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(MEET) " " - Polymetal International plc_ORD SHS (ISIN
JE00B6T5S470)

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26 2021 . 11:00
22 2021 .

578337X15090 Polymetal International plc_ORD SHS JE00B6T5S470 ISIN
JE00B6T5S470

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001	CONY	GBP	19	2021 . 12:00
002	CONN	GBP	19	2021 . 12:00
003	ABST	GBP	19	2021 . 12:00
004	SPLI	GBP	19	2021 . 12:00

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1304.2021:

12.04.2021:

WEB-
meeting messages»,

, SWIFT MT 565 ISO 20022

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/ General

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A. (SPLI «
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<CorporateActionInstruction/Document/CorpActnInstr/CorpActnInstr/AddtlInf/InstrAddtlInf> :
CFOR(X, Y, Z ())CAGS(X, Y, Z ())ABST(X, Y, Z ()),
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B. <CorporateActionInstruction/Document/CorpActnInstr/AddtlInf/PtyCtctNrrtv>

WEB- ISO 20022 « / General meeting
messages»,

(«`»),
<https://www.nsd.ru/ru/documents/workflow/>,

ISO 15022 WEB-

----- EVENT DETAILS -----

IMFT(20022)

INXF(20022)

COAF(531867)

MTYP(GMET)

MTGD(26/04/2021 11:00)

QRM(R)(Y)

ISSN(POLYMETAL INTERNATIONAL PLC)

ICTY(JE)

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METHOD OF PARTICIPATION

PAVA(Y)

BODI(N)

DURL(WWW.POLYMETALINTERNATIONAL.COM)

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MEETING AGENDA

LABL(1)

DESC(TO RECEIVE THE COMPANY'S ANNUAL REPORT AND ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2020 AND THE RELATED DIRECTORS ' REPORT AND AUDITOR'S REPORT)

INFI(N)

RSTA(ACTV)

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LABL(2)

DESC(TO RECEIVE AND APPROVE THE DIRECTORS' R EMUNERATION REPORT (EXCLUDING THE DIRECTORS' REMUNERATION POLICY) SET OUT ON PAGES 141 TO 149 OF THE ANNUAL REPORT AND ACCOUNTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020)

INFI(N)

RSTA(ACTV)

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LABL(3)

DESC(TO DECLARE A FINAL DIVIDEND OF USD 0.89 PER ORDINARY SHARE FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2020 RECOMMENDED BY THE

DIRECTORS AND TO BE PAID ON OR AROUND 28 MAY 2021)

INFI(N)

RSTA(ACTV)

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LABL(4)

DESC(TO RE-ELECT MR IAN COCKERILL AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(5)

DESC(TO RE-ELECT MR VITALY NESIS AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(6)

DESC(TO RE-ELECT MR M L S DE SOUSA-OLIVEIRA AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(7)

DESC(TO RE-ELECT MR KONSTANTIN YANAKOV AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(8)

DESC(TO RE-ELECT MR GIACOMO BAIZINI AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(9)

DESC(TO RE-ELECT MS TRACEY KERR AS A DIRECTOR OF THE COMPANY)

INFI(N)

RSTA(ACTV)

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LABL(10)

DESC(TO RE-ELECT MS ITALIA BONINELLI AS A DIRECTOR OF THE
COMPANY)
INFI(N)
RSTA(ACTV)

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LABL(11)
DESC(TO RE-ELECT MR VICTOR FLORES AS A DIRECTOR OF THE COMPANY)
INFI(N)
RSTA(ACTV)

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LABL(12)
DESC(TO RE-ELECT MS ANDREA ABT AS A DIRECTOR OF THE COMPANY)
INFI(N)
RSTA(ACTV)

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LABL(13)
DESC(TO RE-APPOINT DELOITTE LLP AS THE COMPANY'S AUDITORS UNTIL
THE CONCLUSION OF THE NEXT AGM OF THE COMPANY)
INFI(N)
RSTA(ACTV)

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LABL(14)
DESC(TO AUTHORISE THE DIRECTORS TO AGREE THE REMUNERATION OF THE
AUDITORS)
INFI(N)
RSTA(ACTV)

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LABL(15)
DESC(TO RENEW THE POWER CONFERRED ON THE DIRECTORS PURSUANT TO
ARTICLE 10 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE
'ARTICLES') TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE
ARTICLES), AND FOR THAT PURPOSE, THE AUTHORISED ALLOTMENT SHARES
(AS DEFINED IN THE ARTICLES) SHALL BE AN AGGREGATE NUMBER OF UP
TO 157,272,666 ORDINARY SHARES AND IN ADDITION THE AUTHORISED
ALLOTMENT SHARES SHALL BE INCREASED BY AN AGGREGATE NUMBER OF UP
TO 157,272,666 ORDINARY SHARES, PROVIDED THAT THE DIRECTORS' PO
WER IN RESPECT OF SUCH LATTER AMOUNT MAY ONLY BE USED IN

CONNECTION WITH A PRE-EMPTIVE ISSUE (AS DEFINED IN THE ARTICLES). THIS AUTHORITY SHALL, UNLESS PREVIOUSLY REVOKED OR VARIED, EXPIRE AT THE CONCLUSION OF THE COMPANY'S NEXT AGM (OR, IF EARLIER, AT THE CLOSE OF BUSINESS ON THE DATE WHICH IS 15 MONTHS AFTER THE DATE OF THIS RESOLUTION, BEING 26 JULY 2022), SAVE THAT THE DIRECTORS MAY, BEFORE SUCH EXPIRY, MAKE OFFERS OR AGREEMENTS

(WHETHER OR NOT CONDITIONAL) WITHIN THE TERMS OF THIS AUTHORITY WHICH WOULD OR MIGHT REQUIRE EQUITY SECURITIES TO BE ALLOTTED OR SOLD AFTER SUCH EXPIRY, AND THE DIRECTORS MAY ALLOT OR SELL EQUITY SECURITIES PURSUANT TO SUCH OFFERS OR AGREEMENTS AS IF THE AUTHORITY CONFERRED ON THEM HEREBY HAD NOT EXPIRED)

INFIN)

RSTA(ACTV)

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LABL(16)

DESC(THAT, SUBJECT TO AND CONDITIONALLY UPON THE PASSING OF RESOLUTION 15, THE DIRECTORS BE EMPOWERED PURSUANT TO ARTICLE 10.4 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE 'ARTICLES') TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE ARTICLES) FOR CASH AS IF ARTICLE 11 OF THE ARTICLES (PRE-EMPTIVE RIGHTS) DID NOT APPLY AND FOR THE PURPOSES OF PARAGRAPH (B) OF ARTICLE 10.4 OF THE ARTICLES, THE NON PRE-EMPTIVE SHARES (AS DEFINED IN THE ARTICLES) SHALL BE AN AGGREGATE OF UP TO 23,590,900 ORDINARY SHARES. THIS AUTHORITY SHALL, UNLESS PREVIOUSLY REVOKED OR VARIED, EXPIRE AT THE CONCLUSION OF THE COMPANY'S NEXT AGM (OR, IF EARLIER, AT THE CLOSE OF BUSINESS ON THE DATE WHICH IS 15 MONTHS AFTER THE DATE OF THIS RESOLUTION, BEING 26 JULY 2022), SAVE THAT THE DIRECTORS MAY BEFORE SUCH EXPIRY MAKE OFFERS OR AGREEMENTS (WHETHER OR NOT CONDITIONAL) WITHIN THE TERMS OF THIS AUTHORITY WHICH WOULD OR MIGHT REQUIRE EQUITY SECURITIES TO BE ALLOTTED OR SOLD AFTER SUCH EXPIRY AND THE DIRECTORS MAY ALLOT OR SELL EQUITY SECURITIES PURSUANT TO SUCH OFFERS OR AGREEMENTS AS IF THE AUTHORITY CONFERRED ON THEM HEREBY HAD NOT EXPIRED)

INFIN)

RSTA(ACTV)

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LABL(17)

DESC(THAT, SUBJECT TO AND CONDITIONALLY UPON THE PASSING OF RESOLUTIONS 15 AND 16, THE DIRECTORS BE EMPOWERED PURSUANT TO ARTICLE 10.4 OF THE COMPANY'S ARTICLES OF ASSOCIATION (THE 'ARTICLES') IN ADDITION TO ANY AUTHORITY GRANTED UNDER RESOLUTION 16, TO ALLOT EQUITY SECURITIES (AS DEFINED IN THE ARTICLES) FOR CASH AS IF ARTICLE 11 OF THE ARTICLES (PRE-EMPTIVE RIGHTS) DID NOT APPLY AND FOR THE PURPOSES OF PARAGRAPH (B) OF ARTICLE 10.4 OF THE ARTICLES, THE NON PRE-EMPTIVE SHARES (AS DEFINED IN THE ARTICLES) SHALL BE AN AGGREGATE OF UP TO 23,590,900 ORDINARY SHARES, THIS AUTHORITY USED ONLY FOR THE PURPOSES OF FINANCING (OR REFINANCING, IF THE AUTHORITY IS TO BE USED WITHIN SIX MONTHS AFTER THE ORIGINAL TRANSACTION) A TRANSACTION THAT THE DIRECTORS OF THE COMPANY DETERMINE TO BE AN ACQUISITION OR OTHER CAPITAL INVESTMENT OF A KIND CONTEMPLATED BY THE STATEMENT OF PRINCIPLES ON DISAPPLYING PRE-EMPTION RIGHTS MOST RECENTLY PUBLISHED BY THE PRE-EMPTION GROUP PRIOR TO THE DATE OF THIS NOTICE. THIS AUTHORITY SHALL, UNLESS PREVIOUSLY REVOKED OR VARIED, EXPIRE AT THE CONCLUSION OF THE COMPANY'S NEXT AGM (OR, IF EARLIER, AT THE CLOSE OF BUSINESS ON THE DATE WHICH IS 15 MONTHS AFTER THE DATE OF THIS RESOLUTION, BEING 26 JULY 2022), SAVE THAT THE DIRECTORS MAY BEFORE SUCH EXPIRY MAKE OFFERS OR AGREEMENTS (WHETHER OR NOT CONDITIONAL) WITHIN THE TERMS OF THIS AUTHORITY WHICH WOULD OR MIGHT REQUIRE EQUITY SECURITIES TO BE ALLOTTED OR SOLD AFTER SUCH EXPIRY AND THE DIRECTORS MAY ALLOT OR SELL EQUITY SECURITIES PURSUANT TO SUCH OFFERS OR AGREEMENTS AS IF THE AUTHORITY CONFERRED ON THEM HEREBY HAD NOT EXPIRED)

INFIN)

RSTA(ACTV)

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LABL(18)

DESC(THAT, PURSUANT TO ARTICLE 57 OF THE COMPANIES (JERSEY) LAW 1991, THE COMPANY BE AND IS HEREBY GENERALLY AND UNCONDITIONALLY AUTHORISED TO MAKE MARKET PURCHASES OF ORDINARY SHARES OF THE COMPANY, PROVIDED THAT: 18.1 THE MAXIMUM NUMBER OF ORDINARY SHARES HEREBY AUTHORISED TO BE PURCHASED IS 47,181,800 ORDINARY SHARES

18.2 THE MINIMUM PRICE (EXCLUSIVE OF EXPENSES) WHICH MAY BE PAID FOR EACH ORDINARY SHARE IS 1 PENNY 18.3 THE MAXIMUM PRICE (EXCLUSIVE OF EXPENSES) WHICH MAY BE PAID FOR EACH ORDINARY SHARE IS THE HIGHER OF: (A) AN AMOUNT EQUAL TO 105 PER CENT OF THE AVERAGE OF THE MIDDLE MARKET QUOTATIONS OF AN ORDINARY SHARE IN THE COMPANY AS DERIVED FROM THE LONDON STOCK EXCHANGE DAILY OFFICIAL LIST FOR THE FIVE BUSINESS DAYS IMMEDIATELY PRECEDING THE DAY ON WHICH THE ORDINARY SHARE IS CONTRACTED TO BE PURCHASED AND (B) AN AMOUNT EQUAL TO THE HIGHER OF THE PRICE OF THE LAST INDEPENDENT TRADE OF AN ORDINARY SHARE AND THE HIGHEST CURRENT INDEPENDENT BID FOR AN ORDINARY SHARE AS DERIVED FROM THE LONDON STOCK EXCHANGE TRADING SYSTEM 18.4 THE POWER HEREBY GRANTED SHALL EXPIRE AT THE CONCLUSION OF THE NEXT AGM OF THE COMPANY OR 18 MONTHS FROM THE DATE OF THE PASSING OF THIS RESOLUTION, BEING 26 OCTOBER 2022 (WHICHEVER IS EARLIER) 18.5 A CONTRACT TO PURCHASE SHARES UNDER THIS AUTHORITY MAY BE MADE PRIOR TO THE EXPIRY OF THIS AUTHORITY AND CONCLUDED IN WHOLE OR IN PART AFTER THE EXPIRY OF THIS AUTHORITY AND 18.6

PURSUANT TO ARTICLE 58A OF THE COMPANIES (JERSEY) LAW 1991, THE COMPANY MAY HOLD AS TREASURY SHARES ANY ORDINARY SHARES PURCHASED PURSUANT TO THE AUTHORITY CONFERRED IN THIS RESOLUTION)
INFIN
RSTACTV)

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CODEWORD DICTIONARY TO DECODE

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ADRD-ADDITIONAL RIGHT DEADLINE
ADRT-ADDITIONAL RIGHT CODE
AMLN-ADDITIONAL MARKET DEADLINE
ANOU-ANNOUNCEMENT DATE
AURL-AGENDA URL ADDRESS
AVIT-AGENDA VOTE INSTRUCTION TYPE
BODI-BENEFICIAL OWNER DISCLOSURE
COAF-COAF REFERENCE
DESC-RESOLUTION DESCRIPTION
DURL-ADDITIONAL DOCUMENTATION URL

EEMA-ELECTRONIC VOTE EMAIL ADDRESS
EURL-ELECTRONIC VOTE URL ADDRESS
IADR-ISSUER ADDRESS
IADT-ISSUER ADDRESS TYPE
ICTY-ISSUER COUNTRY CODE
IMFT-INCOMING MESSAGE FORMAT
INFI-FOR INFORMATION ONLY
INXF-CLIENT INSTRUCTION FORMAT
ISSN-ISSUER NAME
LABL-RESOLUTION ISSUER LABEL
LOCC-MEETING LOCATION CODE
MADR-MEETING ADDRESS
MADT-MEETING ADDRESS TYPE
MCTY-MEETING COUNTRY CODE
MTHD-METHOD OF PARTICIPATION
MTYP-ISO20022 MEETING TYPE
PAVA-PARTIAL VOTE ALLOWED INDICATOR
QRMN-QUORUM QUANTITY - NUMBER
QRMP-QUORUM QUANTITY - PERCENTAGE
QRMR-QUORUM REQUIRED
RCON-RECONFIRM INSTRUCTIONS
RPML-REGISTRATION PARTICIPATION MARKET DEADLINE
RSTA-RESOLUTION STATUS
SRDI-SRD2 REGULATION INDICATOR
TITL-RESOLUTION TITLE
VADR-VOTE BY MAIL - ADDRESS
VADT-VOTE BY MAIL - ADDRESS TYPE
VCTY-VOTE BY MAIL - COUNTRY CODE
VDLN-ISSUER DEADLINE FOR VOTING
VOTT-VOTE TYPE
VTEL-VOTE BY TELEPHONE NUMBER
VTNK-VOTE THROUGH NETWORK

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----- ACTION TO BE TAKEN -----

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FOR MORE INFORMATION ON HOW TO INSTRUCT, REFER TO MYSTANDARDS AND
TO THE MEETING GUIDE AVAILABLE AT MY.EUROCLEAR.COM

1: _____,

956-27-90, (495) 956-27-91/ For details please contact your account manager (495) 956-27-90, (495) 956-27-91

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