

*Appendix 2  
to the Minutes of the Meeting of the Board of Directors of  
International Public Joint-Stock Company  
“MD Medical Group Investments” dated 31 May 2024*

Guided by subparagraph 2 of paragraph 2.18 of Appendix 2, Appendix 4 to the Listing Rules of the Moscow Exchange approved by the Supervisory Board of the Moscow Exchange on 25 March 2024 (Minutes No. 23) (hereinafter referred to as the Listing Rules), to recognize Vitaly Alexandrovich Ustimenko, a member of the Board of Directors of the International Public Joint-Stock Company “MD Medical Group Investments” (hereinafter also referred to as the Company, the Issuer), as an independent director, despite the fact that he has a formal criterion of affiliation with the Issuer. In making this decision, the Board of Directors took into account that in accordance with the Criteria for Determining Independence of Members of the Issuer's Board of Directors stipulated by the Listing Rules (hereinafter - the Independence Criteria), Vitaly Ustimenko:

- is not a person related to a substantial shareholder of the Company;
- is not a person related to a material counterparty or competitor of the Company;
- is not a person related to a state (Russian Federation, constituent entity of the Russian Federation) or a municipality.

In the course of verification of compliance of V.A. Ustimenko, a member of the Board of Directors, with the independence criteria, V.A. Ustimenko was found to be related to the Issuer - he has been a member of the Company's Board of Directors for more than 7 years. The term of membership in the Board of Directors of the Company at the moment of recognition is 9 years 3 months. On 16 December 2021, V.A. Ustimenko was recognised as independent in accordance with the provisions of the UK Corporate Governance Code and the Listing Rules of the London Stock Exchange on which the Issuer has listed securities as at the date of his election as a member of the Board of Directors of the Company.

This matter was considered by the Nomination Committee, which, following its review, recommended to the Board that V.A. Ustimenko be recognised as independent in accordance with the provisions of the Listing Rules. The Board of Directors believes that such affiliation of Vitaly A. Ustimenko is formal and does not affect his ability to make independent, objective and good faith judgements given Mr. Ustimenko:

- actively participates in discussions, requests additional information necessary to form an objective opinion, independently forms a position on the agenda of the Board of Directors of the Company in the interests of the Company and its shareholders, regardless of the executive bodies, management of the Company, third parties;
- has profound knowledge in the field of finance, internal control and audit, holds a PhD in economics;
- has extensive professional experience, including managerial work, in various business spheres: from 2012 to 2016 he was the Company's CFO, as a result of which he has a deep and comprehensive understanding of the medical business, since 2016 he has been the CFO of Skillbox Group of Companies;
- attended over 98% of meetings during his time on the Company's Board of Directors;
- since 14 March 2022 he has been a member of the Audit Committee of the Board of Directors and participated in all meetings of the Committee, where he regularly assessed the Company's financial performance, made proposals on methods to improve the financial reporting methodology and performance assessment, and actively participated in working with the Company's external auditors.

Analysis of Vitaly Ustimenko's participation in the meetings shows that in the performance of his duties he comprehensively studies the issues under consideration, expresses independent opinion and judgement, sets tasks for the Company's management within his competence and controls their implementation. High qualification, considerable professional experience, business reputation, possession of necessary professional competences testify to Mr. Ustimenko's ability to form an independent position and act in the Board of Directors in the interests of the Company and all groups of shareholders when voting on issues within the competence of the Board of Directors. Thus, the Board of Directors of the Company recognizes Vitaly A. Ustimenko, a member of the Board of Directors of the Company, as independent, despite the formal criterion of his affiliation with the Company.

V.A. Ustimenko signed the Independent Director Declaration in the form recommended by the Moscow Exchange.