

**Report on Voting Results at the Extraordinary 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: Extraordinary General Shareholders’ Meeting of the Company.

Form of holding the Extraordinary 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 Extraordinary General Shareholders’ Meeting: September 23, 2019.

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

Registration of persons entitled to participate in the Extraordinary 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: September 20, 2019.

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

Registration closed at: 12-10.

The Extraordinary General Shareholders’ Meeting of the Company closed at: 12-30.

The date to determine (fix) persons entitled to participate at the Extraordinary General Shareholders’ Meeting of the Company: August 1, 2019.

The total number of votes held by the shareholders with voting shares of the Company according to the shareholders’ register as of August 1, 2019: 620,000,000 votes.

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

The Chairman of the Extraordinary General Shareholders’ Meeting is G.A. Vermishyan.

The Secretary of the Extraordinary 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 Report on voting results at the Extraordinary 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. Early termination of powers of the Company's Board of Directors elected at the Annual General Shareholders' Meeting of the Company on June 28, 2019.
2. Election of the Board of Directors of the Company.

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

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

To early terminate the powers of the Board of Directors of the Company elected at the Annual General Shareholders' Meeting of the Company on June 28, 2019.

Results of the voting on item 1 of the Agenda of the Extraordinary 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 (%)	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 grounds stipulated by the Provision		
"Invalid"	0	0.0000
"Other grounds"	0	0.0000
TOTAL:	620,000,000	100.0000

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

Adopted resolution:

To early terminate the powers of the Board of Directors of the Company elected at the Annual General Shareholders' Meeting of the Company on June 28, 2019.

On Item 2 of the Agenda:**Draft resolution:**

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

1. Anipkin Maxim Nikolaevich;
2. Bystrykh Evgeny Alexandrovich;
3. Esikov Alexander Yurievich;

4. Ivanov Igor Sergeevich;
5. Rybalkin Anton Mikhailovich;
6. Serebryanikova Anna Andreevna;
7. Chumachenko Natalya Victorovna.

Results of the voting on item 2 of the Agenda of the Extraordinary 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	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%

№ item	Full Name of the candidate	Number of votes given for each voting option
"FOR", distribution of votes by candidates		
1	Anipkin Maxim Nikolaevich	620,000,000
2	Bystrykh Evgeny Alexandrovich	620,000,000
4	Esikov Alexander Yurievich	620,000,000
5	Ivanov Igor Sergeevich	620,000,000
7	Rybalkin Anton Mikhailovich	620,000,000
8	Serebryanikova Anna Andreevna	620,000,000
9	Chumachenko Natalya Victorovna	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 2 of the Agenda of the Extraordinary 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. Esikov Alexander Yurievich;
4. Ivanov Igor Sergeevich;
5. Rybalkin Anton Mikhailovich;

- 6. Serebryanikova Anna Andreevna;
- 7. Chumachenko Natalya Victorovna.

The Report on Voting Results at the Extraordinary General Shareholders' Meeting was made on: September 23, 2019.

Chairman of the Extraordinary General Shareholders' Meeting



/G.A. Vermishyan/

Secretary of the Extraordinary General Shareholders' Meeting



/D.A. Lizunova/