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the Ukrainian language version shall prevail

ID: 7D36289C7A0A9B96C2258A3D00668EA8



**JOINT STOCK COMPANY
“FIRST UKRAINIAN INTERNATIONAL BANK”
(JSC “FUIB”)**

Kyiv

APPROVED by
Supervisory Board of JSC “FUIB”
Minutes No. 416 dated 14/12/2023

AGREED by
the Board of JSC “FUIB”
Minutes No. 981 dated 08/12/2023

The Head of the Board

/signature/ Sergii CHERNENKO

INFORMATION

**DISCLOSURE POLICY
OF JOINT STOCK COMPANY
“FIRST UKRAINIAN INTERNATIONAL BANK”
AS AN ISSUER OF SECURITIES**

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1. INTRODUCTION

1.1. Disclosure of information is one of the principles of corporate governance, according to which the Bank, as an issuer of securities, discloses complete and accurate information on all material matters relating to the Bank in a timely manner and by accessible means in order to enable stakeholders (shareholders, customers, creditors, potential investors, partners, etc.) to make informed decisions, as well as to create a favourable image of the Bank by increasing information openness and transparency.

Transparency and proper disclosure of information helps to increase the Bank’s efficiency, as complete and reliable information enables the management to objectively assess the Bank’s achievements and develop a strategy for its further development. Availability of timely, reliable and comprehensive information about the Bank contributes to the protection and exercise of investors’ rights and is an important condition for shareholders and potential investors to make an objective assessment of the Bank’s financial and economic condition and to make informed decisions on the acquisition or disposal of the Bank’s shares.

1.2. The Information Disclosure Policy of JOINT STOCK COMPANY “FIRST UKRAINIAN INTERNATIONAL BANK” as an issuer of securities (hereinafter referred to as the Policy) is developed in accordance with the legislation of Ukraine, international sources regulating information disclosure, the Bank’s Articles of Association and the Principles (Code) of Corporate Governance of JSC “FUIB”.

1.3. The Policy defines the main objectives and principles of information disclosure, rules and approaches to information disclosure, the list of information to be disclosed, establishes the procedure, methods and terms of information disclosure, the procedure for granting access to information and documents and other issues of information disclosure.

1.4. The Bank shall timely disclose, publish reliable statements and other material and complete information on its activities as an issuer of securities in accordance with the requirements of the legislation of Ukraine.


1.5. The information disclosed in accordance with this Policy shall be available to the stakeholders within the time limits established by the legislation.

1.6. The Bank as an issuer of securities shall disclose all necessary information by publishing it on the official website of the Bank <https://www.pumb.ua/>.

1.7. The Policy does not regulate relations related to the disclosure of banking or commercial secrets in JSC “FUIB”. The procedure for storage, protection and disclosure of banking and commercial secrets in the Bank shall be regulated by internal documents.

2. PURPOSE

2.1. This Policy has been developed to ensure effective information interaction between the Bank, shareholders, investors and other stakeholders to enable these persons to exercise their right to receive information that is material to their investment and management decisions.

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2.2. The main objectives of this Policy are:

- defining the general principles of information disclosure, ensuring a unified approach to information disclosure and the procedure for communicating information about the Bank to all interested parties;
- ensuring timely disclosure of objective, reliable, consistent information about the Bank in accordance with the requirements of the legislation;
- ensuring information security and preservation of confidential information;
- establishing principles for disclosure of additional information that contributes to the growth of the Bank's investment attractiveness by increasing the Bank's information openness and transparency;
- strengthening the Bank's corporate culture.

3. SCOPE OF APPLICATION

3.1. The policy is focused on the following target audiences:

- the Bank's shareholders and investors;
- the Bank's customers (current and potential);
- the Bank's counterparties and partners;
- the members of the Bank's governing bodies;
- the Bank's employees.

3.2. The Bank shall operate in the mode of information transparency in relation to all target audiences.

4. TERMS, DEFINITIONS AND ABBREVIATIONS

Bank, JSC “FUIB” means JOINT STOCK COMPANY “FIRST UKRAINIAN INTERNATIONAL BANK”, JSC “FUIB”.

Corporate Governance Division of the Legal Department – CGD LD.


Issuer means a legal entity that places equity securities on its own behalf and assumes obligations under such securities to their holders.

Management report means a document containing financial and non-financial information that describes the state and prospects of the company's development and discloses the main risks and uncertainties of its activities.

Calendar plan means a calendar plan for publishing regular information, including documents and notifications, the publication of which is required by the legislation as part of regular information.

Consolidated financial statements means financial statements of the company exercising control and companies controlled by it as a single economic unit.

NSSMC means the National Securities and Stock Market Commission.

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Regulated Information Discloser means a person who discloses regulated information on behalf of capital market participants and professional participants of organised commodity markets.

Regulated information on capital markets and organised commodity markets means regular and special information about the issuer, insider information, information about holders of voting shares above the thresholds of shareholdings, other information subject to placement in the database of a person who discloses regulated information on behalf of capital market participants and professional participants of organised commodity markets, and disclosed in accordance with the legislation.

Stakeholder means individuals and/or groups of individuals whose interests are directly related to the issuer’s activities or overlap with its interests (for example, participants, employees, creditors, service and financial instrument providers, clients or counterparties, associations or unions of the above, local communities, the state).

Financial statements means statements containing information on the financial position and performance of the bank.

5. GENERAL PRINCIPLES OF INFORMATION DISCLOSURE

5.1. The Bank as an issuer of securities shall disclose information in compliance with the following basic principles:

5.1.1. timeliness – ensuring disclosure of information in compliance with the terms of provision of information provided for by the legislation and internal documents of the Bank;

5.1.2. promptness – ensuring that shareholders, investors and other stakeholders are informed as soon as possible of the most significant events and facts that may affect the Bank’s activities;


5.1.3. regularity – regular and systematic provision of information to shareholders, investors and other interested parties on material events and facts of the Bank within the terms established by the legislation of Ukraine;

5.1.4. reliability – provision of accurate information to shareholders, investors and other interested parties, as well as ensuring control over the fact that the information disseminated is not distorted or false on matters of interest for making investment and management decisions;

5.1.5. completeness – provision of information sufficient to form the most complete picture of the actual state of affairs of the Bank. The disclosed information shall be understandable and consistent, and the data shall be comparable with the information disclosed for different periods of time;

5.1.6. accessibility – ensuring the possibility of free and easy access to information within the scope of the legislation of Ukraine. Access to open (public) information shall be provided by the Bank free of charge and shall not require special procedures (obtaining passwords, registration or other technical restrictions) to get acquainted with it;

5.1.7. neutrality – creation by the Bank of the terms and conditions that make it impossible for any of the shareholders, investors or other interested parties to receive information about the Bank’s activities in a preferential manner;

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5.1.8. consistency – ensuring disclosure of information that does not contradict previously published information;

5.1.9. equality – ensuring equal rights and opportunities to receive information for all stakeholders, except as provided by the legislation;

5.1.10. balance – the Bank’s observance of a reasonable balance between the Bank’s openness and compliance with the confidentiality regime with respect to information constituting banking and commercial secrets.

6. DISCLOSURE OF REGULATED INFORMATION BY THE BANK

6.1. As an issuer of securities, the Bank shall disclose regulated information on the regulated stock market in cases, to the extent, in the manner and in the forms established by the legislation of Ukraine.

6.2. Regulated information shall include:

- 1) regular information;
- 2) special information;
- 3) other information.

6.3. Regulated information shall be disclosed by:

- 1) posting on the Bank’s website in the section “Information for Stakeholders”;
- 2) placement in the database of the person who discloses the regulated information;
- 3) submission to the NSSMC.

6.4. Regular information shall mean annual and interim reporting information on the results of financial and economic activities of the Bank as a securities issuer, which is disclosed in the capital markets and organised commodity markets, including by submitting to the NSSMC.

6.5. Annual and interim information shall be drawn up in the form of an annual/interim report of the Bank in the form required by the legislation.


6.6. Annual information shall be approved by the Supervisory Board of the Bank prior to its disclosure.

6.7. Annual information on the issuer shall be disclosed by the Bank no later than 30 April of the year following the reporting year.

6.8. The reporting period for compiling interim information on the issuer is a quarter. Interim information on the issuer shall be prepared as of the end of the last day of the quarter.

6.9. Interim information on the issuer shall be disclosed by the Bank no later than the last day of the month following the reporting month.

6.10. In order to inform shareholders, investors and other interested parties about the dates of publication of regular information on the official website of the Bank, including documents and notifications, the publication of which is provided for by the legislation as part of regular information, financial statements, the Bank shall publish a calendar plan for the publication of regular information


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on its website and in the database of the Regulated Information Discloser no later than 31 January of each year.

6.11. Special information on the issuer shall mean information on any actions that may affect the financial and economic condition of the Bank and lead to a significant change in the value of its securities.

The issuer's special information includes information on:

- 1) the issuer's decision to issue securities for an amount exceeding 25 per cent of its authorised capital;
- 2) a decision on repurchase of own shares by the issuer;
- 3) existence, validity and parties to a corporate (shareholder) agreement;
- 4) facts of admission / cancellation of admission of securities to trading on a regulated stock market;
- 5) decision-making on entering into significant transactions;
- 6) decision-making on granting consent to enter into related-party transactions and persons interested in entering into related-party transactions by the company, and circumstances that create a related-party interest;
- 7) change of the issuer's officers;
- 8) change of shareholders who own voting shares, the size of which becomes greater than, less than or equal to the threshold value of the shareholding;
- 9) change of persons holding voting rights on shares, the aggregate number of rights on which becomes greater than, less than or equal to the threshold value of the shareholding;
- 10) change of persons holding financial instruments related to voting shares of a joint stock company, if the total number of rights under such shares becomes greater than, less than or equal to the threshold value of the shareholding.
- 11) the issuer's decision to establish or terminate its separate units (branches, representative offices);
- 12) a decision of the issuer's general meeting of shareholders to reduce the size of the authorised capital;
- 13) initiation of proceedings to compensate the issuer for losses caused by an official of such issuer;
- 14) initiation of bankruptcy proceedings against the issuer;
- 15) adoption of a resolution on rehabilitation of the issuer;
- 16) a decision to terminate the issuer by way of merger, acquisition, division, spin-off, transformation or bankruptcy by decision of the issuer's general meeting of shareholders or court;
- 17) a decision to terminate the issuer by liquidation by decision of the general meeting of shareholders of the issuer;
- 18) a decision to terminate the issuer by liquidation by a court decision;
- 19) notice of redemption of shares in excess of the threshold shareholding;
- 20) amendments to the Articles of Association related to changes in the rights of the issuer's shareholders or participants;

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- 21) the number of voting shares and the size of the authorised capital as a result of its increase or decrease;
- 22) acquisition, directly or indirectly, by a person or persons acting jointly, taking into account the number of shares owned by him/her and his/her affiliates, of a controlling, significant, dominant shareholding;
- 23) decision-making on payment of dividends;
- 24) change of the type of joint stock company;
- 25) change of the issuer’s website address and/or change of the e-mail address, which is the official channel of communication with the issuer;
- 26) information on the approval of the report on remuneration of the members of the board and the report on remuneration of the members of the Board;
- 27) appointment and termination of the powers of the bonds’ administrator;
- 28) default;
- 29) introduction of a temporary administration;
- 30) violation of any obligation of the bond issuer or the person providing security for the bonds, established by the prospectus (decision on the issue of securities), or inability to fulfil it;
- 31) change of rights of holders of depositary receipts for such derivative securities in connection with the change of rights to shares that are the underlying asset of such derivative prices;
- 32) change of rights under debt securities;
- 33) the emergence and/or termination of relations with foreign countries of the risk zone as defined by the legislation;
- 34) acquisition and/or loss of the status of an enterprise of public interest.


6.12. Disclosure of special information shall be made within the following time limits:

- 1) on its own website – as soon as possible, but no later than 10:00 a.m. of the second business day after the date of the action;
- 2) in the database of the Regulated Information Discloser – by the end of the second business day after the date of the action;
- 3) submission to the NSSMC – within five business days after the date of the action.

6.13. Other issuer’s information subject to mandatory disclosure by the Bank as an issuer of securities includes:

6.13.1. Ownership structure.

The Bank shall submit to the NBU documents on the ownership structure annually by 01 February as of 01 January of the current year, as well as within 15 business days from the date of changes in the composition of information on the ownership structure (transfer of ownership of the Bank’s shares, transfer of ownership of corporate rights of a person having direct or indirect participation in the Bank), if such changes relate to:

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1) the composition of the owners of substantial participation in the bank or the amount of their participation in the bank or

2) the composition of the 10 largest final key participants in the bank’s ownership structure or the amount of their participation in the bank, -

provided that changes in the amount of participation in the bank exceed one per cent of the bank’s authorised capital.

The ownership structure shall be posted on the Bank’s website within 5 business days from the date of submission to the NBU.

6.13.2. Information on the planned holding (convening) of the general meeting of shareholders of the Bank (except as provided for by the legislation).

Notices of general meetings of shareholders shall be published no later than 30 days before the date of the meeting (or no later than 15 days in cases provided for by the legislation).

Notifications of changes to the draft agenda of the general meeting shall be made public no later than 10 days before the date of the general meeting.

No later than 11 p.m. of the last business day preceding the day of the general meeting, the Bank shall post on its website information on the total number of shares and voting shares as of the date of compiling the list of shareholders entitled to participate in the general meeting.

6.13.3. Information contained in the prospectus (information on the issue of securities) and amendments to the prospectus (information on the issue of securities).

6.13.4. Certificate(s) of registration of issue of shares and other securities of the Bank.

6.13.5. Report on the results of the issue of securities, which shall be disclosed no later than three business days after registration of the report by the NSSMC.

6.13.6. Information on acquisition of shares of the Bank as a result of acquisition of a controlling/significant/dominant controlling shareholding.

6.13.7. Notification of acquisition of all shares of the Bank by one person.


6.14. The Bank shall publish on its website in the prescribed form the regulated information and provide free access to it without any restrictions on access or charging for access to information subject to mandatory disclosure on the website.

Such information shall be posted by the Bank in a manner that ensures its easy and clear search.

6.15. Regulated information shall remain publicly available on the Bank’s website for at least 10 years from the date of its disclosure.

7. DISCLOSURE OF INFORMATION ON FINANCIAL RESULTS AND FINANCIAL POSITION OF THE BANK

7.1. The results of the Bank’s financial activities are of great importance for making investment decisions.

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7.2. The Bank shall disclose its financial statements in accordance with the requirements of the legislation.

7.3. The annual financial statements and annual consolidated financial statements (if prepared), together with the auditor’s report, shall be made public by the Bank by posting them on its website no later than 30 April following the reporting year. Together with the annual financial statements, the Bank shall publish the Management Report no later than 30 April following the reporting year.

7.4. The Bank shall publish interim financial statements by posting them on its website no later than the 30th day of the month following the reporting period.

7.5. Consolidated interim financial statements (if prepared) shall be published by the Bank on its website by posting them on the 30th day of the second month following the reporting period.

7.6. The Bank as a responsible person of a banking group shall publish the auditor’s report and annual consolidated financial statements of the banking group verified by the audit firm by posting on its website no later than 1 June following the reporting year.


7.7. The Bank shall publish on its website information on key financial indicators in the form and within the time limits determined by the National Bank of Ukraine.

7.8. The Bank’s financial statements and information on key financial indicators shall be published on the Bank’s website in the section “Financial Statements”.

8. DISCLOSURE OF INFORMATION ON THE BANK’S CORPORATE GOVERNANCE SYSTEM

8.1. The Bank shall disclose the following information on the corporate governance system:

- The Bank’s Articles of Association – within 5 business days from the date of state registration;
- Principles (corporate governance code) of the Bank – within 10 business days from the date of approval (adoption) of the relevant code;
- composition of the Supervisory Board and Board of the Bank with indication of work experience;
- Regulations on the General Meeting, the Supervisory Board, the Board – within 10 business days from the date of approval by the relevant collegial body;
- reports of the Supervisory Board and the Board – within 10 business days from the date of decision-making based on the results of consideration by the relevant collegial bodies of the Bank;
- Regulations on Remuneration of the Members of the Supervisory Board and Regulations on Remuneration of the Board;
- reports on remuneration of the members of the Supervisory Board, the Board and the influential persons;
- minutes of the general meeting – within 5 business days from the date of its preparation, but no later than 10 days from the date of the general meeting;
- minutes of voting results – within 10 days from the date of closing of the general meeting of shareholders;

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- the code of ethics and any amendments thereto – within 10 business days from the date of approval of the relevant code or amendments thereto;
- other information subject to mandatory disclosure in accordance with the legislation, in the manner and within the time limits established by the relevant regulations.

9. ROLES, POWERS AND RESPONSIBILITIES OF PARTICIPANTS

9.1. The Supervisory Board of the Bank controls the timeliness of the Bank’s disclosure of reliable information on the Bank’s activities as a securities issuer in accordance with the legislation of Ukraine.

9.2. The Chairman of the Board of the Bank shall be responsible for the completeness, accuracy, timeliness and compliance with the procedure for disclosure of information on the Bank’s activities.

9.3. The Chief Accountant of the Bank shall be responsible for completeness, accuracy and timeliness of posting information on the financial results and financial position of the Bank on the Bank’s website.

9.3. The Corporate Governance Division of the Legal Department shall be responsible for organising the process of preparation and disclosure of regulated information. In order to ensure timely preparation and disclosure of regulated information, the CGD LD shall perform the following functions:

- 9.3.1. ensure preparation of annual and interim reports of the Bank as an issuer of securities;
- 9.3.2. ensure preparation of special information;
- 9.3.3. ensure disclosure of regulated information.


9.4. The Corporate Secretary of the Bank shall be responsible for timely disclosure of information on the corporate governance system of the Bank.

9.5. The Internet Marketing and E-Commerce Division of the Marketing Department shall be responsible for technical placement of reports/information received from the responsible units of the Bank on the Bank’s website.

10. CONTROL WITHIN THE INTERNAL CONTROL SYSTEM OF FUIB

10.1. In accordance with the “Policy on Organisation of the Internal Control System of JSC “FUIB”, the Bank has implemented a three-level control of the information disclosure process:

ICS levels	Controller	Supreme Controlling Authority
Self-control/Current control	I line of protection Head of the Corporate Governance Division, Corporate Secretary, Chief Accountant, Head of the State Financial Control	Chairman of the Board, Deputy Chairman of the Board - Chief Financial Officer

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Risk management and compliance control	II line of protection General Banking Risk Department and Compliance Control Department	CRO and CCO, functionally subordinated and accountable to the Supervisory Board of the Bank
Internal audit	III line of protection Internal Audit Department	Supervisory Board of the Bank

11. DOCUMENT REVIEW PROCEDURE

11.1. This document shall be updated at least once every 3 years. *The Corporate Governance Division of the Legal Department* shall be responsible for updating this document.

12. REVISION HISTORY

Date	Author	Description of changes
19/10/2023	<i>N.H. Stepanchenko</i>	New document