

**DRAFT RESOLUTION OF THE ANNUAL GENERAL MEETING OF SHAREHOLDERS as of
30.06.2017:**

The 1st issue on the agenda:

«Distribution of profit including Company's dividend payment according to business year results».

Draft resolution:

« Dividends on ordinary registered non-documentary shares will not pay.

To pay out dividends on preferred registered non-documentary shares in the amount of 10 rubles 28 kopeks per share.

To set the date of compiling the list of persons entitled to receive dividends on preferred registered non-documentary shares, 11 July 2017.

To distribute the part of the accumulated profits from previous years as follows:

- dividend payment in respect of placed preferred shares of the Company amounted to – 1 426 421 086, 20 RUB
- to cover the loss for 2016 - 7 872 869 111, 52 RUB
- profit balance of 18 232 323 119, 96 RUB to be left undistributed ».

The 2nd issue on the agenda:

«On election of members of the Board of Directors of Public Joint Stock Company Mechel».

Draft resolution: «To elect the Members of the Board of Directors of Mechel PAO:

1. Zyuzin, Igor Vladimirovich
2. Korzhov, Oleg Viktorovich
3. Petrov, Georgiy Georgievich
4. Kotskiy, Aleksandr Nikolaevich
5. Malyshev, Yuri Nikolaevich
6. Orischin Aleksandr Dmitrievich
7. Trigubko, Victor Aleksandrovich
8. Khachaturov, Tigran Garikovich
9. Shokhin, Aleksandr Nikolaevich

The 3rd issue on the agenda

«On election of audit committee members of Public Joint Stock Company Mechel ».

Draft resolution: «To elect audit committee members of Mechel PAO»

1. Zykova, Natalia Sergeevna
2. Kapralov, Alexander Nikolaevich
3. Bolkhovskikh Irina Viktorovna.».

The 4th issue on the agenda:

«On approval the auditor of Public Joint Stock Company Mechel ».

Draft resolution: «To approve AO «Energy Consulting» as auditor of Mechel Public Joint Stock Company».

The 5th issue on the agenda:

«On adoption of the new version of Charter of Public Joint Stock Company Mechel.»

Draft resolution: «To adopt of the new version of Charter of Public Joint Stock Company Mechel.»

The 6th issue on the agenda:

On approval the Provision On Mechel PAO Board of Directors Members Remuneration and Compensation of the Expenses Borne by them due to the Fulfillment by them of their Functional Duties as such

Draft resolution: To approve the Provision On Mechel PAO Board of Directors Members Remuneration and Compensation of the Expenses Borne by them due to the Fulfillment by them of their Functional Duties as such