



## REPORT ON INTERESTED-PARTY TRANSACTIONS CONCLUDED BY SBERBANK IN 2018

This Report presents a list of transactions concluded by Sberbank in 2018 that are recognized as interested-party transactions in accordance with the requirements of Federal Law No. 208-FZ dated December 26, 1995 "On Joint-Stock Companies". The consent/approval of the Supervisory Board of Sberbank was received for the transactions indicated in points 1–3 and 5-14; the consent of the annual General Shareholders' Meeting of Sberbank was received for the transaction indicated in point 4. The grounds for recognition as a party interested in the conclusion of transactions and the participation interest of the interested parties in the share (joint) capital (percentage of shares belonging to the interested parties) in legal entities that are parties to the transactions, are shown at of the time of the conclusion of the transactions.

The accuracy of the data entered in the Report has been confirmed by the Internal Audit Commission of Sberbank.

The Report has been approved by the Supervisory Board of Sberbank (Minutes No. 11 dated April 16, 2019).

NO.	MATERIAL TERMS OF THE TRANSACTION		NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL
1	<b>Counterparty: Gazprom Public Joint Stock Company</b>			
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Supervisory Board of Sberbank V.A. Mau is simultaneously a member of the Board of Directors of Gazprom.			
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Gazprom: 0%			
	Determination of the terms and conditions and procedure for the conclusion by the parties of futures transactions on financial markets (General Agreement) and the conclusion of futures transactions on financial markets within the framework of the General Agreement.	RUB 100 billion	1	1
2	<b>Counterparty: SBERBANK Public Joint Stock Company (Ukraine)</b>			
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board of Sberbank, First Deputy Chairman of the Executive Board of Sberbank L.A. Khasis is simultaneously the Chairman of the Board of Directors of SBERBANK (Ukraine).			
	Participation interest of the interested party in the share capital of Sberbank: 0.0012% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0013% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SBERBANK (Ukraine): 0%			
	Additional Agreement to the Agreement on the General Terms and Conditions for Performing Bilateral Transactions on the Inter-Bank Market (Framework Agreement)	USD 870 million	1	2
	Transactions concluded on the basis of the Framework Agreement	USD 345.99 million	1	3
3	<b>Counterparty: Cetelem Bank Limited Liability Company</b>			
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board and Deputy Chairman of the Executive Board of Sberbank A.Yu. Torbakhov was simultaneously the Chairman of the Board of Directors of Cetelem Bank.			
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital of Cetelem Bank: 0%			
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board and Deputy Chairman of the Executive Board of Sberbank A.V. Morozov is simultaneously a member of the Board of Directors of Cetelem Bank.			
	Participation interest of the interested party in the share capital of Sberbank: 0.0014% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0009% Participation interest of the interested party in the share capital of Cetelem: 0%			
	Revolving framework credit facility with differentiated interest rates (Agreement)	Lending limit RUB 70 billion	1	4
	60 inter-related credit transactions concluded under the Agreement on the Opening of a Revolving Framework Credit Facility with Differentiated Interest Rates	RUB 56.5 billion	60	64
	Additional Agreement No. 1 to the Agreement on the Opening of a Revolving Framework Credit Facility with Differentiated Interest Rates on an Increase in the Limit of the Credit Facility	RUB 56.5 billion	1	65



NO.	MATERIAL TERMS OF THE TRANSACTION	NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL
4	<b>Counterparty: Gas Industry Insurance Company Joint Stock Company (SOGAZ)</b>		
	Interested parties and grounds for recognition as a party interested in the conclusion of the transaction:		
	· member of the Supervisory Board of Sberbank S.M. Ignatiev is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank G.I. Luntovsky is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank A.L. Kudrin is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank E.T. Aho is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank L.B. Boguslavsky is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank of Russia M.G. Gilman is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital of Sberbank: 0.00018% Percentage of the voting shares of Sberbank belonging to the interested party: 0.00019% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank N.Yu. Ivanova is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank V.A. Mau is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0%		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	· member of the Supervisory Board of Sberbank G.G. Melikyan is a beneficiary in the transaction.		
	Participation interest of the interested party in the share capital of Sberbank: 0.0001% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0001% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		



NO.	MATERIAL TERMS OF THE TRANSACTION	NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL
	<ul style="list-style-type: none"> <li>member of the Supervisory Board of Sberbank M.S. Oreshkin is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Supervisory Board of Sberbank O.N. Skorobogatova is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Supervisory Board of Sberbank N. Wells is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Supervisory Board of Sberbank S.A. Shvetsov is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>CEO and Chairman of the Executive Board of Sberbank, member of the Supervisory Board of Sberbank H.O. Gref is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0031% Percentage of the voting shares of Sberbank belonging to the interested party: 0.003% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank and Senior Vice-President of Sberbank A.V. Bazarov is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0022% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0023% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, Deputy Chairman of the Executive Board of Sberbank O.V. Ganeev is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, Deputy Chairwoman of the Executive Board of Sberbank B.I. Zlatkis is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0004% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0005% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, Deputy Chairman of the Executive Board of Sberbank S.K. Kuznetsov is a beneficiary in the transaction.</li> </ul> <p>Participation interest of the interested party in the share capital of Sberbank: 0.00059% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0006% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%</p>		





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	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, Deputy Chairman of the Executive Board of Sberbank A.V. Morozov is a beneficiary in the transaction.</li> </ul> Participation interest of the interested party in the share capital of Sberbank: 0.0017% Percentage of the voting shares of Sberbank belonging to the interested party: 0.001% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank and First Deputy Chairman of the Executive Board M.V. Poletaev is a beneficiary in the transaction.</li> </ul> Participation interest of the interested party in the share capital of Sberbank: 0.0001% Percentage of the voting shares of Sberbank belonging to the interested party: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	member of the Executive Board of Sberbank, Deputy Chairman of the Executive Board of Sberbank A.Yu. Torbakhov is a beneficiary in the transaction.  Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, First Deputy Chairman of the Executive Board of Sberbank L.A. Khasis is a beneficiary in the transaction.</li> </ul> Participation interest of the interested party in the share capital of Sberbank: 0.0012% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0013% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	<ul style="list-style-type: none"> <li>member of the Executive Board of Sberbank, Deputy Chairwoman of the Executive Board of Sberbank Yu.G. Chupina is a beneficiary in the transaction.</li> </ul> Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SOGAZ: 0%		
	D&O Liability Insurance Contract of Sberbank and Sberbank Group companies <ul style="list-style-type: none"> <li>Insurance premium: RUB 74 million</li> <li>Insured amount: RUB 6 billion</li> <li>Additional insured amount for independent directors: RUB 30 million</li> <li>Aggregate additional insured amount for independent directors: RUB 150 million</li> </ul>	1	66
<b>5</b>	<b>Counterparty: SBERBANK Public Joint Stock Company (Ukraine)</b>  Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board of Sberbank, First Deputy Chairman of the Executive Board of Sberbank L.A. Khasis is simultaneously a member of the Board of Sberbank (Ukraine).  Participation interest of the interested party in the share capital of Sberbank: 0.0012% Percentage of the voting shares of Sberbank belonging to the interested party: 0.0013% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank (Ukraine): 0%		
	Acquisition by Sberbank of additional issue of ordinary registered shares	UAH 8.3 billion	1 67



NO.	MATERIAL TERMS OF THE TRANSACTION	NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL
<b>6</b>	<b>Counterparties: Sberbank Switzerland AG, SB Credit Products 1 Specialized Finance Company LLC (under the Assignment Agreement)</b>		
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board of Sberbank, Deputy Chairman of the Executive Board of Sberbank A.V. Morozov is simultaneously a member of the Board of Directors of Sberbank Switzerland AG.		
	Participation interest in the share capital of Sberbank: 0.0017% Percentage of the ordinary shares of Sberbank belonging to the interested party, 0.001% Participation interest in the share capital of Sberbank Switzerland AG, 0%		
	Framework agreement determining the general procedure for the conclusion, execution and termination of derivative transactions	-	1 68
	Credit default swap transaction (CDS 1)	RUB 5 billion + interest accrued on CDS 1	1 69
	Assignment Agreement	-	1 70
	Credit default swap transaction (CDS 2)	RUB 5 billion + interest accrued on CDS 2	1 71
	Credit Assistance Agreement (CSA), covering the obligations under transaction CDS 2	RUB 5 billion + interest accrued on the initial margin amount	1 72
<b>7</b>	<b>Counterparty: Gazprom Public Joint Stock Company</b>		
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Supervisory Board of Sberbank V.A. Mau is simultaneously a member of the Board of Directors of Gazprom.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Gazprom: 0%		
	Contract of Suretyship as security for the performance of the obligations that arose from the credit facility agreement concluded between Sberbank and Gazprom Space Systems	EUR 530 million	1 73
<b>8</b>	<b>Counterparty: Gazprom Public Joint Stock Company</b>		
	Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Supervisory Board of Sberbank V.A. Mau is simultaneously a member of the Board of Directors of Gazprom.		
	Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Sberbank: 0% Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Gazprom: 0%		
	Additional Agreement to the Agreement on the Opening of a Credit Facility	RUB 60 billion + interest for the use of the credit	1 74



NO.	MATERIAL TERMS OF THE TRANSACTION	NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL	
<b>9</b>	<p><b>Counterparty: Sberbank Capital Limited Liability Company</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board of Sberbank, First Deputy Chairman of the Executive Board of Sberbank M.V. Poletaev was simultaneously a member of the Board of Directors of Sberbank Capital.</p> <p>Participation interest in the share capital of Sberbank, 0.0001%            Percentage of ordinary shares owned in Sberbank, 0%            Participation interest in the share capital of Sberbank Capital, 0%</p> <p>Additional Agreement to the Agreement concluded between Sberbank and Sberbank Capital</p>	RUB 12 billion + interest for the use of the credit	1	75
<b>10</b>	<p><b>Counterparty: SBERBANK Joint Stock Company (Ukraine)</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board of Sberbank, First Deputy Chairman of the Executive Board of Sberbank L.A. Khasis is simultaneously a member of the Board of Sberbank (Ukraine).</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0012%            Percentage of the voting shares of Sberbank belonging to the interested party: 0.0013%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SBERBANK (Ukraine): 0%</p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Executive Board, First Deputy Chairman of the Executive Board A.A. Vedyakhin is simultaneously Deputy Chairman of the Supervisory Board of SBERBANK (Ukraine).</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0.000027%            Percentage of the voting shares of Sberbank belonging to the interested party: 0.000029%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of SBERBANK (Ukraine): 0%</p> <p>Acquisition by Sberbank of additional issue of the ordinary registered shares</p>	UAH 3.3 billion	1	76
<b>11</b>	<p><b>Counterparty: State Corporation Bank for Development and Foreign Trade Activity (Vnesheconombank)</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: member of the Supervisory Board of Sberbank M.S. Oreshkin is simultaneously a member of the Board of Directors of Vnesheconombank.</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0%            Percentage of the voting shares of Sberbank belonging to the interested party: 0%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Vnesheconombank: 0%</p> <p>Approval of the Assignment Agreement between Sberbank and State Corporation Bank for Development and Foreign Trade Activity (Vnesheconombank) regarding the transfer of claims under credit facility agreements.</p>	USD 556.8 million	1	77



NO.	MATERIAL TERMS OF THE TRANSACTION	NUMBER OF TRANSACTIONS IN THE SECTION	NUMBER OF TRANSACTIONS AS A CUMULATIVE TOTAL
12	<p><b>Counterparties: Yandex.Market B.V. (Netherlands), Yandex N.V. (Netherlands), Stichting Yandex. Market Equity Incentive (Netherlands)</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: CEO and Chairman of the Executive Board of Sberbank, member of the Supervisory Board of Sberbank H.O. Gref is simultaneously a member of the Board of Directors of Yandex N.V.</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0031%            Percentage of the voting shares of Sberbank belonging to the interested party: 0.003%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Yandex N.V.: 0%</p> <p>Conclusion of Shareholders' Agreement regarding the company Yandex.Market B.V. (Netherlands) (Shareholders' Agreement relating to Yandex.Market B.V.)</p>	1	78
13	<p><b>Counterparties: Yandex.Market B.V. (Netherlands), Yandex N.V. (Netherlands)</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: CEO and Chairman of the Executive Board of Sberbank, member of the Supervisory Board of Sberbank H.O. Gref is simultaneously a member of the Board of Directors of Yandex N.V.</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0031%            Percentage of the voting shares of Sberbank belonging to the interested party: 0.003%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) of Yandex N.V.: 0%</p> <p>Conclusion of the Deed of Guarantee and Undertaking on the provision by Yandex N.V. of a financial guarantee as security for the performance of its obligations and the obligations of other persons of Yandex Group under the Shareholders' Agreement.</p>	1	79
14	<p><b>Counterparties: Yandex.Market B.V. (Netherlands), Yandex N.V. (Netherlands)</b></p> <p>Interested party and grounds for recognition as a party interested in the conclusion of the transaction: CEO and Chairman of the Executive Board of Sberbank, member of the Supervisory Board of Sberbank H.O. Gref is simultaneously a member of the Board of Directors of Yandex N.V.</p> <p>Participation interest of the interested party in the share capital of Sberbank: 0.0031%            Percentage of the voting shares of Sberbank belonging to the interested party: 0.003%            Participation interest of the interested party in the share capital (percentage of the voting shares belonging to the interested party) Yandex N.V.: 0%</p> <p>Conclusion of the Deed of Guarantee and Undertaking on the provision by Sberbank of a financial guarantee as security for the performance of its obligations under the Shareholders' Agreement before Yandex N.V. and Yandex.Market B.V.</p>	1	80