

**REPORT**  
On Voting Results of Annual General Meeting of  
Public Joint Stock Company Acron

Full name of the company: **Public Joint Stock Company Acron**

Domicile: **Veliky Novgorod, 173012, Russian Federation**

Company's address: **Veliky Novgorod, Novgorod region 173012**

Type of the general meeting: **Annual**

Form of the general meeting: **Meeting**

Record date for persons entitled to attend the general meeting: **6 May 2019 (end of business)**

Date of the general meeting: **30 May 2019**

Place of the general meeting: **Cultural Centre of PJSC Acron (22a Lomonosov Street, Veliky Novgorod, Russian Federation)**

Chair of the general meeting: **Alexander Popov**

Secretary of the general meeting: **Irina Klassen**

**Agenda of the general meeting:**

- 1. Approving Acron's annual report for 2018**
- 2. Approving Acron's annual accounting (financial) statements for 2018**
- 3. Distributing Acron's profit and loss (including payment (declaration) of dividends) for 2018**
- 4. Electing Acron's Board of Directors**
- 5. Paying remuneration and reimbursement to members of Acron's Board of Directors**
- 6. Approving Acron's auditor**
- 7. Electing Acron's Internal Audit Team**

**Agenda Item 1:**

- 1. Approving Acron's annual report for 2018**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company's voting shares determined as per Clause 4.24 of the Regulation On General Meetings No. 12-6/pz-n dated 2 February 2012 approved by the Bank of Russia (hereinafter "the Regulation"): **40,534,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,855,355**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option ("aye", "nay", "abstain") on this agenda item of the general meeting:

Voting options	Number of votes
<b>AYE:</b>	<b>36,855,355</b>
<b>NAY:</b>	<b>0</b>
<b>ABSTAIN:</b>	<b>0</b>

Wording of the resolution on this agenda item passed by the general meeting:

- 1. Approve Acron's annual report for 2018**

**Agenda Item 2:**

**2. Approving Acron’s annual accounting (financial) statements for 2018**

Number of votes on this agenda item held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company’s voting shares determined as per Clause 4.24 of the Regulation: **40,534,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,855,355**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option (“aye”, “nay”, “abstain”) on this agenda item of the general meeting:

Voting options	Number of votes
<b>AYE:</b>	<b>36,843,755</b>
<b>NAY:</b>	<b>0</b>
<b>ABSTAIN:</b>	<b>0</b>

Wording of the resolution on this agenda item passed by the general meeting:

**2. Approve Acron’s annual accounting (financial) statements for 2018.**

**Agenda Item 3:**

**3. Distributing Acron’s profit and loss (including payment (declaration) of dividends) for 2018**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company’s voting shares determined as per Clause 4.24 of the Regulation: **40,534,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,855,355**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option (“aye”, “nay”, “abstain”) on this agenda item of the general meeting:

Voting options	Number of votes
<b>AYE:</b>	<b>36,855,355</b>
<b>NAY:</b>	<b>0</b>
<b>ABSTAIN:</b>	<b>0</b>

Wording of the resolution on this agenda item passed by the general meeting:

**3. Approve distribution of Acron’s profit and loss for 2018 proposed by Acron’s Board of Directors. Pay (declare) dividends for 2018 in the amount and in the form proposed by Acron’s Board of Directors. Set a record date for the persons entitled to dividends proposed by Acron’s Board of Directors.**

*Proposals (recommendations) of Acron’s Board of Directors on distribution of Acron’s profit for 2018 and payment (declaration) of dividends:*

On 7 May 2019, the Board of Directors (Minutes No. 611) recommended Acron's annual general meeting held on 30 May 2019:

To distribute Acron's net profit for 2018 in amount of RUB 10,810,366,185 as follows:

- RUB 5,472,090,000 shall be paid as dividends on ordinary shares
- RUB 5,338,276,185 shall be retained undistributed

Pay (declare) the dividends on Acron's outstanding ordinary shares for 2018 in cash and in the amount of one hundred and thirty-five roubles (RUB 135.00) per share. Set the record date for persons entitled to dividends at 11 June 2019.

#### **Agenda Item 4:**

#### **4. Electing Acron's Board of Directors.**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **283,738,000**

Number of votes on this agenda item attached to the Company's voting shares determined as per Clause 4.24 of the Regulation: **283,738,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **257,987,485**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option ("aye", "nay", "abstain") on this agenda item of the general meeting:

#### **Vote results:**

<b>No.</b>	<b>Nominee's full name</b>	<b>Votes cast in favour of the nominee</b>
1.	Nikolai Arutyunov	39,460,231
2.	Vladimir Gavrikov	35,372,375
3.	Georgy Golukhov	34,862,271
4.	Alexander Dynkin	34,867,271
5.	Yury Malyshev	38,836,759
6.	Alexander Popov	35,284,945
7.	Arkady Sverdlov	38,466
8.	Vladimir Sister	38,833,889
	<b>AGAINST all</b>	<b>0 votes</b>
	<b>ABSTAIN all</b>	<b>0 votes</b>

Wording of the resolution passed by the general meeting:

#### ***4. Elect Acron's Board of Directors consisting of the following members:***

- 1. Nikolai Arutyunov*
- 2. Vladimir Gavrikov*
- 3. Georgy Golukhov*
- 4. Alexander Dynkin*
- 5. Yury Malyshev*
- 6. Alexander Popov*
- 7. Vladimir Sister*

#### **Agenda Item 5:**

#### **5. Paying remuneration and reimbursement to members of Acron's Board of Directors**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company's voting shares determined as per Clause 4.24 of the Regulation: **40,534,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,855,355**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option ("aye", "nay", "abstain") on this agenda item of the general meeting:

Voting options	Number of votes
<b>AYE:</b>	<b>36,556,546</b>
<b>NAY:</b>	<b>61,142</b>
<b>ABSTAIN:</b>	<b>220,183</b>

Wording of the resolution on this agenda item passed by the general meeting:

***5. Establish that each independent member of Acron's Board of Directors elected by Acron's annual general meeting held on 30 May 2019 shall receive a remuneration for performing their duties as members of Acron's Board of Directors in the amount of two million and two hundred thousand roubles (RUB 2,200,000) per year. This remuneration shall be paid in equal instalments on a monthly basis starting from the date of this resolution. No remuneration shall be paid to other members of Acron's Board of Directors. To reimburse members of Acron's Board of Directors for their expenses related to performing their duties of the Board of Directors members.***

**Agenda Item 6:**

**6. Approving Acron's auditor.**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company's voting shares determined as per Clause 4.24 of the Regulation: **40,534,000**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,855,355**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option ("aye", "nay", "abstain") on this agenda item of the general meeting:

Voting options	Number of votes
<b>AYE:</b>	<b>37,807,002</b>
<b>NAY:</b>	<b>0</b>
<b>ABSTAIN:</b>	<b>36,669</b>

Wording of the resolution on this agenda item passed by the general meeting:

***6. Approve the following auditing firms proposed by Acron's Board of Directors as Acron's auditor:***

- For confirmation of accounting (financial) statements prepared in accordance with Russian laws on accounting: Limited Liability Company Crowe Russaudit (OGRN 1037700117949)***
- For confirmation of financial statements prepared in accordance with international financial reporting standards (IFRS): Joint Stock Company KPMG (OGRN 1027700125628)***

**Agenda Item 7:**

**7. Electing Acron's Internal Audit Team**

Number of votes on this agenda item of the general meeting held by persons included in the list of persons entitled to attend the general meeting: **40,534,000**

Number of votes on this agenda item attached to the Company's voting shares determined as per Clause 4.24 of the Regulation: **40,495,764**

Number of votes on this agenda item of the general meeting held by persons who attended the general meeting: **36,817,909**

The quorum on this agenda item is **present**.

Number of votes cast in favour of each voting option ("aye", "nay", "abstain") on this agenda item of the general meeting:

No.	Nominee's full name	Voting options	Number of votes
1.	Valentina Alexandrova	AYE	36,531,801
		NAY	280,308
		ABSTAIN	0
2.	Irina Dudicheva	AYE	36,531,801
		NAY	280,308
		ABSTAIN	0
3.	Elena Zubrilova	AYE	36,531,801
		NAY	280,308
		ABSTAIN	0
4.	Elena Potapova	AYE	36,531,801
		NAY	280,308
		ABSTAIN	0
5.	Tatyana Khrapova	AYE	36,531,801
		NAY	280,308
		ABSTAIN	0

Wording of the resolution on this agenda item passed by the general meeting:

**7. Elect Acron's Internal Audit Team as follows:**

- 1. Valentina Alexandrova**
- 2. Irina Dudicheva**
- 3. Elena Zubrilova**
- 4. Elena Potapova**
- 5. Tatyana Khrapova**

On 30 May 2019, Acron's Registrar served as counting board at the Annual General Meeting.

Full company name, registered and domicile address of the Registrar: **Joint Stock Company Independent Registrar Company R.O.S.T.**, domicile: **Moscow** address: **18 Stromynka Street, bldg. 13, Moscow 107996.**

Authorised person of the Registrar: **Lyudmila Bukharova, power of attorney No. 037 dated 17 January 2019.**

Chairman of Acron's General Meeting \_\_\_\_\_ Alexander Popov

Secretary of Acron's General Meeting \_\_\_\_\_ Irina Klassen