

APPROVED

**by the decision of the Board of Directors of MegaFon PJSC
Minutes No. 243(307) dated July 26, 2016**

**AMENDMENTS TO THE CORPORATE SECRETARY REGULATIONS
of MegaFon Public Joint Stock Company**

1. To amend the item 2.2, article 2, of the Corporate Secretary Regulations of MegaFon PJSC to have the following wording:

“2.2 The Corporate Secretary shall ensure the implementation of the procedures stipulated by the legislation and internal documents of the Company with the view to guarantee the rights and legitimate interests of the shareholders as well as supervise their execution”.

2. To amend the item 2.3, article 2, of the Corporate Secretary Regulations of MegaFon PJSC to have the following wording:

“2.3 The Corporate Secretary provides and facilitates interaction between the Company and its shareholders, ensures Company’s interaction with regulatory bodies, trade organizers, the registrar, other professional securities market participants within the framework of his (her) powers”.

3. To amend the item 2.8, article 2, of the Corporate Secretary Regulations of MegaFon PJSC to have the following wording:

“2.8 Based on the recommendations provided by the Remuneration and Nominations Committee of the Board of Directors, the Board of Directors shall decide on the compensation package for the Corporate Secretary in accordance with the applicable Company’s Remuneration Policy as well as Policy for Compensation and Benefits (in compliance with the approved structure of employee’s grades). The payment of remuneration to the Corporate Secretary shall be carried out within the time and pursuant to the procedure established by the Company for salary payments to the employees”.

4. To amend the item 10.4, article 10, of the Corporate Secretary Regulations of MegaFon PJSC to have the following wording:

“10.4 The Corporate Secretary shall promptly inform the Chairman of the Board of Directors of all the detected violations of legislation, Company’s internal documents and corporate procedures, the observance of which shall fall under the Corporate Secretary’s competence, within a reasonable period of time once discovered”.

5. To amend the item 12.5, article 12, of the Corporate Secretary Regulations of MegaFon PJSC to have the following wording:

“12.5 The Corporate Secretary shall participate in the improvement of the Company’s corporate governance practice and system, initiate the development and implementation of regulations and procedures, as well as put forward any initiatives to the Company’s Board of Directors with the view to enhance the corporate governance of the Company, increase the efficiency of interaction between the governing, supervisory and executive bodies of the Company”.