
**MINUTES No. 140
of Annual General Meeting of Shareholders
of Joint-Stock Company NOVATEK
(hereinafter referred to as the "Meeting")**

Full name of the Company: Joint Stock Company NOVATEK (the "Company").

Company's registered office: Tarko-Sale, Purovsky district, Yamal-Nenets Autonomous Area, Russian Federation.

Company address: 22a Pobedy Street, Tarko-Sale, Purovsky district, Yamal-Nenets Autonomous Area, 629850, Russian Federation.

Type of the meeting: extraordinary

The Meeting will be held in the form of absentee voting.

Date for determining (recording) the list of persons entitled to attend the Meeting: March 28, 2023.

Meeting date (voting ballot submission deadline): April 21, 2023.

The voting ballots were mailed to: Joint Stock Company IRC – R.O.S.T., 18 bld 5B Stromynka St., 107076, Moscow.

Internet website, where the electronic ballot forms were filled out: <https://lk.rrost.ru/>

The resolutions passed by the General Meeting and those shareholders who took part in the Meeting were certified by the person keeping the Register of the Company's Shareholders and performing the functions of the counting committee: R.O.S.T. Independent Registrar Company, Joint-Stock Company.

The Registrar's authorized representative: Igor Akhmatov, under PoA No. 673 dated December 29, 2021.

Chairman of the Meeting: Alexander Natalenko.

Secretary of the Meeting: Zulmira Razakova.

The below term is used in the Minutes of the Meeting: Regulations shall mean the Bank of Russia Regulations On General Meetings of Shareholders No. 660-P dated November 16, 2018.

AGENDA:

1. Approval of NOVATEK's 2022 annual report, annual accounting (financial) statements (according to RAS), as well as profit allocation, including dividend payout (declaration), for 2022.
2. Election of members of NOVATEK's Board of Directors.
3. Election of NOVATEK's Revision Commission members.
4. Appointment of NOVATEK's audit organization for 2023.
5. Introduction of amendments to the Regulations on Remuneration and Compensations Payable to the Members of NOVATEK's Board of Directors.
6. Remuneration to members of NOVATEK's Board of Directors.
7. Remuneration to members of NOVATEK's Revision Commission.

ON THE FIRST AGENDA ITEM:**Wording of resolution on part 1 of the agenda item put to vote:**

Approve NOVATEK's 2022 annual report and 2022 annual accounting statements (according to RAS).

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	2,300,932,104	99.9998016
AGAINST	111	0.0000048
ABSTAINED	1,675	0.0000728
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	2,694	0.0001171
On other grounds	85	0.0000037
TOTAL:	2,300,936,669	100.0000000

Resolution passed:

Approve NOVATEK's 2022 annual report and 2022 annual accounting statements (according to RAS).

Wording of resolution on part 2 of the agenda item put to vote:

Approve the 2022 profit distribution. Determine the following size and form of dividend payment:

- the size of dividend on NOVATEK's ordinary shares for 2022 shall be RUB 60.58 (sixty rubles 58 kopecks) per ordinary share (net of the H1 2022 dividend of RUB 45.00 (forty-five rubles 00 kopecks) per ordinary share);
- the dividend shall be paid out in cash;
- May 3, 2023 shall be the date when those eligible for dividend payout on NOVATEK's shares shall be determined.

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,800,062,146	78.2317119
AGAINST	348	0.0000151
ABSTAINED	30	0.0000013
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	500,874,030	21.7682667
On other grounds	115	0.0000050
TOTAL:	2,300,936,669	100.0000000

Resolution passed:

Approve the 2022 profit distribution. Determine the following size and form of dividend payment:

- the size of dividend on NOVATEK's ordinary shares for 2022 shall be RUB 60.58 (sixty rubles 58 kopecks) per ordinary share (net of the H1 2022 dividend of RUB 45.00 (forty-five rubles 00 kopecks) per ordinary share);
- the dividend shall be paid out in cash;
- May 3, 2023 shall be the date when those eligible for dividend payout on NOVATEK's shares shall be determined.

ON THE SECOND AGENDA ITEM:**Wording of resolution on part 1 of the agenda item put to vote:**

Pass the resolution to elect NOVATEK's Board of Directors for the period until the third Annual General Meeting of Shareholders from the date of election.

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,800,055,872	78.231439
AGAINST	1,503	0.000065
ABSTAINED	4,950	0.000215
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	500,874,259	21.768277
On other grounds	85	0.000004
TOTAL:	2,300,936,669	100.000000

Resolution passed:

Pass the resolution to elect NOVATEK's Board of Directors for the period until the third Annual General Meeting of Shareholders from the date of election.

ON THE THIRD AGENDA ITEM:**Wording of the resolution put to vote:**

Elect the following members to NOVATEK's Revision Commission:

OLGA BELYAEVA

Kira Yermolova

Sergey Neklyudov

Nikolay Shulikin

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	2,573,475,364
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	1,838,107,973
The Meeting was in quorum to pass a resolution on the agenda item	71.4251241%

Votes allocation

N o.	Candidate name	Number of votes given on each voting option				Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations	
		FOR	% *	AGAINST	ABSTAINED	Invalid	On other grounds
1	Olga Belyaeva	1,327,750,273	72.234	1,270	946,4949	500,889,568	1913
2	Kira Yermolova	1,327,748,133	72.234	829	946,4968	500,889,968	4075
3	Sergey Neklyudov	1,327,747,866	72.234	936	946,5483	500,889,968	3720
4	Nikolay Shulikin	1,327,746,644	72.234	1,307	946,5461	500,889,968	4593

* - Percent of the Meeting participants.

Resolution passed:

Elect the following members to NOVATEK's Revision Commission:

Olga Belyaeva

Kira Yermolova

Sergey Neklyudov

Nikolay Shulikin

ON THE FOURTH AGENDA ITEM:

Wording of the resolution put to vote:

Appoint Technologies of Trust – Audit as NOVATEK's audit organization for 2023.

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	2,300,920,303	99.999289
AGAINST	1,052	0.000046
ABSTAINED	13,592	0.000590
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	1,247	0.000054
On other grounds	475	0.000021
TOTAL:	2,300,936,669	100.000000

Resolution passed:

Appoint Technologies of Trust – Audit as NOVATEK's audit organization for 2023.

ON THE FIFTH AGENDA ITEM:

Wording of the resolution put to vote:

Introduce the following changes to the Regulations on Remuneration and Compensations Payable to Members of NOVATEK's Board of Directors:

1. The first paragraph of clause 2.2 shall read as follows:

"The Chairman of the BoD shall be paid a fixed remuneration for the performance of his functions in the amount of RUB 36,000,000 (thirty six million) (hereinafter "the Chairman's Remuneration"). The Chairman's Remuneration shall be paid in equal amounts four (4) times during the Accounting Period: July 15, October 15, January 15 and April 15 at the latest".

2. Clause 3.2 shall read as follows:

"Fixed remuneration payable to members of the Board of Directors shall be RUB 18,000,000 (eighteen million rubles) per the Accounting Period".

3. Clause 4.1 shall read as follows:

"Board of Directors members shall be paid remuneration for participation in Board of Directors meetings, such remuneration being capped at RUB 5,400,000 (five million four hundred thousand rubles)".

4. Clause 5.1 shall read as follows:

"Board of Directors members shall be paid remuneration for participation in Board of Directors committees (subcommittees) meetings, such remuneration being capped at RUB 3,600,000 (three million six hundred thousand rubles)."

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Resolution passed:

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,790,591,376	77.8201069
AGAINST	500,886,724	21.7688184
ABSTAINED	9,457,685	0.4110363
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	409	0.0000178
On other grounds	475	0.0000206
TOTAL:	2,300,936,669	100.0000000

Introduce the following changes to the Regulations on Remuneration and Compensations Payable to Members of NOVATEK's Board of Directors:

1. The first paragraph of clause 2.2 shall read as follows:

"The Chairman of the BoD shall be paid a fixed remuneration for the performance of his functions in the amount of RUB 36,000,000 (thirty six million) (hereinafter "the Chairman's Remuneration"). The Chairman's Remuneration shall be paid in equal amounts four (4) times during the Accounting Period: July 15, October 15, January 15 and April 15 at the latest".

2. Clause 3.2 shall read as follows:

"Fixed remuneration payable to members of the Board of Directors shall be RUB 18,000,000 (eighteen million rubles) per the Accounting Period".

3. Clause 4.1 shall read as follows:

"Board of Directors members shall be paid remuneration for participation in Board of Directors meetings, such remuneration being capped at RUB 5,400,000 (five million four hundred thousand rubles)".

4. Clause 5.1 shall read as follows:

"Board of Directors members shall be paid remuneration for participation in Board of Directors committees (subcommittees) meetings, such remuneration being capped at RUB 3,600,000 (three million six hundred thousand rubles)."

ON THE SIXTH AGENDA ITEM:

Wording of the resolution put to vote:

Pay the remuneration to the newly elected members of NOVATEK's Board of Directors and reimburse their expenses in the amount and in the manner set forth in the Regulations on Remuneration and Compensations Payable to Members of NOVATEK's Board of Directors.

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,790,603,227	77.8206220
AGAINST	500,885,611	21.7687700
ABSTAINED	9,446,974	0.4105708
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	382	0.0000166
On other grounds	475	0.0000206
TOTAL:	2,300,936,669	100.0000000

Resolution passed:

Pay the remuneration to the newly elected members of NOVATEK's Board of Directors and reimburse their expenses in the amount and in the manner set forth in the Regulations on Remuneration and Compensations Payable to Members of NOVATEK's Board of Directors.

ON THE SEVENTH AGENDA ITEM:

Wording of the resolution put to vote:

1. Establish the remuneration payable to the members of NOVATEK's Revision Commission during the period of exercising their duties in the amount of RUB 2,100,000 (Two million one hundred thousand rubles) each.
2. Pay remuneration within 30 days following the date of NOVATEK's Annual General Meeting of Shareholders.

Number of votes on this agenda item held by persons included in the list of those entitled to participate in the General Meeting of Shareholders	3,036,306,000
Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations	3,036,306,000
Number of votes on this agenda item held by persons who took part in the General Meeting of Shareholders	2,300,936,669
The Meeting was in quorum to pass a resolution on this agenda item	75.7807898%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,790,598,275	77.8204068
AGAINST	500,881,280	21.7685818
ABSTAINED	9,456,323	0.4109771
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	316	0.0000137
On other grounds	475	0.0000206
TOTAL:	2,300,936,669	100.0000000

Resolution passed:

1. Establish the remuneration payable to the members of NOVATEK's Revision Commission during the period of exercising their duties in the amount of RUB 2,100,000 (Two million one hundred thousand rubles) each.
2. Pay remuneration within 30 days following the date of NOVATEK's Annual General Meeting of Shareholders.

Date of the minutes: April 24, 2023.

Chairman of the Meeting

Alexander Natalenko

Secretary of the Meeting

Zulmira Razakova