



B #:	14334-20
Date:	November 20, 2020
To:	All Participants
Category:	Depository Service Fee
From:	International Services
Attention:	Operations, Reorg & Dividend Managers, Partners & Cashiers
Subject:	Depository Fees Notification Security: X5 Retail Group - 144A CUSIP: 98387E106 Bank of New York Mellon

The Depository Trust Company has received from The Bank of New York Mellon, the attached information regarding depository fees. Charges will be processed through the billing statement on the seventh business day of the month following the Record Date.

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November 20, 2020

The Bank of New York Mellon (the "Depository") hereby represents and warrants to DTC, Euroclear, and Clearstream that it may collect and receive, pursuant to the terms and conditions of the Deposit Agreement (the "Agreement"), dated as of Feb 07, 2018 between **X5 Retail Group N.V.** and the Depository, a service fee per ADR share in accordance with the table below (the "Representation"):

Depository:	BNYM
DTC #:	2504
Security Name:	X5 Retail Group - 144A
CUSIP:	98387E106
Security Type:	DR
Fee:	\$0.03
Record Date:	Jan 04, 2021
Billing Period:	January

The Depository hereby instructs DTC, Euroclear, and Clearstream to collect and pass-through such fees to the Depository (the "Instruction").

Depository hereby agrees to indemnify and hold harmless DTC, Euroclear, and Clearstream and their respective officers, directors, employees and agents (the "Indemnitees") from and against any and all Losses¹ and/or Legal Actions² resulting from or arising out the Representation and/or the Instruction, provided, however that such indemnity shall not extend to any Losses or Legal Actions resulting from or arising out of the negligence, willful default or fraud of DTC, Euroclear, and Clearstream (or any of their respective officers, directors, agents or employees).

Thank You,

The Bank of New York Mellon

¹ "Losses" means and includes all losses, liabilities, damages, judgments, payments, costs and expenses (including without limitation any reasonable costs of investigation and reasonable legal fees and expenses incurred).

² "Legal Action" means and includes any claim, counterclaim, demand, action, suit, counterclaim, arbitration, inquiry, proceeding or investigation before any federal, state or foreign court or other tribunal, or any investigative or regulatory agency or SRO.

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https://www.adrbnymellon.com/us/en/news-and-publications/dr-issuers/drs_foreign_exchange_pricing_disclosure.pdf.

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