Text approved by the Annual General Shareholders Meeting of Open Joint

June 2002 (Minutes

1.7. Independent members of the Board of Directors shall inform the Board about the

2.6.

whose functions shall be performed by the Secretary of the Company/Corporate Secretary, shall carry out preparations for Board meetings under the direction of the Chairman. The Secretary shall organize clerical support, arrange for the collection and indexing of materials for meetings, send to Board members notices of Board meetings, meeting agendas, materials on items on the agenda, and shall prepare draft resolutions of the Board of Directors. Documents related to Board activities shall be kept in Russian. As necessary, the Secretary shall arrange for documents and materials of the Board to be translated into English.

(Wording of the first sentence as approved by the Annual General Shareholders Meeting on 23 June 2016, Minutes No.1)

The Secretary of the Board of Directors shall be responsible for organizational support for the Board of Directors.

(Wording of the second paragraph as approved by the Annual General Shareholders Meeting on 27 June 2012, Minutes No.1)

2.7. The date of a Board meeting shall be determined by the Chairman based on the plan of Board meetings or at the request of the persons ~~or bodies of the Company~~ listed in point 2.3 of these Regulations.

The persons ~~and bodies of the Company~~ entitled to request an extraordinary Board meeting shall file a request with the Secretary at least 30 days prior to the proposed date of the meeting. Such request must be made in writing and sent to the Secretary by registered mail with confirmation of receipt, by fax with confirmation of transmission, or delivered in person to the Secretary of the Board against a signature. The date of the request to convene an extraordinary Board meeting shall be determined by the date of the receipt notice or the date of its delivery to the Secretary.

(Amendment adopted by decision of the Extraordinary General Shareholders Meeting on 05 December 2022, Minutes No.3)

2.8. A request to convene a Board meeting shall contain:

Full name of the initiator of the meeting,
Agenda items and the reasons for their submission for consideration by the Board,
Background materials and/or documents necessary consider the propos(c)-(ti)-3(n2sar)-4(y)-2(

considered in determining whether there is a quorum, and in tallying votes. If the written opinion is sent by fax, e-mail or posted in the Electronic System, the Board member is obligated to send the original written opinion to the Secretary of the Board by post without delay.

(Wording of the second paragraph as approved by the Extraordinary General Shareholders Meeting on 30 September 2013, Minutes No.2)

3.3. A Board member may take part in a Board meeting held in the form of joint attendance by telephone or via videoconferencing. Participation in the meeting using the above means shall qualify as attendance in person.

(Wording of the point as approved by the Extraordinary General Shareholders Meeting on 30 September 2013, Minutes No.2)

3.4. Over the Board meetings the Chairman shall preside; in the absence of the Chairman Vice Chairman shall preside. In the absence of the Chairman and Vice Chairman, the Board shall appoint one of its members present at the meeting to preside.

(Wording of the point as approved by the Extraordinary General Shareholders Meeting on 23 June 2016, Minutes No.1)

3.5. At meetings of the Board of Directors, up to 15 minutes shall be allocated for reports, up to 10 minutes for supplementary reports and speeches during the debate, and up to 5 minutes for information statements. When necessary, the member presiding at the Board meeting may change the time allocated for speeches. Members of the Board of Directors and persons invited to the meeting to discuss specific issues may take part in the debate, make proposals and comments, and provide information on substantive aspects of issues under discussion. The working language at Board meetings shall be Russian. When necessary, the Secretary shall arrange simultaneous interpretation into English at Board meeti

2) convening of annual and extraordinary General Shareholders Meetings and taking decisions necessary for their convening and conducting;

4) election and re-

5) appointment of the Chief Executive Officer of the Company and early termination of his powers, determination of the principal terms and conditions of agreements entered into with the Chief Executive Officer;
(Wording of the sub-point as approved by the Extraordinary General Shareholders Meeting on 05 December 2022, Minutes No.3)

6) inclusion of an item on the reorganization of the Company in the agenda of the General Shareholders Meeting;

7) consent or subsequent approval of major transactions, as provided by the Federal Law On Joint Stock Companies;
(Wording of the sub-point as approved by the Annual General Shareholders Meeting on 21 June 2017, Minutes No.1)

the registrar, and also termination of such agreement;

9) taking decisions on issues of inc
the Charter of the Company (including determination of the value of assets contributed in payment for additional shares placed by the Company);

10) making an application on the listing of shares and/or issuable securities of the Company convertible into shares of the Company;

11) analysis of results of assessing the efficiency of the Board of Directors and

if marks have been made in more than one line of the voting options,
if the signature of the voting Board member is absent,
in other cases where the ballot received does not allow the expressed will of the Board member to be determined unambiguously.

3.12. Decisions of the Board of Directors shall be recorded in the minutes of the meeting of the Board of Directors (hereina
minutes shall be compiled within 3 days of the meeting or absentee voting. If a meeting extends over several days, the deadline for compiling minutes shall be counted from the final day of the meeting. The Chairman shall ensure that minutes are taken at each meeting.

(Wording of the point as approved by the Annual General Shareholders Meeting on 24 June 2004, Minutes No.1)

3.13. The minutes shall indicate:

Date, time and venue of the Board meeting or the date of absentee voting;
List of Board members participating in the consideration of agenda items, and also a list of other attendees at the meeting of the Board of Directors;
Agenda;
Issues put to a vote and voting returns;
Enumerator;
Decisions taken.

(Wording of the point as approved by the Annual General Shareholders Meeting on 23 June 2016, Minutes No.1)

3.14. The Chairman shall sign the Board minutes. In the absence of the Chairman, the member presiding at this meeting shall sign the minutes.

The minutes of the Board of Directors containing decisions taken through absentee voting shall be signed by the Chairman of the Board of Directors. In the event of circumstances which prevent the Chairman of the Board of Directors from signing the minutes of the Board on the results of absentee voting, the minutes shall be signed by Vice Chairman of the Board.

(Wording of the second paragraph as approved by the Annual General Shareholders Meeting on 23 June 2016, Minutes No.1)

The Chairman and other signatories of the Board minutes shall be liable for the correctness of such minutes.

The minutes shall be certified by the round seal of the Company used in the activity of the Board of Directors.

(Wording of the paragraph as approved by the Annual General Shareholders Meeting on 24 June 2004, Minutes No.1)

3.15.

27 June 2012, Minutes No.1, with the amendment adopted by decision of the Annual General Shareholders Meeting on 23 June 2016, Minutes No.1)
(Wording of the paragraph as approved by the Annual General Shareholders Meeting on 28 June 2005, Minutes No.1)

Date and reference number of the minutes,
List of Board members participating in the consideration of agenda items,
Agenda item for which the excerpt was requested,
Decisions taken on the given agenda item,
Voting results for the given item.

4. Control over the Implementation of Decisions Taken by the Board

4.1. The implementation of decisions taken by the Board shall be monitored through the submission of reports to the Boaraw1

Appendix No.1
to the *Regulations on the Board of Directors of PJSC ñLUKOILò*

WRITTEN OPINION
of

[FULL NAME]

Director of PJSC

The issue put to a vote:

tlF3 253(he)-F3 253nh

RESOLVED:

***Voting results*:**

IN FAVOR _____
(Signature)

AGAINST _____
(Signature)

ABSTAIN _____
(Signature)

Procedure for taking account of the Written Opinion: DC 30JETT EMC /P /MCID 37/Lang (en-US)>BD6ot(en)a2 Tfr3(a)-en

Appendix No.2
to the *Regulations on the Board of Directors of PJSC ñLUKOILò*

BALLOT PAPER
of

[FULL NAME]

Director of PJS

The issue put to a vote:

RESOLVED: