

PETROPAVLOVSK PLC - GENERAL MEETING

Barcode:



FORM OF PROXY PETROPAVLOVSK PLC - GENERAL MEETING



I/We being a member of the Company hereby appoint the Chairman of the meeting or (see note 1).

Barcode:

Name of proxy

Number of shares proxy appointed over

Event code:



Please leave this box blank if you have selected the Chairman. Do not insert your own name(s).

as my/our proxy to vote on my/our behalf at the General Meeting of the Company to be held at 11 a.m. on 10 August 2020 at the offices of White & Case LLP, 5 Old Broad Street, London EC2N 1DW and at any adjournment thereof. I have indicated with an 'X' how I/we wish my/our votes to be cast on the following resolutions:

Please tick here if this proxy appointment is one of multiple appointments being made.
For the appointment of more than one proxy, please refer to note 2.

RESOLUTIONS - Please see overleaf

IMPORTANT NOTE - RESOLUTION 18

Shareholders should note that if Resolution 18 is passed, the individuals who may be elected as Directors under Resolutions 1 to 6 will be immediately removed as Directors of the Company.

NOTES TO FORM OF PROXY - Please see overleaf

Signature

Dated



NOTES TO FORM OF PROXY

- Every holder has the right to appoint some other person(s) of their choice, who need not be a shareholder as his proxy to exercise all or any of his rights, to attend, speak and vote on his behalf at the meeting. If you wish to appoint a person other than the Chairman, please insert the name of your chosen proxy holder in the space provided. If the proxy is being appointed in relation to less than your full voting entitlement, please enter in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. If left blank, your proxy will be deemed to be authorised in respect of your full voting entitlement (or if this proxy form has been issued in respect of a designated account for a shareholder, the full voting entitlement for that designated account). You can only appoint a proxy using the procedures set out in these notes.
- You are entitled to appoint more than one proxy provided that each proxy is appointed to exercise rights attached to a different share or shares held by you. You may not appoint more than one proxy to exercise rights attached to any one share. To appoint more than one proxy, you may photocopy this form. Please indicate in the box next to the proxy holder's name the number of shares in relation to which they are authorised to act as your proxy. Please also indicate by ticking the box provided if the proxy instruction is one of multiple instructions being given. All forms must be signed and should be returned together in the same envelope.
If you submit more than one valid proxy appointment in respect of the same share or shares, the appointment received last before the latest time for the receipt of proxies will take precedence. If the Company is unable to determine which was received last, none of the proxy appointments in respect of that share or shares shall be valid.
- Unless otherwise indicated, the proxy will vote as he thinks fit or, at his discretion, abstain from voting.
- The Form of Proxy must arrive not later than 11 a.m. on 7 August 2020 at Link Asset Services (PXS), 34 Beckenham Road, Beckenham, Kent BR3 4TU. You may also deliver it by hand to Link Asset Services, The Registry, 34 Beckenham Road, Beckenham, Kent BR3 4TU during usual business hours. Any amended instructions must also be received by the Company's Registrars by the deadline for receipt of the Form of Proxy.
- A corporation must execute the Form of Proxy under its common seal or the hand of a duly authorised officer or attorney or other person duly authorised.
- In the case of joint holders, any one holder may sign this Proxy Form. The vote of the senior joint holder (whether in person or by proxy) will be taken to the exclusion of all others, seniority being determined by the order in which the names stand in the register of members in respect of the joint holding.
- The Form of Proxy is for use in respect of the shareholder account specified above only and should not be amended or submitted in respect of a different account.
- The 'Vote Withheld' option is to enable you to abstain on any particular resolution. Such a vote is not a vote in law and will not be counted in the votes 'For' and 'Against' a resolution.
- You may submit your proxy electronically at www.signalshares.com. For further information contact Link Asset Services on or 0371 664 0300. Calls are charged at the standard geographic rate and will vary by provider. Calls outside the United Kingdom will be charged at the applicable international rate. Lines are open between 9.00 a.m. to 5.30 p.m., excluding public holidays in England and Wales.
- The offices of Link Asset Services are open between 9.00a.m. – 5.30p.m., Monday to Friday excluding public holidays in England and Wales.
- Shares held in uncertified form (i.e. in CREST) may be voted through the CREST Proxy Voting Service in accordance with the procedures set out in the CREST Manual.
- The completion and return of this form will not preclude a member from attending and voting in person. If you have appointed a proxy and attend the meeting in person and vote, your proxy appointment will automatically be terminated.
- You may not use any electronic address provided in this Proxy Form to communicate with the Company for any purposes other than those expressly stated.

Due to the Covid-19 pandemic situation, it is currently expected that no shareholders, proxies or corporate representatives will be permitted to attend the General Meeting in person. Please refer to the Notice of General Meeting for further information.

ORDINARY RESOLUTIONS	Please mark 'X' to indicate how you wish to vote		
	For	Against	Vote Withheld
1. To appoint Mr Damien Hackett as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. To appoint Mr Michael Kavanagh as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. To appoint Mr Harry Kenyon-Slaney as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. To appoint Dr Pavel Maslovskiy as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. To appoint Mr Timothy McCutcheon as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. To appoint Mr Vitaliy Zarkhin as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. To appoint Mr Paul Adrian Bushell as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. To appoint Mr Ivan Kulakov as a Director	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. If Mr James William Cameron Jr has been removed as Director of the Company at any time before the end of this general meeting, to appoint Mr James William Cameron Jr as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. If Ms Charlotte Bertha Elisabeth Philipps has been removed as Director of the Company at any time before the end of this general meeting, to appoint Ms Charlotte Bertha Elisabeth Philipps as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. If Mr Maksim Kharin has been removed as a Director of the Company at any time before the end of this general meeting, to appoint Mr Maksim Kharin as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

ORDINARY RESOLUTIONS	Please mark 'X' to indicate how you wish to vote		
	For	Against	Vote Withheld
12. If Mrs Ekaterina Ray has been removed as a Director of the Company at any time before the end of this general meeting, to appoint Mrs Ekaterina Ray as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. To remove Mr Peter Charles Percival Hambro as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. To remove Dr Alya Samokhvalova as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. To remove Ms Angelica Phillips as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. To remove Mr Jonathan Eric Martin Smith as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. To remove Mr Martin Smith as a Director of the Company with immediate effect.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
18. To remove as a director of the Company with immediate effect any person appointed as a director of the Company since 9 July 2020 and up to the end of this general meeting, and who is not one of the person referred to in the resolutions numbered 7 to 12 (inclusive). <u>PLEASE SEE NOTE BELOW</u>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

SPECIAL RESOLUTION

- | | | | |
|--|--------------------------|--------------------------|--------------------------|
| 19. To direct the board to commission an independent forensic investigation to review all transactions and arrangements entered into in the three years preceding the date of this resolution to which any of the following entities:
(a) the Company or any of its subsidiaries or affiliates; or
(b) IRC Limited, LLC KS GOK (Kimkano-Sutarsky GOK) or any of their subsidiaries or affiliates was directly or indirectly a party.
(see notice for full Resolution) | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
|--|--------------------------|--------------------------|--------------------------|

IMPORTANT NOTE - RESOLUTION 18

Shareholders should note that if Resolution 18 is passed, the individuals who may be elected as Directors under Resolutions 1 to 6 above will be immediately removed as Directors of the Company.