

APPROVED
by the Board of Directors of PJSC Aeroflot
on December 23, 2016
(Annex to Minutes No. 8 dated December 23, 2016)

REGULATIONS
on the Executive Secretary and the Office of the Board of Directors of PJSC
Aeroflot

Moscow 2016

Table of Contents

- Article 1. General Provisions
- Article 2. Terms and Definitions.
- Article 3. Scope of Application
- Article 4. Effective Period and Amendment Procedure
- Article 5. Procedure for Appointment and Termination of Powers of the Executive Secretary. Requirements for a Candidate for Executive Secretary
- Article 6. Office of the Board of Directors
- Article 7. Functions of the Executive Secretary
- Article 8. Rights and Obligations of the Executive Secretary
- Article 9. Procedure for Interaction between the Executive Secretary and the Management and Supervisory Bodies and Structural Subdivisions of the Company
- Article 10. Conditions and Procedure for Payment of Remuneration to the Executive Secretary
- Article 11. Responsibility and Liability of the Executive Secretary

1. General Provisions

1.1. These Regulations “On the Executive Secretary and the Office of the Board of Directors of Public Joint Stock Company "Aeroflot - Russian Airlines" (the “Regulations”) have been developed in accordance with the legislation of the Russian Federation, the Articles of Association and other internal documents of Public Joint Stock Company "Aeroflot - Russian Airlines" (hereinafter referred to as the “Company” or “PJSC Aeroflot”) as well as the provisions of the Corporate Governance Code recommended by the Bank of Russia for use by joint-stock companies whose securities are admitted to organized trading and the listing rules of PJSC "MICEX Stock Exchange" which regulate the activities of the Corporate Secretary and determine the procedure for organizing the activities of the Executive Secretary of the Company’s Board of Directors.

1.2. The Executive Secretary of the Company’s Board of Directors is an officer of PJSC Aeroflot who performs the role of a Corporate Secretary, ensuring:

- compliance by PJSC Aeroflot with the provisions of current legislation of the Russian Federation and the Company’s Articles of Association and internal documents on corporate governance aimed at guaranteeing the rights and legitimate interests of shareholders of PJSC Aeroflot;
- effective interaction with shareholders of PJSC Aeroflot;
- support for efficient work of the Board of Directors;
- development of corporate governance practices of PJSC Aeroflot aligned with the interests of its shareholders and other stakeholders.

1.3. The Executive Secretary of the Company’s Board of Directors shall carry out his or her activities in accordance with the legislation of the Russian Federation, the Company’s Articles of Association and internal documents and resolutions of the General Meeting of Shareholders and the Board of Directors.

1.4. The main task of the Executive Secretary of the Company’s Board of Directors is to ensure effective implementation of the corporate policy of PJSC Aeroflot and to organize efficient communications between shareholders, management and supervisory bodies of PJSC Aeroflot and PJSC Aeroflot itself.

1.5. In order to ensure effective execution of the functions of a Corporate Secretary in the Company, the Office of the Board of Directors headed by the Executive Secretary has been set up in PJSC Aeroflot. The Company’s Board of Directors approves the staff number of the Office of the Board of Directors and the amount of remuneration payable to its employees.

1.6. The Executive Secretary of the Company’s Board of Directors is functionally subordinate and reports to the Board of Directors and administratively to the General Director of the Company.

1.7. Information about the Executive Secretary shall be posted on the official website of the Company and shall be included in the Company's annual report. Information about the Executive Secretary shall include, in particular, his/her curriculum vitae, interest in the authorized capital of PJSC Aeroflot, information about transactions in the Company’s shares made by him/her during the year, and information about his/her functional responsibilities and contact details. This information shall be disclosed in line with the requirements of Federal Law No. 152-FZ "On Personal Data” dated July 27, 2006.

2. Terms and Definitions

These Regulations use the following terms:

- 1) “**Executive Secretary**” means the Executive Secretary of the Board of Directors of PJSC Aeroflot;
- 2) “**Corporate Governance Code**” means the Corporate Governance Code recommended by the Bank of Russia for use by joint-stock companies whose securities

are admitted to organized trading (Letter of the Central Bank of the Russian Federation "On the Corporate Governance Code", No. 06-52/2463 dated April 10, 2014);

- 3) **“Corporate Secretary”** means the person ensuring regular effective interaction between shareholders, the Board of Directors, the General Director, the First Deputy General Director for Aviation Security, Deputy General Directors, the Chief Accountant, and heads of structural subdivisions of PJSC Aeroflot, and also coordinating the Company’s actions to protect the rights and interests of the shareholders and supporting efficient work of the Board of Directors;
- 4) **“ID Portal”** refers to the Interdepartmental Portal for State Property Management;
- 5) **“General Meeting of Shareholders”** means the general meeting of shareholders of PJSC Aeroflot;
- 6) **“management”** means the General Director, the First Deputy General Director for Aviation Security, Deputy General Directors, the Chief Accountant, heads of structural subdivisions of PJSC Aeroflot, and persons temporarily performing their duties;
- 7) **“Board of Directors”** means the Board of Directors of PJSC Aeroflot;
- 8) **“structural subdivision”** means a part of the management chain that performs certain tasks on the basis of the Regulations on the Structural Subdivision.

3. Scope of Application

3.1. These Regulations are binding upon all employees of structural subdivisions of PJSC Aeroflot.

3.2. Administrative, local regulatory and other internal documents of the Company shall not conflict with these Regulations.

3.3. If, as a result of amendments to legislation of the Russian Federation and/or the Articles of Association of PJSC Aeroflot, certain provisions of these Regulations come into conflict therewith, the legislation of the Russian Federation and/or the Articles of Association of PJSC Aeroflot shall prevail.

4. Effective Period and Amendment Procedure

4.1. These Regulations shall be a permanent local regulatory document.

4.2. These Regulations shall be approved, amended or repealed by resolution of the Board of Directors.

4.3. Amendments to these Regulations may be initiated by members of the Board of Directors, the HR and Remuneration Committee of the Board of Directors, the General Director of the Company, and the Executive Secretary.

4.4. Responsibility for keeping these Regulations up-to-date is vested in the Executive Secretary.

5. Procedure for Appointment and Termination of Powers of the Executive Secretary. Requirements for a Candidate for Executive Secretary

5.1. The Executive Secretary shall be appointed and dismissed by an order of the General Director of the Company based on a resolution of the Board of Directors.

A resolution on the appointment or dismissal of the Executive Secretary shall be adopted by a majority vote of the total number of members of the Board of Directors.

5.2. The person appointed to the position of Executive Secretary shall have sufficient knowledge, experience and skills needed to perform assigned duties.

5.3. A candidate for the position of Executive Secretary shall meet the following requirements:

- have higher legal, economic or business education and have completed advanced training in corporate law and governance;

- have at least 3 years of experience in the field of corporate governance;
- have knowledge of corporate legislation, legislation on the securities market, including the rules governing disclosures by issuers in the securities market, as well as the ability to implement the best Russian and international practices of corporate governance;
- have an impeccable business reputation;
- not be affiliated with the Company, the person controlling the Company, or the executive management of the Company;
- have knowledge of the specifics of operations of PJSC Aeroflot;
- possess such personal qualities as independence of judgment, ability to defend his/her opinion, sociability, responsibility;
- have organizational and analytical skills;
- have no criminal record or disqualification under the Administrative Offences Code of the Russian Federation.

5.4. Candidates for the position of Executive Secretary may be nominated by the Chairman of the Board of Directors, members of the Board of Directors and the General Director of the Company.

5.5. Candidates for the position of Executive Secretary shall be nominated in writing. The following information shall be provided to the Board of Directors on each of the candidates for the position of Executive Secretary:

- surname, name, patronymic;
- date of birth (day, month, year);
- information on education (name of the educational institution, specialty, qualification, year of graduation);
- information about places of work and positions held for the last 5 years;
- information on whether the candidate is affiliated with the Company;
- information on whether the candidate is related to the person controlling PJSC Aeroflot or executive bodies of PJSC Aeroflot;
- information on no criminal record;
- information that the candidate has not been held administratively liable for offenses in the field of business, finance, taxes and levies, and the securities market;
- information on the number, category and type of shares of PJSC Aeroflot held by the candidate;
- documents (copies of documents) confirming that the candidate meets the requirements set out in paragraph 5.3. hereof.

In addition to the information specified in this paragraph 5.5., the candidate and/or the person nominating the candidate for the position of Executive Secretary may provide additional information at their discretion.

5.6. The HR and Remuneration Committee of the Board of Directors shall preliminarily consider the candidate(s) for the position of Executive Secretary, evaluate whether each candidate meets the established requirements, and submit its recommendations to the Board of Directors.

5.7. An employment contract (a supplementary agreement to the current employment contract), the terms of which shall be approved by the Board of Directors, shall be concluded with the person appointed to the position of Executive Secretary.

Appointment of the Executive Secretary and employees of the Office of the Board of Directors shall be formalized by an order of the General Director of the Company.

5.8. The Board of Directors may decide to terminate the powers of the Executive Secretary early by a majority vote of the total number of members of the Board of Directors at any time.

In the event a decision is made to terminate the powers of the Executive Secretary, the Board of Directors shall, at the same meeting, make a decision on the approval of a new candidate for the position of Executive Secretary or designate a person to act as Executive

Secretary until a new Executive Secretary is approved.

6. Office of the Board of Directors

6.1. The Office of the Board of Directors is a structural subdivision of the Company.

6.2. General management of the Office of the Board of Directors shall be carried out by the Executive Secretary.

6.3. Employees of the Office of the Board of Directors shall be appointed and dismissed by the relevant order.

6.4. Employees of the Office of the Board of Directors shall perform their functions and act in accordance with employment contracts and job descriptions drawn up on the basis of these Regulations.

7. Functions of the Office of the Board of Directors

7.1. The functions of the Office of the Board of Directors include:

- participating in the preparation and holding of General Meetings of Shareholders;
- supporting the work of the Company's Board of Directors and its Committees;
- immediately notifying the Board of Directors of all detected violations of corporate legislation of the Russian Federation and provisions of internal documents of PJSC Aeroflot, the enforcement of which falls under the purview of the Office of the Board of Directors;
- participating in the implementation of the Company's policy on disclosures in the securities market and keeping corporate documents of the Company;
- ensuring interaction of the Company with its shareholders and contributing to the prevention of corporate conflicts;
- ensuring interaction of the Company with regulators, trade organizers, the registrar and professional participants of the securities market within the limits of its powers;
- ensuring implementation of the procedures established by legislation and internal documents of the Company to safeguard the rights and legitimate interests of shareholders and controlling their execution;
- contributing to the improvement of the corporate governance system and practices of the Company and its subsidiaries.

7.2. As part of the functions of participation in organizing preparation and holding of General Meetings of Shareholders of PJSC Aeroflot, the Executive Secretary and the Office of the Board of Directors shall carry out (ensure):

receipt, registration and examination of shareholder proposals for agenda items and nomination of candidates for election to the Company's management bodies as well as requests to hold extraordinary General Meetings of Shareholders;

provision of information to the Chairman of the Board of Directors on proposals and requests received by the Company, enclosing information on whether such proposals and requests conform with the legislation of the Russian Federation;

forwarding of decisions made by the Board of Directors following consideration of shareholder proposals to the shareholders that submitted those proposals;

interaction with the Company's registrar;

notification of shareholders of General Meetings of Shareholders and the voting results at General Meetings of Shareholders by methods provided in the Articles of Association and internal documents of the Company;

forwarding of an invitation to the relevant General Meeting to the candidates nominated for election to the Board of Directors and the Audit Commission of the Company;

control of the timely preparation of information (materials) for the General Meeting by the Company's structural subdivisions;

provision of access for persons entitled to participate in the General Meeting to the information (materials) on the agenda of the General Meeting as well as production and provision of copies of these documents at the request of shareholders;

organization of record-keeping of the completed ballots received by the Company and their transfer to the Counting Commission;

interaction with the Counting Commission, including receipt of protocols on voting results, voting ballots, powers of attorney and other documents submitted for the General Meeting of Shareholders from the Counting Commission; organization of their storage;

preparation of minutes of General Meetings of Shareholders and reports on voting results at General Meetings of Shareholders; preparation of extracts from minutes of General Meetings of Shareholders;

issue of extracts and certificates from the list of persons entitled to participate in the General Meeting of Shareholders in accordance with the procedure established by current legislation;

provision of explanations to the Chairman of the General Meeting on matters arising in the course of the meeting;

preparation and submission of replies to shareholders' questions concerning the corporate governance of the Company, including those relating to the procedure for holding General Meetings of Shareholders;

timely communication of the voting results at the General Meeting to the persons entitled to participate in the General Meeting;

receipt of the protocol of the Counting Commission on voting results;

organization of disclosure of information on the voting results at General Meetings of Shareholders and adopted resolutions.

7.3. As part of the function of supporting the work of the Board of Directors and its Committees, the Executive Secretary and the Office of the Board of Directors shall carry out (ensure):

interaction with the Chairman of the Board of Directors, members of the Board of Directors, heads and members of Committees of the Board of Directors;

planning of the work of the Board of Directors and its Committees together with the Chairman of the Board of Directors and heads of Committees of the Board of Directors;

preparation and holding of meetings of the Board of Directors and its Committees (forming the agenda, notifying members of the Board of Directors and its Committees and other participants in sessions of a meeting, preparing voting ballots, compiling and submitting the set of materials on agenda items to the Board of Directors and its Committees, and resolving organizational issues);

control of the timely preparation of information (materials) for the meeting of the Board of Directors and Committees of the Board of Directors by the Company's structural subdivisions;

provision of information (materials) on the agenda of the meeting of the Board of Directors and Committees of the Board of Directors to members of the Company's Board of Directors;

verification of quorum for a Board of Directors meeting;

keeping of the minutes of meetings of the Board of Directors and documenting of the results of meetings of the Board of Directors and its Committees (summarizing the results of voting on the agenda items, preparing the minutes of meetings and ensuring that they are signed);

preparation of extracts from minutes of meetings of the Board of Directors;

control over implementation of decisions (instructions) of the Board of Directors and its Committees (communicating decisions (instructions) to implementers, controlling compliance with deadlines for implementing decisions (instructions), generating consolidated reports on the implementation of decisions (instructions));

provision of extracts from minutes of meetings of the Board of Directors and its Committees upon stakeholders' requests;

keeping of statistical records of the work of the Board of Directors and its Committees;
preparation of annual reports on the work of the Board of Directors and its Committees, including for the purpose of including them in the annual report of PJSC Aeroflot;
regulation of the processes of activity of the Board of Directors and its Committees;
technical and organizational support for the work of the Board of Directors and its Committees;

provision of consultations on corporate law and governance matters to members of the Board of Director, explanation of provisions of the Articles of Association and internal documents of the Company concerning procedural matters related to preparation and holding of General Meetings of Shareholders, meetings of the Board of Directors, and disclosure (provision) of information about the Company;

coordination of the process of familiarizing members of the Board of Directors with corporate governance practices in PJSC Aeroflot, including:

- familiarization with local regulations and decisions of the management bodies of PJSC Aeroflot regulating the activities of the Board of Directors;
- provision of consultations on matters related to the work of the Board of Directors of PJSC Aeroflot;

organization of preparation of amendments and additions to (new versions of) internal documents of the Company regulating the activities of the Board of Directors.

The Executive Secretary may be elected as the secretary of the Board of Directors Committee(s).

If the Executive Secretary is not elected as the secretary of Committee(s), the Executive Secretary shall organize activities to support the work of Committees through interaction with their secretaries and shall be responsible for organizing the work of Committees to the extent applicable to him/her.

7.4. As part of the function of participating in the implementation of the Company's information disclosure policy and keeping corporate documents of the Company, the Executive Secretary and the Office of the Board of Directors shall carry out (ensure):

organization of timely and full disclosure of information by the Company as an issuer of securities in accordance with the requirements of current legislation of the Russian Federation and internal documents of the Company;

participation in the preparation, updating and disclosure of information on corporate governance matters posted on the Company's website;

organization of preparation of the sections of the Company's annual report (and other public reporting forms) for the block "Corporate Governance", quarterly reports of the issuer of equity securities and disclosures of material facts;

organization of work with the ID Portal and other information resources of the government authorities to ensure that the information about the Company posted thereon is up to date;

participation in the development and implementation of measures aimed at enhancing the information transparency of PJSC Aeroflot;

organization of accounting at the Company's affiliates;

storage of the Company's documents, which are listed under the current legislation of the Russian Federation and in the Company's Articles of Association, as part of their functions;

provision of access to the above documents for the Company's shareholders in accordance with the procedure established by the current legislation of the Russian Federation and the Articles of Association and other internal documents of the Company.

7.5. As part of the function of ensuring interaction of the Company with its shareholders and contributing to the prevention of corporate conflicts, the Executive Secretary and the Office of the Board of Directors shall carry out (ensure):

coordination of activities aimed at ensuring that the procedures established by the legislation of the Russian Federation and internal documents of the Company to ensure the rights and legitimate interests of shareholders are implemented and control of their execution;

organization of interaction between PJSC Aeroflot and its shareholders, including through the official website of PJSC Aeroflot and the functionality of the ID Portal;

control of the organization of payment of dividends on shares of PJSC Aeroflot in accordance with resolutions of the General Meeting of Shareholders of PJSC Aeroflot;

provision of response to shareholder communications received by PJSC Aeroflot via communication channels for shareholders and to inquiries from other persons on corporate law and governance matters, including the exercise of the rights of the Company's shareholders, within their competence;

keeping of records of assignments, letters, communications and requests addressed by shareholders to PJSC Aeroflot; ensuring that demands made by shareholders in cases stipulated by current legislation are fulfilled;

provision of shareholders with information and documents of PJSC Aeroflot in accordance with the current legislation, the Articles of Association of PJSC Aeroflot and other internal documents of the Company;

interaction with the registrar of PJSC Aeroflot;

organization of the fulfillment of requests received from shareholders for the redemption of their shares by the Company in cases established by the legislation of the Russian Federation;

The Executive Secretary shall adopt measures designed to prevent the abuse of rights by the participants of corporate relations, promptly identify emerging corporate conflicts, and take measures to prevent and resolve them.

7.6. As part of the function of ensuring interaction of the Company with regulators, trade organizers, the registrar, other professional participants of the securities market within the limits of their powers, the Executive Secretary and the Office of the Board of Directors shall ensure:

conformity of the Company with the requirements of Russian stock exchanges for the corporate governance system and preparation of proposals for improving elements of the Company's corporate governance system;

control and maintenance of the Company's securities in quotation lists of trade organizers, namely, monitoring of changes to requirements in the rules for listing securities on Russian stock exchanges;

fulfillment of the Company's obligations on the timely preparation and submission of documents and information to Russian stock exchanges in accordance with applicable listing rules;

provision of information and documents to the Company's registrar and other professional participants of the securities market;

preparation of replies to inquiries and communications on corporate governance issues received from authorized government bodies and organizations as well as other persons;

interaction with regulators, trade organizers, the registrar and other professional participants of the securities market.

7.7. As part of the function of ensuring the implementation of the procedures established by the legislation and internal documents of the Company to safeguard the rights and legitimate interests of shareholders and controlling their execution, the Executive Secretary and the Office of the Board of Directors shall ensure:

control of adherence to the corporate procedures prescribed by current legislation to safeguard the rights and interests of shareholders (upon issue of securities; reorganization or liquidation; redemption of shares at the request of shareholders in cases established by the legislation; purchase of shares based on decisions of the Company's management bodies; payment of dividends; procedures related to the presentation of a voluntary or mandatory offer to purchase shares, etc.);

control of compliance by the officials and employees of PJSC Aeroflot with the Articles of Association and internal documents of the Company on matters relating to their functions;

provision of consultations to shareholders on the procedure for implementing relevant

procedures and rendering of practical assistance to shareholders in exercising their rights.

7.8. As part of the function of contributing to the improvement of the corporate governance system and practices of the Company and its subsidiaries, the Executive Secretary and the Office of the Board of Directors shall carry out (ensure):

control of compliance by PJSC Aeroflot and its subsidiaries with the requirements of current legislation, articles of association and other internal documents on corporate governance;

implementation of the corporate procedures prescribed by current legislation;

monitoring of the legislation on corporate governance and initiation of amendments to relevant internal documents upon amendments to legislation regulating corporate relations and procedures;

provision of information to members of the Board of Directors and management of PJSC Aeroflot on significant changes in the legislation of the Russian Federation on corporate governance;

provision of consultations to members of the Board of Directors and management of PJSC Aeroflot on corporate law and governance matters;

monitoring of the corporate governance system of PJSC Aeroflot for compliance with recommendations of the Corporate Governance Code, international standards of corporate governance, and recommendations and instructions from the federal executive authorities;

participation in the evaluation of the corporate governance system of PJSC Aeroflot and its subsidiaries;

organization of activities to obtain and maintain a corporate governance rating and interaction with rating agencies;

participation in the preparation of the report to the Board of Directors on the status of the corporate governance system of PJSC Aeroflot and prospects for its development;

organization of implementation of resolutions of the Board of Directors of PJSC Aeroflot on the development of corporate governance practices in PJSC Aeroflot;

facilitation of the development of the corporate governance system of entities controlled by PJSC Aeroflot;

interaction with government authorities and Russian and foreign organizations on corporate governance;

implementation of projects aimed at standardizing (optimizing) corporate governance processes in PJSC Aeroflot;

development of proposals for the improvement of corporate governance practices and initiation of relevant amendments to internal documents of the Company and its controlled entities;

7.9. The Executive Secretary shall organize work to fulfill the requirements of the legislation of the Russian Federation on counteracting improper use of insider information and market manipulation.

7.10. The Executive Secretary shall organize preparation of drafts of the Company's internal documents on matters falling within his or her competence.

8. Rights and Obligations of the Executive Secretary

8.1. The Executive Secretary shall have the right to:

require officials and employees of PJSC Aeroflot to strictly comply with the provisions and requirements of current legislation and the Articles of Association and internal documents of PJSC Aeroflot on corporate governance, provide oral and written explanations on identified violations of current legislation and the Articles of Association and internal documents of PJSC Aeroflot on corporate governance and shareholder rights, and require that violations be corrected;

request and receive information and documents needed for the performance of his/her functions from officials and heads of structural subdivisions of the Company;

require that officials of the Company report on the implementation of resolutions passed by the Board of Directors and the General Meeting of Shareholders and request a written explanation of the reasons for failure to implement them, where necessary, on behalf of the Chairman of the Board of Directors;

submit matters for consideration to the Board of Directors and Committees of the Board of Directors within his or her competence; interact with the Chairman of the Board of Directors and heads of Committees of the Board of Directors;

involve structural subdivisions of the Company in the preparation of draft documents and implementation of corporate governance procedures within his or her competence;

engage independent external experts to accomplish the tasks facing him/her and perform certain functions, subject to approval by the Company's General Director;

make proposals on the budget of the Office of the Board of Directors headed by the Executive Secretary and make decisions about utilizing funds from that budget;

request information from the Company's registrar to the extent established by the legislation of the Russian Federation;

carry out the actions necessary to control the implementation of resolutions passed by the Board of Directors and the General Meeting of Shareholders;

8.2. The Executive Secretary shall:

comply with the provisions and requirements of the legislation of the Russian Federation and the Articles of Association and internal documents of PJSC Aeroflot in his or her activities;

be guided by the principle of respecting the interests of all shareholders of the Company in his or her activities;

carry out assignments of the Chairman of the Board of Directors;

regularly report to the Board of Directors on his or her activities, including the results of implementation of corporate procedures and identified violations of requirements of current legislation on corporate governance and shareholder rights;

immediately inform the Chairman of the Board of Directors of the occurrence (possibility of occurrence) of situations that may result in a violation of current legislation and/or shareholder rights, as well as the occurrence of corporate conflicts;

ensure interaction of the Company with its shareholders and contribute to the prevention of corporate conflicts;

manage the activities of employees of the Office of the Board of Directors;

provide methodological support to employees of the Company on corporate governance;

improve his or her skills, maintain interaction with the professional community on corporate governance and represent the Company in matters related to activities of the Executive Secretary.

The Executive Secretary shall resolve any other issues related to the performance of functions and tasks assigned to the Executive Secretary.

9. Procedure for Interaction between the Executive Secretary and the Management and Supervisory Bodies and Structural Subdivisions of the Company

9.1. The Executive Secretary shall maintain close interaction with the management and supervisory bodies, structural subdivisions and employees of PJSC Aeroflot in carrying out his or her activities to the extent necessary for the proper performance of his or her functions.

9.2. The Executive Secretary shall interact with the Chairman of the Board of Directors and heads of Committees of the Board of Directors.

9.3. Management bodies and officials of PJSC Aeroflot shall assist the Executive Secretary in carrying out his or her functions.

Within the limits of his/her powers, the Executive Secretary is entitled to request and the officials and the heads of structural subdivisions of the Company are obliged to submit to him/her:

- information needed to perform his or her functions, subject to restrictions imposed by current legislation of the Russian Federation and the Articles of Association and internal documents of the Company;
- reports on the progress in the implementation of decisions made by the Company's management bodies, indicating the reasons for failure to implement them.

9.4. In the course of interaction with structural subdivisions of PJSC Aeroflot, the Executive Secretary may:

- organize preparation of materials whose consideration falls within the competence of management bodies of PJSC Aeroflot in accordance with the requirements of current legislation, the Articles of Association and internal documents of PJSC Aeroflot.
- organize preparation of materials whose consideration falls within the competence of management bodies of PJSC Aeroflot's subsidiaries in accordance with the requirements of current legislation, the articles of association and internal documents of PJSC Aeroflot's subsidiaries.

10. Conditions and Procedure for Payment of Remuneration to the Executive Secretary

10.1. Conditions and procedure for payment of remuneration to the Executive Secretary are contained in the employment contract concluded with the Executive Secretary on behalf of the Company.

10.2. Conditions and procedure for payment of remuneration to the Executive Secretary (including determination of the amount of remuneration, principles and amount of additional bonuses) shall be determined by the Board of Directors on the basis of preliminary recommendations of the HR and Remuneration Committee of the Board of Directors.

10.3. Remuneration shall be paid to the Executive Secretary in accordance with the procedure and within the time limits established by local regulatory documents of PJSC Aeroflot.

11. Responsibility and Liability of the Executive Secretary

11.1. In exercising his or her rights and duties, the Executive Secretary shall act in the interests of the Company and its shareholders and shall exercise his or her rights and duties in relation to the Company and its shareholders reasonably and in good faith.

11.2. The Executive Secretary shall be responsible for the proper performance of his or her functions and for the results of his or her activities to the Board of Directors and shareholders of PJSC Aeroflot.

11.3. The Executive Secretary may not use confidential information available to him or her or other legally protected information that has become known to him or her in the course of performance of his or her duties for personal interests or interests of third parties.

11.4. The Executive Secretary shall be liable for improper disclosure of confidential/insider information of the Company.

11.5. The Executive Secretary shall be subject to disciplinary, administrative, civil and other liability in cases and according to the procedure prescribed by the legislation of the Russian Federation.