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**Approval of the number of seats in the Management Board of the Company and  
election of the Management Board of the Company**

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Summary:

The Shareholders are suggested to take the decision on approval of the number of seats in the Management Board of the Company and election of the candidates nominated by the Company's CEO as per the list approved by the Board of Directors of the Company (Minutes of Board of Directors № 239 (303) dated May 27, 2016) to the Management Board of the Company.

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Proposed decision

Approve the number of seats in the Management Board of the Company (19 persons) and elect the Management Board of the Company in the following composition:

1. Soldatenkov Sergey Vladimirovich;
2. Bashmakov Alexander Vladimirovich;
3. Velichko Valery Leonidovich;
4. Vermishyan Gevork Arutyunovich;
5. Wolfson Vlad;
6. Karpushkin Vladimir Viktorovich;
7. Kononov Dmitry;
8. Korchagin Pavel Viktorovich;
9. Kukhalsky Jan Ivanovich;
10. Levykin Andrey Borisovich;
11. Likhova Irina Borisovna;
12. Likhodedov Konstantin Mikhailovich;
13. Molotkov Mikhail Ivanovich;
14. Semenov Alexei Borisovich;
15. Serebryanikova Anna Andreevna;
16. Sobolev Aleksandr Andreevich;
17. Tyutin Aleksey Leonidovich;
18. Chermashentsev Evgeniy Nikolaevich;
19. Shishkovskiy Andrey Yurievich.

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Responsible Function:  
Legal Function of MegaFon PJSC

## **Information on candidates nominated to the Management Board of MegaFon PJSC and information regarding availability or absence of written consents from the candidates nominated to the Management Board of the Company**

### **Sergey Soldatenkov**

Born in 1963. Sergey Soldatenkov has been Member of the Company's Board since May 2012 (since June 2012 till April 2016 – Chairman of the Board). Since April 2016, has been Acting Chief Executive Officer of the Company. He has also been the Board member of METALLOINVEST Holding Company LLC since April 2014. Mr. Soldatenkov was the Company's Chief Executive Officer from April 2003 till April 2012. Previously, from 2002 till 2003, he had been the Vice-President of "United Company "GROS". From 2000 till 2002, he had been the Deputy Chief Executive Officer for Commercial Affairs, acting Chief Executive Officer, and then Chief Executive Officer at Petersburg Telephone Networks (later re-organised as North-West Telecom). From 1999 till 2000, he had been the Deputy Chief Executive Officer of Telecominvest CJSC and from 1994 till 1999, he had headed Delta Telecom CJSC. Mr. Soldatenkov served as 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.

Percentage of share ownership in the Company is 0,0412% of the Company's Charter capital.

### **Alexander Bashmakov**

Born in 1984. Alexander Bashmakov joined MegaFon's team in March 2012, and since October of that year acted as Director of Strategy. Since April 2013, he also acted as Chief Procurement Officer, and since June 2015, he was member of the Company's Management Board. In August 2015, Mr. Bashmakov was appointed Infrastructure Director. Before joining MegaFon, Mr Bashmakov had worked in strategic consulting, firstly for Accenture (2005-2008), and then for The Boston Consulting Group (2008-2012) where he was promoted from analyst to project manager. Alexander Bashmakov graduated from the Economic Faculty of the Ural State Technical University with a major in Marketing.

### **Valery Velichko**

Born in 1970. Valery Velichko has been a member of the Management Board since June 2011. He is Director of Ural Branch, where he previously worked as Deputy Director and Security Director. From 2006 till 2009, Mr. Velichko was Security Director at Urals GSM CJSC. Mr. Velichko is a graduate of the Dzerzhinsky Higher Institute of Border Guards and the Ministry of Internal Affairs' Special Police School in Bryansk.

### **Gevork Vermishyan**

Born in 1978. Being a member of the Management Board since November 2011, Gevork Vermishyan was appointed Chief Financial Officer of MegaFon in July 2011. From 2002 till 2007, Mr. Vermishyan worked at OJSC Lukoil where he was promoted from position of an analyst to Deputy Head of Corporate Borrowings. From 2007 till July 2011, he was Director of Corporate Finance/Head of Corporate Debt at AFK Sistema. Mr. Vermishyan has been Board member of CJSC TT Mobile and CJSC OSTELECOM since 2013, and CJSC Aquafon GSM since 2012. Mr. Vermishyan graduated from the Financial University under the Government of the Russian Federation, International Economic Relations.

Percentage of share ownership in the Company amounts to 0.000968% of the Company's Charter capital.

## **Vlad Wolfson**

Born in 1977. Vlad Wolfson joined MegaFon team in 2012 and was appointed Head of B2B. Since June 2014, he has been member of the Company's Management Board. In December 2013, he was appointed B2B Director. From 2010 till 2012, Mr. Wolfson had held position of Vice President of sales and marketing at MEDSI CJSC. From 2008 till 2010, Mr. Wolfson had been Head of sales to small and medium-size business customers. Mr. Wolfson graduated from the University of Haifa in 2001.

## **Vladimir Karpushkin**

Born in 1976. He started his carrier in MegaFon in 2001, and from 2003 till March 2008, he was Marketing Director at MegaFon-Volga. Since April 2008, he became Deputy General Director for Commercial Affairs at MegaFon Kavkaz. In 2000, he graduated from Samara State Aerospace Institute with the major in Automated Systems for Data Processing and Management.

## **Dmitry Kononov**

Born in 1964. Dmitry Kononov joined MegaFon team in 2008 and was appointed Director for Mergers & Acquisitions. In 2012, he was appointed Director of Investor relations and M&A. Since June 2014, he has been member of the Company's Management Board. Mr. Kononov graduated from the university of Colorado and Denver in 1989.

## **Pavel Korchagin**

Born in 1960. Pavel Korchagin was appointed Director of North-West Branch in February 2016, and prior to that, he had been Director of Volga Branch since January 2015. From September 2011 till December 2014, he was the Central Branch Director. Mr. Korchagin has been a member of the Management Board since November 2011. In July 2009, Mr. Korchagin became the First Deputy General Director of the Company's Central Branch. From 2002 till 2003, he was Technical Director and then General Director of CJSC Volgograd Mobile. He became the Technical Director at CJSC Mobicom-Centre in 2003 and was appointed First Deputy General Director in April 2007. From 1993 till 2002, he was a senior engineer and, later, the Head of Department for Informatics and Automation of Bank Operations at Sberbank in Volgograd. Mr. Korchagin graduated from the Bauman Moscow State Technical University with a degree in Automated Systems.

## **Jan Kukhalsky**

Born in 1980. Mr. Kukhalsky joined MegaFon team in October 2014 as Advisor to the CEO. In September 2015, he was appointed Director for New Businesses & Partnerships. From October 2012 till October 2014, he had been General Director of Disney Channel. Mr. Kukhalsky graduated from Saint Petersburg State University of Engineering and Economics with the major in Management of Social Sphere.

## **Andrey Levykin**

Born in 1973. Mr. Levykin was appointed Director of MegaFon's Far East Branch in September 2013. In October 2013, he became member of the Company's Management Board. From December 2012 till September 2013, he worked as Infrastructure Director of the Volga Branch, where he had previously held various positions, including First Deputy of Branch Director, Commercial Director, Deputy Commercial Director for marketing, Head of Dealers Department, and Head of Marketing for Samara region. Mr. Levykin graduated from Samara State Technical University and has a degree in Mechanical Engineering.

### **Irina Likhova**

Born in 1957. From 2003 till 2012, Ms. Likhova had been HR Director at MegaFon. In May 2016, she was appointed Director for Corporate Development and HR. Ms. Likhova graduated from Leningrad State University with the major in Applied Mathematics in Management.

### **Konstantin Likhodedov**

Born in 1976. Mr Likhodedov joined MegaFon in June 2012. He has been member of the Management Board since October 2012 and he was Director of Stolichny Branch till September 2015. In September 2015, he was appointed B2C Director. Previously, he had held senior positions in various companies, including CEO of 7TV (2009 to 2012); CEO of Vyberi Radio (2008 to 2009); Deputy CEO of Channel MTV Russia (2008); and Deputy CEO of Channel TV3 (2007 to 2008). Since September 2015, he has been member of Supervisory Board of Euroset Holding N.V. and General Director of Scartel LLC. Mr. Likhodedov graduated from St. Petersburg State University with the major in Economics.

### **Mikhail Molotkov**

Born in 1979. In February 2015, Mikhail Molotkov was appointed Director of the Central Branch of MegaFon PJSC. Since June 2015, he has been member of the Management Board. From January 2010 till January 2013, Mr. Molotkov had been Commercial Director of the Central Branch, and in February 2013, he had been appointed Director for Consumer Business Development of the Central Branch. Mr. Molotkov graduated from the State Technology University of Nizhny Novgorod.

### **Alexey Semenov**

Born in 1982. In September 2015, Alexey Semenov was appointed Director of Stolichny Branch. Prior to that, he had been Director of North-West Branch since August 2012, and he has been a member of the Management Board since October of that year. Previously, from 2009 to 2012, Mr. Semenov was Executive Director of CJSC TT mobile, a subsidiary of MegaFon in Tajikistan. From 2005 to 2009, he was Director of the Republic of Mary El Republic branch office of OJSC MCS-Povolzhie. Mr. Semenov graduated from the State Economic Academy of Samara.

### **Anna Serebryanikova**

Born in 1974. Anna Serebryanikova joined MegaFon in 2006 as adviser to the CEO for international legal affairs. In 2008, she was appointed Chief Legal Officer of the Company, serving in this role until 2012 when her title was changed to Chief Legal and Government Relations (GR) Officer. She also served as Corporate Secretary between 2007 and 2013 and has been a member of the Management Board since January 2009. From December 2012 till November 2015 she was a member of the Management Board of Euroset Holding N.V., and since November 2015 she has been a member of the Supervisory Board of Euroset Holding N.V. From 2010 till 2011, Ms Serebryanikova was Deputy CEO of CJSC Synterra. From 2004 till 2006, Ms Serebryanikova was a lawyer at J. P. Galmond & Co. From 1998 till 2004, she was a senior legal consultant and head of department at the Non-Profit Foundation for Restructuring Enterprises under the Finance Ministry. Ms Serebryanikova graduated with honours from the Law School of Moscow State University and holds a Masters of Law degree from Manchester University.

### **Alexander Sobolev**

Born in 1987. Mr. Sobolev joined MegaFon in November 2012 as Deputy Head of Strategy Director and Head of Strategic Partnerships and Projects. In September 2015, he was appointed Strategy Director of MegaFon. Prior to joining MegaFon, Mr. Sobolev was working in strategic consulting: leading international consulting company Boston Consulting Group and in major Russian company Strategy Partners Group. Mr. Sobolev graduated from Moscow State University, Faculty of Computational Mathematics and Cybernetics.

### **Alexey Tyutin**

Born in 1963. In September 2015, Alexey Tyutin was appointed Director of Caucasus Branch, before that he had been Director of MegaFon's Siberia Branch. He has been a member of the Management Board since June 2009. In December 2015, he became a member of the Board of Directors of Ostelecom CJSC and Aquafon GSM CJSC. Prior to that, he was General Director of CJSC Mobicom-Novosibirsk, MegaFon's operating subsidiary in Siberia. Mr Tyutin joined OJSC MSS-Povolzhie in December 2001 as Head of the Corporate Finance department, and became Deputy General Director for Commercial Affairs at OJSC MSS-Povolzhie in 2004. Mr. Tyutin holds degrees in Industrial and Civil Construction from the Mikoyan Kuibyshev Institute of Engineering and Construction, and in Economic and Social Planning from the Samara Institute of Economics.

### **Evgeny Chermashentsev**

Born in 1977. In July 2015, he was appointed Chief Operation Officer of MegaFon. Evgeny Chermashentsev joined MegaFon in May 2012 as Adviser to the CEO and he has been member of the Management Board since October 2012. He was B2B Director since August 2012. From December 2013 till July 2015, Mr Chermashentsev had been Director of Infrastructure. Since 2015, he has been a member of the Board of Directors of Peter-Service CJSC and Adviser to the CEO of Scartel LLC. Previously, Mr Chermashentsev was General Director of LLC Viberi Radio (2009 to 2012). From 2008 till 2012, he was Director for Regional Development of Media 1 Management CJSC, where he worked in media asset management. From 2006 till 2007 he was General Director and Director for Development of RMG Media LLC. Mr Chermashentsev graduated from Saratov State University.

### **Andrey Shishkovsky**

Born in 1980. In October 2015, Andrey Shishkovsky was appointed Director of Siberia Branch of MegaFon. In 2008, Mr. Shishkovsky was appointed CFO of MegaFon-Tadjikistan and in 2012, he was appointed Executive Director. In February 2015, after two and a half years of successful work as leader of MegaFon subsidiary Mr. Shishkovsky returns as CFO of the Urals Branch. In 2003, he graduated from the Finance Faculty of Urals State University of Economics. In 2008, he graduated from Urals State Law Academy.

All of the candidates listed above have expressed their written consents to be elected to the Management Board of MegaFon PJSC.