

REFERENCE TRANSLATION

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[Annual report 2023](#)

[Original document](#)

Preliminarily approved by the
Board of Directors of JSC
“Nizhegorodpodvodstroy”
Unnumbered minutes dated
13.05.2024

Approved by Annual General Meeting
of Shareholders
Nizhegorodpodvodstroy JSC
Unnumbered minutes dated 27.06.2024

ANNUAL REPORT OF THE
JOINT-STOCK COMPANY
“NIZHEGORODPODVODSTROY”
FOR 2023

1. General information about the company

Full corporate name of the Company: Joint-Stock Company "Nizhny Novgorod Expeditionary Unit for Underwater Engineering and Emergency Rescue Operations"
Abbreviated name: JSC "Nizhegorodpodvodstroy" Registered address: 603163, Nizhny Novgorod, Grebnoy Kanal Embankment, 6 Mailing address: 603163, Nizhny Novgorod, Grebnoy Kanal Embankment, 6

Information on the state registration of the Company. Date of state registration: 06.07.1994. Number of the state registration certificate (other document confirming the state registration of the Company): 4346 Authority that carried out the state registration: Administration of the Nizhny Novgorod District of Nizhny Novgorod Primary State Registration Number: 1025203014187 Date of entry in the Unified State Register of Legal Entities: 25.07.2012 Name of the registering authority: Inspectorate of the Federal Tax Service of Russia for the Nizhny Novgorod District of Nizhny Novgorod

Information on the Company's authorized capital Authorized capital of the Company: 12,914,960.00 rubles. Type: shares. Category: ordinary. State registration number of issue: 1-03-15818-P. Form of securities: registered uncertificated. Nominal value of one security of the issue: 4 rubles. Number of securities in the issue: 3,228,740 units. Total number of shareholders (participants): 91.

Information on the specialized registrar maintaining records of rights to issued securities of JSC "Nizhegorodpodvodstroy". Name: Joint-Stock Company "Novy Registrator", Nizhny Novgorod Branch. License number: 045-13951-000001 Date of issue: 30.03.2006 Validity period: unlimited Licensing authority: Federal Financial Markets Service Legal address: 603000, Nizhny Novgorod, Varvarskaya St., 6 "A" Mailing address: 603000, Nizhny Novgorod, Varvarskaya St., 6 "A"

2. Members of the Board of Directors and the sole executive body of the company. 2.1. Chairman of the Board of Directors: Kozlovikov Alexander Mikhailovich, year of birth 1971, higher education, Finance Director of VID Company LLC, does not hold an interest in the company's authorized capital, did not carry out transactions with the company's shares in 2023.

2.2. Member of the Board of Directors: Sazanov Valery Alexandrovich, year of birth 1973, higher education, General Director of Nizhegorodpodvodstroy JSC, does not hold an interest in the company's authorized capital, did not carry out transactions with the company's shares in 2023.

2.3. Member of the Board of Directors: Kukushkin Andrey Valeryevich, year of birth 1969, higher education, General Director of VID Company LLC, does not hold an interest in the company's authorized capital, did not carry out transactions with the company's shares in 2023.

2.4. Member of the Board of Directors: Motykhlyayev Vasily Viktorovich, year of birth 1981, higher education, Head of the Legal Department of VID Company LLC, does not hold an interest in the company's authorized capital, did not carry out transactions with the company's shares in 2023.

2.5. Member of the Board of Directors: Sazanov Anton Valeryevich, year of birth 1998, higher education, General Director of Victoria LLC, does not hold an interest in the company's authorized capital, did not carry out transactions with the company's shares in 2023.

Sole executive body of the Company.

General Director: Sazanov Valery Alexandrovich, born in 1973, higher education, General Director of JSC "Nizhegorodpodvodstroy"; holds no shares in the Company's share capital and did not carry out transactions with the Company's shares in 2023.

3. Remuneration paid to members of the Board of Directors. No remuneration or expense reimbursement was paid to members of the Company's Board of Directors.

4. Dividends on the Company's shares. Dividends on the Company's shares for 2023 were not paid pursuant to the resolution of the meeting.

5. Position of the joint-stock company in the industry. In 2023, the Company was released from bankruptcy proceedings.

6. Priority areas of activity of the joint-stock company. Lease of its own assets to third-party organizations.

7. Report of the Board of Directors on the development of the Company in its priority areas of activity. The Company completed the prolonged bankruptcy procedure. All claims in the Company's register of creditors were settled.

8. Prospects for the development of the joint-stock company. Development of a joint project for the construction of a shipbuilding complex using the Company's assets with VID Company LLC.

9. Description of the main risk factors related to the activities of the joint-stock company. None, due to joint work with VID Company LLC, an enterprise included in the consolidated register of organizations of the defense industrial complex.

10. Information on the Company's compliance with the Corporate Conduct Code. The Company has not adopted the Corporate Conduct Code.

11. Information on the volume of each energy resource used in the reporting year.

Type of energy resource	Consumption volume in physical terms	Unit of measurement	Consumption volume, thousand rubles
Electrical energy	0	kWh	0
Motor gasoline	0	litres	0

Diesel fuel	0	litres	0
Natural gas	0	thousand m3	0
Cold Water	0	m³	0
Other:	0	0	0

12. List of transactions concluded by the joint-stock company during the reporting year that are recognized, in accordance with the Federal Law "On Joint-Stock Companies," as interested-party transactions requiring approval by an authorized management body of the joint-stock company under Chapter XI of the Federal Law "On Joint-Stock Companies."

- Real estate sale and purchase agreement No. 1 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential structure— a Quay Wall, located at: Nizhny Novgorod, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060275:96. Transaction amount: 26 693 836.22 (Twenty-six million six hundred ninety-three thousand eight hundred thirty-six) rubles 22 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction; - Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

- Real estate sale and purchase agreement No. 2 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential structure— a Gatehouse, located at: Nizhny Novgorod, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060275:90. Transaction amount: 945 004.02 (Nine hundred forty-five thousand four) rubles 02 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction; - Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

- Real estate sale and purchase agreement No. 3 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential structure— Sewerage System, located at: Nizhny Novgorod, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060218:155. Transaction amount: 10 823 664.36 (Ten million eight hundred twenty-three thousand six hundred sixty-four) rubles 36 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction;

- Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

- Real estate sale and purchase agreement No. 4 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential structure— Bank Protection, located at: Nizhny Novgorod, Nizhegorodsky District, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060218:154. Transaction amount: 9 591 000.00 (Nine million five hundred ninety-one thousand) rubles 00 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction; - Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

- Real estate sale and purchase agreement No. 5 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential hydraulic engineering structure—a Pipe Launching Slipway, located at: Nizhny Novgorod, Nizhegorodsky District, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0000000:28500. Transaction amount: 9 591 000.00 (Nine million five hundred ninety-one thousand) rubles 00 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction; - Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

- Real estate sale and purchase agreement No. 6 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential hydraulic engineering structure—a Boiler House, located at: Nizhny Novgorod, Nizhegorodsky District, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060275:91. Transaction amount: 3 835 809.03 (Three million eight hundred thirty-five thousand eight hundred nine) rubles 03 kopecks. Persons interested in the transaction, grounds: - VID Company LLC is a controlling person of Nizhegorodpodvodstroy JSC and is also a party to the transaction;

- Kukushkin Andrey Valeryevich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also performs the functions of the sole executive body of VID Company LLC; - Kozlovikov Alexander Mikhailovich – is a member of the Board of Directors of Nizhegorodpodvodstroy JSC and also a controlling person of VID Company LLC. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.

13. List of transactions concluded by the joint-stock company during the reporting year that are recognized, in accordance with the Federal Law "On Joint-Stock Companies," as major transactions.

- Real estate sale and purchase agreement No. 1 dated 23.10.2024, concluded between the Company (Seller) and VID Company LLC (Buyer), concerning a non-residential structure— a Quay Wall, located at: Nizhny Novgorod, Grebnoy Kanal Embankment, 6, cadastral number 52:18:0060275:96. Transaction amount: 26 693 836.22 (Twenty-six million six hundred ninety-three thousand eight hundred thirty-six) rubles 22 kopecks. The transaction amount as a percentage of the issuer's balance sheet value of assets is 60.38%. The transaction was approved by the general meeting of shareholders of Nizhegorodpodvodstroy JSC on 15.01.2024, Unnumbered minutes dated 15.01.2024.