

CENTRAL BANK OF THE RUSSIAN FEDERATION

DIRECTIVE

No. 5720-U dated 2 February 2021

**ON THE PROCEDURE
FOR NOTIFYING PERSONS INCLUDED IN THE LIST OF INSIDERS
OF THEIR INCLUSION AND EXCLUSION IN/FROM THE SAID LIST**

This Directive, based on clause 2, part 1, article 9 of Federal Law No. 224-FZ dated 27 July 2010 "On Counteracting the Misuse of Insider Information and Market Manipulation and on Amending Certain Laws of the Russian Federation" (Legislative Corpus of the Russian Federation, 2010, No. 31, article 4193; 2018, No. 32, article 5103) establishes the procedure for notifying persons included in the list of insiders about their inclusion in and exclusion from such list.

1. Legal entities specified in clauses 1, 3 - 8, 11 and 12, article 4 of Federal Law No. 224-FZ dated 27 July 2010 "On Counteracting the Misuse of Insider Information and Market Manipulation and on Amending Certain Laws of the Russian Federation" (Legislative Corpus of the Russian Federation, 2010, No. 31, article 4193; 2020, N 14, article 2027) (hereinafter referred to as Federal Law No. 224-FZ dated 27 July 2010), bodies and organizations specified in clause 9, article 4 of Federal Law No. 224-FZ dated 27 July 2010 (hereinafter jointly referred to as the notifying persons) shall send notifications of inclusion into (exclusion from) the list of insiders (hereinafter referred to as the list of insiders and insiders respectively) (persons excluded from the list of insiders) within 7 business days of their inclusion into (exclusion from) the list of insiders. The recommended sample of the notification of inclusion of persons in the list of insiders (exclusion from the list of insiders) is given in the appendix to this Directive.

If a request is received from an insider (a person excluded from the list of insiders) to send him/her a copy of the notification, the notifying person shall, within no more than 7 business days of receipt of the said request, provide the insider (the person excluded from the list of insiders) with a copy of the notification (if any), and if the notifying person does not have it, information on the fact and date of his/her inclusion in the list of insiders (exclusion from the list of insiders).

1.1. The notification shall specify the sequence number and preparation date, as well as the following data:

1.1.1. information regarding the notifying person:

name (for the notifying person that is a Russian legal entity - non-commercial organization, body, organization specified in clause 9, article 4 of Federal Law No. 224-FZ dated 27 July 2010, foreign legal entity), full company name (for the notifying person that is a Russian legal entity - commercial organization);

location and (or) mailing address (if any);

Primary State Registration Number (hereinafter referred to as the OGRN), Taxpayer's Identification Number (hereinafter referred to as the INN) (if any) (for the notifying person that is a Russian legal entity, body or organization specified in - non-commercial organization, body, organization specified in clause 9, article 4 of Federal Law No. 224-FZ dated 27 July);

Foreign Company Code (hereinafter referred to as the FCC) (if any) and digital code of the country of registration according to the Russian Classifier of World Countries (hereinafter referred to as the RCWC) (the notifying person that is a foreign legal entity which does not have OGRN or INN, but has FCC);

registration code in the country of registration (the notifying person that is a foreign legal entity

without OGRN, INN and FCC);

Internet web-site address (if any);

contact phone number and (or) e-mail address for insider requests (requests made by persons excluded from the list);

item number of article 4 of Federal Law No. 224-FZ dated 27 July 2010, which refers the notifying person to insiders;

1.1.2. information regarding an insider (a person excluded from the list of insiders) that is a Russian or foreign legal entity (a foreign organization that is not a legal entity under the law of the country where the organization is incorporated):

full company name (for an insider (a person excluded from the list of insiders) that is a Russian legal entity - commercial organization), name (for an insider (a person excluded from the list of insiders) that is a Russian legal entity - non-commercial organization, foreign legal entity, foreign organization that is not a legal entity under the law of the country where the organization is incorporated);

location and (or) mailing address (if any);

OGRN, INN (if any) (for an insider (a person excluded from the list of insiders) that is a Russian legal entity);

FCC (if any) and RCWC (for an insider (a person excluded from the list of insiders) that is a foreign legal entity, a foreign organization which is not a legal entity under the law of the country where this organization is incorporated, and which does not have OGRN, INN, but has FCC);

registration code in the country of registration (for an insider (a person excluded from the list of insiders) that is a foreign legal entity, a foreign organization which is not a legal entity under the law of the country where this organization is incorporated, and which does not have OGRN, INN and FCC);

insider information regarding financial instruments, foreign currency and (or) goods, accessible for the insider;

grounds for inclusion of an insider in the list of insiders;

grounds on which an insider (a person excluded from the list of insiders) has ceased to comply with provisions of article 4 of Federal Law No. 224-FZ dated 27 July 2010;

information on the inclusion of an insider in the list of insiders (removal of an excluded person from the list of insiders) and the date of such inclusion (exclusion);

1.1.3. information regarding an insider (a person excluded from the list) who is an individual:

surname, name and patronymic (if any);

date of birth;

place of birth (if known);

position held by an insider (a person excluded from the list of insiders) in the notifying entity (if any);

insider information regarding financial instruments, foreign currency and (or) goods, accessible for the insider;

grounds for inclusion of an insider in the list of insiders;

grounds on which an insider (a person excluded from the list of insiders) has ceased to comply with provisions of article 4 of Federal Law No. 224-FZ dated 27 July 2010;

information on the inclusion of an insider in the list of insiders (removal of an excluded person from the list of insiders) and the date of such inclusion (exclusion);

1.1.4. notification of the requirements of Federal Law No. 224-FZ dated 27 July 2010 (Legislative Corpus of the Russian Federation, 2010, No. 31, article 4193; 2020, N 14, article 2027) set out in clause 2, part 1, article 9 Federal Law No. 224-FZ dated 27 July 2010.

1.2. Information stipulated by para seven, sub-clause 1.1.2 and para six, sub-clause 1.1.3 hereof shall not be specified in the notification in the event if such information is disclosed (posted) on the official website of the notifying person or in the information systems of the notifying person intended for corporate data sharing (for insiders specified in para 13, article 4 of Federal Law No. 224-FZ dated 27 July 2010).

2. Notifying persons must send notifications to insiders (persons excluded from the list of insiders) using one of the below-specified methods of their choice:

as an electronic document using the software and hardware tools or the Internet;

as an electronic document using the software placed on the official website of the notifying person (if available);

as an electronic document using the information systems and software and hardware suites of the notifying person intended for corporate data sharing (including e-mail), if this is specified in the internal documents of the notifying person (for insiders specified in clauses 7 and 13, article 4 of Federal Law No. 224-FZ dated 27 July 2010);

in hard copy by sending a registered mail with confirmation of receipt (other registered mail with the sender notification of receipt by the recipient) or by courier service (other method that allows for confirmation of receipt of the notification).

3. A notification drafted as an electronic document must be signed by the digital signature of the head of the notifying person or the person authorized by him/her (hereinafter referred to as the authorized person) (except when the notification is sent using the methods specified in para three and four, clause 2 of this Directive).

A notification drafted in hard copy must be signed by the head of the notifying person or an authorized person.

4. If a notification drafted as an electronic document or a hard copy is signed by an authorized person, the notifying persons shall, at the request of insiders (persons excluded from the list of insiders) submit a document confirming the authority of an authorized person, within 3 business days of its receipt, submit a document confirming the authority of the authorized person in a way that makes it possible to confirm the receipt by insiders (persons excluded from the list of insiders).

5. A notification drafted as hard copy that consists of more than one sheet, must be numbered, bound and signed by the head of the notifying person or an authorized person.

6. A notification drafted as an electronic document must be sent as a file with one of the following extensions: *.dbf, *.xls, *.xlsx, *.txt, *.csv, *.pdf, *.doc, *.docx.

7. A copy of the notification, information on the fact and date of the insider's inclusion in the list of insiders (removal of an excluded person from the list of insiders) in cases stipulated by para two, clause 1 of this Directive shall be submitted by the notifying person to an insider (a person excluded from the list of insiders) in compliance with the requirements stipulated by clauses 2 - 6 of this Directive.

8. This Directive shall not apply to the procedure for notification of persons on their inclusion in the list of insiders of the Bank of Russia and exclusion from such list.

9. This Directive is subject to official publication, and in accordance with the resolution of the Board of Directors of the Bank of Russia (minutes of the meeting of the Board of Directors of the Bank of Russia No. PSD-1 dated 29 January 2021) shall take effect from 01 October 2021.

10. From the effective date of this Directive, Order of the Federal Financial Markets Service No 13-51/pz-n dated 18 June 2013 "On Approval of the Regulations on the Procedure for Notification of Persons of their Inclusion in and Exclusion from the List of Insiders, Regulations on the Procedure for Transfer of Insider Lists to Trade Organizers Through Which Transactions in Financial Instruments, Foreign Currency and (or) Goods Are Made, Regulations on the Procedure for and Terms of Notification by Insiders of their Transactions," registered by the Ministry of Justice of the Russian Federation under No. 29797 on 30 August 2013 shall cease to apply.

Chairman of the Central Bank
of the Russian Federation
E.S.NABIULLINA

Appendix
to the Directive of the Bank of Russia
No. 5720-U dated 2 February 2021
"On the Procedure for Notifying Persons
Included in the List of Insiders of
their Inclusion and Exclusion In/From the Said List"

Recommended Template

Ref. No. _____

dated " __ " _____ 20__.

Notification
of including persons to the list of insiders (excluding persons from the list of insiders)

N	Details	Filled out by the notifying person
1	2	3
1	Notification Information	
1.1	Notification sequence number and preparation date	
2	Information regarding the notifying person	
2.1	Name (for the notifying person that is a Russian legal entity - non-commercial organization, body, organization specified in clause 9, article 4 of Federal Law No. 224-FZ dated 27 July 2010 "On Counteracting the Misuse of Insider Information and Market Manipulation and on Amending Certain Laws of the Russian Federation" (hereinafter referred to as Federal Law No. 224-FZ dated 27 July 2010), foreign legal entity), full company name (for the notifying person that is a Russian legal entity - commercial organization)	
2.2	Location and (or) mailing address (if any)	
2.3	Primary State Registration Number (hereinafter referred to as the OGRN), Taxpayer's Identification Number (hereinafter referred to as the INN) (if any)	
2.4	Foreign Company Code (hereinafter referred to as the FCC) (if any) and digital code of the country of registration according to the Russian Classifier of World Countries (hereinafter referred to as the RCWC)	
2.5	Registration code in the country of registration	
2.6	Internet web-site address (if any)	
2.7	Contact phone number and (or) e-mail address for insider requests (requests made by persons excluded from the list)	
2.8	Item number of article 4 of Federal Law No. 224-FZ dated 27 July 2010, which refers the notifying person to insiders	
3	Insider information (information about the person excluded from the list of insiders)	

In respect of an insider (a person excluded from the list of insiders) that is a Russian or foreign legal entity (a foreign organization that is not a legal entity under the law of the country where the organization is incorporated)		
3.1	Full company name (for an insider (a person excluded from the list of insiders) that is a Russian legal entity - commercial organization), name (for an insider (a person excluded from the list of insiders) that is a Russian legal entity - non-commercial organization, foreign legal entity, foreign organization that is not a legal entity under the law of the country where the organization is incorporated)	
3.2	Location and (or) mailing address (if any)	
3.3	OGRN, INN (if any)	
3.4	FCC (if any) and RCWC	
3.5	Registration code in the country of registration	
3.6	Financial instrument, foreign currency and (or) goods	
3.7	Grounds for inclusion of an insider in the list of insiders	
3.8	Grounds on which an insider (a person excluded from the list of insiders) has ceased to comply with provisions of article 4 of Federal Law No. 224-FZ dated 27 July 2010	
3.9	Information on the inclusion of an insider in the list of insiders (removal of an excluded person from the list of insiders) and the date of such inclusion (exclusion)	
In respect of an insider (a person excluded from the list) who is an individual		
3.10	Surname, name and patronymic (if any)	
3.11	Date of birth	
3.12	Place of birth (if known)	
3.13	Position held by an insider (a person excluded from the list of insiders) in the notifying entity (if any)	
3.14	Financial instrument, foreign currency and (or) goods	
3.15	Grounds for inclusion of an insider in the list of insiders	
3.16	Grounds on which an insider (a person excluded from the list of insiders) has ceased to comply with provisions of article 4 of Federal Law No. 224-FZ dated 27 July 2010	
3.17	Information on the inclusion of an insider in the list of insiders (removal of an excluded person from the list of insiders) and the date of such inclusion (exclusion)	
4	Notification of the requirements of Federal Law No. 224-FZ dated 27 July 2010 set out in clause 2, part 1 article 9 Federal Law No. 224-FZ dated 27 July 2010	

(initials, surname)

(signature)

(title, date of signature)

Notes and Remarks.

1. Line 1.1 specifies the serial number and date of the notification, which is sent to insiders (persons excluded from the list).
2. Line 2.3 is filled in by the notifying person that is a Russian legal entity, body or organization referred to in clause 9, article 4 of Federal Law No. 224-FZ dated 27 July 2010.
3. Line 2.4 is filled in by the notifying person that is a foreign legal entity, which does not have OGRN or INN, but has FCC.
4. Line 2.5 is filled in by the notifying person that is a foreign legal entity without OGRN, INN and FCC.
5. Line 2.8 specifies a person referred to in article 4 of Federal Law No. 224-FZ dated 27 July 2010, who is the notifying person, indicating the item number of article 4 of Federal Law No. 224-FZ dated 27 July 2010.
6. Line 3.3 is filled in with information regarding an insider (a person excluded from the list of insiders) that is a Russian legal entity.
7. Line 3.4 is filled in with information regarding an insider (a person excluded from the list of insiders) that is a foreign legal entity, a foreign organization which is not a legal entity under the law of the country where this organization is incorporated, and which does not have OGRN, INN, but has FCC.
8. Line 3.5 is filled in with information regarding an insider (a person excluded from the list of insiders) that is a foreign legal entity, a foreign organization which is not a legal entity under the law of the country where this organization is incorporated, and which does not have OGRN, INN and FCC.
9. Lines 3.6 and 3.14 specify the insider information regarding financial instruments, foreign currency and (or) goods, accessible for the insider.
10. Lines 3.7 and 3.15 specify one or more item numbers of article 4 of Federal Law No. 224-FZ dated 27 July 2010, and describe the grounds for inclusion of the insider into the list of insiders.
11. Lines 3.8 and 3.16 specify one or more item numbers of article 4 of Federal Law No. 224-FZ dated 27 July 2010, and describe the grounds on which an insider (a person excluded from the list of insiders) has ceased to comply with provisions of article 4 of Federal Law No. 224-FZ dated 27 July 2010.
12. Lines 3.9 and 3.17 specify information on inclusion of an insider in the list of insiders (removal of an excluded person from the list of insiders) and the date of such inclusion (exclusion).
13. Line 3.13 is filled in with information regarding an insider (a person excluded from the list of insiders) who is an employee of the notifying person that sends the notification. It indicates the title held by an insider (a person excluded from the list of insiders).
14. Line 4 specifies information on the requirements of Federal Law No. 224-FZ dated 27 July 2010.
15. The signature shall be affixed in case of submission of data using the methods specified in para two and five, clause 2 of this Ordinance.
16. The title and date of signature are indicated if the document is drafted in hard copy.