

## General Meeting of Shareholders

The General Meeting of Shareholders is the supreme governance body, responsible for the most significant aspects of the company's activities.

### General Meetings of Shareholders Gazprom Neft PJSC held in 2019

<b>Extraordinary General Meeting of Shareholders</b> 19 April 2019	The number of members of the Gazprom Neft PJSC Board of Directors was determined (11 members).
<b>Annual General Meeting of Shareholders</b> 14 June 2019	The company's Annual Report and accounting statements for 2018 were approved. Gazprom Neft shareholders supported the recommendation of the Board of Directors to pay dividends in the total amount of P142.2 billion (P30 rubles per ordinary share, 38% of the company's IFRS consolidated net profit for 2018). Financial and Accounting Consultants (FBK) LLC was appointed as Gazprom Neft's auditor for 2019. New members of the Board of Directors and the Audit Committee were elected. Remuneration of the Board of Directors and the Audit Committee was approved.
<b>Extraordinary General Meeting of Shareholders</b> 1 August 2019	The number of members of the Gazprom Neft PJSC Board of Directors was determined (13 members).
<b>Extraordinary General Meeting of Shareholders</b> 2 September 2019	The powers of the members of the Gazprom Neft PJSC Board of Directors were terminated prematurely. The Board of Directors was elected based on the membership of 13 persons.
<b>Extraordinary General Meeting of Shareholders</b> 30 September 2019	The resolution to pay interim dividends for the six months of 2019, in the total amount of P86.01 billion (P18.14 per ordinary share), which accounts for 40% of the company's IFRS consolidated net profit for the six months of 2019.

## Board of Directors

The Board of Directors is responsible for the Company's strategic management, determining priority development areas, defining key principles and approaches of risk management and internal controls, exercising control over the Company's executive bodies, and performing other functions. The scope of authority of the Board of Directors is set out in Gazprom Neft's Charter and is clearly

differentiated from the remit of the Company's executive bodies responsible for managing its ongoing operations.

The election of executive bodies, termination of their powers and control over the incentive system are all reserved to the Board of Directors. One of the key responsibilities of the Board of Directors

is to set up strong executive bodies and exercise oversight over their performance. On top of that, the Board regularly reviews reports on the implementation of the Company's strategy and business plans.

The Board of Directors approves the Internal Control and Risk Management Policy and ensures implementation of the risk