

**SHAREHOLDER RELATIONS POLICY
OF PJSC “LUKOIL”**

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1. General provisions

1.1. This *Shareholder Relations Policy of PJSC “LUKOIL”* (hereinafter the “Policy”) has been developed in accordance with the effective laws of the Russian Federation, the Charter of PJSC “LUKOIL” (hereinafter also the “Company”), the Company’s internal regulations and obligations related to the trading of its securities on global stock exchanges, as well as taking into account the Code of Corporate Governance recommended by the Bank of Russia.

2. Principles, goals and objectives

2.1. Relations of PJSC “LUKOIL” with its shareholders and holders of depositary receipts issued for the Company's shares are based on the following principles:

- 2.1.1. Commitment to best practice in corporate governance;
- 2.1.2. Equal treatment of all shareholders irrespective of the number of shares they hold;
- 2.1.3. Transparency of information;
- 2.1.4. Effective response mechanisms;
- 2.1.5. High level of professionalism, respect for and adherence to business ethics;
- 2.1.6. Convenience and ease of shareholders’ interaction with the Company when they exercise their rights.

The said principles are provided for by the Charter of PJSC “LUKOIL”, the Company’s internal regulations and the effective laws of the Russian Federation.

2.2. The goals of shareholder relations are as follows:

- 2.2.1. To ensure timely and full exercise of shareholders’ rights and lawful interests;
- 2.2.2. To establish an efficient system of corporate relations between the Company’s management bodies and shareholders to ensure stable and dynamic development of PJSC “LUKOIL” and observance of shareholders’ lawful rights.

2.3. Shareholder relations are aimed at achieving the following objectives:

- 2.3.1. To ensure effective response mechanisms, including prompt answers to shareholders’ requests and professional advice concerning shareholders’ rights;
- 2.3.2. To consider violations of shareholders’ rights in a prompt manner, take measures to restore such rights and create an environment preventing such violations;
- 2.3.3. To improve mechanisms for exercising shareholders’ rights.

3. Support of shareholders’ rights and lawful interests

3.1. The Company shall guarantee the exercise of shareholders’ rights. The fundamental rights of shareholders include:

- 3.1.1. The right to participate in the management of the Company.

Shareholders shall exercise their right to participate in the management of the Company in the course of preparing for and holding General Meetings of the Company's shareholders (hereinafter the "meeting"), including by means of voting, placing items on the agenda of meetings, nominating candidates to the Company's governing bodies and electing them. The procedure for preparing for and holding meetings is set forth in the *Regulations on the Procedure for Preparing for and Holding the General Shareholders Meeting of PJSC "LUKOIL"*;

3.1.2. The right to receive dividends.

The mechanism for calculating the amount of dividends and the procedure for their payment are set forth in the *Regulations on the Dividend Policy of PJSC "LUKOIL"*;

3.1.3. The right to get information about the Company's activities.

The Company's information policy and the procedure for providing information to shareholders are governed by the *Regulations on the Information Policy of Public Joint Stock Company "Oil Company "LUKOIL"* and the *Regulations on Providing Information to Shareholders of Public Joint Stock Company "Oil Company "LUKOIL"*;

3.1.4. The right to reliable and efficient methods of recording rights in shares.

To keep the register of the Company's shareholders, the Company shall engage a highly professional registrar having a good business reputation, able to organize reliable recording of shareholders' rights in the Company's shares using advanced registrar technologies and having a wide network of transfer-agency offices.

The Company and the registrar shall be jointly and severally liable for losses caused by violation of the procedure for recording rights, the procedure for performing account transactions (the procedure for keeping the register), loss of recorded data, provision of incomplete or unreliable information from the register, unless they prove that the violation has been caused by force majeure events.

3.2. For shareholders to be able to exercise their rights in full, they shall timely update information (details) recorded in the register of shareholders/or available to the nominee holder keeping records of shareholders' rights in the Company's shares and used for shareholder identification.

3.3. The Company shall support shareholders' rights and lawful interests and assist in their restoration in case of violation by means of:

3.3.1. Setting the procedure for holding meetings that gives all persons present at the meeting reasonably equal opportunities to express their opinions and ask their questions;

3.3.2. Unconditional compliance with resolutions passed at meetings;

3.3.3. Safeguarding information about shareholders accessible to the Company and the registrar and keeping such information confidential in accordance with effective laws;

3.3.4. Taking lawful measures to stop fraud of which the Company is aware and which is aimed at misappropriation of the Company's shares held by shareholders, or inducement of shareholders to perform illegal or disadvantageous transactions with their shares, as well as other illegal acts with respect to the rights and lawful interests of shareholders directly related to holding the Company's shares and/or exercising other rights attached thereto;

3.3.5. Exercising shareholders' rights to apply preferential rates of taxes on dividends duly supported by documents that have been properly executed and timely submitted to the registrar and/or the Company.

4. Organization of interaction between the Company and its shareholders

4.1. The Company's Board of Directors shall play a key role in establishing and developing the corporate governance system, ensuring shareholders' rights and lawful interests and exercising control over activities of executive bodies. Members of the Board of Directors (including independent ones) shall be elected by the meeting in accordance with the procedure set forth by effective laws and the Company Charter.

4.2. To ensure effective interaction between the Company and its shareholders and coordinate the Company's activities to protect shareholders' rights and interests, the Company has introduced the institution of a corporate secretary governed by the *Regulations on the Corporate Secretary of PJSC "LUKOIL"*. The Corporate Secretary shall be sufficiently independent from the Company's executive bodies in view of its functional accountability to the Board of Directors and shall ensure interaction with shareholders within its legal authority, including with respect to prevention of corporate conflicts.

4.3. The Company's Depository Institutions and Registrars Directorate of the Securities Listing and Trading Support Department shall be responsible for ensuring the exercise and protection of shareholders' lawful rights, as well as for supporting effective response mechanisms, preparing prompt answers to shareholders' requests and giving professional advice to shareholders.

5. Final provisions

5.1. This Policy, as well as amendments and additions hereto, shall take effect from the date of its approval by the Company's Board of Directors.

5.2. If as a result of changes in the Russian Federation laws separate provisions of this Policy come into conflict with such laws, relevant provisions of the Russian Federation laws shall prevail.