



CORPORATE GOVERNANCE

Fix Price Group PLC continues to improve its corporate governance framework in line with the international best practices and maintain a high level of information transparency whilst focusing on protecting the rights of investors and all stakeholders

In 2023, Fix Price GDRs were admitted to trading on the AIX, in addition to listing on LSE and MOEX. The Group decided to redomicile to the Republic of Kazakhstan

Regulations

In February 2022, our Board of Directors decided to change the Company's jurisdiction of incorporation from the British Virgin Islands to the Republic of Cyprus, and later at the EGM the shareholders approved the redomiciliation.

On 11 May 2022, the Company was permanently registered with the Registrar of Companies of the Republic of Cyprus.

Following the redomiciliation, the Company merged with its Cyprus subsidiary, Kolmaz Holdings Ltd ("Kolmaz"), with the Company as the surviving entity. The redomiciliation as well as the merger with its subsidiary Kolmaz was carried out to simplify the Group's legal structure.

The corporate governance of Fix Price Group PLC is regulated by the Memorandum and Articles of Association (the "M&AA") and by the requirements of the Cyprus Companies Law (Cap. 113).

On 9 November 2023, Fix Price's Extraordinary General Meetings of Shareholders approved the decision to redomicile the Company from Cyprus to Kazakhstan and the replacement of the existing Memorandum and Articles of Association with new ones in compliance with Kazakhstan laws.

Our Global Depositary Receipts (GDRs) are admitted to the Official List of the London Stock Exchange, but the Company is not subject to the UK Corporate Governance Code.

Under Russian law and the Listing Rules of the Moscow Exchange, admission of Company's GDRs to trading on the MOEX does not impose any additional corporate governance requirements, as its GDRs are listed on the LSE.

We will retain our listing of the Group's GDRs on the LSE and MOEX following redomiciliation to Kazakhstan.

In October 2023, the Group's GDRs were admitted to trading on the Astana International Exchange (AIX) under the ticker FIXP.Y. No new securities were issued along with the listing on the AIX.

The Company's activities, including those of the Board of Directors, are governed by the M&AA. Board committees are governed by the Terms of Reference approved by the Board of Directors.

The key policies governing Group activities

Inside Information and Disclosure Policy

Ensures that the Group complies with all applicable rules and regulations (including the MAR and the Russian Insider Information Law) in relation to the identification, control, and disclosure of inside information

Environmental, Health & Safety Policy

Ensures the health and safety of personnel and consumers and is designed to minimise the impact of the Company's business on the environment. The Group seeks opportunities to implement, where practically applicable, energy efficiency and carbon and waste reduction initiatives while improving, where appropriate and applicable, existing mechanisms for recyclable waste collection, and monitoring the health and safety of employees and contractors

Business Ethics Policy (Code of Conduct)

Ensures that the Group's business is conducted in a consistently legal and ethical manner and promotes compliance with the applicable governmental laws, rules, and regulations. It establishes a framework for ensuring diversity and zero tolerance to discrimination, commits to acting in accordance with international human and labour rights standards. It also ensures that the information in relation to the Group published in public communications is complete, fair, accurate, timely, and comprehensive

Share Dealing Policy

Establishes the principles, systems, and controls for prevention of Trading based on Insider Information by Insiders and / or PCAs (each as defined in Article 2 of the Policy) in order to ensure compliance with the applicable regulatory rules and to protect the public image of the Company

Anti-Money Laundering Policy

Ensures that the Group has systems and procedures to prevent money laundering, including by setting relevant guidelines to raise awareness internally, implementing transaction monitoring programmes, and promoting a zero-tolerance culture towards illegal activities

Anti-Bribery and Corruption Policy

Ensures that Group employees comply with all applicable anti-corruption laws, rules, and regulations. In accordance with this Policy, the Group is committed to the ethical business code of conduct. In addition, the Group has developed, and adheres to, principles aimed at minimising bribery and corruption risks

Modern Anti-Slavery and Human Trafficking Policy

Establishes monitoring to ensure that slavery, including forced and child labour, and human trafficking are excluded from the Group's operations and supply chain. It requires suppliers to comply with this Policy, which is periodically evaluated. The Policy also ensures that suppliers do not engage in any manufacturing, marketing, or selling of counterfeit products to the Group

Corporate Governance Structure

Fix Price Group PLC has built a corporate governance framework that complies with the requirements of the UK Financial Conduct Authority and Cyprus law as well as the international best practices. The Group continuously enhances its corporate governance practices.

The highest corporate body of Fix Price Group PLC is the General Meeting of Shareholders.

The Board of Directors is elected by, and accountable to, the shareholders. The Board delivers strategic direction to the Group and oversees management activities.

The Group's executive team, led by the CEO, manages the day-to-day operations of the Group and implements tasks assigned by the shareholders and the Board of Directors.

Fix Price continuously enhances its corporate governance practices



General Meeting of Shareholders

All Annual General Meetings of Shareholders are conducted in accordance with Cyprus law. Shareholders in a General Meeting of Shareholders are entitled to appoint and remove directors of the Company.

The key capabilities of the General Meeting of Shareholders include:

- Alteration of the Memorandum and Articles of Association
- Mergers, consolidations, arrangements, amalgamations, and schemes of reconstruction
- Redomiciliation of the Company
- Issuance of an additional class of shares and varying rights attached to classes of shares
- Acquisition by the Company of its own shares under certain conditions specified in the law or the M&AA
- Reduction of share capital and any share premium account of the Company in any way; extinguishment or reduction of the liability on any of the Company's shares in respect of share capital not paid up; cancellation of any paid-up share capital which is lost or unrepresented by available assets; and payment of any paid-up share capital which is in excess of the Company's requirements subject to the court decision confirming the reduction



For more details on agendas of General Meetings of Shareholders, see: [General Meetings of Shareholders](#)

- Winding up of the Company
- Approval by a special resolution of assignment of office made under any agreement entered into between any person and the Company for empowering a director or manager of the Company to assign their office to another person
- Consideration of, inter alia, the financial statements, approval of dividend payments (provided such dividend payments are proposed by the directors), and appointment and remuneration of auditors
- Other matters prescribed by the Cyprus Companies Law (Cap. 113) and the M&AA.

The 2023 Annual General Meeting of Shareholders was held on 31 July. During the meeting, shareholders reviewed the Company's 2022 accounts, re-elected existing directors as Board members, approved the Company's auditor, and amended the Company's Memorandum of Association.

Two Extraordinary General Meetings of Shareholders took place on 9 November 2023, with their agenda formed by matters related to the Company's redomiciliation.

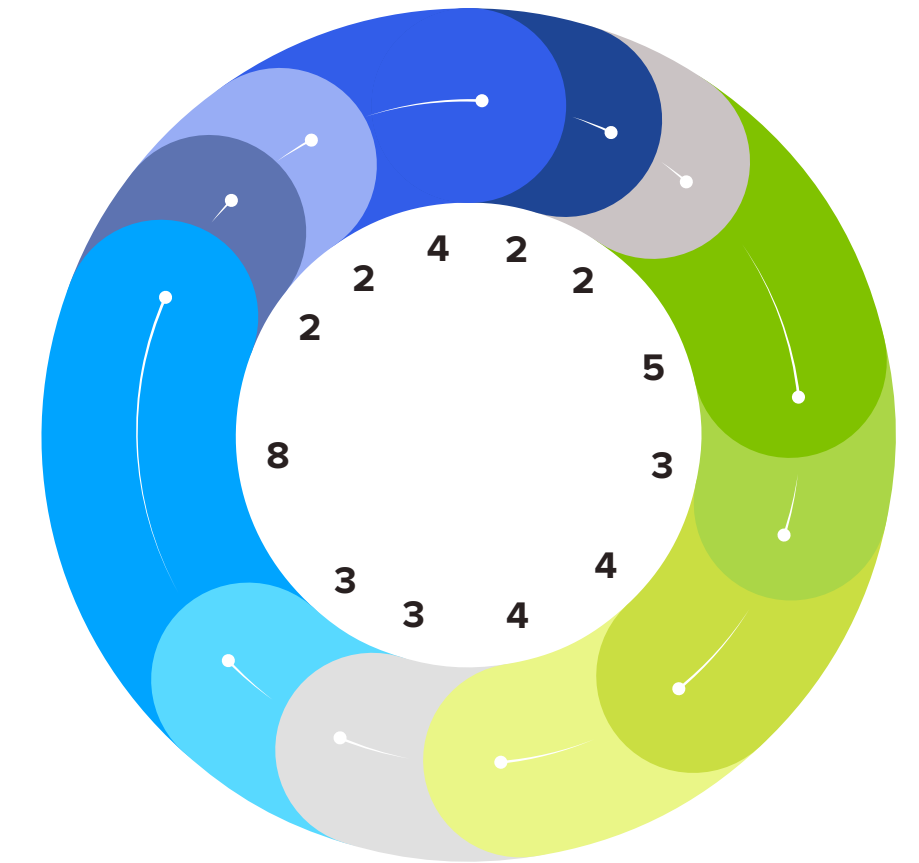
Board of Directors

The Board of Directors supervises and controls the management and operations of the Company and may exercise all powers of the Company in doing so, except to the extent that any such power is required or reserved by the Cyprus Companies Law (Cap. 113) or the M&AA to be exercised by the shareholders.

The Board of Directors has an Audit Committee, a Nomination and Remuneration Committee, a Strategy Committee, and an ESG Committee.

>40 matters were reviewed by the Board of Directors in 2023

In 2023, the Board of Directors reviewed matters related to the following areas:



- Audit
- Matters relating to General Meetings of Shareholders
- Dividend payout
- Amendments to internal documents
- Securities' listing
- Operational and financial results
- Organisation of the Board of Directors' activities
- Redomiciliation
- Financial statements and annual reports
- Sustainable development
- Nomination and remuneration
- Other

Board Committees

Audit Committee

The Audit Committee assists the Board of Directors with the review of the Group's internal and external audit activities: internal control systems, compliance with financial reporting requirements, and the scope, results, and cost effectiveness of the external audit.



Strategy Committee

The Strategy Committee assists the Board of Directors with the analysis and monitoring of the strategic management matters and large investment projects, including the consideration of M&A opportunities.



ESG Committee

The ESG Committee assists the Board in supervising sustainability matters. The Committee is in charge of managing ESG factors at a strategic level. It oversees the implementation of Fix Price's sustainability agenda and its integration into the Company's business processes.



Nomination and Remuneration Committee

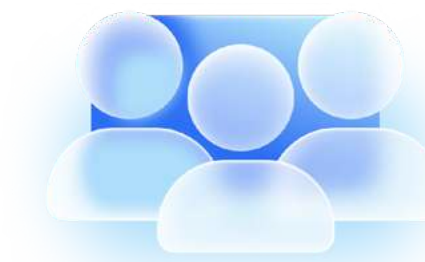
The Nomination and Remuneration Committee makes recommendations to the Board of Directors regarding the appointment of new directors, helps to identify, interview, and select suitable candidates, and assesses the independence of such candidates. The Committee also reviews senior management appointments, Company-wide succession planning, and other HR-related matters.

It also assists the Board of Directors in relation to remuneration, including revising the Group's overall compensation policy and making proposals to the Board of Directors as to the remuneration of the directors of the Company and of the Group's senior management.



Management

Fix Price's management team is highly skilled and has vast experience in the retail industry. When making decisions, management also considers the interests of shareholders, customers, and a broad range of stakeholders.



Internal Control

Integration of the Process Management, Internal Control, and Risk Management System

The Company continues its Processes Help project by building a Company-wide, integrated approach to business process management covering both risks and controls.

Steps taken to this end in 2023 included developing functionalities to manage the Company's operational risks within a single Company-wide knowledge base about business processes, including configuring risk identification, assessment, and accounting as well as reflecting corrective and preventive measures. By analysing and optimising business processes with these tools, the Company can gauge the potential impact of risks on its business performance and develop appropriate response measures.

We also developed and implemented the control tools to update the regulatory framework for business processes, risk management, and internal control. We are currently exploring digital solutions that promise to improve and accelerate control procedures and subsequently notify responsible persons of any shortcomings.

To keep employees informed about process management, risk management, and internal control, we have published educational videos and articles on our corporate media channels.

We have noted an uptick in interest among our employees for a single environment that can drive change and improvements across our business, confirming that Fix Price is on the right track integrating its business process management, risk management, and internal control system as well as that the project's objectives listed below remain relevant:

revise

the architecture of business processes in line with the Russian and international best practices



improve

the integrated platform that manages all initiatives related to modifying the Company's activities, primarily to foster interaction between business processes within a single system



build

an up-to-date regulatory framework for business processes, risk management, and internal control



develop

a tool to accumulate knowledge on maintaining and improving business processes



implement

regular audits of business processes to identify pinch points and areas for development



launch

ongoing analysis and testing of control procedures, including risks and deviations in business process metrics



External Audit

AO Business Solutions and Technologies (TIN 7703097990), registered office: 5 Lesnaya St., Moscow, 125047, Russia, a member of the Self-regulatory Organization of the Auditors Association “the Commonwealth” (AAC SRO). AO Business Solutions and Technologies is included in the control copy of the registry of auditors and audit organisations, registered under No. ORNZ 12006020384, and approved as the auditor of the Company’s consolidated IFRS financial statements. AO Business Solutions and Technologies was registered with the Moscow Registration Chamber under Russian laws on 30 October 1992.

The Board of Directors approved the Company’s external auditor to provide

- an independent audit of the consolidated IFRS financial statements of the Group for the year ending 31 December 2023
- an independent review of the interim condensed consolidated financials of the Group for the six months ending 30 June 2023

Remuneration paid in 2023 to AO Business Solutions and Technologies and its affiliates totalled RUB 17 million for audit of financial statements and RUB 7 million for other assurance and audit related services.



Risk Management

Risk management system



Fix Price’s risk management system conforms to ISO 31000:2018 (localised as GOST R ISO 31000-2019). The COSO principles of Enterprise Risk Management – Integrating with Strategy and Performance – 2017 apply as well. Risk management practices based on these international standards have proven to be highly effective thanks to the integration of risk management and internal control processes into the overall corporate governance system.

Risk Management





Enhancing the Risk Management

In 2023, the management began implementing the recommendations of the 2022 independent audit on development of risk management function. In particular, we defined risk appetite for priority risk categories.

The risk registry was substantially updated in 2023. Irrelevant criteria were removed from the registry, with its structure optimised by almost 40% as a result. We took the data from the new risk data sheet structure supplemented with extended description and assessment criteria. The updated registry calculates the risk rating based on targets and an assessment of business processes required to deliver on them.

We have expanded our programme for promoting a risk-oriented corporate culture by designing a mandatory training risk management and assessment programme. As part of these efforts, we hold workshops forming part of the Expert in the Field initiative and publish dedicated information materials for employees on our intranet portal and on social media.

Risk appetite value

Risk category	Category description	Risk appetite					
		averse		cautious		open	
 Strategic risks	Risks arising from strategic changes in the business environment and poor strategic business decisions affecting anticipated earnings and capital				✓	✓	
 Operational risks	Risks arising from inconsistencies or deficiencies in internal processes, people, and systems, or external events affecting ongoing operational and financial performance and capital			✓	✓		
 Financial risks	Risks associated with financial losses arising from uncertainties / decisions affecting the financial structure, cash flows, and financial instruments of the business, including capital and tax structure and insurance, which may reduce Fix Price's ability to deliver expected levels of earnings		✓	✓			
 Compliance risks	Risks arising from non-compliance with applicable local and / or international laws and regulations, internal policies and procedures, ethical behaviour, compliance culture, including legal and regulatory risks that may result in criminal liability	✓					

Plans for 2024

In 2024, we will focus our risk management system activities on three priority areas

- Strengthening stakeholder engagement through regular Risk Environment Club meetings to share risk management expertise and experience
- Adapting the risk appetite assessment guidelines to the current maturity of the function and developing an effective implementation process
- Methodology formation for identifying and consistently monitoring key red flags

Risk Management

Map of Key Risks



Risk Management

Type	Risk	Level / Change	Risk factors	Impact	Risk control and management measures
O42	Risk of staff shortage	High / stable	<ul style="list-style-type: none"> ○ Employee turnover amid a rise in other business metrics ○ Recruitment strategy focused on investing in the development and training of employees with minimal experience ○ Competitive environment ○ Demographics 	Increase in the cost of recruitment and workforce shortages outpacing payroll fund growth	<ol style="list-style-type: none"> 1. Revising store staffing levels 2. Developing an incentive scheme for each employee category 3. Adding store employees in loyalty programmes 4. Implementing a corporate training programme rewarded with externally approved certifications 5. Remuneration to reflect employee's length of service
O17	Risk of supply chain disruptions	Medium / stable	<ul style="list-style-type: none"> ○ Lack of space at seaports for collecting and shipping imports ○ Rapid and large-scale shift of demand between different transportation modes (sea, rail, road) or between different loading / unloading points 	Longer, more expensive, more complicated travel routes and maintenance needs	<ol style="list-style-type: none"> 1. Expanding the share of locally produced goods in the sales mix. Searching for alternatives / substitutes from among Russian suppliers 2. Finding alternative ways for shipping imported goods (sea, rail, road)
F54	Risks of restrictions on foreign currency payments	Medium / stable	<ul style="list-style-type: none"> ○ Possible restrictions on Russian banks and companies ○ Refusal to accept or limits placed by banks with respect to payments denominated in certain foreign currencies ○ Refusal of banks in countries of presence, or their branches, to accept payments from certain Russian banks ○ Payment restrictions concerning suppliers, use of transfer pricing methods 	More complex (longer) supply chains required to enable parties to meet their contractual financial obligations	<ol style="list-style-type: none"> 1. Expanding the list of foreign currencies used for payments 2. Search and rotation of alternative payment routes to foreign counterparties, taking into account restrictive legislation and compliance measures in banks
F58	Currency risk	Medium / stable	<ul style="list-style-type: none"> ○ Exchange rate fluctuations ○ Use of exotic currencies and related conversion issues 	Financial losses due to exchange rate fluctuations	<ol style="list-style-type: none"> 1. Where necessary, changing currency of contracts with foreign suppliers 2. Hedging demand for foreign currency in line with the adopted rule or decision
O15	Increase in procurement price levels more than once a year	Medium / stable	<ul style="list-style-type: none"> ○ Real increase in the cost of raw materials and supplier production cycles. Increase in the energy component in the cost of sales 	Pressure on gross margin and related metrics	<ol style="list-style-type: none"> 1. Expanding the Russian supplier base (ensure a backup contract with a second Russian supplier for each item to ensure supply in case of an emergency assortment rotation) 2. Effective management of production costs and product rotation to smoothen out procurement price growth cycles

Risk Management

Type	Risk	Level / Change	Risk factors	Impact	Risk control and management measures
O86	Risks associated with expanding into a new unique geography	Medium / stable	<ul style="list-style-type: none"> Unfamiliar business processes and practices; regulatory affairs, taxation, and fiscal regulation Cautious attitude towards entrepreneurs and business initiatives from foreign countries 	Slower-than-expected business development, the need for further analysis of the market, partners, and legislation. Some cases requiring in-depth revision or a complete U-turn in approach	<ol style="list-style-type: none"> Providing a detailed and clear description of project objectives with an acceptable variance range Developing a sufficiently detailed activity progress chart structured by task area and milestone for each phase Backing up resources (time, budget, workforce) for critical areas Documenting any / all deviations of project deliverables from quality and scope targets with fully disclosed reasoning Holding regular joint meetings with departments, suppliers, and counterparties actively involved in the Company's expansion into new markets
C19	Changes in the local legislation related to product range change or pricing restrictions	Medium / stable	<ul style="list-style-type: none"> Initiatives and regulations confirming the intention of regulators and supervisory bodies to thoroughly and comprehensively scrutinise business activities Use of lobbying and protectionism as anti-competitive tools; declaration of import substitutions and protection of local producers and entrepreneurs 	Increase in the number of regulations, limits, rules, and restrictions. Significant penalties for non-compliance or violations. Potential threat imposed by turnover-based fine by supervisory authorities	<ol style="list-style-type: none"> Local sourcing Supplier rotation Negotiating engagement terms Bringing technology in line with local regulations while maximising compliance with the Company's strategy and margin targets
O44	Risks of losing control over personal data	Medium / stable	<ul style="list-style-type: none"> Higher headcount Growing attention of regulators to personal data security to be ensured by operators Risk of customer, counterparty, and partner data breaches 		<ol style="list-style-type: none"> Determining requirements for the collection, processing, and storage of personal data across categories such as employees, customers, and counterparties Delegating powers and responsibilities between the Company's own contributors – employees of the Company, and outside contractors
O71	Risks of partial or complete hardware malfunction in the corporate information system (CIS) as a result of any type of failure	Medium / stable	<ul style="list-style-type: none"> Emergencies, accidents, natural disasters, or violation of safety or operating conditions 	Risk of partial or complete loss of CIS hardware performance for a long period of time (longer than one hour)	<ol style="list-style-type: none"> Developing and implementing internal business continuity regulations Dynamic workload allocation between systems Monitoring increases in workload and forecasting potential adverse situations complete with a response plan Formulating a pool of reserve resources with a clear roadmap for their use
O72	Risks of performance degradation or complete malfunction of CIS software	Medium / stable	<ul style="list-style-type: none"> Failure stemming from any source, software errors, patch flaws, third-party interference 	Problems with software response, threat to CIS uninterrupted operation	<ol style="list-style-type: none"> Developing and implementing internal business continuity regulations Limited testing of patches in the test environment and phased deployment of patches into productive operation Launching tests and updates in fault tolerance scenarios Preparing backup scenarios for each / any update or upgrade Data backup

Risk Management

Risk Materialisation in the Reporting Period

Event	Response measures
Staff shortage Difficulties in finding candidates for vacancies Increase in employee turnover	<ul style="list-style-type: none"> HR units review employment terms and conditions as well as adjust the incentive programmes designed to retain employees Supply chain management units improve working conditions, including shift work organisation, devise optimal routes for employee transportation to distribution centres, and increase the capacity of buses. In addition, opportunities are being explored to increase incentive bonuses for continuous service The store management department maintains a compensation package at or above the market average
Changes in delivery times and routes	<ul style="list-style-type: none"> Supply chain management units submit container transportation booking requests at least 1.5 months prior to the planned cargo pickup. Also, new transportation routes as well as cargo handling methods are being tested
Exit from the market by a number of manufacturers of loading equipment needed to renew the fleet and ensure sufficient supply to new distribution centres	<ul style="list-style-type: none"> We find alternative equipment suppliers that meet the stated requirements
Increased competition for real estate assets Reduced exposure time of attractive property	<ul style="list-style-type: none"> Real estate search teams prepare all necessary documentation as soon as possible to ensure its quick delivery to the investment committee for review Parameters for site selection are adjusted
Competition among chains with a partially overlapping product mix and similar target audience	<ul style="list-style-type: none"> The category management department adjusts the product mix to differentiate against nationwide chains' products so as to create a unique selling proposition. This extends to pricing, volume, packaging, and usage, with a focus on unique non-food products. The department also tests price points, maintains fast-paced product rotation, and explores new ways to enhance the customer experience
Restrictions on foreign currency payments	<ul style="list-style-type: none"> Changing currency of contracts to facilitate payment process
Increase in fees for acquiring services	<ul style="list-style-type: none"> Signing agreements with service providers to fix current rates

Sustainability Risks

We do not conduct special assessments of ESG risks. Our consolidated risk registry contains separate entries that, to varying degrees, disclose the impact of climate change on the Company's operations. Additionally, the registry contains risks affecting sustainability aspects across the following areas:

- Personnel management
- Employee training and development
- Occupational health and safety
- Product quality
- Compliance
- Internal control management
- Information security
- Anti-corruption efforts



Ethics and Anti-Corruption

We at Fix Price Group PLC are strongly committed to acting ethically and with integrity in all our business relationships. The Company's Anti-Bribery and Corruption Policy provides a consistent set of principles, procedures, and specific measures to prevent and eliminate corrupt practices, minimise potential for corruption, and foster anti-corruption mindsets and zero tolerance for any form of corruption.

The Company's CEO is responsible for the implementation of anti-corruption measures.

Fix Price runs anti-corruption webinars for employees and provides access to anti-corruption video resources.

All employees are required to abide by the Group's anti-corruption policy, while all contracts signed with our suppliers, contractors, and partners contain an anti-corruption clause.

To combat corruption, the Group is focused on the following activities:

- Safeguarding against corruption, including by identifying and addressing causes of corruption, and training Group employees
- Detecting, preventing, and deterring corruption-related offences, and exposing and investigating these offences in accordance with the Company's policy and other regulations
- Minimising and / or eliminating the consequences of corruption-related offences for the Group



The ethics and corruption hotline can be found at [Business ethics](#)

19 complaints about suspected corruption were received via hotline in 2023

Highlights of the Year

Fix Price continued to develop its compliance function in 2023.

In early 2023, the Company updated its Business Ethics Policy (Code of Conduct) to fully align it with its mission, values, and principles of doing business. The Business Ethics Policy is publicly available on the Company's website.

We publish monthly ethics and compliance round-ups for Company employees on our intranet portal. We also regularly report on the hotline's performance, any identified violations, and actions taken in response. As part of efforts to enhance our corporate culture in 2023, Fix Price approved the rules of corporate business correspondence.

Throughout 2023, we continued delivering ethics and compliance training to office and store employees.



Over 300 sales managers took the Business Communication course, covering matters such as professional communication with subordinate store employees, difficulties in task setting, giving feedback, and resolving conflicts.

All new office employees also complete a mandatory training programme, which was launched in 2022 and includes modules on anti-corruption and business ethics.

Store employees are expected to take the Rules of Business Conduct course, which was launched earlier on the FP Academy platform to provide a deep dive into business communication with customers and colleagues. We also analysed customer feedback to produce training videos on the rules of business communication with customers.



Business Ethics Policy can be found at [Company Documents](#)

Complaints about ethical issues, conflicts of interest, suspected corruption, and other suspicious activities can be emailed to Fix Price's Ethics and Compliance Committee at _kommitet_po_etike@fix-price.ru

Ethics and Anti-Corruption

Total number of confirmed incidents of corruption and actions taken

Item	2022		2023	
	Total	Confirmed	Total	Confirmed
Number of corruption-related queries submitted via the hotline	18	6	19	8
From employees	12	4	15	6
From contractors	6	2	4	2
Employees dismissed upon investigation	10		11	
Incidents when contracts with business partners were terminated or not renewed	-		2	

In future, we plan to improve the feedback form on the Company website and reduce violations by boosting the profile of the Ethics and Compliance Committee across the Company.

Long-Term Employee Incentive Programme

In 2022, our Board of Directors approved a long-term employee incentive programme (LTIP) for 2022–2024. Under the programme, our senior executives and key employees are eligible to receive up to an aggregate of 1% in the Company’s share capital as remuneration as long as the programme operates.

Annual remuneration depends on performance against qualitative and quantitative KPIs, both group-wide and personal.

KPI examples include delivering on annual store rollout targets; achieving the EBITDA guidance level in line with the Company’s budget; or achieving the ROIC target.

To meet its obligations under the programme, Fix Price may use treasury GDRs or GDR buyback on the open market. At the Company’s discretion, remuneration may be paid in cash.

Information Disclosure

We leverage our official corporate website as a key disclosure channel. Our website contains an investor calendar and a press releases page while also disclosing our dividend history, key performance indicators, contact details, and other useful information. The materials that have been published on the website include:

- Memorandum and Articles of Association of Fix Price Group PLC
- internal policies
- other necessary information

Corporate disclosures are also available

on the [London Stock Exchange website](#)

on the [Interfax information disclosure server](#)

as well as on the [Astana International Exchange website](#)



Shareholder and Investor Engagement

Investor Calendar

2023

- 26 January
Q4 and FY 2022 operating results
- 27 February
Q4 and FY 2022 financial results
- 27 April
Q1 2023 operating and financial results
- 7 September
Q2 and H1 2023 operating and financial results
- 31 October
Q3 and 9M 2023 operating and financial results

2024

- 28 February
FY 2023 operating and financial results
- 26 April
Q1 2024 operating and financial results

Investor Engagement

We are committed to maintaining a high level of information transparency. We openly disclose information about the Company and its operations and make every effort to earn and maintain the trust of our investors and shareholders.

Fix Price expands opportunities for shareholders. In October 2023, the Company's GDRs were listed on the Astana International Exchange (AIX). That said, the Group intends to remain listed on the London and Moscow stock exchanges. We cater for the best interests of all shareholders and investors and are taking steps to make our GDRs more liquid.

In line with our information policy, we maintain an open dialogue with investors and other market players.

We always stay in touch with our investors through a variety of channels, including public materials, personal engagements, mailings, conference calls, and other online and offline opportunities.



Our investor calendar and financial and operating results are readily available on our [Corporate website](#)

Free float amounts to

27.5%

of our share capital

Dividends

On 10 January 2024, the Company announced that LLC Best Price (Fix Price Group PLC's Russian subsidiary) received approval from the subcommission of the Government Commission on Monitoring Foreign Investment in the Russian Federation to pay RUB 9.8 billion (including applicable taxes) to the Company as dividend.

On 15 January 2024, the Board of Directors approved the payment of interim dividends for 2023 and 2024 to a total of RUB 8.4 billion, or RUB 9.84 per GDR/share (including applicable taxes and charges). The amount was calculated based on the abovementioned approval, net of 15% withholding tax.



¹ Share capital structure as of 31 December 2023. Due to rounding, the sum may not equal 100%

Share Capital

Fix Price Group PLC GDRs are listed on the London Stock Exchange and Moscow Exchange under the FIXP ticker. They are also traded on the Astana International Exchange under the FIXP.Y ticker. Each GDR corresponds to one ordinary share. The Company's share capital is made up of 850,000,000 ordinary shares.

In December 2023, Artem Khachatryan, one of Fix Price's shareholders, sold his stake in the Company and resigned from Fix Price's Board of Directors due to personal reasons.

He sold a total of 299 million shares, or 35.2% of the Company's share capital. Fix Price CEO, Dmitry Kirsanov, bought 1% of the share capital, or 8.5 million shares. The remaining 34.2%, or 290.5 million shares, was acquired by Sergey Lomakin, the Company's other majority shareholder.

Share Capital structure ¹, %



- Free-float
- Treasury shares
- Management
- Entities controlled by the founder