

New edition
APPROVED:
by the Board of Directors
of Public Joint Stock Company “Severstal”
on 17 October 2019
(MINUTES № 9/2019 dated 17 October 2019)

ENACTED:
by the order of the General Director
of managing organisation of
PAO Severstal - JSC «Severstal Management»
№ № ПО-Д-101-00-19-87 dated 1 November 2019

Inside Information Regulations of Public Joint Stock Company “Severstal”

1. GENERAL PROVISIONS

1.1 These Inside Information Regulations (hereinafter referred to as “**the Regulations**”) of Public Joint Stock Company “Severstal” (hereinafter referred to as “**the Company**”) establish the procedure for access to inside information, its confidentiality protection rules and control over compliance with the requirements of the Federal Law N 224-FZ dated 27 July 2010 “On counteracting the illegitimate use of inside information and manipulation of the market, and introducing amendments to separate legislative acts of the Russian Federation” (hereinafter referred to as the “**the Inside Information Law**”), Regulation (EU) No. 596/2014 of the European Parliament and of the Council on market abuse (Market Abuse Regulation) and repealing Directive 2003/6/EC of the European Parliament and of the Council and Commission Directives 2003/124/EC, 2003/125/EC and 2004/72/EC (hereinafter referred to as “**MAR**”), regulations adopted in accordance with them and requirements of other applicable laws, as well as regulate other issues relating to the use of the Company’s inside information.

1.2 The insiders shall comply with the requirements of the Inside Information Law, MAR and other applicable laws.

1.3 Definitions

- a) “**business day**” means any day (other than a Saturday or Sunday) when banks are open for business;
- b) “**closed period**” means:
 - i) a period of 60 days immediately prior to the preliminary announcement of annual results by the Company or, if such a period is shorter, a period from the end of a relevant financial year to the date of such an announcement inclusively;
 - ii) a period of 60 days immediately prior to the publication of the Company’s annual (financial) report or, if such a period is shorter, a period from the end of a relevant financial year to the date of such a publication inclusively;
 - iii) a period of 30 days immediately prior to the announcement of quarterly results or, if such a period is shorter, a period from the end of a relevant quarter to the date of such an announcement inclusively;

- c) “**group**” means the Company and its subsidiary companies included in the consolidated financial statements of the Company prepared under the International Financial Reporting Standards (IFRS) as of a relevant time;
- d) “**an associated person**” has a meaning stated in paragraphs 6.1 and 6.2 hereof;
- e) “**Transactions**” mean any operation with:
- i) the Company’s securities (including debt obligations) admitted to trading on a regulated market in the territory of the Russian Federation, the United Kingdom and countries-members of the European Union or for which a request for admission to trading on a regulated market has been made, as well as their derivatives including global depositary receipts (GDRs), derivatives and other derivative financial instruments of the Company (hereinafter referred to as “**the Company’s securities**”);
 - ii) the Company’s derivative financial instruments which price depends on the price of the Company’s securities and/or which underlying asset is the Company’s securities; as well as
 - iii) securities (including debt obligations) of the group companies listed and traded on a regulated trade platform in territory of the Russian Federation, the United Kingdom and countries-members of the European Union (hereinafter referred to as “**public debt obligations of the group**”);
- f) “**a person discharging managerial responsibilities**” means:
- any member of the Board of Directors, member of the collegial executive body (if any) of the Company and/or managing organisation, which exercises functions of the sole executive body of the Company;
 - a person exercising functions of the sole executive body (including managing organisation, manager or temporary sole executive body) of the Company and/or managing organisation, which exercises functions of the sole executive body of the Company;
 - any member of the Internal Audit Commission (auditor) (if any) of the Company and/or managing organisation, which exercises functions of the sole executive body of the Company;
 - any senior executive, who has regular access to inside information relating directly or indirectly to the Company and/or the Company’s securities, and/or public debt obligations of the group and power to take managerial decisions affecting the future developments and business prospects of the Company and/or the value of the Company’s securities, and/or public debt obligations of the group.
- g) “**inside information**” means information, which is recognised as such in accordance with the Inside Information Law, MAR or other applicable laws (the Company shall approve the list of inside information as required by the regulatory acts of the federal executive authority in the field of financial markets (hereinafter referred to as “**a competent authority**”) and other applicable laws);
- h) “**an insider**” means a person, who is recognized as such in accordance with the Inside Information Law, MAR or other applicable laws (the Company shall keep an insider list);

- i) **“an authorised official person of the Company”** means a person, who is authorised to monitor the compliance with the Inside Information Law, MAR and regulations adopted in accordance with them, as well as other applicable laws related to the placement of the Company’s securities and/or public debt obligations of the group on the securities markets within foreign jurisdiction.

2. PROCEDURE FOR ACCESS TO INSIDE INFORMATION

(a) Access to inside information for the Company’s employees.

2.1 Access to inside information shall be granted only to those employees of the Company who:

- a) have committed themselves to protecting confidentiality of information classified as commercial secret of the Company and have reviewed the documents that determine the commercial secret regime in the Company (including the list of information constituting the Company’s commercial secret) in accordance with the established procedure; and
- b) have been included into the Company’s insider list.

Access to inside information shall be granted by a written or oral order of the Company’s sole executive body or Chief Financial Officer of the Company or its managing organisation, or an authorised official person of the Company upon request of an employee’s commanding officer and if there is a basis for that as prescribed in paragraph 2.1.1 hereof.

2.1.1 A decision to provide an employee with access to inside information shall be taken only if such access is necessary for the performance of his/her labour duties according to his/her employment agreement and/or job description.

2.1.2 If the basis for providing an employee with access to inside information ceases to exist or if an employee violates the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws, these Regulations and/or the Company’s commercial secret regime, the access to inside information shall be discontinued by a written or oral order of any person authorised to provide such an access according to paragraph 2.1 hereof.

2.2 Persons discharging managerial responsibilities (hereinafter also referred to as **“the directors”**) are considered to have access to inside information under the existing Russian law and these Regulations and be obliged to strictly comply with the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws and these Regulations.

2.3 Access to inside information for the third parties.

Persons, other than those specified in paragraphs 2.1 and 2.2 hereof, shall be provided with inside information only for the performance of their duties established by the federal laws or the performance of a contract and provided that they have been included into the Company’s insider list.

3. INSIDE INFORMATION CONFIDENTIALITY PROTECTION RULES

3.1 The inside information is subject to the regime of commercial secret established by the Company. If it is provided for by the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws or these Regulations, the Company shall take more stringent measures to protect confidentiality of inside information than those stipulated by the Company’s regime of commercial secret.

3.2 To protect the confidentiality of inside information in the Company:

- the access to inside information shall be restricted for any person in any formats (including paper/electronic) other than under the procedure established in paragraphs 2.1-2.3 hereof;
- the possibility of an accidental access to inside information shall be excluded;
- the entry into the premises where inside information is kept/may be kept shall be restricted;
- the storage of inside information in hard copy outside lockable cabinets/safes/premises shall be forbidden;
- the storage and transmission of inside information electronically in a manner that may provide access to such information for persons who are not authorised for such access in accordance with paragraphs 2.1-2.3 hereof shall be forbidden;
- working with inside information shall be allowed only in those premises where unauthorised persons cannot gain access to such information by visual observation;
- the discussion of inside information in the presence of those, who have no access to such information, as well as in public places (restaurants, taxi, airplanes, elevators, etc.) where it may become accessible to unauthorised persons shall not be allowed;
- sealed non-transparent envelopes shall be used for internal circulation of hardcopy documents;
- passwords and/or restricted access shall be used for high-priority documents;
- access to computers and other electronic devices used by those with access to inside information shall be restricted through the use of passwords;
- physical records with inside information shall be destroyed in a way that means that they cannot be restored.

4. INSIDER LIST

4.1 The Company shall send a notice about inclusion of a person into the Company's insider list or exclusion of him/her from such a list (hereinafter referred to as "**a Notice**") to a person who has been included into or excluded from such a list within 7 (seven) business days of the date of such an inclusion or exclusion.

A Notice to a person included into a the Company's insider list or excluded from such a list shall be made by the Company by delivery against receipt, mail, telegraph, teletype or electronic means of communication that provides a record of sending thereof.

A Notice may be drawn up as a hardcopy and/or electronically signed document as required by the Russian law.

A Notice shall be made as provided for by the Annex hereto. The Company shall inform the insiders about requirements of the Inside Information Law, MAR, other applicable laws and liability for the misuse of inside information.

If a Notice is drawn up in a paper form, the relevant person may be notified by means of electronic communication, including via Internet, by way of an electronic image of the document (an electronic/digital form transformed from a paper document by its scanning).

Upon request of a person included into or excluded from the Company's insider list, the Company shall send to or provide such a person with a hard copy of the Notice duly signed by an authorised person of the Company and stamped by the Company within 7 (seven) business days of the date of receipt of such a request by the Company.

The Company shall keep records of all Notices sent.

The Company shall transmit the insider list in cases, in order and on conditions as provided for by the Inside Information Law, MAR and other applicable laws or by a competent authority.

The Company shall deliver the insider list to a competent authority upon its request.

If the Company's securities or public debt obligations of the group are also traded on a foreign securities market, the Company shall, upon a relevant request of a competent foreign authority, provide that foreign authority with the insider list subject to the procedure and within the terms established by applicable laws (unless other terms are not specified in the request of a competent foreign authority).

4.2 The Company shall keep a complete record of Notices and any other records referring to a person included into the insider list for the prescribed periods as provided for by the applicable Russian regulatory acts and other applicable laws, but in any event for at least five years after the date of exclusion of a person from the Company's insider list.

4.3 The Chief Financial Officer of the Company or its managing organisation shall exercise ongoing monitoring to identify if there are persons that shall be included into the insider list.

4.4 Ongoing maintenance of the insider list as well as an inclusion/exclusion of persons from such a list shall be performed by an authorised official person of the Company.

4.5 In order to include the Company's employees into the insider list as indicated in paragraph 13, article 4 of the Insider Information Law the Director of Human Recourses of the Company or its managing organisation or a person authorised by him/her shall provide an authorised official person of the Company with information on conclusion/amendment/approval of the employment agreement/job description with the Company's employee who needs access to insider information for the performance of his/her employment agreement/job description.

4.6 In order to include a person who possesses inside information in respect of a specific transaction into the insider list, a head of the working group or an individual authorised by him/her shall, in due time, but in any case, before the communication of inside information to potential insiders, provide an authorised official person of the Company with a list of employees of the Company and/or its managing organisation, external consultants, auditors, appraisers and others involved in the project, who will be provided with access to inside information (access to inside information shall be granted as prescribed in paragraphs 2.1-2.3 hereof). If a person to be included into the insider list in respect of a transaction is a director or an employee of the Company and/or its managing organisation, his/her full name and surname (including birth surname), job position (function), series and number of personal identity document, date and place of birth, personal home address and personal telephone numbers (if any) and any other information required under applicable laws shall be communicated. In other cases in addition to the abovementioned information it is necessary to communicate a company name and its address, professional telephone number of a person to be included into the insider list in respect of a specific transaction.

The final decision as to whether information on a specific transaction is inside information or not and therefore the procedure prescribed by this paragraph of the Regulations is supposed to be applied to such a transaction shall be taken by a Deputy General Director of the Company or its managing organisation responsible for the project or a person authorised by him/her. To take

such a decision the abovementioned persons may ask for an opinion of an authorised official person of the Company.

4.7 An authorised official person of the Company shall be responsible for:

- notifying persons of their inclusion into and exclusion from the insider list as prescribed in paragraph 4.1 hereof as well as informing them about requirements of the Inside Information Law, MAR, other applicable laws and liability for the misuse of inside information;
- notifying persons included into the insider list about the start and the end of closed periods by means of electronic communication, including via Internet, by way of an electronic image of the document (an electronic/digital form transformed from a paper document by its scanning) or by posting such information on the Company's webpage on: www.severstal.com.

5. CONDITIONS TO DEAL IN FINANCIAL INSTRUMENTS

(a) Transactions in closed periods

5.1 The insiders who are persons discharging managerial responsibilities and other persons specified in paragraph 13, article 4 of the Inside Information Law shall not conclude Transactions during any closed period. The Company shall seek to ensure that other insiders of the Company commit themselves to doing the same insofar as this is possible in accordance with the applicable laws and conditions of trade.

5.2 Insiders indicated in paragraph 5.1 hereof shall take reasonable steps to ensure that their associated persons do not conclude Transactions during any closed period. For these purposes, the insiders indicated in paragraph 5.1 hereof shall notify their associated persons of the following:

- that they are deemed to be insiders as provided for by these Regulations, the Inside Information Law or other applicable laws;
- that there are closed periods during which associated persons shall be restricted to conclude Transactions; and
- that they shall make an appropriate notification immediately after concluding a Transaction.

(b) Presentation of information by insiders about their Transactions

5.3 The Company shall ensure that information about the procedure and conditions for notifying the Company of a Transaction concluded by an insider or a person discharging managerial responsibilities is brought to their attention.

5.4 The Company is entitled to request that the insiders included into the Company's insider list inform the Company about any Transaction they conclude. An insider who receives such a request shall present the requested information in accordance with the procedures and within the time limits established by the applicable laws.

5.5 The insiders who are persons discharging managerial responsibilities and persons associated with them shall notify the Company of a Transaction within 1 (one) business day of the date of such a Transaction (taking into account business days in the Russian Federation, the United Kingdom and a relevant country-member of the European Union).

5.6 The insiders who are persons discharging managerial responsibilities and persons associated with them shall notify a competent foreign authority of any Transaction in accordance with the procedure and within time limits established by the applicable laws.

5.7 At the request of a person discharging managerial responsibilities or persons associated with them, the Company may notify a competent foreign authority of a Transaction in accordance with the procedure and within time limits established by MAR or other applicable laws.

(c) Disclosure by the directors of information of their holdings in the Company's securities

5.8 The provisions set forth in paragraphs 5.9-5.13 below shall apply to persons discharging managerial responsibilities (in paragraphs 5.9-5.13 hereof referred to as "**a(the) director(s)**") and their associated persons. An authorised official person of the Company shall have the right by his/her order to extend the provisions of paragraphs 5.9-5.13 hereof or separate provisions of those paragraphs to any employee of the Company who is an insider (including specific employees, specific categories of employees, etc.).

5.9 Any person who becomes a director provided that he/she has a right in securities of the Company (including debt obligations) and/or public debt obligations of the group, and/or any other shares/debt obligations as indicated in point (a) of paragraph 5.10 below at the relevant time shall notify the Company in writing of:

- (a) his/her rights in such securities, shares and debt obligations, as well as derivatives at the relevant time; and
- (b) the number of shares of each category and the amount of debt securities of each category.

5.10 Each director, alongside a commitment to notify the Company of a Transaction during the whole period of his/her directorship, is obliged to inform the Company in writing if any of the below events taking place:

- (a) any event resulting in a gain or loss of his/her rights in shares or debt obligations of a legal person, which is a subsidiary company or a holding company of the Company or a subsidiary company of the Company's holding company (if any);
- (b) conclusion by a director of an agreement on the sale of such shares or debt obligations;
- (c) the granting to the director by a legal person, which is a subsidiary company or a holding company of the Company or a subsidiary company of the Company's holding company (if any), a right of subscription to shares or debt obligations of such a legal person, an exercise and a transfer of such a right granted as stated above,

and in such case, the notification to be sent to the Company's address shall indicate the number or amount and category of relevant shares or debt obligations.

5.11 A person shall not make a notification of any of the events mentioned in paragraph 5.10 hereof after he/she ceases to be a director.

5.12 None of the provisions of paragraphs 5.9 or 5.10 hereof shall create obligations in respect of shares of a legal person, which is a subsidiary company wholly owned by another legal person, unless otherwise prescribed by the Inside Information Law, MAR, regulations adopted in accordance with them or other applicable laws.

5.13 The provisions of paragraph 5.9 hereof in respect of disclosure of rights in shares of the Company shall be applied to persons associated with the relevant director.

6. ASSOCIATED PERSONS

6.1 For the purposes of these Regulations, “**an associated person**” means a person associated with a director if (but only if) such a person is:

- (a) a spouse, or a partner considered to be equivalent to a spouse in accordance with national law;
- (b) a dependent child in accordance with national law;
- (c) a relative who has shared the same household for at least one year on the date of the Transaction concerned; or
- (d) a legal person, trust or partnership:
 - the managerial responsibilities of which are discharged by a director or by a person referred to in point (a), (b) or (c) of paragraph 6.1 hereof; or
 - which is directly or indirectly controlled by such a person (“control” means that a director and/or a person associated with him/her has over 50% of the voting power or board control of the relevant entity); or
 - which is set up for the benefit of such a person; or
 - the economic interests of which are substantially equivalent to those of such a person; or
- (e) a person acting as a trustee of a trust, the beneficiaries of which are:
 - a director, a spouse, or a partner considered to be equivalent to a spouse in accordance with national law, a dependent child of such a director, or
 - a legal person associated with a director;or a trust, which conditions entrust a trustee with powers that may be exercised in the interest of a director, a spouse, or a partner considered to be equivalent to a spouse in accordance with national law, a dependent child; or
- (f) any person associated with a director by virtue of the abovementioned points ((a), ((b), ((c), ((d) or ((e).

6.2 For the purposes of these Regulations, the persons associated with the insiders indicated in paragraph 13, article 4 of the Inside Information Law shall mean those listed in points ((a), ((b) or ((c) of paragraph 6.1 hereof.

7. MONITORING OF THE COMPLIANCE WITH THE REQUIREMENTS OF THE INSIDE INFORMATION LAW, MAR, REGULATIONS ADOPTED IN ACCORDANCE WITH THEM, OTHER APPLICABLE LAWS AND THESE REGULATIONS

7.1 Compliance with the requirements of the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws and these Regulations shall be monitored by an authorised official person of the Company through:

- scheduled and unscheduled inspections of compliance with the procedures regulating the provision of access to inside information;
- ongoing maintenance of the insider list, periodic checks of relevance and accuracy of such list, monitoring the compliance with the procedures of notification of insiders of their inclusion into and exclusion from the list;
- scheduled and unscheduled inspections of compliance with the Company's commercial secret regime and measures to protect confidentiality established by these Regulations in respect of inside information;
- inspection of each case when rules for the treatment of inside information are violated as prescribed by the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws and these Regulations;
- control of the compliance with the rules and procedures for disclosure of information in accordance with the securities market laws of the Russian Federation and other rules and standards applicable to the Company;
- revision and analysis of notifications from the insiders regarding their operations in the Company's securities.

7.2 The inspections mentioned in paragraph 7.1 hereof may be initiated by an authorised official person of the Company, Chief Financial Officer of the Company or its managing organisation or a person exercising functions of the sole executive body of the Company. Scheduled inspections shall be carried out at least once a year. The time period for carrying out an inspection shall be determined by an authorised official person of the Company independently, but shall not be more than one month.

7.3 The inspections mentioned in paragraph 7.1 hereof shall be carried out with the involvement of staff subordinated to an authorised official person of the Company. The results of such inspections shall be recorded in reports, which may be made available, where appropriate, to initiator of such an inspection. The reports about violations of rules for the treatment of inside information established by the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws or these Regulations shall also contain the list of recommended measures to prevent such violations in the future.

7.4 Directors and employees of the Company shall assist an authorised official person of the Company in performing his/her functions listed in paragraph 7.1 hereof, and provide necessary documents, information and explanations.

7.5 An employee or a director of the Company shall immediately inform an authorised official person of the Company of a violation of the Inside Information Law, MAR, regulations adopted in accordance with them, other applicable laws or these Regulations.

8. FINAL PROVISIONS

8.1 These Regulations shall be approved or amended by the Company's Board of Directors.

8.2 Where any provision of these Regulations is in conflict with applicable laws or regulatory acts of the Company, the appropriate provisions of applicable laws and regulatory acts of the Company shall prevail.

Dated “_” _____ 20__
 № _____

NOTICE
about inclusion of a person into the insider list
(or exclusion of a person from the insider list)

№	I. Information about the Company	
1.1.	Full business name of the Company	
1.2.	INN/OGRN of the Company	
1.3.	Legal address of the Company	
1.4.	Any other correspondence address	
1.5.*	Surname, first name, patronymic name of a contact person responsible for maintenance of the insider list; telephone and e-mail address	
1.6.	Category (-ies) of insiders	

№	II. Information about a person included into the insider list (or excluded from the insider list)	
	In respect of insider - legal person	
2.1.	Full business name of insider	
2.2.	INN/OGRN of insider; In respect of a foreign organisation – data that allow identifying it as such in accordance with the foreign law	
2.3.	Legal address or correspondence address of legal person	
	In respect of an insider - physical person	
2.1.	Surname, first name, patronymic name of an insider	
2.2.	Date and place of birth of an insider (if available) and/or full business name of an organisation (in respect of a nonprofit organization – name), job position (function) of a physical person in such an organisation	
2.3.	Series and number of personal identity document (if available)	

№	III. Information about the reason for the notice	
3.1.	Number of the paragraph(s) of article 4 of the Law**	
3.2.	Reason for the inclusion (or exclusion) of a person into (or from) the insider list or number of the agreement concluded with a person included (or excluded) into (or from) the insider list following the conclusion (or termination) of which the relevant person was included (or excluded) into or (from) the insider list	
3.3.	Type of event (“inclusion into the insider list” or “exclusion from the insider list” shall be specified)	
3.4.	Date of inclusion into the insider list (exclusion from the insider list)	

3.5.*	Financial instrument, foreign currency or goods in respect of which a person included into the insider list of an organisation shall forward a notice about operations in accordance with the article 10 of the Law**	
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Please note that from the moment when a person was included into the Company's insider list, the restrictions established by the article 6 of the Federal Law N 224-FZ dated 27 July 2010 "On counteracting the illegitimate use of inside information and manipulation of the market, and introducing amendments to separate legislative acts of the Russian Federation" (hereinafter referred to as "the Federal law") shall be imposed on such a person, specific responsibilities are determined as provided for by the article 7 of the Federal law and specific obligations are entrusted as provided for by the article 10 of the Federal law <***>.

Please also note that actions of a person included into the insider list or any other personnel of the Company with access to inside information may be subject to regulation of the relevant securities law of other jurisdictions including, in particular, civil sanctions under the EU market abuse regime stipulated or criminal sanctions as set out by the relevant EU member state (which in the UK is Part V of the Criminal Justice Act 1993).

Authorised representative of PAO Severstal _____
(signature) (initials, surname)

Stamp here
(stamp)

<*> information in lines 1.5 and 3.4 above shall not be specified provided that it has been posted (published) on the Company's webpage
<***> the Federal Law N 224-FZ dated 27 July 2010 "On counteracting the illegitimate use of inside information and manipulation of the market, and introducing amendments to separate legislative acts of the Russian Federation"
<***> to be specified when sending a notice for inclusion of a person into the insider list