

## Petrovavlovsk PLC Board Structure (as at 22 December 2020)

### Board

### Board Committees

#### Audit Committee

- Reviews Audit Report on the interim review and full year audit
- Reviews appropriateness of accounting standards
- Oversees relationships with internal and external auditors
- Oversees external audit process
- Reviews the financial risks
- Reviews internal audit plans

#### Membership

Charlotte Philipps\*  
Malay Mukherjee  
Maxim Kharin

#### Remuneration Committee

- Determines and agrees with the Board the format and broad policy for the remuneration of the Company Chairman, Executive Directors, members of the Executive Committee and the Company Secretary
- Reviews the on-going appropriateness of the policy
- Ensures that the Company maintains contact with shareholders regarding the Company's remuneration policy

- Receives and considers details of Workforce remuneration

#### Membership

Charlotte Philipps\*  
Malay Mukherjee

#### Nominations Committee

- Reviews structure, size and composition of the Board and its Committees and makes recommendations to the Board as appropriate
- Considers succession planning issues for Directors and senior executives
- Evaluates the skills and experience of the Board before any appointment is made to the Board

#### Membership

James W Cameron Jr\*  
Charlotte Philipps  
Malay Mukherjee  
Maxim Kharin

#### Safety, Sustainability & Workforce Committee

- Reviews the Group's health, safety, environmental and community relations ("Sustainability") strategy
- Evaluates the effectiveness of the Group's policies and systems for managing Sustainability issues and risks
- Assesses the performance of the Group with regards to the impact of Sustainability decisions and actions
- Seeks active engagement with the Group's workforce on behalf of the Board

#### Membership

Malay Mukherjee\*  
James W Cameron Jr  
Denis Alexandrov  
Charlotte Philipps  
Maxim Kharin

#### Risk Committee<sup>(1)</sup>

- Advises the Board on the Company's overall risk appetite, tolerance and strategy
- Monitors operational, processing, financial, health, safety & environment, country/compliance and loss of key personnel risk
- Oversees and advises the Board on current risk exposures of the Company and future risk strategy
- Oversees risk mitigation strategies and monitors the effectiveness of actions taken

#### Membership

James W Cameron Jr  
Charlotte Philipps  
Malay Mukherjee  
Maxim Kharin  
Dmitrii Chekashkin

\* Denotes Committee Chair

(1) Subject to Board approval, the Risk Committee is proposed to be disbanded and merged with the Audit Committee. Membership of the Audit Committee is not proposed to be changed should this take place