

**Report on Voting Results at the Annual General Shareholders' Meeting
of Public Joint Stock Company "MegaFon"**
(hereinafter also referred to as the "Company")

Full official name of the Company: Public Joint Stock Company "MegaFon"

Location of the Company: Moscow, Russian Federation.

Address of the Company: 127006, Russian Federation, Moscow, Oruzheiny lane, 41.

Type of General Meeting: Annual General Shareholders' Meeting of the Company.

Form of holding the Annual General Shareholders' Meeting of the Company: absentee voting.

The date to determine (fix) persons entitled to participate at the Annual General Shareholders' Meeting of the Company: May 17, 2020.

Date of distribution of the voting ballots: not later than May 18, 2020.

Date of holding the Annual General Shareholders' Meeting (deadline for acceptance of the executed voting ballots): June 08, 2020.

Address to which the shareholders forwarded the executed voting ballots: 107076, Russian Federation, Moscow, Stromynka Street, 18, building 5B, JSC «IRC - R.O.S.T.».

The total number of votes held by the shareholders – owners of the voting shares of the Company according to the shareholders' register as of May 17, 2020: 620,000,000 votes.

The functions of the Counting Commission are exercised by the Company's Register: JSC «IRC - R.O.S.T.», location: Russian Federation, Moscow, address: 107076, Russian Federation, Moscow, Stromynka Street, 18, building 5B.

Authorized by the Company's Register person: Stratichuk Andrey Nikolaevich (acting based on the PoA No.305 dated February 12, 2019).

In the Report on the Voting Results at the Annual General Shareholders' Meeting of Public Joint Stock Company "MegaFon" the following term shall be used: Provision – Provision of the Bank of Russia "On the General Shareholders' Meetings" dated November 16, 2018, No.660-P.

Agenda:

1. Approval of the Company's 2019 Annual Report.
2. Approval of the Annual Accounting (Financial) Statements of the Company for 2019.
3. Distribution of profit, including payment (declaration) of dividends, and losses of the Company based on 2019 Financial Year results.
4. Election of the Company's Board of Directors.
5. Approval of the number of seats in the Company's Management Board and election of the Company's Management Board.
6. Approval of the Company's Auditor.
7. Election of the Company's Revision Commission.
8. Approval of the new version of Regulations on the Company's General Shareholders' Meeting (Version No.3).
9. Approval of the new version of the Regulations on the Company's Management Board (Version No.3).
10. Approval of the new version of the Regulations on the Company's Revision Commission (Version No.2).
11. Provision of consent to settle the interested party transaction.
12. Determination of the amount of additional remuneration payable to the members of the Company's Board of Directors.

On Item 1 of the Agenda:

Results of voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 1 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the Company's 2019 Annual Report (Attachment No.1 to the Minutes of the Company's Annual General Shareholders' Meeting).

On Item 2 of the Agenda:

Results of voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 2 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the Annual Accounting (Financial) Statements of the Company for 2019 (Attachment No.2 to the Minutes of the Company's Annual General Shareholders' Meeting).

On Item 3 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 3 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

The Company's net profit earned in 2019 Financial Year shall not be distributed; the dividends shall not be announced and paid.

On Item 4 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	4,340,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	4,340,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	4,340,000,000
QUORUM on this item is PRESENT (%)	100.0000%

No item	Full name of the candidate	Number of votes given for each voting option
"IN FAVOR", distribution of votes by candidates		
1	Anipkin Maxim Nikolaevich	620,000,000
2	Antonyan Emin Andranikovich	620,000,000
3	Bystrykh Evgeny Alexandrovich	620,000,000
4	Dennelind Johan Eric	620,000,000
5	Pombukhchyan Khachatur Eduardovich	620,000,000

6	Streshinskiy Vladimir Yakovlevich	620,000,000
7	Cherepennikov Anton Andreevich	620,000,000
"AGAINST"		0
"ABSTAINED"		0
Number of votes that were not counted due to be deemed as invalid or due to other grounds stipulated by the Provision		
"Invalid"		0
"Other grounds"		0
TOTAL:		4,340,000,000

Resolution on Item 4 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To elect the Board of Directors of the Company in the following composition:

1. Anipkin Maxim Nikolaevich;
2. Antonyan Emin Andranikovich;
3. Bystrykh Evgeny Alexandrovich;
4. Dannelind Johan Eric;
5. Pombukhchyan Khachatur Eduardovich;
6. Streshinskiy Vladimir Yakovlevich;
7. Cherepennikov Anton Andreevich.

On Item 5 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 5 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the number of seats in the Company's Management Board (8 persons) and elect the Company's Management Board in the following composition:

1. Vermishyan Gevork Arutyunovich;

2. Vanoosthuyze Frederic Gilbert;
3. Vatrak Valentina Igorevna;
4. Wolfson Vlad;
5. Martynova Elena Andreevna;
6. Orlov Nikita Romanovich;
7. Pereverzev Sergey Andreevich;
8. Sobolev Alexander Andreevich.

On Item 6 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000%

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 6 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve KPMG JSC as the Company's Auditor.

On Item 7 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000

"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 7 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To elect the Revision Commission of the Company in the following composition:

1. Zheimo Yuri Antonovich;
2. Kiselev Stanislav Vladimirovich;
3. Nasibullin Radik Sibgatulloevich.

On Item 8 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 8 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the Regulations on the General Shareholders' Meeting of MegaFon PJSC in the new version (Version No.3, Attachment No.3 to the Minutes of the Company's Annual General Shareholders' Meeting).

On Item 9 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000

Voting options	Number of votes for each voting option	% of actual participants of the meeting
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"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 9 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the Regulations on the Management Board of MegaFon PJSC in the new version (Version No.3, Attachment No.4 of the Company's Annual General Shareholders' Meeting).

On Item 10 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 10 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

To approve the Regulations on the Revision Commission of MegaFon PJSC in the new version (Version No.2, Attachment No.5 of the Company's Annual General Shareholders' Meeting).

On Item 11 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons not interested in the realization of the transaction who participated in the General Meeting	620,000,000

QUORUM on this item is PRESENT (%)	100.0000
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Voting options	Number of votes for each voting option	% of actual (not interested) participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 11 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

1. To provide consent to settle the interested party transaction by the Company: increasing loan maturity for 3 years (till 20.09.2023 inclusive) under the Revolving Loan Agreement between MegaFon PJSC (Lender) and MegaFon Finance LLC (Borrower) dated 20.09.2018.
2. In compliance with Item 16 Article 30 of the Federal Law "On Stock Market", take a decision that the information on the transaction of increasing loan maturity under the Revolving Loan Agreement between MegaFon PJSC (Lender) and MegaFon Finance LLC (Borrower) dated 20.09.2018 as well as on the parties thereof shall not be disclosed till the above transaction is executed

On Item 12 of the Agenda:

Results of the voting:

The number of votes on this Agenda item of the General Meeting held by the persons included in the list of persons entitled to participate in the General Meeting	620,000,000
The number of votes assigned to the voting shares under this Agenda item of the General Meeting, calculated with consideration of item 4.24 of the Provision	620,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	620,000,000
QUORUM on this item is PRESENT (%)	100.0000

Voting options	Number of votes for each voting option	% of actual participants of the meeting
"IN FAVOR"	620,000,000	100.0000
"AGAINST"	0	0.0000
"ABSTAINED"	0	0.0000
Number of votes that were not counted due to be deemed as invalid or due to other reasons stipulated by the Provision		
"Invalid"	0	0.0000
"Due to other reasons"	0	0.0000
TOTAL:	620,000,000	100.0000

Resolution on Item 12 of the Agenda of the Annual General Shareholders' Meeting of the Company was ADOPTED.

Adopted resolution:

1. To pay an additional bonus in the amount of USD 200,000 (Two Hundred Thousand) to the Chairman of the Company's Board of Directors Bystrykh Evgeny Alexandrovich based on the results of his work in the Company's Board of Directors.

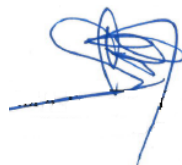
2. To pay an additional bonus to the members of the Company's Board of Directors based on the results of their work in the Company's Board of Directors:

- to Anipkin Maxim Nikolaevich in the amount of USD 100,000 (One Hundred Thousand);
- to Esikov Alexander Yurievich in the amount of USD 100,000 (One Hundred Thousand);
- to Chumachenko Natalya Viktorovna in the amount of USD 100,000 (One Hundred Thousand);
- to Serebryanikova Anna Andreevna in the amount of USD 75,000 (Seventy Five Thousand);
- to Ivanov Igor Sergeevich in the amount of USD 50,000 (Fifty Thousand);
- to Rybalkin Anton Mikhailovich in the amount of USD 50,000 (Fifty Thousand).

3. The above remuneration shall be paid in RUR and shall be subject to deduction of all the applicable taxes of the Russian Federation.

The Report on the Voting Results at the Annual General Shareholders' Meeting was made on June 10, 2020.

Chairman of the Annual General Shareholders' Meeting



/ E.A. Bystrykh/

Secretary of the Annual General Shareholders' Meeting



/D.A. Lizunova/