



**To the Shareholders  
Of Public Joint Stock Company  
“Oil company “LUKOIL”**

**NOTICE**  
of Acquisition of PJSC “LUKOIL” Shares

Public Joint Stock Company “Oil company “LUKOIL” (hereinafter also referred to as the Company) hereby notifies you that pursuant to Clause 1 of Article 72 of the Federal Law *On Joint Stock Companies*, subclause 4.3.3 of PJSC “LUKOIL” ’s Charter and by virtue of the resolution of the Company's Extraordinary General Meeting ‘On reducing the Charter Capital of PJSC “LUKOIL” through acquisition of a portion of issued shares in order to reduce the total number thereof’ of August 24, 2018, the Company is acquiring the issued shares of PJSC “LUKOIL” from the shareholders on the following terms and conditions:

- class (type) of shares to be acquired: uncertified registered ordinary shares;
- number of PJSC “LUKOIL” ’s shares of the said class (type) to be acquired: 100,563,255 (one hundred million five hundred sixty-three thousand two hundred and fifty-five) shares;
- purchase price: RUB 3,949 (three thousand nine hundred and forty-nine) per share;
- period during which shareholders are authorized to file or recall respective applications to sell PJSC “LUKOIL” ’s shares owned by them, namely: from September 17, 2018 through October 16, 2018 (hereinafter also referred to as the Application Filing Period);
- payment due date for the shares to be acquired by PJSC “LUKOIL”: October 30, 2018 at the latest;
- method of payment for the shares to be acquired: in cash.

The submission of the Application on the sale of shares of PJSC “LUKOIL” is non-mandatory. Should you not wish to sell your shares, no actions from your side shall be required.

To sell PJSC “LUKOIL” shares owned by the shareholders to the Company, a shareholder shall submit an Application on the Sale of Shares (hereinafter, the Application) to the Company’s registrar, OOO “Registrator “Garant”, from September 17 through October 16, 2018 (located at: 6 Krasnopresnenskaya Naberezhnaya, 123100, Moscow; [www.reggarant.ru](http://www.reggarant.ru)), phone numbers for information: 8-800-500-2947 (on weekdays, from 10.00 am till 4.30 pm, domestic calls are free); +7 (495) 221-31-12 (on weekdays, from 9.00 am till 6.00 pm) (hereinafter, the Registrar).

The shareholders of PJSC “LUKOIL” registered in the register of the Company’s shareholders shall submit to the Registrar an Application drawn in writing and signed by the shareholder by mailing or delivering it against written acknowledgment of receipt. The application shall contain information identifying the shareholder submitting it, as well as the number of PJSC “LUKOIL” shares he/she declares for sale. Should the Application be signed by the shareholder’s representative by virtue of a power of attorney, it shall be accompanied by the respective original power of attorney or a duly certified copy thereof. The recommended Application form is attached hereto as Annex 1 for individuals and Annex 2 for legal entities.

A shareholder of PJSC “LUKOIL” not registered in the register of the Company's shareholders shall exercise his/her right to file the Application by giving appropriate instructions to the person responsible for the registration of his/her rights to the shares in the Company (nominee holder). In the above case, such instructions shall be given in accordance with the laws of the Russian Federation on securities and shall contain information on the number of shares declared for sale.

The shareholders shall have the right to revoke their Applications within the Application Filing Period. The Application can be revoked only with respect to all the shares of the Company declared by the shareholder for sale. The recommended Application Revocation form is attached hereto as Annex 3 for individuals and Annex 4 for legal entities.

The Application or its revocation shall be deemed submitted to the Company on the day when it is received by the Registrar from the shareholder registered in the register of the Company's shareholders or on the day the Registrar receives from a nominee holder registered in the register of the Company's shareholders a message containing the will of such a shareholder.

From the day on which the Registrar (nominee shareholder) receives the Application (instructions on the exercise by the shareholder of the right to submit the Application) and up to the day on which an entry is made in the register of the Company's shareholders on the transfer of rights to the acquired shares to the Company, or the day on which the shareholder submits an application revocation notice (a nominee shareholder is informed of the receipt by the Registrar of the shareholder's application revocation notice), the shareholders shall have no right to dispose of the shares offered for acquisition, in particular, pledge or otherwise encumber them, while the Registrar (a nominee holder) shall make an entry on such restrictions imposed on the account used for registration of the shareholder's rights to the shares without the shareholder's order (instruction).

If the total amount of shares declared for sale in the submitted Application exceeds the number of shares determined in the resolution of the Company's Extraordinary General Shareholders Meeting of August 24, 2018 (100,563,255 shares), the shares will be purchased from the shareholders pro rata to the stated requirements.

Payment for the shares acquired by the Company to persons registered in the register of the Company's shareholders shall be made by the Company by way of funds transfer to the bank accounts whose details are available to the Registrar<sup>1</sup>. This obligation of the Company is deemed to be discharged from the date on which funds are received by a lending institution with which a person entitled to such payments opened an account, while if a lending institution is such a person, the above obligation is discharged when such funds are credited to its account. Should there be no bank account details available or possibility to credit funds to the bank account for reasons beyond the Company's control, a respective amount for the shares acquired by the Company shall be transferred to the notary's deposit account at the Company's location.

Payment for the shares acquired by the Company to persons not registered in the register of the Company's shareholders shall be made by the Company by way of funds transfer to the bank account of the nominee shareholder registered in the register of the Company's shareholders. This obligation of the Company is deemed to be discharged from the date on which funds are received by a lending institution with which a nominee holder opened an account, while if a lending institution is a nominee holder, when such funds are credited to its account.

Entries on the transfer of rights to the acquired shares to the Company shall be made in accordance with paragraphs 4.1 and 4.2 of Article 76 of the Federal Law *On Joint Stock Companies*.

Shareholders may address any questions related to share acquisition by the Company as per the resolution adopted by the Extraordinary General Meeting of PJSC "LUKOIL" of August 24, 2018, to:

- the Company's registrar, OOO "Registrator "Garant" (located at: 6 Krasnopresnenskaya Naberezhnaya, 123100, Moscow; [www.reggarant.ru](http://www.reggarant.ru)) by phone: at 8-800-500-2947 (on weekdays, from 10.00 am till 4.30 pm, domestic calls are free) and +7 (495) 221-31-12), (on weekdays, from 9.00 am till 6.00 pm), E-mail: [mail@reggarant.ru](mailto:mail@reggarant.ru);
- PJSC "LUKOIL" by phone at 8-800-200-9402 (on weekdays: from 9.00 am till 6.00 pm on Monday - Thursday, from 9.00 am till 4.45 pm on Friday, domestic calls are free), E-mail: [shareholder@lukoil.com](mailto:shareholder@lukoil.com).

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<sup>1</sup> To receive payment for the disposed shares of the Company in due time, we recommend to update your personal data, including bank account details, with the Company's registrar or the nominee holder (depending on the place of share rights registration) before October 16, 2018.