Group”

number of such nominees shall not exceed the required number of the members of the corresponding body. Such proposals shall be received by the Company within 60 (Sixty) days following the end of a financial year.

9.9.2. If the proposed agenda for an extraordinary General meeting of shareholders of the Company contains an issue of election of members of the Board of Directors of the Company, the shareholders (shareholder) of the Company, jointly holding at least 2 (two) percent of voting shares of the Company, are entitled to propose nominees for election into the Board of Directors of the Company, the number of such nominees shall not exceed the required number of the members of the Board of Directors of the Company.

Such proposals shall be received by the Company 30 (Thirty) days before an extraordinary General meeting of shareholders of the Company.

9.9.3. Proposal for inclusion into the agenda of General meeting of shareholders of the Company shall contain the wording of each issue proposed. Proposals of issues to be included into the agenda of the General meeting of shareholders of the Company may also provide the wording of resolutions on each issue proposed.

9.9.4. The Board of Directors of the Company shall review proposals and decide to include or to refuse to include the proposed issues into the agenda of General meeting of shareholders of the Company within 5 (Five) days following the expiry of the period for receipt of proposals of issues into the agenda of General meeting of shareholders of the Company and nominees to the Board of Directors of the Company, and following the expiry of the period for receipt of proposals into the agenda of an extraordinary General meeting of shareholders of the Company for recommendation of nominees to the Board of Directors of the Company, as specified in the Charter.

9.10. Extraordinary General meeting of shareholders of the Company

9.10.1. Extraordinary General meeting of shareholders of the Company shall be conducted by the resolution of the Board of Directors of the Company by its own initiative, an auditor organization of the Company and shareholders (shareholder), holding at least 10 (Ten) percent of voting shares of the Company as on the date, when such demand is filed.

9.10.2. Within 5 (five) days following the date of the demand the Board of Directors of the Company shall approve the resolution to convene an extraordinary General meeting of shareholders of the Company or decline to do the same.

The resolution of the Board of Directors of the Company to convene an extraordinary General meeting of shareholders of the Company or a reasoned refusal to convene the meeting, shall be forwarded to the initiators of convocation within 3 (Three) days following the date of the resolution.

The resolution to refuse to convene an extraordinary General meeting of shareholders of the Company on demand of an auditor organization of the Company or shareholders (shareholder), holding at least 10 (Ten) percent of voting shares of the Company, can be made only on the grounds, prescribed by Federal law «Joint stock companies».

9.10.3. Extraordinary General meeting of shareholders of the Company, convened on demand of an auditor organization of the Company or shareholders (shareholder), holding at least 10 (Ten) percent of voting shares of the Company, shall be conducted within 40 (Forty) days from the date of the demand to convene an extraordinary General meeting of shareholders of the Company.

If the proposed agenda for an extraordinary General meeting of shareholders of the Company contains an issue of election of members of the Board of Directors of the Company, such General meeting of shareholders of the Company shall be conducted within 75 (Seventy-five) days from the date of the demand to convene an extraordinary General meeting of shareholders of the Company.

9.11. Quorum of General meeting of shareholders of the Company

9.11.1. General meeting of shareholders of the Company is duly convened (has the quorum), if the shareholders, jointly holding over half of votes of outstanding voting shares of the Company, entitling their holders to vote on all issues of the agenda of the meeting, take part in it.

The shareholders, registered for participation in the meeting, conducted in the form of joint attendance, are deemed to be present at General meeting of shareholders of the Company.

In case of prior sending (service) of voting forms before the date of General meeting of shareholders of the Company, deemed to be participants of General meeting of shareholders of the Company, conducted in the form of joint attendance, are the shareholders, registered for participation in

The Charter of Public Joint Stock Company "Cherkizovo Group"

the meeting, including on the website specified in the notice of the General meeting of shareholders of the Company in the Internet information and telecommunications network, and the shareholders, whose voting forms or electronic forms of voting for which are filled in on the website indicated in such a message in the information and telecommunications network "Internet" were received 2 (Two) days before General meeting of shareholders of the Company.

The shareholders, whose voting forms are received before the end of acceptance of voting forms or electronic forms of voting for which are filled in on the website indicated in a message in the information and telecommunications network "Internet", are deemed to be participants of General meeting of shareholders of the Company, conducted in the form of absentee voting.

9.11.2. If the agenda of General meeting of shareholders of the Company, conducted in the form of joint attendance, includes issues, voting on which is made by different classes of voters, counting quorum for making resolutions on such issues is made separately.

General meeting of shareholders of the Company is duly convened (has the quorum) for making a resolution, put to vote, if the shareholders, jointly holding over half of votes of outstanding voting shares of the Company, entitling their holders to vote on resolution of such issue, take part in it. But lack of quorum for voting on issues by one class of voters does not prevent voting on issues by another class of voters, who has the quorum.

General meeting of shareholders of the Company, conducted in the form of a meeting, is opened, if by the start of the meeting there is quorum for making a resolution at least on one of the issues, included into the agenda of General meeting of shareholders of the Company.

9.11.3. Determination of quorum for making resolutions on the agenda issues of General meeting of shareholders of the Company, conducted in the form of absentee voting, is made separately for each issue of the agenda. General meeting of shareholders of the Company, conducted in the form of absentee voting, has the quorum and is duly convened for making resolutions of the agenda issues, if the shareholders, jointly holding over half of shares of the Company, voting on such issues of the agenda, take part in it.

But lack of quorum for voting on issues by one class of voters does not prevent voting on issues by another class of voters, who has the quorum.

9.12. Repeated convocation of General meeting of shareholders of the Company

9.12.1. In the absence of quorum at annual General meeting of shareholders of the Company, the adjourned General meeting of shareholders of the Company shall be conducted with the same agenda.

In the absence of quorum at an extraordinary General meeting of shareholders of the Company, the adjourned General meeting of shareholders of the Company may be conducted with the same agenda. A repeated General meeting of shareholders of the Company shall be conducted in the same place, in which failed General meeting of shareholders of the Company took place.

Issues of preparation and conduction of a repeated General meeting of shareholders of the Company, including the date and time of its convocation, are determined by the Board of Directors of the Company in accordance with Article 54 of Federal law «Joint stock companies», save for cases, prescribed by clause 8 Article 55 of Federal law «Joint stock companies».

9.12.2. A repeated General meeting of shareholders of the Company is quorate (has the quorum), if the shareholders, jointly holding at least 30 (thirty) percent of votes of outstanding shares, voting on all issues of the agenda, participate therein.

If the agenda of repeated General meeting of shareholders of the Company includes issues, voting on which is made by different classes of voters, counting quorum for making resolutions on such issues is made separately.

A repeated General meeting of shareholders of the Company is quorate (has the quorum) for making resolutions, put to vote, if the shareholders, jointly holding at least 30 (thirty) percent of votes of outstanding shares of the Company, granted to shareholders - its owners the right to vote in resolving the specified issue.

But lack of quorum for voting on issues by one class of voters does not prevent voting on issues by another class of voters, who has the quorum.

9.13. Voting forms at General meeting of shareholders of the Company

9.13.1. Voting on agenda issues of General meeting of shareholders of the Company is conducted in voting forms.

9.13.2. Voting form shall be handed out against signature to each person, listed among persons, entitled to take part in General meeting of shareholders of the Company (its proxy), registered for

The Charter of Public Joint Stock Company “Cherkizovo Group”

participation in General meeting of shareholders of the Company, save for cases, specified in the second and third paragraphs of the present clause.

When holding General meeting of shareholders of the Company in the form of an absentee voting, a voting form shall be sent or served against signature to each person, listed among persons, entitled to take part in General meeting of shareholders, 20 (Twenty) days before General meeting of shareholders of the Company.

Voting forms are sent by post.

If it is provided for by the resolution to convene the General meeting of shareholders, the person entitled to participate in the General meeting of shareholders of the Company may fill out electronic forms of voting on the website in information and telecommunication network Internet, the address of which is indicated in the notice of holding the General meeting of shareholders of the Company. In this case, the voting form shall not be sent by mail.

Filling in electronic forms of voting on the website in information and telecommunications network Internet can be carried out during the General meeting of shareholders of the Company, if they have not exercised their right to participate in such a meeting in another way.

9.13.3. Voting form shall contain the details, specified in Federal law «Joint stock companies». Voting form may contain additional information, determined by the Board of Directors upon approval of the form and text of a voting form.

9.14. The location of the General meeting of shareholders

9.14.1. The General meeting of shareholders is held in the settlement (municipal formation) that is the location of the Company, and may also be held in the city of Moscow. The place of the General meeting of shareholders is determined by the Board of Directors when resolving issues related to the holding of the General meeting of shareholders.

10. THE BOARD OF DIRECTORS

10.1. The Board of Directors of the Company manages general operations of the Company, with the exception of the issues, which are assigned by Federal laws “Joint stock companies” and the Charter to the competence of General meeting of shareholders of the Company.

10.2. Competence of the Board of Directors includes the following issues, while decisions on these issues are taken by the number of votes indicated below:

№ subpara graph	Competence	Number of votes required to make a decision
<u>Issues related to the preparation, convening and holding of the General Meeting of Shareholders</u>		
10.2.1.	convocation of annual and extraordinary General meetings of shareholders of the Company, save for cases, prescribed by clause 8 Article 55 of Federal law «Joint stock companies»;	simple majority of votes of the Board of Directors of the Company participating in the meeting/voting (hereinafter referred to as “the simple majority of votes”)
10.2.2.	in the course of preparation of General meetings of shareholders of the Company resolution on: <ul style="list-style-type: none">- form of General meetings of shareholders of the Company (meeting or absentee voting);- date, place, time of General meetings of shareholders of the Company and in cases, when in accordance with clause 3 Article 60 of Federal law «Joint stock companies» completed voting forms may be sent to the Company, mailing address for posting completed voting forms, or in case of conduction of General meetings of shareholders of the Company in the form of an absentee voting, the last date of acceptance of voting forms and mailing address for posting completed voting forms;- date of determination (fixation) of the list of persons, entitled to take part in General meetings of shareholders of the Company;- date of accepting shareholders' proposals on nominating candidates for election to the Board of Directors of the Company, if the agenda of the extraordinary General meeting of shareholders contains an issue of election of members of the Board of Directors of the Company;	the simple majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

	<ul style="list-style-type: none"> - procedure of notification of the shareholders of conduction of General meetings of shareholders of the Company; - list of information (materials), provided to the shareholders in the course of preparation to conduction of General meetings of shareholders of the Company and the procedure of its provision; - form and text of a voting form as well as the wording of resolutions on the agenda of the General meeting of shareholders of the Company, which must be sent in electronic form (in the form of electronic documents) to nominee shareholders registered in the register of shareholders of the Company; - possibility of remote participation in the General meeting of shareholders of the Company using information and communication technologies, discussion of agenda items and making decisions on issues put to vote without being present at the location where the General meeting of shareholders of the Company is held; - possibility of filling out electronic forms of voting on the website in information and telecommunications network Internet; - address of the website in information and telecommunications network Internet, where electronic forms of voting can be filled out; - other issues, subject to competence of the Board of Directors of the Company in accordance with the Federal law «Joint stock companies», related to preparation and conduction of General meetings of shareholders of the Company; 	
10.2.3.	approval of the agenda of General meeting of shareholders of the Company;	the simple majority of votes
10.2.4.	prior approval of an annual report (annual reports) of the Company;	the simple majority of votes
10.2.5.	proposal for resolution by General meetings of shareholders of the Company of the issues, prescribed by Federal law “Joint stock companies”	the simple majority of votes
10.2.6.	recommendations to General meetings of shareholders of the Company on the amount of dividends, payable on the shares of the Company, and the procedure for their payment and on the date for listing of persons, entitled to receive dividends;	the simple majority of votes
<u>Company management issues</u>		
10.2.7.	business priorities of the Company;	the simple majority of votes
10.2.8.	approval of annual consolidated budget and other budgets, business plans, investment programs;	the simple majority of votes
10.2.9.	approval of strategic development plan of the Company for the term of over 3 (Three) years and reports on their performance;	the simple majority of votes
10.2.10.	prior approval of capital expenditure of the Company, exceeding 1 000 000 000 (One billion) rubles, unless such capital expenditure of the Company were anticipated in an approved annual budget of the Company;	the simple majority of votes
10.2.11.	use of the reserve fund and other funds of the Company;	the simple majority of votes
10.2.12.	establishment and liquidation of branches and opening and liquidation of representative offices of the Company, approval of the Regulations for branches and representative offices, making amendments and additions to them;	
10.2.13.	determination of remuneration amount for services of an auditor organization;	the simple majority of votes
10.2.14.	<p>approval of internal documents of the Company, making amendments and additions in such documents;</p> <ul style="list-style-type: none"> - additional documents, specified dividend policy of the Company; - regulations on funds of the Company; - programs of long-term motivation of executive bodies and other key executives, and well as key performance indicators of these programs and reports on their implementation; - internal document, defining the policy for remuneration and (or) reimbursement of expenses (compensations) for members of the Board of Directors, executive bodies and other key executives of the Company, including a list of key performance indicators of these persons; - regulations on Corporate Secretary of the Company; - anti-corruption policy of the Company; - information policy of the Company; 	the simple majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

	<ul style="list-style-type: none"> - internal document, defining the policies of the Company for risk management and internal control; - regulations on internal audit of the Company; - the Company's compliance policy; - regulations on insider information of the Company; - the Company's corporate governance code; - code of corporate ethics of the Company; - regulations on committees of the Board of Directors; - sustainable development policies; - personnel policy of the Company; 	
10.2.15.	determination of principles and approaches to the organization of risk management, internal control and internal audit in the Company;	the simple majority of votes
10.2.16.	appointment and dismissal of an official responsible for the organization and implementation of internal audit in the Company (the head of the structural unit responsible for organizing and implementing internal audit), approval of the terms of the labour contract with the specified person;	the simple majority of votes
10.2.17.	approval of the Company's sustainable development report;	the simple majority of votes
10.2.18.	approval of the program for the repurchase of shares repurchased in accordance with the resolution on the repurchase by the Company of outstanding shares placed by it at an organized auction in order to encourage employees and members of the management bodies of the Company and (or) employees and members of the management bodies of organizations controlled by the Company;	the simple majority of votes
10.2.19.	approval of the registrar of the Company and terms of contract with it and termination of the contract with it;	the simple majority of votes
10.2.20.	formation of a list of additional documents required for the holding in the Company;	the simple majority of votes
<u>Shares and other equity securities</u>		
10.2.21.	pricing (monetary value) of the property, offering price (procedure of determination) and repurchase price of equity securities in cases, prescribed by Federal law «Joint stock companies»;	the simple majority of votes
10.2.22.	approval of the resolution on issues of securities, prospectus, document containing the conditions for the placement of securities, making amendments to them;	the simple majority of votes
10.2.23.	pricing of placement equity securities of the Company (other than shares), placed by subscription;	the simple majority of votes
10.2.24.	placement of bonds, not convertible into shares, and other equity securities, not convertible into shares;	the simple majority of votes
10.2.25.	placement by public subscription of bonds, convertible into ordinary shares, and other equity securities, convertible into ordinary shares, constituting 25 (Twenty-five) and less percent of the earlier placed ordinary shares;	unanimously, by all members of the Board of Directors (hereinafter – “unanimously”), while the votes of retired members of the Board of Directors are not taken into account
10.2.26.	placement by public subscription of ordinary shares, constituting 25 (Twenty-five) and less percent of the earlier placed ordinary shares;	unanimously, while the votes of retired members of the Board of Directors are not taken into account
10.2.27.	the resolution on repurchase of outstanding shares of the Company in accordance with clause 2 Article 72 of Federal law «Joint stock companies»;	the simple majority of votes
10.2.28.	the resolution on repurchase of outstanding bonds of the Company and other securities in cases, prescribed by Federal law «Joint stock companies»;	the simple majority of votes
10.2.29.	approval of the report on the results of repurchase of shares in accordance with Article 72 of Federal law «Joint stock companies»;	the simple majority of votes
10.2.30.	approval of the report on the results of redemption of shares;	the simple majority of votes
10.2.31.	approval of the report on the results of call on the shareholders to pay for their shares;	the simple majority of votes
10.2.32.	the resolution on sale of outstanding shares of the Company, owned by the Company (treasury shares);	the simple majority of votes
10.2.33.	recommendations on voluntary or obligatory offer of repurchase of securities, received by the Company, made in accordance with chapter XI.1 of Federal law «Joint stock companies»;	the simple majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

10.2.34.	the resolution on application for listing of shares of the Company and (or) equity securities of the Company, convertible into shares of the Company;	the simple majority of votes
<u>Organization issues of the Board of Directors</u>		
10.2.35.	election of the Chairman of the Board of Directors of the Company and early termination of its authorities;	the simple majority of votes
10.2.36.	formation of committees of the Board of Directors of the Company, determination of their quantitative composition, appointment of the chairman and members of the committee and termination of their authorities;	the simple majority of votes
10.2.37.	appointment of an official, responsible for observation of procedures for enforcement of rights of the shareholders of the Company – Corporate Secretary of the Company;	the simple majority of votes
10.2.38.	approval of report on a performance appraisal of the Board of Directors;	the simple majority of votes
10.2.39.	assessment of the independence of candidates of the Board of Directors and elected members of the Board of Directors of the Company;	the simple majority of votes
10.2.40.	appraisal of performance of Corporate Secretary and approval of its work report;	the simple majority of votes
<u>Transactions</u>		
10.2.41.	consent to making or further approval of major transactions provided for by the Federal Law “On Joint Stock Companies”	unanimously, while the votes of retired members of the Board of Directors are not taken into account
10.2.42.	consent to making or further approval of interested-party transactions provided for by Chapter XI of the Federal Law “On Joint Stock Companies”	majority vote of members of the Board of Directors who are not interested in the transaction, who are not and have not been within one year prior to the adoption of the decision by the persons specified in clause 3. Art. 83 of the Federal Law “On Joint Stock Companies”
10.2.43.	prior approval of transactions for acquisition of legal entities and (or) the property, exceeding 1 000 000 000 (One billion) rubles, unless such transactions were anticipated in an approved annual budget of the Company;	the simple majority of votes
10.2.44.	making decisions on participation and termination of participation of the Company in other organizations, except of organizations specified in subparagraph 18 of paragraph 1 of Article 48 of the Federal Law "On Joint Stock Companies";	the simple majority of votes
10.2.45.	approval of the agreement on the Company's shareholder making a contribution to the Company's property that does not increase the Company's authorized capital;	the simple majority of votes
<u>Executive Body</u>		
10.2.46.	formation and early termination of powers of Chief Executive Officer of the Company (General Director);	the simple majority of votes
10.2.47.	approval of the employment contract with General Director of the Company, including terms of remuneration and other payments and compensations, making amendments and additions to such contract, the resolution on termination of the contract, reports on the implementation of key performance indicators;	the simple majority of votes
10.2.48.	determination of a person, authorized to sign an agreement on behalf of the Company with the executive bodies of the Company, as well as with other persons provided for by the Federal Law "On Joint Stock Companies";	the simple majority of votes
10.2.49.	consent for concurrent service of the person, performing functions of Chief Executive Officer of the Company, at the positions in management bodies and in other companies;	the simple majority of votes
10.2.50.	approval of the number of members of the Management Board of the Company;	the simple majority of votes
10.2.51.	election of members of the Management Board of the Company and early termination of authorities of all members of the Management Board of the Company and/or certain members;	the simple majority of votes
10.2.52.	the resolution on new members of the Management Board of the Company in case of early termination of authorities of all members of the	the simple majority of votes

The Charter of Public Joint Stock Company “Cherkizovo Group”

	Management Board of the Company or if the number of members of the Management Board of the Company is less than the quorum, necessary for its meeting;	
10.2.53.	consent for concurrent service of a member of the Management Board of the Company at the positions in management bodies in other companies;	the simple majority of votes
10.2.54.	other issues, prescribed by Federal law “On Joint Stock Companies” and the Charter.	simple majority of votes, unless otherwise provided by the Federal Law “On Joint Stock Companies” and the Charter

10.3. The issues, subject to competence of the Board of Directors of the Company, cannot be delegated to the executive body of the Company.

10.4. Election of members of the Board of Directors of the Company

10.4.1. The members of the Board of Directors of the Company shall be elected by General meeting of shareholders of the Company for a term till the next annual General meeting of shareholders of the Company.

If annual General meeting of shareholders of the Company is not conducted within the time period, prescribed by clause 1 Article 47 of Federal law «Joint stock companies», the powers and authorities of the Board of Directors of the Company shall terminate, excluding the powers to prepare, convene and conduct annual General meeting of shareholders of the Company.

10.4.2. The number of members of the Board of Directors of the Company is determined by the resolution of General meeting of shareholders of the Company and shall be less than the number of members of the Board of Directors of the Company provided by law for a public joint stock company. Before the resolution on other number of members of the Board of Directors when proposing nominees to the Board of Directors of the Company the shareholders are governed by such number of members of the Board of Directors of the Company, as determined by the resolution of General meeting of shareholders of the Company, applicable at the moment of nomination.

10.4.3. The resolution of General meeting of shareholders of the Company on early termination of authorities of the Board of Directors of the Company can be made only in respect of all members of the Board of Directors of the Company.

10.4.4. When the number of members of the Board of Directors of the Company is less than the number, necessary for quorum for meeting of the Board of Directors of the Company, as determined by the Charter of the Company, the Board of Directors of the Company shall made a resolution on conduction of an extraordinary General meeting of shareholders of the Company for election of new members of the Board of Directors of the Company. The remaining member of the Board of Directors of the Company are entitled to make the only resolution for convocation of an extraordinary General meeting of shareholders of the Company.

10.4.5. The Board of Directors of the Company is entitled to form its committees, procedure of formation and work of such committees is regulated by internal documents, approved by the Board of Directors of the Company.

10.4.6. For the purposes of determining the number of members of the Board of Directors, whose votes are not taken into account when making decisions in cases specified by the Federal Law "On Joint Stock Companies", a retired member of the Board of Directors is considered to be a member of the Board of Directors who has died or by a court decision who has been declared incompetent, missing or disqualified , as well as a member of the Board of Directors, who notified the Company of the waiver of his authorities (resignation) by submitting to the Company (addressed to the Chairman of the Board of Directors) an application for voluntary resignation of a member of the Board of Directors.

10.5. Chairman of the Board of Directors of the Company

10.5.1. The Chairman of the Board of Directors of the Company is elected by the members of the Board of Directors of the Company from among their number by a majority vote of all members of the Board of Directors of the Company, votes of quitting members of the Board of Directors of the Company are not counted.

10.5.2. The Board of Directors of the Company is entitled at any time to reelect its Chairman by a majority vote of all members of the Board of Directors of the Company, votes of quitting members of the Board of Directors of the Company are not counted.

The Charter of Public Joint Stock Company “Cherkizovo Group”

10.5.3. The Chairman of the Board of Directors of the Company shall organize its work, convene the meetings of the Board of Directors of the Company, provide for keeping of the minutes, take a chair at General meeting of shareholders of the Company, unless otherwise prescribed by the present Charter of the Company.

10.5.4. In the absence of the Chairman of the Board of Directors of the Company, his/her functions shall be performed by one of the members of the Board of Directors of the Company by the resolution of the Board of Directors of the Company.

10.6. Meeting of the Board of Directors of the Company

10.6.1. The meeting of the Board of Directors of the Company shall be convened by the Chairman of the Board of Directors at his/her own initiative, on demand of any member of the Board of Directors or an auditor organization of the Company, executive bodies of the Company.

10.6.2. Resolutions of the Board of Directors of the Company are made as follows:

- at the meeting of the Board of Directors of the Company in the form of joint attendance of members of the Board of Directors of the Company (present form), for determination of quorum and voting results of which written opinions on the issues of the agenda of absent members of the Board of Directors of the Company are counted;

- absentee voting without presence of members of the Board of Directors of the Company.

10.6.3. The form of conduction of the meeting of the Board of Directors is determined by the Chairman of the Board of Directors when convening the meeting, taking into account the importance of the agenda items: the most important issues are resolved at meetings conduct in present form.

10.6.4. Procedures for convocation and conduction of the meetings of the Board of Directors of the Company and the procedure of decision-making are specified in the Regulations for the Board of Directors of the Company.

10.6.5. There is a quorum at the meeting of the Board of Directors of the Company/ decision-making by absentee voting, if at least one-half of the total number of members of the Board of Directors of the Company are present and (or) provided their written opinion or participation in absentee voting.

10.6.6. For the purposes of voting at the meeting of the Board of Directors of the Company each member of the Board of Directors of the Company shall have one vote.

Transfer of the vote by one member of the Board of Directors of the Company to another person, including other member of the Board of Directors of the Company, is prohibited.

In case of equality of votes of members of the Board of Directors of the Company in the course of decision-making the Chairman of the Board of Directors of the Company has a casting vote.

11. THE MANAGEMENT BOARD OF THE COMPANY

11.1. Executive Board of the Company – the Management Board of the Company operates on the basis of the Charter of the Company and the Regulations for the Management Board, approved by General meeting of shareholders of the Company, which specified terms and procedures of convocation and conduction of its meetings and the procedure of decision-making. Formation of the Management Board of the Company and early termination of its authorities is made by the Board of Directors of the Company. Term of authorities of the Management Board of the Company of the Company is prescribed by the Regulations for the Management Board of the Company.

11.2. Number and members of the Management Board of the Company are approved of the Board of Directors.

11.3. Competence of the Management Board of the Company covers:

1) approval of strategic plans and business priorities of the Company, its subsidiaries and affiliates;
2) evaluation of business results of subsidiaries of the Company;
3) approval of incentive programs for employees of the Company, its subsidiaries and affiliates;
4) consideration and making resolutions on conclusion by the Company, its subsidiaries of collective labour contracts and agreements;

5) consideration of reports of officials of the Company and other authorized persons on financial, economic and operational activities;

6) other issues, introduced by the member of the Management Board of the Company to the Management Board.

The Charter of Public Joint Stock Company “Cherkizovo Group”

11.4. Operation of the Management Board of the Company is managed by the Chairman of the Management Board of the Company, which is Chief Executive Officer (General Director) of the Company.

11.5. Authorities of a member of the Management Board of the Company come into effect from the date, specified in the resolution of the Board of Directors of the Company on approval of such member of the Management Board of the Company or all members of the Management Board of the Company, and if it is not specified, from the date of the resolution of the Board of Directors of the Company on approval of such member of the Management Board of the Company or all members of the Management Board of the Company.

A member of the Management Board of the Company is entitled to withdraw from the Management Board of the Company at any moment upon written application. The written opinion of the member of the Management Board to waive his authorities (withdrawal from the Management Board) is submitted to the Company addressed to the Chairman of the Management Board.

Termination of authorities of a member of the Management Board of the Company, who is an employee of the Company, is not the ground for termination of labour contract with such employee.

11.6. The meeting of the Management Board of the Company is quorate (has the quorum), if at least half of members of the Management Board of the Company, as specified in the resolution of the Board of Directors of the Company, took part in it.

11.7. The resolution on an issue, put to vote, is made at the meeting of the Management Board of the Company by a majority vote of members of the Management Board of the Company, participating in a meeting. For decision-making each member of the Management Board of the Company has one vote. Transfer of vote by a member of the Management Board of the Company to another person, including another member of the Management Board of the Company, is prohibited.

In case of equality of votes of members of the Management Board of the Company the Chairman of the Management Board of the Company has a casting vote. Another member of the Management Board of the Company, taking chair at a meeting, has no casting vote.

12. GENERAL DIRECTOR OF THE COMPANY

12.1. Day-to-day operations of the Company are managed by Chief Executive Officer of the Company – General Director of the Company.

12.2. General Director of the Company is accountable to the Board of Directors of the Company and General meeting of shareholders of the Company.

12.3. Competence of Chief Executive Officer of the Company covers all issues, related to the management of day-to-day activities of the Company, excluding issues, subject to the competence of General meeting of shareholders of the Company or the Board of Directors of the Company.

Chief Executive Officer of the Company provides fulfillment of the resolutions of General meeting of shareholders of the Company or the Board of Directors of the Company.

General Director of the Company approve the internal documents of the Company regulated day-to-day economic activity of the Company, excluding documents, subject to competence of the General meeting of the Company, the Board of Directors and the Management Board of the Company.

12.4. General Director of the Company shall act for and on behalf of the Company without a power of attorney and may, inter alia, represent its interests, make transactions on behalf of the Company, approve personnel arrangements, issue orders and directions, binding upon all employees of the Company.

12.5. General Director is elected by the Board of Directors of the Company for a term in office of 5 (five) years, unless a shorter period is provided for by a decision of the Board of Directors of the Company. The agreement between the Company and General Director is signed on behalf of the Company by the Chairman of the Board of Directors of the Company, or by a person, authorized by the Board of Directors of the Company. The terms of the above agreement shall be approved by the Board of Directors of the Company.

12.6. The Board of Directors of the Company is entitled to dismiss Chief Executive Officer of the Company – General Director of the Company. Simultaneously with the approval of such resolution the Board of Directors of the Company is entitled to create a provisional executive body of the Company.

12.7. If the authorities of Chief Executive Officer of the managing organization (manager) are transferred by the resolution of the General meeting of shareholders, the term of office of the managing organization (manager) is 3 (Three) years.