

**MINUTES No. 138
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").

Location of the Company: 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: annual.

Form of the Meeting: a meeting (joint attendance of shareholders to discuss agenda items and make decisions on items put to vote) with prior delivery (circulation) of the voting ballots before the Meeting.

Date for determining (recording) the list of persons entitled to participate in the Meeting: March 29, 2022.

Date of the Meeting: April 21, 2022.

Venue of the Meeting: 8, Novinsky Blvd., building 2, Lotte Hotel Moscow, Moscow.

Commencement time of registration of persons entitled to participate in the Meeting: 10:00.

Starting time of the Meeting: 11:00.

Deadline for registration of persons entitled to participate in the Meeting: 11:44.

Vote counting starting time: 11:53.

Closing time of the Meeting: 12:17.

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

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

The resolutions passed by the General Meeting and those who were present when the resolutions were passed were certified by the person keeping the Register of the Company's Shareholders and performing the functions of the counting committee: Joint Stock Company Independent Registrar Company – R.O.S.T., 18 Stromynka St., building 5B, Office IX, 107076, Moscow.

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 – Regulations of the Bank of Russia On General Meetings of Shareholders No. 660-P dated November 16, 2018.

Agenda of the General Meeting:

1. Approval of NOVATEK's Russian statutory accounts (financial statements) and annual report for the year 2021, and the allocation of profit, including approval of the dividend to be paid out based on 2021 results.
2. Election of members of NOVATEK's Board of Directors.
3. Election of members of NOVATEK's Revision Commission.
4. Election of the Chairman of NOVATEK's Management Board (sole executive body).
5. Approval of NOVATEK's auditor for 2022.
6. Remuneration to members of NOVATEK's Board of Directors.
7. Remuneration to members of NOVATEK's Revision Commission.

ON THE FIRST AGENDA ITEM

Speakers:

NOVATEK Chairman of the Management Board Leonid Mikhelson who reported on the Company's business, operations and financial performance as of the end of 2021 to the Meeting.

Wording of resolution on part 1 of the agenda item put to vote:

1.1. Approve NOVATEK's 2021 annual report and 2021 annual accounting statements (according to RAS). Allocate Two hundred and sixteen billion nine hundred and thirteen million seven hundred thousand six hundred forty (RUB 216,913,700,640) to the payment of 2021 dividends (including the dividends paid for H1 2021).

<i>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</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	<i>2,292,886,461</i>
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	<i>75.5157%</i>

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,789,868,228	78.061790
AGAINST	2,143,984	0.093506
ABSTAINED	500,873,236	21.844659
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	108	0.000005
On other grounds	905	0.000040
TOTAL:	2,292,886,461	100.000000

Resolution passed:

1.1. Approve NOVATEK's 2021 annual report and 2021 annual accounting statements (according to RAS). Allocate Two hundred and sixteen billion nine hundred and thirteen million seven hundred thousand six hundred forty (RUB 216,913,700,640) to the payment of 2021 dividends (including the dividends paid for H1 2021).

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

1.2. Determine the following size and form of dividend payment:

- determine the size of dividends on NOVATEK ordinary shares for 2021 in the amount of Forty-three rubles seventy-seven kopecks (RUB 43.77) per ordinary share, which constitutes One hundred thirty-two billion eight hundred ninety-nine million one hundred thirteen thousand six hundred twenty rubles (RUB 132,899,113,620) (net of dividend in the amount of Twenty-seven rubles sixty-seven kopecks (RUB 27.67) per ordinary share paid for H1 2021);
- pay the dividends in cash;
- fix the date, as of which the persons entitled to receive dividends on NOVATEK shares shall be determined – May 5, 2022.

<i>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</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	<i>2,292,886,461</i>
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	<i>75.5157%</i>

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,792,007,798	78.155104
AGAINST	45	0.000002
ABSTAINED	500,873,307	21.844662
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	4,406	0.000192
On other grounds	905	0.000040
TOTAL:	2,292,886,461	100.000000

Resolution passed:

1.2. Determine the following size and form of dividend payment:

- determine the size of dividends on NOVATEK ordinary shares for 2021 in the amount of Forty-three rubles seventy-seven kopecks (RUB 43.77) per ordinary share, which constitutes One hundred thirty-two billion eight hundred ninety-nine million one hundred thirteen thousand six hundred twenty rubles (RUB 132,899,113,620) (net of dividend in the amount of Twenty-seven rubles sixty-seven kopecks (RUB 27.67) per ordinary share paid for H1 2021);
- pay the dividends in cash;
- fix the date, as of which the persons entitled to receive dividends on NOVATEK shares shall be determined – May 5, 2022.

ON THE SECOND AGENDA ITEM:**Speakers:**

Alexander Natalenko, the Chairman of the Meeting, who proposed to elect a new Board of Directors of NOVATEK from among the candidates nominated by the Company's shareholders and Board of Directors.

Wording of the resolution put to vote:

Elect the following members to NOVATEK's Board of Directors:

1. Leonid Mikhelson
2. Alexander Natalenko
3. Andrey Akimov
4. Tatiana Mitrova
5. Irina Gayda
6. Emmanuel Quidet
7. Aleksey Orel
8. Arnaud Le Foll
9. Dominique Marion

<i>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</i>	27,326,753,559
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	27,326,753,559
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	20,635,978,149
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	75.5157%

No.	Candidate name	Number of votes given on each voting option
FOR, votes allocation per candidate		
1	Leonid Mikhelson	5,307,893,942
2	Alexander Natalenko	3,000,131,007
3	Andrey Akimov	2,729,949,990
4	Tatiana Mitrova	1,736,998,112
5	Irina Gayda	1,722,797,211
6	Emmanuel Quidet	1,614,322,157
7	Aleksey Orel	1,518,581,892
8	Arnaud Le Foll	1,502,626,640
9	Dominique Marion	1,502,624,272
AGAINST		702
ABSTAINED		41,598
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid		1,620
On other grounds		9,006
TOTAL:		20,635,978,149

Resolution passed:

Elect the following members to NOVATEK's Board of Directors:

1. Leonid Mikhelson
2. Alexander Natalenko
3. Andrey Akimov
4. Tatiana Mitrova
5. Irina Gayda
6. Emmanuel Quidet
7. Aleksey Orel
8. Arnaud Le Foll
9. Dominique Marion

ON THE THIRD AGENDA ITEM**Speakers:**

Alexander Natalenko, the Chairman of the Meeting, who proposed to elect a new Revision Commission from among the candidates nominated by the Company's shareholders.

Wording of resolution on the agenda item put to vote:

Elect the following members to NOVATEK's Revision Commission:

1. Igor Ryaskov
2. Anna Merzlyakova
3. Olga Belyaeva
4. Nikolay Shulikin

<i>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</i>	3,036,305,951
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	2,574,825,969
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	1,831,406,482
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	71.1274%

Votes allocation

No	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	Anna Merzlyakova	1,831,401,895	99.999	110	2,176	1428	873
2	Olga Belyaeva	1,330,530,360	72.650	111	500,874,736	402	873
3	Igor Ryaskov	1,330,528,751	72.650	149	500,875,340	1369	873
4	Nikolay Shulikin	1,326,582,998	72.435	155	500,875,332	3,947,124	873

* - Percent of the Meeting participants.

Resolution passed:

Elect the following members to NOVATEK's Revision Commission:

1. Anna Merzlyakova
2. Olga Belyaeva
3. Igor Ryaskov
4. Nikolay Shulikin

ON THE FOURTH AGENDA ITEM**Speakers:**

Alexander Natalenko, the Chairman of the Meeting, who proposed, as suggested by one of NOVATEK's shareholders, to elect Leonid Mikhelson as the Chairman of NOVATEK's Management Board for the term of 5 years starting from May 25, 2022.

Wording of resolution on the agenda item put to vote:

Elect Leonid Mikhelson as the Chairman of NOVATEK's Management Board for the term of 5 years starting from May 25, 2022.

<i>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</i>	3,036,305,951
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	3,036,305,951
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	2,292,886,461
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	75.5157%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	2,285,273,166	99.667960
AGAINST	220	0.000010
ABSTAINED	3,199,863	0.139556
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	4,412,339	0.192436
On other grounds	873	0.000038
TOTAL:	2,292,886,461	100.000000

Resolution passed:

Elect Leonid Mikhelson as the Chairman of NOVATEK's Management Board for the term of 5 years starting from May 25, 2022.

ON THE FIFTH AGENDA ITEM**Speakers:**

Alexander Natalenko, the Chairman of the Meeting, who proposed, in accordance with recommendations of the Audit Committee of the Board of Directors, to approve AO PricewaterhouseCoopers as the Company's auditor for 2022.

Wording of resolution on the agenda item put to vote:

Approve AO PricewaterhouseCoopers Audit (main state registration number (OGRN): 1027700148431) as NOVATEK's auditor for 2022.

<i>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</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	<i>2,292,886,461</i>
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	<i>75.5157%</i>

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,788,062,284	77.98303
AGAINST	2,655	0.00011
ABSTAINED	500,874,990	21.84474
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	3,945,659	0.17208
On other grounds	873	0.00004
TOTAL:	2,292,886,461	100.00000

Resolution passed:

Approve AO PricewaterhouseCoopers Audit (main state registration number (OGRN): 1027700148431) as NOVATEK's auditor for 2022.

ON THE SIXTH AGENDA ITEM

Speakers:

Alexander Natalenko, the Chairman of the Meeting, who proposed to maintain the amount of remuneration to members of the Board of Directors set forth in the Regulations on Remuneration and Compensations Payable to Members of NOVATEK's Board of Directors.

Wording of resolution on the agenda item 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.

<i>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</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	<i>3,036,305,951</i>
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	<i>2,292,886,461</i>
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	<i>75.5157%</i>

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,784,397,770	77.82321
AGAINST	2,344	0.00010
ABSTAINED	504,073,058	21.98421
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	4,412,416	0.19244
On other grounds	873	0.00004
TOTAL:	2,292,886,461	100.00000

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**Speakers:**

Alexander Natalenko, the Chairman of the Meeting, who suggested that the size of remuneration payable to the members of the Revision Commission during the period of exercising their duties be established at Two million one hundred thousand rubles (RUB 2,100,000) per member.

Wording of resolution on the agenda item put to vote:

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

<i>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</i>	3,036,305,951
<i>Number of votes on this agenda item attributable to the Company's voting shares determined in line with Clause 4.24 of the Regulations</i>	3,036,305,951
<i>Number of votes on this agenda item held by persons who participated in the General Meeting</i>	2,292,886,461
<i>The Meeting was in quorum to pass a resolution on the agenda item</i>	75.5157%

Voting options	Number of votes given on each voting option	Percent of the Meeting participants
FOR	1,788,060,353	77.98294
AGAINST	2,599	0.00012
ABSTAINED	500,876,963	21.84482
Number of votes not counted due to ballots deemed invalid or on other grounds under the Regulations		
Invalid	3,945,673	0.17208
On other grounds	873	0.000004
TOTAL:	2,292,886,461	100.00000

Resolution passed:

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

Date of the minutes: April 21, 2022.

Chairman of the Meeting

Alexander Natalenko

Secretary of the Meeting

Zulmira Razakova