

# GENERAL MEETING OF SHAREHOLDERS

*The sole shareholder of Zarubezhneft is the Russian Federation, as represented by the Federal Agency for State Property Management. According to Clause 3 of Article 47 of Federal Law No. 208-FZ dated December 26, 1995 "On Joint-Stock Companies", at a Company where all voting shares belong to a single shareholder, decisions on issues that fall within the purview of the General Meeting of Shareholders shall be taken solely by the shareholder and be documented in writing.*

In 2020, the Federal Agency for State Property Management issued two directives on the decisions of the Company's General Meeting of Shareholders:

1. No. 314-r dated August 17, 2020 "On the Decisions of the Extraordinary General Meeting of Shareholders of Zarubezhneft", at which the new version of the Zarubezhneft Charter was adopted
2. No. 337-r dated August 27, 2020 "On the Decisions of the Annual General Meeting of Shareholders of Zarubezhneft Joint-Stock Company", at which the following decisions were adopted:
  - ▶ The 2019 Annual Report of Zarubezhneft was adopted
  - ▶ The 2019 Annual Accounting (Financial) Statements of Zarubezhneft were adopted per Russian Accounting Standards (RAS)
  - ▶ The allocation of Zarubezhneft's profit for 2019 in the amount of RUB 111,997,212,415 thousand was approved
    - RUB 6,655,000,000 were allocated for the payment of dividends
    - RUB 1,199,721,242 were allocated for the reserve fund of Zarubezhneft
    - RUB 27,008,743 were allocated for the payment of remuneration to members of the Board of Directors
    - RUB 200,000 were allocated for the payment of remuneration to members of the Revision Commission
    - RUB 4,115,282,431 were allocated to fund the Company's 2020 Investment Plan, which was endorsed by a resolution of the Board of Directors (Minutes No. 175 dated December 26, 2019)
  - ▶ Decisions were made to pay remuneration to members of the Board of Directors and the Revision Commission
  - ▶ The Board of Directors was elected with the following members: Pavel Kadochnikov, Karen Karapetyan, Alexey Kozlov, Sergey Kudryashov, Yevgeny Murov, Pavel Sorokin, Oksana Tarasenko, and Vladimir Furgalskiy
  - ▶ The Revision Commission was elected with the following members: Natalya Annikova, Tatyana Zobkova, and Anna Mozhayeva
  - ▶ Crowe Expertiza was approved as the auditor of Zarubezhneft for 2020