

REPORT ON VOTING RESULTS
at the Annual General Meeting of Shareholders
of PAO “TMK”

Full legal name of the Company: PAO “TMK” (hereinafter – the “Company”)

Principal place of business of the Company: Russia, 105062 Moscow, 40, Pokrovka St., building 2A.

Type of meeting of the shareholders (hereinafter – the “general meeting”): the annual general meeting.

Form of the general meeting: absentee voting.

Date of determination of persons entitled to participate in the general meeting: May 06, 2020.

Date of the Meeting (end date of acceptance of voting bulletins): May 29, 2020.

Postal address to which the completed bulletins have been sent: 107996, Moscow, 18, Stromynka St., block 5B, suite IX, JSC “IRC- R.O.S.T.”.

Web-sites at which the electronic forms of voting bulletins have been completed: <https://lk.rrost.ru> or <http://www.tmk-group.ru/lka>.

Chairman of the general meeting: D.A. Pumpyanskiy.

Secretary of the general meeting: M.V. Kurbatov.

In accordance with Article 56 of the Federal Law dated 26 December, 1995 №208-FZ “On Joint stock companies” the functions of the scrutiny commission have been performed by “Independent Registrar Company R.O.S.T.” Joint-Stock Company, (hereinafter referred to as the “Registrar”). In accordance with clause 3 of Article 67.1 of the Civil Code of the Russian Federation and within the terms of the performance of its functions the Registrar certified the number of the participants and decisions taken at the general meeting of the shareholders of the Company.

Place of business of the Registrar: 107996, Moscow, 18, Stromynka St., block 5B, suite IX, JSC “IRC- R.O.S.T.”.

The authorized person of the Registrar: Lopatina Galina Yuryevna acting on basis of the Power of attorney № 035 dated 17.01.2019.

Total number of votes owned by the shareholders – holders of voting shares of the Company - 1 033 135 366.

Number of votes owned by the shareholders who took part in the general meeting –792 535 479 votes, which represents 76.7117% of the total number of votes of the persons entitled to participate in the general meeting, were registered. The quorum for the opening of the general meeting has been recorded.

AGENDA OF THE GENERAL MEETING:

1. Distribution of the Company's profits as of the results of 2019.
2. Election of the Board of Directors of the Company.
4. Approval of the Auditor of the Company.
5. Approval of the revised Articles of Association of the Company.

VOTING RESULTS AND TAKEN DECISIONS:

On item 1 of the agenda:

VOTING RESULTS:

Number of votes owned by the persons included in the list of persons entitled to participate in the general meeting, on the given item of the agenda of the general meeting	1 033 135 366
Number of votes carried by voting shares of the Company on the given item of the agenda of the general meeting, determined taking into account the provisions of clause 4.24 of Regulations	1 033 135 366

Number of votes owned by the persons who took part in the general meeting, on the given item of the agenda of the general meeting	792 535 479
Quorum on the given item of the agenda has been recorded	76.7117%

Voting option	Number of votes given for each voting option	% out of number of persons who took part in the general meeting
“FOR”	739 134 103	93.2620
“AGAINST”	371 226	0.0468
“ABSTAINED”	2 030 150	0.2562

TAKEN DECISION ON ITEM 1 OF THE AGENDA:

1. Not to pay dividends as of results of the Company in 2019 reporting year.

On item 2 of the agenda:

VOTING RESULTS:

Number of votes owned by the persons included in the list of persons entitled to participate in the general meeting, on the given item of the agenda of the general meeting	11 364 489 026
Number of votes carried by voting shares of the Company on the given item of the agenda of the general meeting, determined taking into account the provisions of clause 4.24 of the Regulations	11 364 489 026
Number of votes owned by the persons who took part in the general meeting, on the given item of the agenda of the general meeting	8 717 890 269
Quorum on the given item of the agenda has been recorded	76.7117%

№	Name of the candidate	Number of votes given for each voting option
"FOR", distribution of votes amount the candidates		
1	Wende Frank-Detlef	810 144 120
2	Kaplunov Andrey Yurievich	722 067 374
3	Kravchenko Sergey Vladimirovich	789 154 895
4	Kuzminov Yaroslav Ivanovich	789 165 395
5	Pumpyanskiy Alexander Dmitrievich	823 847 820
6	Pumpyanskiy Dmitry Alexandrovich	1 122 452 984
7	Khodorovskiy Mikhail Yakovlevich	722 198 785
8	Chervonenko Natalya Anatolievna	789 144 392
9	Chubais Anatoly Borisovich	669 264 534
10	Shiryayev Alexander Georgievich	722 190 510
11	Shokhin Alexander Nikolaevich	733 050 716
	“AGAINST”	199 320
	“ABSTAINED”	2 248 752

TAKEN DECISION ON ITEM 2 OF THE AGENDA:

To elect the following Board of Directors of the Company comprising of 11 (eleven):

1. Wende Frank-Detlef
2. Kaplunov Andrey Yurievich
3. Kravchenko Sergey Vladimirovich
4. Kuzminov Yaroslav Ivanovich
5. Pumpyanskiy Alexander Dmitrievich

6. Pumpyanskiy Dmitry Alexandrovich
7. Khodorovski Mikhail Yakovlevich
8. Chervonenko Natalya Anatolievna
9. Chubais Anatoly Borisovich
10. Shiryayev Alexander Georgievich
11. Shokhin Alexander Nikolaevich.

On item 3 of the agenda:

VOTING RESULTS:

Number of votes owned by the persons included in the list of persons entitled to participate in the general meeting, on the given item of the agenda of the general meeting	1 033 135 366
Number of votes carried by voting shares of the Company on the given item of the agenda of the general meeting, determined taking into account the provisions of clause 4.24 of the Regulations	1 032 801 409
Number of votes owned by the persons who took part in the general meeting, on the given item of the agenda of the general meeting	792 535 479
Quorum on the given item of the agenda has been recorded	76.7117%

Voting option	Number of votes given for each voting option	% out of number of persons who took part in the general meeting
“FOR”	706 178 409	89.1037
“AGAINST”	54 339 857	6.8565
“ABSTAINED”	29 326 847	3.7004

TAKEN DECISION ON ITEM 3 OF THE AGENDA:

3. To approve Ernst & Young LLC as the Auditor of the Company:

On item 4 of the agenda:

VOTING RESULTS:

Number of votes owned by the persons included in the list of persons entitled to participate in the general meeting, on the given item of the agenda of the general meeting	1 033 135 366
Number of votes carried by voting shares of the Company on the given item of the agenda of the general meeting, determined taking into account the provisions of clause 4.24 of the Regulations	1 033 135 366
Number of votes owned by the persons who took part in the general meeting, on the given item of the agenda of the general meeting	792 535 479
Quorum on the given item of the agenda has been recorded	76.7117%

Voting option	Number of votes given for each voting option	% out of number of persons who took part in the general meeting
“FOR”	790 062 072	99.6879
“AGAINST”	1 920	0.0002
“ABSTAINED”	2 471 297	0.3118

TAKEN DECISION ON ITEM 4 OF THE AGENDA:

4. In connection with bringing the provisions of the Articles of Association of the Company in line with the current legislation of the Russian Federation, to approve the Articles of Association of the Company in a new edition.

Register a new edition of the Articles of Association of the Company in the manner prescribed by law.

Date of preparation of the report: June 01, 2020.

Chairman of the general meeting

D.A. Pumpyanskiy

Secretary of the general meeting

M.V. Kurbatov