

**REPORT ON THE VOTING RESULTS
at the annual General Meeting of Shareholders of
PAO "TMK"
(hereinafter referred to as the "Meeting")**

The full commercial name of the Company: PAO "TMK" (hereinafter referred to as the – «Company»).

Location of the Company: 105062, Russian Federation, Moscow, Pokrovka St., 40, build. 2A.

Type of the meeting: Annual General Meeting of Shareholders.

Form of the meeting holding: in-person (joint presence of shareholders for discussion of the agenda and decision making on the issues put to the vote).

Date of determination of persons entitled to participate in the Meeting (date of record for those entitled to participate in the Meeting): May 15, 2017.

Date of the meeting: June 08, 2017

Place of the meeting: Russian Federation, Sverdlovsk Region, city of Ekaterinburg, Rozy Lyuxemburg str., 51.

Time of registration of persons entitled to participate in the Meeting: 10.00 (local time).

Time of the meeting: 11.00 (local time).

The deadline for the registration of persons entitled to participate in the Meeting: 11.50 (local time).

Time of counting of votes: 11.55 (local time).

Closing time of the Meeting: 12.00 (local time).

Postal address to which the completed bulletins must be sent: 107996, Moscow, 18, Stromynka Str., block 13, p/o box 9, JSC "Registrar R.O.S.T.".

Chairman of the Meeting: A.Yu. Kaplunov

Secretary of the Meeting: M.V. Kurbatov

In accordance with Art. 56 of Federal Law No. 208-FZ dated December 26, 1995 "On Joint-Stock Companies", the function of the Counting Commission shall be performed by the Registrar of the Company - JSC "Registrar R.O.S.T.". In accordance with paragraph 3 of Art. 67.1. of the Civil Code of the Russian Federation in the performance of the functions of the counting commission, the Registrar shall exercise certification of the membership and decisions, adopted at the general meeting of shareholders of the Company. Location of the Registrar: city of Moscow.

Authorized person of the Registrar:

Trifonova Nina Alexeevna, by proxy No. 0187 dated April 21, 2017.

The total number of votes held by the shareholders - owners of the company's voting shares – 1 033 135 366.

The number of votes held by the shareholders who participated in the meeting – at 11.00 local time, persons held in aggregate 844 306 277 votes, which is 81.7227% of the total number of votes of persons entitled to participate in the Meeting, are registered.

In accordance with the requirements of the current legislation, a general meeting held in the form of a meeting shall be opened if by the time of its commencement there is a quorum for at least one of the items included in the agenda of the general meeting.

There was a quorum for the opening of the Meeting.

AGENDA OF THE MEETING:

- 1) Distribution of the Company's profit by the results of 2016.
- 2) Election of the Board of Directors of the Company.
- 3) Election of the Auditing Commission of the Company.
- 4) Approval of the Company's Auditor.
- 5) Approval of the new version of the Articles of association of the Company.
- 6) Approval of the new edition of the Regulations on the General Meeting of Shareholders.
- 7) Approval of the new version of the Provision on the Board of Directors.
- 8) Approval of the new version of the Provision on the Audit Commission.

Voting results and decisions made:**As to the first item on the agenda:****VOTING RESULTS**

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 1.	

When voting on the item No. 1, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
"IN FAVOR"	844 306 227	100.0000
"AGAINST"	0	0.0000
"ABSTENTIONS"	0	0.0000

DECISION:

To approve the distribution of profits by the results of 2016 of the reporting year. To pay dividends for 2016 fiscal year in cash in the amount of 1 ruble 96 kopecks per one ordinary share of the Company with a par value of 10 rubles, in the amount of 2 024 945 317 rubles 36 kopecks.

To decide on the day on which the persons entitled to receive dividends are determined - June 20, 2017.

The term of payment of dividends to the nominal holder and being a professional participant of the securities market to the trustee, registered in the register of shareholders - until July 05, 2017, and to other persons registered in the register of shareholders - until July 26, 2017.

The remaining profit after dividend payment shall not be distributed and left at the disposal of the Company.

As to the second item on the agenda:**VOTING RESULTS**

Number of cumulative votes held by persons included in the list of persons entitled to participate in the meeting	11 364 489 026
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Number of cumulative votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	11 364 489 026
Number of cumulative votes held by persons who took part in the meeting	9 287 368 271
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 2.	

When voting on the item No. 2, the cumulative votes were distributed as follows:

№	Full name of the candidate	Number of votes for cumulative voting
«IN FAVOR» - distribution of votes for candidates		
1	Alexeev Mikhail Yurievich	893 348 992
2	Kaplunov Andrey Yurievich	731 341 606
3	Kravchenko Sergey Vladimirovich	997 902 438
4	O'Brian Peter	919 246 718
5	Papin Sergey Timofeevich	726 189 730
6	Pumpyanskiy Alexander Dmitrievich	678 955 904
7	Pumpyanskiy Dmitry Alexandrovich	1 164 149 219
8	Foresman Robert Mark	918 906 434
9	Khmelevsky Igor Borisovich	54 152 761
10	Chubays Anatoly Borisovich	751 728 860
11	Shiryaev Alexander Georgievich	690 430 670
12	Shokhin Alexander Nikolaevich	749 568 392
«AGAINST» all candidates:		7 815 984
«ABSTENTIONS» for all candidates:		0

DECISION:

To determine the number of members of the Board of Directors of PAO "TMK" equal to 11 (eleven), to elect the Board of Directors of the Company as follows:

1. Alexeev Mikhail Yurievich;
2. Kaplunov Andrey Yurievich;
3. Kravchenko Sergey Vladimirovich;
4. O'Brian Peter;
5. Papin Sergey Timofeevich;
6. Pumpyanskiy Alexander Dmitrievich;
7. Pumpyanskiy Dmitry Alexandrovich;
8. Foresman Robert Mark;
9. Chubays Anatoly Borisovich;
10. Shiryaev Alexander Georgievich;
11. Shokhin Alexander Nikolaevich;

As to the third item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on	1 032 834 281

additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	
Number of votes held by persons who took part in the general meeting on this issue	844 122 985
Quorum (%)	81.7288
There was a quorum on this item. The voting was conducted by ballots No. 3.	

When voting on the item No. 3, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
“IN FAVOR”	843 792 935	99.9609
“AGAINST”	0	0.0000
“ABSTENTIONS”	330 000	0.0391

DECISION:

To elect the Auditing Committee of the Company consisting of:

- 1. Maksimenko Alexander Vasilyevich;**
- 2. Vorobiev Alexander Petrovich;**
- 3. Pozdnyakova Nina Viktorovna.**

As to the fourth item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company’s voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 3.	

When voting on the item No. 4, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
“IN FAVOR”	838 901 112	99.3598
“AGAINST”	35	0.0000
“ABSTENTIONS”	5 405 080	0.6402

DECISION:

To approve Ernst & Young Ltd as the Company’s Auditor.

As to the fifth item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
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Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 4.	

When voting on the item No. 5, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
"IN FAVOR"	729 713 684	86.4276
"AGAINST"	97 339 295	11.5289
"ABSTENTIONS"	17 253 248	2.0435

DECISION:

In connection with bringing the provisions of the Company's Articles of association into line with the current legislation of the Russian Federation, to approve the Company's Articles of association in a new edition.

To register a new version of the Company's Articles of association in accordance with the procedure established by law.

As the sixth item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 4.	

When voting on the item No. 6, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
"IN FAVOR"	729 713 684	86.4276
"AGAINST"	97 339 295	11.5289
"ABSTENTIONS"	17 253 248	2.0435

DECISION:

To approve the new version of the Regulations on the General Meeting of Shareholders of the Company.

As the seventh item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 5.	

When voting on the item No. 7, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
"IN FAVOR"	729 713 684	86.4276
"AGAINST"	97 339 295	11.5289
"ABSTENTIONS"	17 253 248	2.0435

DECISION:

To approve the new version of the Regulations on the Board of Directors of the Company.

As the eighth item on the agenda:

VOTING RESULTS

Number of votes held by persons included in the list of persons entitled to participate in the general meeting	1 033 135 366
Number of votes on the Company's voting shares determined in accordance with the provisions of paragraph 4.20 of the Regulation on additional requirements to the procedure for preparation, convocation and holding of the general meeting of shareholders approved by Order No. 12-6/ПЗ-Н of the Federal Commission for Securities Market of Russia dated 02.02.2012	1 033 135 366
Number of votes held by persons who took part in the general meeting on this issue	844 306 277
Quorum (%)	81.7227
There was a quorum on this item. The voting was conducted by ballots No. 5.	

When voting on the item No. 8, the votes shall be distributed as follows:

Voting options	Number of votes	% from those who participated in the meeting
"IN FAVOR"	729 708 046	86.4269
"AGAINST"	97 339 295	11.5289
"ABSTENTIONS"	17 253 248	2.0435

DECISION:

To approve the new version of the Regulations on the Company's Audit Commission.

Date of report: June 14, 2017.

Chairman of the Meeting:

A.Yu. Kaplunov

Secretary of the Meeting:

M.V. Kurbatov