

**NOTICE ON HOLDING THE ANNUAL GENERAL SHAREHOLDERS' MEETING  
OF PUBLIC JOINT-STOCK COMPANY "MEGAFON"  
RUSSIAN FEDERATION, MOSCOW**

Dear Shareholder,

Notice is hereby given that the Board of Directors of Public Joint Stock Company "MegaFon" (hereinafter – MegaFon PJSC or the "Company") has convened an Annual General Meeting of Shareholders (hereinafter, the "Meeting"), to be held in the form of joint presence to make decisions on the following items on the Agenda:

1. Approval of the Annual Report of the Company for 2017.
2. Approval of 2017 Annual Accounting (Financial) Statements of the Company.
3. Distribution of profit, including payment (declaration) of dividends, and losses of the Company based on 2017 financial year results.
4. Election of the Board of Directors of the Company.
5. Approval of the number of seats in the Management Board of the Company and election of the Management Board of the Company.
6. Approval of the Company's Auditor.
7. Election of the Revision Commission of the Company.

**Date of the Annual General Shareholders' Meeting:** June 29, 2018.

**Meeting venue:** Russian Federation, Moscow, Oruzheiny lane, 41.

**Meeting time:** 12.00 PM Moscow time on June 29, 2018.

**Registration of the persons participating in the Annual General Shareholders' Meeting shall start at:** 11.00 AM Moscow time on June 29, 2018.

**Address for returning of the executed voting ballots:** 107076, Russian Federation, Moscow, Stromynka Street, 18, building 5B, Independent Registrar Company JSC.

**Deadline for acceptance of the executed voting ballots:** June 26, 2018.

Registration of shareholders' representatives shall be made by the Company's Registrar Independent Registrar Company JSC exercising the functions of the Counting Commission of the Company.

Date to determine (fix) the persons entitled to participate in the Meeting of the Company: June 4, 2018.

Participant of the Annual General Shareholders' Meeting of the Company must have his passport or any other personal identification document, and the shareholder's representative must also have the power of attorney for participation in the Annual General Shareholders' Meeting or documents that confirm his right to act on behalf of the shareholder without the power of attorney.

**Information/Materials for the Meeting:**

The Board of Directors of the Company has directed that the following information (materials) shall be made available to shareholders prior to the Meeting:

1. Notice on holding the Annual General Shareholders' Meeting, including the procedures for distribution of information (materials) to be submitted to the Shareholders during preparation for the Annual General Shareholders' Meeting of the Company.
2. Voting ballot for voting at the Annual General Shareholders' Meeting of the Company.
3. Annual Report of the Company for 2017.

4. Report on related party transactions in 2017.
5. Report of the Revision Commission of the Company confirming the accuracy of information in the Company's Annual Report as of 2017 and in the Report on related party transactions in 2017.
6. Annual accounting (financial) statements of the Company, including the opinion of the Auditor of the Company for 2017.
7. Recommendations by the Board of Directors regarding distribution of profit, including amount of annual dividend on shares, method and procedures for its payment, and losses based on the results of 2017 financial year.
8. Information on candidates nominated to the Board of Directors of the Company and information regarding availability or absence of written consents from the candidates nominated to the Board of Directors of the Company.
9. Information on candidates nominated to the Management Board of the Company and information regarding availability or absence of written consents from the candidates nominated to the Management Board of the Company.
10. Information on candidates nominated to the Revision Commission of the Company and information regarding availability or absence of written consents from the candidates nominated to the Revision Commission of the Company.

The foregoing information (materials) will be available from June 8, 2018 on the Company's website at: [https://corp.megafon.com/investors/shareholder\\_meetings/annual\\_general\\_shareholder\\_meeti/](https://corp.megafon.com/investors/shareholder_meetings/annual_general_shareholder_meeti/) and will also be available at the Meeting.

Also the information (materials) will be available upon request for examination at the Company's office: 127006, Russian Federation, Moscow, Oruzheiny lane, 41. The Company will provide copies of the materials to shareholders at a cost not exceeding the actual cost of copying.

Additional information on the procedures for holding the Meeting is available on the Company's website at: [https://corp.megafon.com/investors/shareholder\\_meetings/annual\\_general\\_shareholder\\_meeti/](https://corp.megafon.com/investors/shareholder_meetings/annual_general_shareholder_meeti/).



Corporate Secretary

E.L. Breeva