

**Report on Voting Results at the Annual General Meeting of Shareholders  
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: Meeting (joint presence of shareholders for discussion of Agenda items and taking decisions on issues put to vote).

Date of holding the Annual General Shareholders’ Meeting: June 28, 2019.

Venue of the Annual General Shareholders’ Meeting: 127006, Russian Federation, Moscow, Oruzheiny lane, 41.

Registration of persons entitled to participate in the Annual General Shareholders’ Meeting of the Company started at: 11-00.

Address to which the shareholders forwarded the executed voting ballots: 107996, Russian Federation, Moscow, Stromynka Street, 18, building 13, JSC «IRC - R.O.S.T.».

Deadline for acceptance of the executed voting ballots: June 25, 2019.

The Annual General Shareholders’ Meeting started at: 12-00.

Registration closed at: 12-10.

The Annual General Shareholders’ Meeting of the Company closed at: 12-20.

The date to determine (fix) persons entitled to participate at the Annual General Shareholders’ Meeting of the Company: June 6, 2019.

The total number of votes held by the shareholders with voting shares of the Company according to the shareholders’ register as of June 6, 2019: 620,000,000 votes.

The Annual General Shareholders’ Meeting of the Company has the quorum. The Annual General Shareholders’ Meeting has the authority to pass resolutions on all the Agenda items.

The Chairman of the Annual General Shareholders’ Meeting is E.A. Bystrykh.

The Secretary of the Annual General Shareholders’ Meeting is D.A. Lizunova.

The functions of the Counting Commission are exercised by the Company’s Register: JSC «IRC - R.O.S.T.», location: Russian Federation, Moscow, address: 107996, Russian Federation, Moscow, Stromynka Street, 18, building 13.

Authorized by the Company’s Register person:

Kochnev Roman Mikhaylovich (acting on the basis of the PoA No.059 dated January 25, 2019).

In the Minutes of 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 2018 Annual Report.
2. Approval of 2018 Annual Accounting (Financial) Statements of the Company.
3. Distribution of profit, including payment (declaration) of dividends, and losses of the Company based on 2018 Financial Year results.
4. Election of the Board of Directors of the Company.
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 Revision Commission of the Company.
8. Amending the Charter of MegaFon PJSC (Amendments No.2).

The floor was taken by the Company's Corporate Secretary, Lizunova D.A., who presented information on all the Agenda items of the Annual General Shareholders' Meeting of the Company.

**On Item 1 of the Agenda:****Draft resolution:**

To approve the Company's 2018 Annual Report (Attachment No.1 to the Minutes of the Annual General Shareholders' Meeting).

**Results of the voting on item 1 of the Agenda of the Annual General Shareholders' Meeting:**

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 of the Company, 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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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 grounds stipulated by the Provision		
"Invalid"	0	0.0000
"Other grounds"	0	0.0000
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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 2018 Annual Report (Attachment No.1 to the Minutes of the Annual General Shareholders' Meeting).

**On Item 2 of the Agenda:**

**Draft resolution:**

To approve 2018 Annual Accounting (Financial) Statements of the Company (Attachment No.2 to the Minutes of the Annual General Shareholders' Meeting).

**Results of the voting on item 2 of the Agenda of the Annual General Shareholders' Meeting:**

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 of the Company, 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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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

**Adopted resolution:**

To approve 2018 Annual Accounting (Financial) Statements of the Company (Attachment No.2 to the Minutes of the Annual General Shareholders' Meeting).

**To item 3 of the Agenda:**

**Draft resolution:**

The Company's net profit earned in 2018 Financial Year shall not be distributed; the dividends shall not be announced and paid.

**Results of the voting on item 3 of the Agenda of the Annual General Shareholders' Meeting:**

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 of the Company, 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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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 grounds stipulated by the Provision		
"Invalid"	0	0.0000
"Other grounds"	0	0.0000
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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 2018 Financial Year shall not be distributed; the dividends shall not be announced and paid.

**On Item 4 of the Agenda:**

**Draft resolution:**

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

1. Anipkin Maxim Nikolaevich;
2. Antonyuk Alexey Vladimirovich;
3. Bystrykh Evgeny Alexandrovich;
4. Veijalainen Jarkko Armas;
5. Esikov Alexander Yurievich;
6. Ivanov Igor Sergeevich;
7. Koponen Harri Eerik;
8. Rybalkin Anton Mikhailovich;
9. Serebryanikova Anna Andreevna;
10. Ushkov Alexander Anatolievich;
11. Chumachenko Natalya Victorovna.

**Results of the voting on item 4 of the Agenda of the Annual General Shareholders' Meeting:**

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	5,580,000,000
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	5,580,000,000
The number of votes on this Agenda item held by the persons who actually participated in the General Meeting	5,580,000,000
QUORUM on this item is PRESENT (%)	<b>100.0000%</b>

№ item	Full Name of the candidate	Number of votes given for each voting option
"IN FAVOR", distribution of votes by candidates		
1	<b>Anipkin Maxim Nikolaevich</b>	<b>620,000,000</b>
2	<b>Bystrykh Evgeny Alexandrovich</b>	<b>620,000,000</b>
3	<b>Veijalainen Jarkko Armas</b>	<b>620,000,000</b>
4	<b>Esikov Alexander Yurievich</b>	<b>620,000,000</b>
5	<b>Ivanov Igor Sergeevich</b>	<b>620,000,000</b>
6	<b>Koponen Harri Eerik</b>	<b>620,000,000</b>
7	<b>Rybalkin Anton Mikhailovich</b>	<b>620,000,000</b>
8	<b>Serebryanikova Anna Andreevna</b>	<b>620,000,000</b>
9	<b>Chumachenko Natalya Victorovna</b>	<b>620,000,000</b>
10	Antonyuk Alexey Vladimirovich	<b>0</b>
11	Ushkov Alexander Anatolievich	<b>0</b>
<b>"AGAINST"</b>		<b>0</b>
<b>"ABSTAINED"</b>		<b>0</b>
Number of votes that were not counted due to be deemed as invalid or due to other grounds stipulated by the Provision		
<b>"Invalid"</b>		<b>0</b>
<b>"Other grounds"</b>		<b>0</b>
<b>TOTAL:</b>		<b>5,580,000,000</b>

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. Bystrykh Evgeny Alexandrovich;
3. Veijalainen Jarkko Armas;
4. Esikov Alexander Yurievich;
5. Ivanov Igor Sergeevich;
6. Koponen Harri Eerik;
7. Rybalkin Anton Mikhailovich;
8. Serebryanikova Anna Andreevna;
9. Chumachenko Natalya Victorovna.

**On Item 5 of the Agenda:**

**Draft resolution:**

To approve the number of seats in the Company's Management Board (7 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. Sobolev Alexander Andreevich.

**Results of the voting on item 5 of the Agenda of the Annual General Shareholders' Meeting:**

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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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 (7 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. Sobolev Alexander Andreevich.

**On Item 6 of the Agenda:**

**Draft resolution:**

To approve KPMG JSC as the Company's Auditor.

**Results of the voting on item 6 of the Agenda of the Annual General Shareholders' Meeting:**

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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
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<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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:**

**Draft resolution:**

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

1. Zheimo Yuri Antonovich;
2. Nasibullin Radik Sibgatullovič;
3. Filatov Denis Alekseevich.

**Results of the voting on item 7 of the Agenda of the Annual General Shareholders' Meeting:**

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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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. Nasibullin Radik Sibgatullovič;
3. Filatov Denis Alekseevich.

**On Item 8 of the Agenda:**

**Draft resolution:**

1. To approve Amendments No.2 to the Charter of MegaFon PJSC (Attachment No.3 to the Minutes of the Annual General Shareholders' Meeting).
2. To give instructions to the Company's General Director to provide for registration of these amendments to the Company's Charter within the appropriate statutory term.

**Results of the voting on item 8 of the Agenda of the Annual General Shareholders' Meeting:**

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 (%)	<b>100.0000%</b>

Voting options	Number of votes for each voting option	% of actual participants of the meeting
<b>"IN FAVOR"</b>	<b>620,000,000</b>	<b>100.0000</b>
"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
<b>TOTAL:</b>	<b>620,000,000</b>	<b>100.0000</b>

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

**Adopted resolution:**

1. To approve Amendments No.2 to the Charter of MegaFon PJSC (Attachment No.3 to the Minutes of the Annual General Shareholders' Meeting).
2. To give instructions to the Company's General Director to provide for registration of these amendments to the Company's Charter within the appropriate statutory term.

The Report on Voting Results at the Annual General Shareholders' Meeting was made on: June 28, 2019.

Chairman of the Annual General Shareholders' Meeting

/ E.A. Bystrykh/

Secretary of the Annual General Shareholders' Meeting

/D.A. Lizunova/