



PUBLIC JOINT STOCK COMPANY GAZPROM NEFT
(GAZPROM NEFT PJSC)

PROTOCOL OF THE GENERAL MEETING OF SHAREHOLDERS

01 August 2019

No. 0101/03

Full corporate name: Public Joint Stock Company Gazprom Neft (hereinafter also referred to as “the Company” or “Gazprom Neft PJSC”).

Registered address: Russian Federation, St Petersburg.

Company address: ul. Pochtamtskaya, dom 3-5, liter A, ch. pom. 1N, kab. 2401, St Petersburg 190000, Russian Federation,

Type of the General meeting of shareholders: extraordinary (hereinafter – 'the meeting').

Form of the meeting – absentee voting.

Submission of completed ballots: by 6pm, 01 August 2019.

A date as of which the persons entitled to attend the meeting are determined (recorded): 08 July 2019 (close of the business day).

Mailing address for return of completed ballots: ul. Pochtamtskaya 3–5, 190000 St Petersburg, Gazprom Neft PJSC.

Full corporate name of the registrar acting as the Counting Commission: Joint-Stock Company, Specialized Registrar – Register-Keeper for Gas Industry Shareholders (JSC DRAGA).

Meeting Chairman: A.B. Miller.

Secretary to the Meeting – V.V. Nenadyshina.

Agenda

1. Determining the number of members of the Board of Directors of Gazprom Neft PJSC.

The total number of votes held by holders of voting shares is 4,741,299,639.

As at 08 July 2019, a date as of which persons entitled to attend the meeting are determined (recorded), the number of votes for outstanding voting shares held by those persons included in the List of persons entitled to attend the meeting on the item of the agenda was: 4,741,299,639.

As at deadline for submission of completed ballots (01 August 2019), the number of votes carried by those persons who attended the meeting on item of the Agenda, was 4,595,361,716, representing 96.9220% of the total number of votes for outstanding voting shares.

Herewith, pursuant to Article 58 of the Federal Law of 26 December 1995 no. 208-FZ ‘On Joint stock companies’, the quorum was in attendance, and the meeting was duly authorised to make decisions on the item of the agenda.

Review and resolution on the Agenda item

Agenda item: Determining the number of persons to comprise the Board of Directors of Gazprom Neft PJSC.

Number of votes carried by those persons included in the List of persons entitled to attend and vote on the item of the agenda was 4,741,299,639.

Number of votes held by those shareholders who attended the meeting on the item of the agenda was 4,595,361,716 (96.9220%).

Number of votes not taken into account in determining the quorum due to ballots missing the signature of the person (proxy) entitled to attend the meeting was: 4,490 (0.0001%).

The number of votes for the item of the agenda, which were not counted due to invalidation of ballot no. 1, or on other grounds under current legislation, was 13,940 (0.0003%).

The voting quorum for the item of the agenda was in attendance.

The issue put to the vote was:

"Set the number of members of the Board of Directors of Gazprom Neft PJSC to be 13 (thirteen) persons."

Votes were cast as follows:

- | | |
|-------------|---|
| "For" | – 4,593,946,621 votes, representing 99.9692 percent of the votes of shareholders attending the meeting; |
| "Against" | – 1,373 925 votes, representing 0.0299 percent of the votes of shareholders attending the meeting; |
| "Abstained" | – 27,230 votes, representing 0.0006 percent of the votes of the shareholders attending the meeting. |

The resolution adopted on the item of the meeting is as follows:

"To establish the number of members of the Board of Directors of Gazprom Neft PJSC to be 13 (thirteen) persons".

Attached:

1. Protocol on the results of voting at the General Meeting of Shareholders in Public Joint Stock Company Gazprom Neft

The protocol was prepared on 05 August 2019 in two copies.

Meeting Chairman

A.B. Miller

Secretary to the Meeting

V.V. Nenadyshina