

**REPORT ON REMUNERATION FOR MEMBERS OF THE SUPERVISORY BOARD OF JSC
"OSCHADBANK" FOR 2021 (THE "REPORT")**

Amount of remuneration that was and/or will be paid to Supervisory Board Members for the reporting financial year (fixed and variable remuneration parts)

Total amount paid out by the bank in the reporting financial, including information on the amount paid out as remuneration for the previous financial year: Remuneration for the Bank Supervisory Board Members is accrued by the Bank in accordance with the current legislation of Ukraine, as well as the rules of financial accounting and tax records, on the basis of transfer and acceptance acts under the contracts. The accrued remuneration was paid in non-cash form by wire transfer. Remuneration accrued to Supervisory Board Members of 2021 is UAH 36,433,933.80. Remuneration accrued to Supervisory Board Members of 2020 is UAH 25,402,899.67. The Bank withheld taxes, dues and mandatory payments required by the Ukrainian legislation when paying these amounts of remuneration to the Supervisory Board Members. Following the remuneration payment to the Supervisory Board Members for 2021, there is no unpaid deferred remuneration.

Also, in accordance with contracts concluded under the terms and conditions determined by the Highest Governing Body – the Cabinet of Ministers of Ukraine of Ukraine, Supervisory Board Members are compensated for their travel expenses from the place of residence/stay to and from the Bank, expenses for hiring living premises, hotel expenses during the time required to attend the meetings of the Supervisory Board and/or its Committees that are related to and directly resulting from the performance of their functions. The Bank is also entitled to procure these services on its own behalf and at its own expense. In 2021, expenses to support the Supervisory Board amounted to UAH 551,976.18 including expenses related to the performance of their duties (accommodation and travel expenses). In 2021, an insurance premium of UAH 11,547,447.08 was paid under the Voluntary Liability Insurance Contract for Directors and Top Executives to insure liability of the Supervisory Board Members.

Amounts paid out by the bank as variable remuneration (broken down by each type of variable remuneration) and the grounds for their payment: The remuneration system for Supervisory Board Members provided for in their contracts does not provide for a variable remuneration.

Amounts paid out by the bank as additional remuneration for performing other functions in addition to the regular ones: The remuneration system for Supervisory Board Members provided for in their contracts provides for the following additional remuneration: for being the Chair of the Supervisory Board – 20 per cent of the accrued basic remuneration for the relevant period; for being the Chair of the Supervisory Board Committee – 10 per cent of the accrued basic remuneration for the relevant period (irrespective of the number of committees).

No other additional remuneration is provided for.

Termination payments: During 2021, no termination payments were made to Supervisory Board Members during the financial year. The contracts with the Supervisory Board Members do not envisage relevant payments in connection with the termination of the Supervisory Board Members. In case of early termination of a Supervisory Board Member, the remuneration shall be accrued and paid based on the amount of the remuneration for the reporting period pro rata to the number of calendar days of the period during which the services were provided.

Total amount paid out to Supervisory Board Member as remuneration by parties related to the bank: No facts (information) on receipt of remuneration by Supervisory Board Members from parties related to the Bank have been identified / established.

Estimated cost of non-monetary remunerations if paid out by the bank: In 2021, an insurance premium of UAH 11,547,447.08 was paid under the Voluntary Liability Insurance Contract for Directors and Top Executives to insure liability of the Supervisory Board Members. The remuneration system for Supervisory Board Members provided for in their contracts does not provide for non-monetary incentives.

2	<p>Dates of actual payment of remuneration, their compliance with the regulation on remuneration</p> <p>The remuneration of the Supervisory Board Members is paid in accordance with their contracts on a quarterly basis. At the end of each calendar quarter (reporting period), within ten calendar days after the end of the reporting period, Supervisory Board Members draws up, signs and hands over the Transfer and Acceptance Act to the Bank.</p> <p>In 2021, the remuneration was paid as follows:</p> <p><u>For Q1 2021:</u> 07.04.2021: Taras Kirichenko, Julia Pashko, Juan Pérez Calot, Janne Harjunpää, Baiba Apine, Peter Briggs, Michael Weinstein.</p> <p><u>For Q2 2021:</u> 06.07.2021: Juan Pérez Calot, Baiba Apine, Michael Weinstein, Julia Pashko, Janne Harjunpää, Peter Briggs. 06.10.2021: Roza Tapanova, Oleksandr Rodnianskyi.</p> <p><u>For Q3 2021:</u> 06.10.2021: Baiba Apine, Peter Briggs, Michael Weinstein, Juan Pérez Calot, Janne Harjunpää, Julia Pashko, Roza Tapanova, Oleksandr Rodnianskyi.</p> <p><u>For Q4 2021:</u> 10.01.2022: Baiba Apine, Julia Pashko, Janne Harjunpää, Peter Briggs, Michael Weinstein, Juan Pérez Calot, Roza Tapanova, Oleksandr Rodnianskyi. 07.04.2022: Anton Piatygin.</p> <p>As at 31.12.2021, the regulation on remuneration for the Supervisory Board Members was not approved.</p>
3	<p>Full description of the structure of all components of the remuneration to be paid to the Supervisory Board Members for the relevant management function</p> <p>During 2021, the Supervisory Board Members were remunerated in accordance with the contracts concluded with them as determined by the Highest Governing Body – the Cabinet of Ministers of Ukraine. The remuneration of the Supervisory Board Members is paid under their contracts.</p> <p>The basic remuneration of the Supervisory Board Members is determined as a fixed amount for one year. The annual (basic) remuneration is divided into four (4) equal parts for payment purposes, except for the first and last reporting periods. If a Supervisory Board Member takes office not from the beginning of the calendar quarter, part of the remuneration for the period from the date of taking office till the end of the calendar quarter (which is calculated pro rata to the number of calendar days during which the Supervisory Board Member performed his/her duties as stipulated by the contract in the reporting calendar quarter) is taken into account when paying part of the remuneration for the next calendar quarter.</p> <p>The remuneration system for Supervisory Board Members also provides for such additional remuneration: for being the Chair of the Supervisory Board – 20 per cent of the accrued basic remuneration for the relevant period; for being the Chair of the Supervisory Board Committee – 10 per cent of the accrued basic remuneration for the relevant period (irrespective of the number of committees).</p> <p>No other additional remuneration is provided for.</p>
4	<p>Performance evaluation criteria (indicating how this performance has been achieved), based on which variable remuneration was awarded (if variable remuneration was awarded)</p> <p>Contracts of the Supervisory Board Members do not provide for the right to a variable remuneration. Therefore, there are no performance evaluation criteria on the basis of which variable remuneration may be paid to the Supervisory Board Members.</p>

	<p>Facts of the bank's exercising the right to reverse the payment of the variable remuneration earlier paid to Supervisory Board Members</p>
5	<p>Contracts of the Supervisory Board Members do not provide for the right to a variable remuneration and, accordingly, the Bank's right to reverse the payment of the previously paid variable remuneration.</p>
	<p>Participants of the remuneration system implementation, including information on the authority and composition of the Nomination and Remuneration Committee; names of external consultants participating in the remuneration system implementation</p> <p>Fixing the amount of remuneration for the Supervisory Board Members, including incentive and compensation payments, falls within the exclusive competence of the Highest Governing Body – the Cabinet of Ministers of Ukraine. During 2021, the Supervisory Board Members were remunerated in accordance with the contracts concluded with them as prescribed by the Highest Governing Body. There is no information on the involvement of external consultants in the implementation of the remuneration system.</p> <p>The basic powers of the Nomination and Remuneration Committee are as follows:</p> <ol style="list-style-type: none"> 1) submitting proposals to the Supervisory Board concerning forms and terms and conditions of contracts to be concluded with the CEO, his/her deputies and Management Board Members, heads of control unit, AML Officer and other staff whose appointment is decided by the Supervisory Board, as well as determining their remuneration; 2) providing general recommendations to the Management Board on the level and structure of remuneration for persons performing management functions; 3) supervision of the level and structure of remuneration for persons performing management functions based on reliable information provided by the Management Board; 4) giving recommendations to the Supervisory Board on the remuneration system formation and ensuring compliance of remuneration with the risk management culture, the Bank development strategy, approved risk appetite of the Bank, financial results and internal control system, as well as requirements of the legislation of Ukraine for the Supervisory Board, taking into account both the interests of remuneration recipients and long-term interests of the Bank's shareholder, investors and other stakeholders when forming the remuneration system; 5) assessing, at least once a year, the remuneration policy in the Bank, including issues of risk accounting, amount of capital and liquidity when determining the amount of variable part of remuneration for persons whose professional activities have a significant impact on the overall risk profile of the Bank, and ensuring reporting on the results of assessment to the National Bank of Ukraine; 6) communication and coordination with Risk Committee and Audit Committee of the Supervisory Board (in terms of determining the remuneration provided for by the remuneration system, issuing recommendations re the appointment and dismissal of heads of control units, AML Officer, monitoring their compliance with requirements established by law); 7) development and periodic review (at least once a year) of the Bank's remuneration policies (internal regulations); 8) assessment of the practice of paying remuneration for potential receipts (income), terms and probability of receipt of which are uncertain, and coordination of these payments with the financial condition of the Bank and its outlook; 9) making proposals to the Supervisory Board on individual remuneration for Chairperson of the Management Board, his/her Deputies and Management Board Members, as well as heads of control unit, AML Officer to ensure their compliance with the current remuneration policy and their compliance with these persons' performance assessment;

Composition of the Nomination and Remuneration Committee as of 31.12.2021

Full name	Position	Date of appointment and decision details
1	2	3
Michael Weinstein	Chairman of the Committee, independent	14.04.2020 (Minutes No 7 of 14.04.2020)
Baiba Apine	Member of the Committee, independent	03.12.2019 (Minutes No 6 of 03-04.12.2019)
Anton Piatygin	Member of the Committee, independent	29.11.2021 (Minutes No 51 of 29.11.2021)
Roza Tapanova	Member of the Committee, Member of the Supervisory Board, state representative from the Cabinet Ministers of Ukraine	31.05.2021 (Minutes No 29 of 31.05.2021)
Oleksandr Rodnianskyi	Member of the Committee, Member of the Supervisory Board, state representative from the President of Ukraine	31.05.2021 (Minutes No 29 of 31.05.2021)

Information on changes in the composition of the Nomination and Remuneration Committee during 2021

Full name	Position	Term of office
1	2	3
Juan Enrique Pérez Calot	Member of the Committee, independent	From 14.04.2020 (Minutes No 7 of 14.04.2020) to 29.11.2021 (Minutes No 51 of 29.11.2021)
Taras Kirichenko	Member of the Committee, state representative from the Cabinet Ministers of Ukraine	From 16.12.2019 (Minutes No 7 of 16.12.2019) to 02.04.2021 (Ordinance of the CMU No 269-p of 02.04.2021)

Incentive programmes, including details of pension schemes (if any) if applied during the reporting year and an early retirement remuneration scheme for Supervisory Board Members.

7

Incentive programmes, including pension schemes, and the early retirement remuneration scheme for the Supervisory Board Members are not provided for in their contracts.

8

Deviation of the actually paid amounts from the amounts payable under the approved regulation on remuneration, as well as an explanation of the reasons for such a deviation and the specific elements of the regulation on remuneration in respect of which the deviation occurred, if such deviations occurred during the reporting year

	As at 31.12.2021, the regulation on remuneration for the Supervisory Board Members was not approved. The amount of remuneration for the Supervisory Board Members is determined in their contracts.					
	As at 31.12.2021, there are no deviations from the amounts payable under the contracts.					
9	Violations of the regulation on remuneration revealed by the Bank (if any) and measures or decisions taken due to such violations					
	As at 31.12.2021, the regulation on remuneration for the Supervisory Board Members was not approved.					
	Actual participation of a Member of the Supervisory Board in meetings of the Supervisory Board and its committees (if established), where he/she is a member of, or reasons for non-participation					
10						

	Julia Pashko	53 out of 54	19 out of 20	0 (was not a Member of the Committee)	0 (was not a Member of the Committee)	1 out of 1
	Roza Tapanova	26 out of 28 (Supervisory Board Member took office on 25.05.2021)	0 (was not a Member of the Committee)	15 out of 16 (Committee Member from 31.05.2021)	0 (was not a Member of the Committee)	1 out of 1
	Oleksandr Rodnianskyi	27 out of 28 (Supervisory Board Member took office on 25.05.2021)	4 out of 4 (Committee Member from 28.09.2021)	15 out of 16 (Committee Member from 31.05.2021)	0 (was not a Member of the Committee)	1 out of 1
	Anton Piatygin	6 out of 7 (Supervisory Board Member took office on 25.11.2021)	1 out of 2 (Committee Member from 29.11.2021)	1 out of 1 (Committee Member from 29.11.2021)	0 (was not a Member of the Committee)	1 out of 1
	Taras Kirichenko	14 out of 14 (powers of the Supervisory Board Member were terminated on 01.04.2021)	0 (was not a Member of the Committee)	12 out of 12 (powers were terminated on 01.04.2021)	0 (was not a Member of the Committee)	0 (was not a Member of the Committee)
	Members of the Supervisory Board were absent from meetings of the Supervisory Board or Supervisory Board Committees for valid reasons, including absence for health reasons, family reasons and the like.					
11	Information on decision-taking refused by a Bank Supervisory Board Member, since a conflict of interests did not allow to perform in full own duties without prejudice to interests of the Bank, its depositors and shareholder					
	During 2021, there was no decision-taking refused by Bank Supervisory Board Members, since a conflict of interests did not allow to perform in full own duties without prejudice to interests of the Bank, its depositors and shareholder.					
12	Information on decisions on transactions with parties related to the Bank supported by Members of the Bank Supervisory Board.					
	During 2021, there were no decisions on transactions with parties related to the Bank supported by Members of the Bank Supervisory Board.					
13	Information on untimely or improper performance of obligations to the Bank by parties related to the Bank, the decisions on transactions with which were supported by a Bank Supervisory Board Member.					
	During 2021, there was no untimely or improper performance of obligations to the Bank by parties related to the Bank, the decisions on transactions with which were supported by Bank Supervisory Board Members.					
14	Confirmed facts of unacceptable behaviour of a Member of the Bank Supervisory Board (including confidentially communicated ones) and measures taken as a result of investigation if such facts / measures have an impact on remuneration of the Bank Supervisory Board Member					

	During the reporting period, there are no confirmed facts of unacceptable behaviour of the Supervisory Board Members (including confidentially communicated ones).
	Loans, credits or guarantees granted to the Supervisory Board Members by the bank and/or parties related to the Bank during the reporting financial year (indicating the amounts and interest rates).
15	During the reporting period, the Bank and/or parties related to the Bank did not grant loans, credits or guarantees to the Bank Supervisory Board Members.
	This Report is a separate part of the Bank's annual report.