
Election of the Board of Directors of the Company

Summary:

The Shareholders are suggested to take the decision on election of Company's candidates for the Board of Directors, where such candidates are nominated by the Shareholders as per the list approved by the Board of Directors of the Company (Minutes of Board of Directors № 235 (299) dated March 9, 2016).

Proposed decision

Elect the Board of Directors of the Company in the following composition:

1. Robert Wilhelm Andersson;
2. Gustav Jonas Markus Bengtsson;
3. Nikolay Borisovich Krylov;
4. Sergey Aleksandrovich Kulikov;
5. Lord Paul Myners;
6. Carl Peter Christian Luiga;
7. Per Emil Nilsson;
8. Jan Erik Rudberg;
9. Sergey Vladimirovich Soldatenkov;
10. Ingrid Maria Stenmark;
11. Vladimir Yakovlevich Streshinsky.

Responsible Function:
Legal Function of MegaFon PJSC

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

1. Robert Wilhelm Andersson

Born in 1960. Mr. Andersson is an Executive Vice President and Head of Region Europe of TeliaSonera AB. Prior to joining TeliaSonera AB, Mr. Andersson held managerial positions in Nokia. At present, he is a member of the Board of Directors of Enea AB. Mr. Andersson graduated from the Swedish School of Economics and Business Administration and he is also a Master in Business Administration of George Washington University.

2. Gustav Jonas Markus Bengtsson

Born in 1970. Mr. Bengtsson has been Senior Vice President and General Counsel of TeliaSonera since January 2014. Prior to joining TeliaSonera AB, Jonas Bengtsson was the Group General Counsel at Tele2 between 2007 and 2013. Mr. Bengtsson has over 18 years' experience as a commercial lawyer, whereof approximately 15 years as a General Counsel in the telecom industry and has worked for, inter alia, Telenor Sweden, Utfors and law firm Mannheimer Swartling. Mr. Bengtsson holds a law degree.

3. Nikolay Borisovich Krylov

Born in 1958. At present, Mr. Krylov is Head of Branch in Winston & Strawn LLC and Partner of Winston & Strawn LLP law firm. He is member of the Board of Directors at the Kommersant JSC and Metalloinvest Management Company LLC. Mr. Krylov graduated from the Yale Law School.

4. Sergey Alexandrovich Kulikov

Born in 1976. Currently he is Executive Director/ Industrial Director of the Radio-electronics Complex in Rostech State Corporation and also a member of the Supervisory Committee of the Industry Development Fund, Chairman of the Board of Directors of OJSC "RT-Business Development" and LLC RT-Inform, member of the Administration Office of the Russian Engineering Union, member of the of the Board of Directors of United Instrument Manufacturing Corporation JSC. In 2009, he graduated from the Russian Academy of Public Service under the President of the Russian Federation and holds a degree in State and Municipal Management. In 2011, Mr. Kulikov presented his thesis and got the Degree of Candidate of Economic Sciences at the Military Academy of the General Staff of the RF Armed Forces.

5. Lord Paul Myners

Born in 1948. Lord Paul Myners has been Member of the Company's Board since March 2013. Lord Paul Myners is currently a member of the Board at RIT Capital Partners, Chairman of the Board of Directors and a partner at Cevian Capital LLP, he is also Chairman of the Board of Directors and a managing partner at Autonomous Research LLP. Lord Paul Myners has also been Chairman of the Board of Directors at Platform Acquisition Holdings Limited, Nomad Holdings Limited, member of the Global Advisory Board, Chairman of the London School of Economics and Political Science. In the period 2008 – 2010, he served in the U.K. Government as Treasury Minister and a member of the National Economic Council, and has remained involved in the UK government as a member of the House of Lords and the Parliament committee. Prior to that, he had an active finance & investments career in the City of London with N.M. Rothschild and as Chief Executive Officer and Chairman of the Gartmore Investment management group. Lord Myners graduated from University of London with the honors degree.

Share ownership in the authorized capital of the Company amounts to 0.000484%.

6. Carl Peter Christian Luiga

Born in 1968. Mr. Luiga has been Senior Vice-President and Chief Financial Officer of TeliaSonera AB since April 2014. Prior to joining TeliaSonera AB Mr. Luiga was Chief Financial Officer of Teleca AB from 2004 to 2009, and between 2002 and 2004 he served as Chief Financial Officer of Framfab AB. Mr. Luiga holds a Bachelor of Economics from the University of Stockholm.

7. Per Emil Nilsson

Born in 1971. Mr. Nilsson has been a Senior Vice President and Head of Region Eurasia of TeliaSonera AB since October 2015. Since the beginning of 2015, Mr. Nilsson has been working as Vice President and Senior Adviser in TeliaSonera AB. Prior to joining TeliaSonera AB he served as Vice President and Chief Financial Officer at Sandvik Group and also held various positions in Ericsson. Since August 2013, Mr. Nilsson has been a Board Member of the Swedish National Teams in European Handball. He has a B. Sc. in Business Administration, Economics and Finance degree from Stockholm University.

8. Jan Erik Rudberg

Born in 1945. Mr. Rudberg has been a member of the Company's Board since June 2010. Since 2003, Mr. Rudberg has been a Corporate Advisor and Chairman of the Board of Directors of Hogia AB. He is also Chairman of the Board of Directors of JSC "Kcell" and Belorussian Telecommunications network CJSC, member of the Board of Directors of Turkcell Iletsim Hizmetleri A.S. He was previously the Executive Vice President of Telia AB, Chief Executive Officer of Tele2 AB, Executive Vice President of Nordbanken AB, Chief Executive Officer of Enator AB and Chief Executive Officer of Ericsson Information Systems Nordic. He founded Next Generation Broadcasting AB and was a member of the Board of Directors until 2011. Mr. Rudberg is a graduate of the Gothenburg School of Business Administration.

9. Sergey Vladimirovich Soldatenkov

Born in 1963. Sergey Soldatenkov has been Member of the Company's Board since May 2012 (June 2012 - April 2016 – Chairman of the Board). Since April 2016, Mr. Soldatenkov has been an acting Chief Executive Officer of the Company. He is also member of the Board of Directors of LLC "Management Company Metalloinvest" since April 2014. Mr. Soldatenkov was the Company's Chief Executive Officer from April 2003 to April 2012. Previously, from 2002 to 2003, he was the Vice President of "United Company "GROS". Prior to that, from 2000 to 2002, he was the Deputy Chief Executive Officer for Commercial Affairs, acting Chief Executive Officer, and then Chief Executive Officer at Petersburg Telephone Networks. From 1999 to 2000, he was the Deputy Chief Executive Officer of Telecominvest CJSC and from 1994 to 1999, he headed Delta Telecom CJSC. Mr. Soldatenkov has served as a member of the Board of Directors at North West GSM CJSC. Mr. Soldatenkov graduated from the Leningrad Institute of Aviation Instrument Engineering with a degree in Radio Engineering.

Share ownership in the authorized capital of the Company amounts to 0,0412%.

10. Ingrid Maria Stenmark

Born in 1966. Mrs. Stenmark has been Head of CEO Office and acting Deputy General Counsel of TeliaSonera Group. Mrs. Stenmark has been employed by TeliaSonera since 1994 and has held several managerial positions in various legal departments within the TeliaSonera Group. Prior to joining TeliaSonera she worked at the law firm Nordlander. Mrs. Stenmark holds a Master of Law.

11. Владимир Яковлевич Стрешинский

Born in 1969. Vladimir Streshinsky has been Member of the Company's Board since June 2008. Mr. Streshinsky worked as Chief Executive Officer of Telecominvest LLC till June 2012, and he is currently a member of the Board of Directors at the Kommersant JSC, LLC "Management Company Metalloinvest", USM Holdings Limited, Mail.ru Group Limited, UTH Russia Limited. He is also Chief Executive Officer of USM Advisors LLC. In the period from 2006 to 2008, he was responsible for the formation of Metalloinvest Group. From 2007 to 2010, he served as member of the Board of Directors of Coalco Development Limited. From 2008 to 2009, Mr. Streshinsky was General Director of Coalco LLC. From 2000 to 2010, he was the Executive Director and, from 2010 to 2011, financial advisor at Coalco AG. In addition, from 2006 to 2007, he served as Chief Executive Officer of CJSC "Gazmetal". Mr. Streshinsky graduated from the Moscow Institute of Physics and Technology in 1992.

Share ownership in the authorized capital of the Company amounts to 0,012%.

All of the candidates above have expressed their consent to be elected to the Board of Directors of MegaFon PJSC.