

APPROVED
by resolution of the Sole Shareholder of
SUEK
(Resolution dated “16” October 2017)

**REGULATIONS ON THE PROCEDURE FOR PREPARATION, CONVOCAION AND HOLDING
THE GENERAL MEETING OF SHAREHOLDERS**

**Siberian Coal Energy Company,
a Joint Stock Company**

MOSCOW, RUSSIA, 2017

1. GENERAL PROVISIONS

- 1.1. These Regulations for preparation, convocation and holding the General Meeting of Shareholders (hereinafter referred to as the “Regulations”) of Siberian Coal Energy Company Joint Stock Company (hereinafter referred to as the “Company”) were prepared in accordance with the laws of the Russian Federation and the Company’s Charter (hereinafter referred to as the “Charter”).
- 1.2. These Regulations are based upon principles of priority of rights and interests of the Company’s shareholders (hereinafter referred to as the “Shareholders”), equality and dispositivity.
- 1.3. The principle of priority of rights and interests of Shareholders means that:
 - these Regulations shall not restrict the rights of Shareholders envisaged in Federal Law No. 208-FZ “On Joint Stock Companies” dated 26 December 1995 (hereinafter referred to as the “Law”) and other regulations;
 - minor technical errors in documents shall not hinder the exercise of Shareholders’ rights;
 - actions of the Company, including formal legal actions, shall not purport to prejudice Shareholders’ interests.
- 1.4. The principle of equality means that:
 - the Company warrants equal treatment of Shareholders taking into account the quantity and categories of shares held by them;
 - each Shareholder acts fairly not abusing rights and respecting interests and rights of other Shareholders including rights for participation in management of the Company.
- 1.5. The principle of dispositivity means that the Regulations may establish models of regulation of corporate relationship which differ from those proposed to be used by the Law and other regulatory acts. At the same time, the rules of behaviour established by these Regulations should not run counter to imperative norms of the Law and other regulatory acts which must be applied and which do not permit other options to settle relations.

2. TYPES AND FORMS OF THE GENERAL MEETING OF SHAREHOLDERS

- 2.1. The Company shall hold an annual General Meeting of the Company’s Shareholder (hereinafter the “General Meeting of Shareholders”) on an annual basis. General Meetings of Shareholders other than annual ones are extraordinary.
- 2.2. A General Meeting of Shareholders in the following forms:
 - joint presence of Shareholders and/or their authorized representatives to discuss items of the agenda and take decisions on items proposed for voting;
 - absent voting (without joint presence of Shareholders and/or their authorized representatives to discuss items of the agenda and take decisions on items proposed for voting).
- 2.3. The General Meeting of Shareholders in the form of joint presence may be held on any items.
- 2.4. The following meetings shall not be held in the form of absentee voting:
 - the annual General Meeting of Shareholders;
 - the General Meeting of Shareholders the agenda whereof includes any of the items mentioned in clause 3.2 of the present Regulations;
 - a repeat General Meeting of Shareholders instead of a failed General Meeting of Shareholders which should have been held in the form of joint presence.

3. THE ANNUAL GENERAL MEETING OF SHAREHOLDERS

- 3.1. The General Meeting of Shareholders shall be held only in the form of joint presence of Shareholders at least 2 (Two) months after the end of the accounting year and within 6 (Six) months after the end of the same.
- 3.2. The following matters shall be compulsorily considered at the General Meeting of Shareholders:
 - election of the Board of Directors of the Company (hereinafter referred to as the “Board of Directors”);
 - election of the Auditing Commission of the Company (hereinafter referred to as the “Auditing Commission”);
 - approval of the annual report, annual accounting (financial) statements of the Company.

- 3.3. The annual General Meeting of Shareholders may also resolve any other issues covered by the competence of the General Meeting of Shareholders and included into the agenda.
- 3.4. If the annual General Meeting of Shareholders is not held within the term stipulated in the Charter or the present Regulations, powers of the Board of Directors will terminate other than powers for preparation, convocation and conduct of the annual General Meeting of Shareholders.

Proposals on inclusion of items into the agenda of the annual General Meeting of Shareholders and nomination of candidates to management bodies of the Company to be elected at the annual General Meeting of Shareholders

- 3.5. Shareholders (Shareholder) holding in aggregate at least 2 (Two) percent of voting shares in the Company may propose items to the agenda of the annual General Meeting of Shareholders.

Shareholders (Shareholder) holding in aggregate at least 2 (Two) percent of voting shares in the Company may propose, within the framework of preparation for the annual General Meeting of Shareholders, candidates to the Board of Directors and Auditing Commission of the Company, whose number shall not exceed the numerical membership of the relevant body.

Proposals of Shareholders on inclusion of items into the agenda of the annual General Meeting of Shareholders and candidates to the Board of Directors, Auditing Commission shall be submitted to the Company within 60 (Sixty) days of the end of the accounting year.

- 3.6. The proposals on inclusion of items into the agenda of the annual General Meeting of Shareholders and nomination of candidates to the Board of Directors and Auditing Commission of the Company (hereinafter referred to as the “Candidates” unless these Regulations require otherwise) may be submitted in writing specifying the name (business name) of Shareholders (Shareholder) who submitted the proposals, quantity and category of shares held by them and shall be signed by the Shareholders (Shareholder) or their representatives.

Shareholders (Shareholder) of the Company not registered in the register of the Company’s shareholders may also propose items to the agenda of the General Meeting of Shareholders and Candidates by providing relevant instructions to the person registering rights to shares. Such instructions shall be issued in accordance with the rules of the Russian laws on securities.

If a proposal on adding items to the agenda of the annual General Meeting of Shareholders and proposal on nomination of Candidates are signed by a representative of the Shareholder, the proposal shall be accompanied by a power of attorney authorizing relevant steps or other documents certifying the right of the representative to act on behalf of the Shareholder.

- 3.7. The number of voting shares held by the Shareholder submitting the proposal on inclusion of items into the agenda of the annual General Meeting of Shareholders and proposal on nomination of Candidates shall be determined at the date when the proposals are submitted to the Company.

The date of submission of a proposal to the Company shall be one of the following dates:

- a) the date on which mail was sent as specified in the impression of the calendar stamp confirming the mailing date if the proposal on adding items to the agenda of the General Meeting of Shareholders is sent by mail;
- b) the date of delivery of the proposal if the proposal on adding items to the agenda of the General Meeting of Shareholders is delivered against signature;

If a Shareholder is a person not registered in the register of holders of registered securities of the Company, such Shareholder must prove that he/she holds at least 2 (Two) percent of voting shares in the Company as of the date of proposal submission to the Company.

The total number of voting shares in the Company shall be determined as of the date of submission of each proposal concerning the agenda of the annual General Meeting of Shareholders and proposal on nomination of Candidates on the basis of data received from the register of holders of registered securities of the Company.

- 3.8. If a proposal on adding items to the agenda of the annual General Meeting of Shareholders or proposal on nominating Candidates contains incorrect information about the quantity or category of shares held by the Shareholder who signed the proposal and the Company determines that, at the date of submitting the proposal, the Shareholders who signed it held at least 2 (Two) percent of voting shares in the Company in total, the item should be included into the agenda of the annual General Meeting of

Shareholders and the Candidates should be included in the list of candidates for election to the relevant body of the Company to be elected at the annual General Meeting of Shareholders.

- 3.9. A Proposal on entry of items into the agenda of the annual General Meeting of Shareholders shall contain the wording of each proposed item and may contain the wording of the resolution on each proposed item.

The Board of Directors may not amend the wording of items proposed by Shareholders to be included into the agenda of the annual General Meeting of Shareholders and wordings of resolutions on such items.

The Board of Directors may, at their own initiative, include additional wordings of resolutions on items proposed by Shareholders for inclusion into the agenda of the annual General Meeting of Shareholders.

If the same item is contained in several proposals and Shareholders who signed different proposals for entry of the same item into the agenda of the annual General Meeting of Shareholders proposed different wordings of the resolution on such item or if the Board of Directors proposed additional wordings of the resolution on such item, each proposed variant shall be proposed for voting.

- 3.10. A Proposal on nomination of Candidates for election at the annual General Meeting of Shareholders shall contain:

- the name of the Shareholders (Shareholder) who made the proposal;
- the number and category of shares held by such Shareholders;
- the first name, family name and middle name, details of the identification document (series and/or number of the document, date and place of issue, the authority who issued the document) of each proposed Candidate and name of the body to which the Candidate is proposed;
- signatures of Shareholders (Shareholder).

- 3.11. The number of Candidates to the Company's management bodies proposed by a Shareholder in preparing for the annual General Meeting of Shareholders shall not exceed the numerical membership of the relevant body.

If a Candidate is named in one or more proposals on nomination of Candidates to a body of the Company more than once, he will be deemed proposed to one place in the relevant body and shall be entered onto the list of Candidates for voting for such body only once.

- 3.12. If one nominee is proposed for several positions in the Company's management bodies, the Candidate shall, before approval of the list of nominees to be elected to bodies of the Company, notify the Company on the selected position within the Company's bodies to which it pretends.

- 3.13. A candidate is entitled to refuse to be elected to a position within the Company's bodies at any time by relevant written notice served to the Company.

If the list of nominees for election to the relevant body has already been approved by the time when the Company receives the refusal to be elected, the Board of Directors shall not exclude the relevant Candidate from the list of nominees.

If the list of nominees for election to the relevant body has not yet been approved by the time when the Company receives the refusal to be elected, the Board of Directors may not include the relevant Candidate onto the list of nominees.

Approval of lists of nominees for voting on election of management bodies of the Company and items included into the agenda of the annual General Meeting of Shareholders

- 3.14. The Board of Directors shall consider the submitted proposals and take a resolution on inclusion thereof into the agenda of the annual General Meeting of Shareholders or refusal to include them into said agenda within 5 (Five) days of expiry of the deadline stipulated in the last paragraph of clause 3.5 of the Regulations.

- 3.15. The item proposed by Shareholders (Shareholder) shall be included into the agenda of the annual General Meeting of Shareholders as well as proposed Candidates shall be included onto the list of nominees for voting on election of the relevant body of the Company unless:

- the Shareholders (Shareholder) have (has) failed to observe the deadline for submitting proposals on inclusion of items into the agenda of the annual General Meeting of Shareholders and nomination of Candidates to the Company's bodies to the Company as stipulated in clause 3.5 hereof;
- the Shareholders (Shareholder) hold less than 2 (Two) percent of the Company voting shares;

- the proposal does not meet the requirements contained in the first and second paragraphs of clause 3.6 and clause 3.10 of these Regulations;
 - the item proposed to be included into the agenda of the General Meeting of Shareholders falls beyond its authority pursuant to the Law and/or does not meet the requirements of the Law and other regulatory acts of the Russian Federation.
- 3.16. The reasoned resolution of the Board of Directors refusing to include the proposed item to the agenda of the annual General Meeting of Shareholders or the Candidate to the list of nominees for voting on election of the relevant body of the Company shall be sent to the Shareholders (Shareholder) who proposed the item or Candidate within 3 (Three) days after the date when it is taken.
- If the Board of Directors takes the resolution on refusal to include the proposed item to the agenda of the annual General Meeting of Shareholders or the Candidate to the list of nominees for voting on election of the relevant body of the Company or if the Board of Directors avoids taking of such resolution the Shareholder may submit a claim to a court to enforce the Company to include the proposed item to the agenda of the annual General Meeting of Shareholders or the candidate to the list of nominees for voting on election of the relevant body of the Company.
- 3.17. In addition to the items proposed by Shareholders for inclusion into the agenda of the annual General Meeting of Shareholders, and if there are no such proposals, the Board of Directors may include into the agenda of the annual General Meeting of Shareholders items as it deems appropriate and propose draft resolutions thereon.
- The Board of Directors may include into the agenda of the annual General Meeting of Shareholders any number of items at its own initiative.
- 3.18. If there are no proposals on nomination of Candidates to the Company's bodies within the deadline specified in the last paragraph of clause 3.5 of these Regulations, or if the Candidates proposed by Shareholders do not suffice to form the relevant body, the Board of Directors may include Candidates to the list of nominees for election to bodies of the Company as it deems appropriate after expiration of the deadline stipulated in the last paragraph of clause 3.5.

4. EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

- 4.1. An extraordinary General Meeting of Shareholders shall be held at the resolution of the Board of Directors at its own initiative, request of the Auditing Commission, Auditor or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares in the Company as of the date of the request.
- The number of voting shares in the Company held by Shareholders (Shareholder) who signed the request to convene an extraordinary General Meeting of Shareholders and the total number of voting shares in the Company shall be determined as of the date of submitting the request.
- 4.2. The Company may, at its own initiative, receive data from the register of holders of Company's registered securities on the number of shares of a relevant category belonging to the Shareholders (Shareholder) who signed the request to convene an extraordinary General Meeting of Shareholders.
- If Shareholders (Shareholder) are not registered in the register of holders of Company's registered securities, such Shareholders (Shareholder) shall, for the purposes of submitting a request to convene an extraordinary General Meeting of Shareholders, provide the Company with an evidence proving that, at the date of the request, they hold at least 10 (Ten) percent of voting shares in the Company in aggregate.
- 4.3. An extraordinary General Meeting of Shareholders requested by the Auditing Commission, Auditor or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares, shall be convened by the Board of Directors.
- The Board of Directors may consider proposals and applications of other persons and authorities (governmental authorities, Shareholders not holding the number of voting shares in the Company stipulated by Law etc.) for convocation of an extraordinary General Meeting of Shareholders. The Board of Directors may convene an extraordinary General Meeting of Shareholders at its own initiative following the results of consideration of such proposals and applications.
- 4.4. The Board of Directors shall convene an extraordinary General Meeting of Shareholders at its own initiative in the following cases:
- the number of members of the Company becomes less than the number constituting the quorum
 - for the purpose of election of new members of the Board of Directors (in such case the remaining members of the Board of Directors may only adopt resolutions on convocation of an

extraordinary General Meeting of Shareholders for election of new members of the Board of Directors);

- the number of members of the Auditing Commission less than the number constituting the quorum – for the purpose of election of new members of the Auditing Commission.

Terms of convocation of an extraordinary General Meeting of Shareholders

4.5. An extraordinary General Meeting of Shareholders convened at the request of the Auditing Commission, Auditor and/or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares, shall be held within 25 (Twenty-five) days of the request to convene an extraordinary General Meeting of Shareholders.

If the proposed agenda of the extraordinary General Meeting of Shareholders contains the item on election of members of the Board of Directors, such General Meeting of Shareholders shall be held within 39 (Thirty-nine) days of the request to convene an extraordinary General Meeting of Shareholders.

4.6. Within 5 (Five) days of the request to convene an extraordinary General Meeting of Shareholders from the Auditing Commission, Auditor or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares in the Company, the Board of Directors shall make resolution on convocation of an extraordinary General Meeting or refusal to convene the same.

A resolution on refusal to convene an extraordinary General Meeting of Shareholders at the request of the Auditing Commission, Auditor or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares in the Company may be passed if:

- the procedure for submitting a request to convene an extraordinary General Meeting of Shareholders determined by applicable laws has not been observed;
- the Shareholders (Shareholder) requesting an extraordinary General Meeting of Shareholders do not hold in aggregate at least 10 (Ten) percent of voting shares in the Company;
- neither of the items proposed to be included into the agenda of the extraordinary General Meeting of Shareholders falls within its competence and/or complies with the requirements of the Law and other regulatory acts of the Russian Federation.

4.7. The resolution of the Board of Directors on convocation of an extraordinary General Meeting of Shareholders or reasoned resolution on refusal to convene the same shall be sent to persons requesting convocation thereof within 3 (Three) days of the resolution being taken.

4.8. If the Board of Directors does not adopt the resolution on convocation of the extraordinary General Meeting of Shareholders or adopts the resolution on refusal to convene the same within the term stipulated in clause 4.6 of these Regulations, the body of the Company or persons requesting convocation thereof may submit a claim to a court to enforce the Company to hold an extraordinary General Meeting of Shareholders.

Contents and form of the request for convocation of the extraordinary General Meeting of Shareholders

4.9. The request to convene an extraordinary General Meeting of Shareholders shall determine the items to be included into the agenda of such General Meeting of Shareholders.

4.10. The request to convene an extraordinary General Meeting of Shareholders may contain the wordings of resolutions on each of the items and proposal on the form of the General Meeting of Shareholders. If the request to convene an extraordinary General Meeting of Shareholders contains a proposal to nominate Candidates to the Company's bodies, such proposal is subject to the provisions of article 53 of the Law, the Charter and these Regulations concerning nomination of Candidates.

The Board of Directors shall not amend the wordings of items of the agenda, wordings of resolutions thereon or change the proposed form of the extraordinary General Meeting of Shareholders convened at the request of the Auditing Commission, Auditor and/or Shareholders (Shareholder) holding in aggregate at least 10 (Ten) percent of voting shares in the Company.

The Board of Directors may, at its own initiative, include additional wordings of resolutions on items proposed by Shareholders to be submitted for voting together with the wordings proposed by Shareholders. If the wordings of items of the agenda proposed by Shareholders and/or wordings of resolutions thereon run counter to the Charter or these Regulations, the Board of Directors shall explain this to the Shareholders who proposed such wording before inclusion of the relevant items to the agenda. If the Shareholders insist on said wordings, the Board of Directors shall include the relevant items into the agenda and draw the Shareholders' attention to the probable risks that votes on said items may be cast a certain way.

4.11. If the request to convene an extraordinary General Meeting of Shareholders is submitted by Shareholders (Shareholder), it shall contain the names (name) of the Shareholders (Shareholder) requesting convocation of such a General Meeting of Shareholders and the number and category of shares held by them.

The request to convene an extraordinary General Meeting of Shareholders shall be signed by the persons (person) requesting an extraordinary General Meeting of Shareholders.

If the request is signed by a representative of the Shareholder, it shall be accompanied by a power of attorney for execution of relevant acts or other documents certifying the right of the representative to act on behalf of the Shareholder.

Requests to proposals on nomination of Candidates to bodies of the Company to be elected at the extraordinary General Meeting of Shareholders

4.12. If the agenda of the extraordinary General Meeting of Shareholders contains items on election of members of the Board of Directors, Auditing Commission, notwithstanding who initiated the extraordinary General Meeting of Shareholders with such items of the agenda, the Shareholders (Shareholder) holding in aggregate at least 2 (Two) percent of voting shares in the Company may nominate Candidates.

The number of Candidates in a single proposal on nomination of Candidates to the Board of Directors may not exceed the numerical membership of that body determined by the Charter.

The number of Candidates in one proposal on nomination of Candidates to the Auditing Commission shall not exceed the numerical membership of this body as determined by the Charter.

If the agenda of the extraordinary General Meeting of Shareholders contains an item on establishing a sole executive body of the Company and/or on early termination of powers of this body pursuant to clauses 6 and 7 of article 69 of the Law, the Shareholders or Shareholder holding in aggregate at least 2 (Two) percent of voting shares in the Company may propose a candidate to the position of the sole executive body.

Proposals of Shareholders shall be submitted to the Company at least 19 (Nineteen) days prior to the date of the extraordinary General Meeting of Shareholders.

4.13. The proposal on nomination of Candidates to bodies of the Company to be elected at the extraordinary General Meeting of Shareholders is subject to the norms set by clauses 3.5 - 3.14 of these Regulations, excluding the last paragraph of clause 3.5, with account for the particularities of holding an extraordinary General Meeting of Shareholders and unless the applicable laws of the Russian Federation or the Charter require otherwise.

4.14. The Board of Directors shall consider proposals submitted pursuant to clause 4.12 of these Regulations within 5 (Five) days of the date of receipt thereof. Nominated Candidates shall be included on the list of nominees for voting unless:

- proposals on nomination of Candidates to bodies of the Company did not meet the deadline stipulated in clause 4.12 of these Regulations;
- the Shareholders (Shareholder) do not hold in aggregate 2 (Two) percent of voting shares in the Company;
- the proposal does not comply with requirements of the first paragraph of clause 3.7 and clause 3.10 of these Regulations.

4.15. If one proposal specifies the number of Candidates exceeding the number determined by the rules of clause 4.12 of these Regulations, the number of Candidates corresponding to said clause shall be considered. In this case, Candidates named first in the proposal on nomination of Candidates shall be taken into account.

4.16. The Company may, at its own initiative, receive data from the register of holders of registered securities of the Company on the number of shares of the relevant category belonging to the Shareholders (Shareholder) who signed the proposal on nomination of Candidates.

If Shareholders (Shareholder) are not registered in the register of holders of registered securities of the Company, such Shareholders (Shareholder) must prove that they hold in aggregate at least 2 (Two) percent of voting shares in the Company as of the date of proposal submission to the Company.

A reasoned resolution of the Board of Directors on refusal to include a Candidate on the list of nominees for voting shall be sent to the Shareholders (Shareholder) who submitted the proposal within 3 (Three) days of the date when such resolution is taken.

- 4.17. If the Board of Directors resolves to refuse to include a proposed Candidate onto the list of nominees for voting on election of the relevant body of the Company or if the Board of Directors avoids passing such resolution, the Shareholder may submit a claim to a court to enforce the Company to include the Candidate onto the list of nominees for voting on election of the relevant body of the Company.

5. PREPARATION FOR HOLDING A GENERAL MEETING OF SHAREHOLDERS

- 5.1. In the course of preparation for holding a General Meeting of Shareholders, the Board of Directors shall determine:
- the form of the General Meeting of Shareholders, i.e. a meeting (joint presence of Shareholders to discuss the items of the agenda and pass resolutions on the items put to the vote (hereinafter referred to as “Joint Presence”) or absentee voting);
 - the date of determining (recording) persons entitled to take part in the General Meeting of Shareholders;
 - the deadline for submission of Shareholders’ proposals on nomination of Candidates to be elected to the Company’s Board of Directors to the position of the Chief Executive Officer of the Company, if the agenda of the extraordinary General Meeting of Shareholders contains an item on election of members of the Company’s Board of Directors and Chief Executive Officer of the Company respectively;
 - the agenda of the General Meeting of Shareholders;
 - the procedure for notifying Shareholders of the General Meeting of Shareholders;
 - the list of information (materials) to be provided to Shareholders in preparing for the General Meeting of Shareholders and the procedure for provision thereof;
 - the form and text of the voting ballot and mailing address at which completed voting ballots may be sent (in case of ballot voting).
- 5.2. In preparing for the General Meeting of Shareholders to be held in the form of Joint Presence, the Board of Directors shall, in addition to the information specified in clause 5.1 of these Regulations, determine the following:
- the date of the General Meeting of Shareholders;
 - the place of the General Meeting of Shareholders;
 - the time of the General Meeting of Shareholders;
 - the time of commencement of registration of participants in the General Meeting of Shareholders.
- The General Meeting of Shareholders shall be held in a populated location (town, residential settlement or village) being the of location of the Company unless otherwise is determined in the Charter. When choosing the place where to hold the General Meeting of Shareholders, the Board of Directors shall take into consideration interests of all Shareholders.
- 5.3. In preparing for the General Meeting of Shareholders to be held in the form of absentee voting, the Board of Directors shall, in addition to the information specified in clause 5.1 of these Regulations, determine the following:
- the mailing address at which completed voting ballots should be sent;
 - the last day for accepting voting ballots.

6. MAKING THE LIST OF PERSONS ENTITLED TO TAKE PART IN THE GENERAL MEETING OF SHAREHOLDERS

- 6.1. The list of persons entitled to take part in the General Meeting of Shareholders shall be prepared on the basis of the data of the register of holders of registered securities of the Company. The date of listing of persons entitled to participate in the General Meeting of Shareholders (date of determining (recording) persons entitled to participate in the General Meeting of Shareholders) shall be determined at the date of decision on the General Meeting of Shareholders, unless the decision sets a later date. The date of making the list of persons entitled to take part in the General Meeting of Shareholders may not be set more than 35 (Thirty-five) days before the date of the General Meeting of Shareholders.
- 6.2. The list of persons entitled to take part in the General Meeting of Shareholders may only be amended to restore the rights of persons not included in said list at the date when it was made or correct mistakes made in the process of listing.

7. INFORMATION ABOUT HOLDING OF THE GENERAL MEETING OF SHAREHOLDERS

- 7.1. The notice on the General Meeting of Shareholders shall be made within 10 (Ten) days and the notice on the General Meeting of Shareholders the agenda whereof contains the item on reorganization of the Company – at least 14 (Fourteen) days prior to the date of the meeting.
- 7.2. A notice of the General Meeting of Shareholders shall specify the following:
- the full business name and location of the Company;
 - the form of the General Meeting of Shareholders (Joint Presence of Shareholders or absentee voting);
 - the date, place and time of the General Meeting of Shareholders;
 - the time when registration of persons participating in the General Meeting of Shareholders commences (if the General Meeting of Shareholders is held in the form of Joint Presence);
 - the mailing address at which completed ballots may be sent – when, in accordance with clause 13.2 hereof, the Company is obliged to send ballots to the persons included on the list entitled to participate in the General Meeting of Shareholders;
 - the last day for accepting voting ballots (if the General Meeting of Shareholders is held in the form of absentee voting);
 - the date of determining (recording) persons entitled to take part in the General Meeting of Shareholders;
 - the agenda of the General Meeting of Shareholders;
 - the procedure for familiarizing with information (materials) to be provided in preparing for the General Meeting of Shareholders and address(es) at which one can get familiar with it;
 - categories (types) of shares the holders of which may vote on all or certain items of the agenda of the General Meeting of Shareholders.

8. INFORMATION (MATERIALS) PROVIDED TO THE SHAREHOLDERS IN THE COURSE OF PREPARING FOR THE GENERAL MEETING OF SHAREHOLDERS

- 8.1. Information (materials) to be provided to persons entitled to take part in the General Meeting of Shareholders within the framework of preparation of the General Meeting of Shareholders include the annual report and report of the Auditing Commission on results of the audit, annual accounting (financial) statements including the report of the Auditor, the report of the Auditing Commission on results of audit of such statements, information about the Candidate(s) to the executive body of the Company, Board of Directors of the Company, Auditing Commission of the Company, Counting Commission of the Company, draft amendments and supplements to the Charter or amended draft Charter, draft internal documents of the Company, draft resolutions of the General Meeting of Shareholders, information about shareholder agreements entered within one year prior to the date of the General Meeting of Shareholders, statement of the Company's Board of Directors regarding a major transaction and further information prescribed by clauses 8.2 and 8.3 of these Regulations. The list of additional information (materials) that must be provided to the persons entitled to participate in the General Meeting of Shareholders in preparing for the General Meeting of Shareholders may be determined by the Bank of Russia.
- 8.2. Further information (materials) which is compulsory for provision to persons entitled to take part in the General Meeting of Shareholders within the framework of preparation of the General Meeting of Shareholders includes:
- 8.2.1. on the item of the agenda on election of members of the Board of Directors, members of the Auditing Commission:
- information about the existence or absence of written consent to election of the nominated Candidates to the relevant body of the Company and information on the Candidates;
- 8.2.2. on the items of the agenda voting whereon may give rise to the right to claim repurchase of shares by the Company:
- the report of the independent appraiser on the market value of shares in the Company repurchase whereof may be requested from the Company;
 - calculation of the net asset value of the Company according to accounting data of the Company for the most recent ended accounting period;

- minutes (extract from minutes) of the meeting of the Board of Directors whereat the resolution is taken on determination of the repurchase price of shares in the Company specifying the repurchase price of shares;

8.2.3. on the item on reorganization of the Company:

- reasoning of conditions of and procedure for reorganization of the Company contained in the resolution on separation, detachment or transformation or in the merger or acquisition agreement approved (taken) by the authorized body of the Company;
- the draft resolution on separation, detachment or transformation or merger or acquisition agreement (draft agreement) entered between the companies participating in the merger or acquisition;
- the draft transfer act;
- annual reports and annual accounting statements of all entities involved in reorganization for the 3 (Three) financial years preceding the date of the General Meeting of Shareholders (or for each completed financial year following the date of formation of the entity if the entity operates less than 3 (Three) years);
- quarterly accounting statements of all entities involved in reorganization for the most recent ended quarter preceding the date of the General Meeting of Shareholders.

8.3. Further information (materials) which is subject to provision to persons entitled to take part in the annual General Meeting of Shareholders within the framework of preparation of the annual General Meeting of Shareholders includes:

- the Company's annual report;
- the opinion of the Auditing Commission on reliability of the data contained in the Company's annual report;
- the Auditor's report;
- recommendations of the Board of Directors on distribution of profit including with respect to the amount of dividends on shares in the Company and the procedure for payment thereof and loss of the Company following the results of the financial year.

9. THE PROCEDURE FOR PARTICIPATION OF SHAREHOLDERS AND THEIR REPRESENTATIVES IN THE GENERAL MEETING OF SHAREHOLDERS

9.1. The General Meeting of Shareholders may be attended by persons named on the list of persons entitled to take part in the General Meeting of Shareholders, their representatives, the Auditor, members of the Board of Directors, the General Director of the Company (hereinafter referred to as the "General Director"), members of the Auditing Commission, Candidates included on the list of nominees for election to bodies of the Company (at general meetings of shareholders bodies agenda whereof includes items on election of relevant bodies of the Company) and other persons invited for participation at the General Meeting of Shareholders by the Chairman of the Board of Directors.

9.2. The right to attend the General Meeting of Shareholders may be exercised by the Shareholder personally or through a representative.

In case of transfer of a share after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders till the date of the General Meeting of Shareholders the person named on the aforesaid list shall issue to the acquirer a power of attorney to attend the General Meeting of Shareholders or vote at the General Meeting of Shareholders in accordance with instructions of the shares purchaser. This rule shall also apply to each subsequent case of transfer of shares.

A shareholder is entitled:

- to attend the General Meeting of Shareholders held in the form of Joint Presence;
- to take part in discussion of agenda items and vote thereon in person at the General Meeting of Shareholders held in the form of Joint Presence;
- to direct representative(s) to take part in discussion of the agenda and voting thereon at the General Meeting of Shareholders held in the form of Joint Presence;
- to vote in absentia or authorize a representative(s) to vote in absentia;
- to exercise other rights prescribed by laws of the Russian Federation, the Company's Charter and these Regulations.

- 9.3. Rights shall be transferred to representative(s) of the Shareholder by means of issue of a written authorization – power of attorney or another document certifying the right of the representative(s) to act on behalf of the Shareholder.
- 9.4. A Shareholder is entitled to issue a power of attorney for all shares belonging to it and any part thereof. If several persons vote on behalf of the Shareholder, such persons shall adopt an agreed resolution on items of the agenda.
- 9.5. A Shareholder is entitled to replace its representative(s) at any time and personally exercise the rights attached to shares by terminating the relevant power of attorney.

**10. REGISTRATION OF PARTICIPANTS OF THE GENERAL MEETING OF SHAREHOLDERS.
QUORUM OF THE GENERAL MEETING OF SHAREHOLDERS. REPEATED GENERAL
MEETING OF SHAREHOLDERS**

10.1. Persons attending the General Meeting of Shareholders to be held in the form of Joint Presence shall be registered at the place of the General Meeting of Shareholders.

Persons entitled to take part in the General Meeting of Shareholders shall be registered subject to identification of persons who appear for participation in the General Meeting of Shareholders by means of comparison of data contained on the list of persons entitled to take part in the General Meeting of Shareholders with data of documents presented by such persons (including powers of attorney or other documents certifying the right of representatives to act on behalf of Shareholders).

10.2. Persons entitled to take part in the General Meeting of Shareholders not registered for participation in the General Meeting of Shareholders in the form of Joint Presence as of the time of beginning thereof may be registered throughout the entire period of the General Meeting of Shareholders before completion of discussion of the last item of the agenda of the General Meeting of Shareholders whereat the quorum is present.

10.3. The General Meeting of Shareholders is eligible (has quorum) if it is attended by Shareholders holding in aggregate more than one half of votes under placed voting shares in the Company.

Shareholders shall be deemed attending the General Meeting of Shareholders held in the form of Joint Presence if they have been registered for participation therein and if their ballots were received at least 2 (Two) days before the date of the General Meeting of Shareholders (in the cases envisaged in the second paragraph of clause 2, article 60 of the Law, Company's Charter and these Regulations).

Shareholders shall be deemed participating at the General Meeting of Shareholders held in the form of absentee voting if their ballots are received by the last day for accepting ballots.

10.4. If the agenda of the General Meeting of Shareholders includes items voted on by various composition of voters, the quorum for taking of a resolution on such items shall be determined separately. At that, absence of the quorum for taking of resolutions on items to be voted on by one composition of voters shall not hinder taking of a resolution on items to be voted on by another composition of voters for taking whereof the quorum is present.

10.5. The General Meeting of Shareholders held in the form of Joint Presence shall be opened if there is quorum as of the beginning thereof for at least one of the items included in the agenda of the General Meeting of Shareholders.

If, by the time of commencement of the General Meeting of Shareholders, there is no quorum for any of the items included in the agenda of the General Meeting of Shareholders, opening of the General Meeting of Shareholders shall be postponed by two hours.

The General Meeting of Shareholders may not be postponed more than once.

10.6. In the absence of the quorum:

- for the purposes of the annual General Meeting of Shareholders, within 2 (Two) months of a failed General Meeting of Shareholders, a repeated annual General Meeting of Shareholders with the same agenda shall be held. If the Board of Directors fail to fulfil the obligation to convene a repeated annual General Meeting of Shareholders, the annual General Meeting of Shareholders may be convened in accordance with the procedure determined in these Regulations for convocation of an extraordinary General Meeting of Shareholders. In this case, all requirements regarding the form of the General Meeting of Shareholders, contents of the agenda, list of further information (materials) that must be provided to the persons entitled to take part in the annual General Meeting of Shareholders determined by legal acts, the Company's Charter and these Regulations shall be complied with;
- a repeated General Meeting of Shareholders may be held for an extraordinary General Meeting of Shareholders with the same agenda.

A repeated General Meeting of Shareholders is eligible (quorate) if it is attended by Shareholders holding in aggregate at least 30 (Thirty) percent of the votes attached to outstanding voting shares in the Company.

10.7. If a repeated General Meeting of Shareholders is held less than 40 (Forty) days after the failed General Meeting of Shareholders, persons entitled to take part in the General Meeting of Shareholders shall be determined according to the list of persons entitled to take part in the failed General Meeting of Shareholders.

- 10.8. If there is no quorum to hold the annual General Meeting of Shareholders on the basis of the judgment of a court, a repeated General Meeting of Shareholders shall be held within 60 (Sixty) days with the same agenda in accordance with requirements of the Law.

If there is no quorum to hold an extraordinary General Meeting of Shareholders on the basis of the judgment of a court, no repeated meeting of shareholders shall be held.

11. WORKING BODIES OF THE GENERAL MEETING OF SHAREHOLDERS

- 11.1. Working bodies of the General Meeting of Shareholders are:
- the Chairman of the General Meeting of Shareholders;
 - the Secretary of the General Meeting of Shareholders;
 - the Counting Commission.
- 11.2. The Chairman of the General Meeting of Shareholders shall be the Chairman of the Board of Directors and in his absence – any member of the Board of Directors or other person as decided by the Board of Directors or ordered by the Chairman of the Board of Directors.
- 11.3. The Secretary of the General Meeting of Shareholders shall be the Corporate Secretary. If the Corporate Secretary is not present at the meeting of the Board of Directors, their duties pass to a different person subject to the decision made by majority vote of the members of the Board of Directors participating in the meeting.
- 11.4. The functions of the Counting Commission of the Company shall be performed by the holder of the register of persons holding registered securities of the Company. The Counting Commission shall check powers and register persons attending the General Meeting of Shareholders, determine the quorum of the General Meeting of Shareholders, explain issues arising in connection with exercise of the voting right by Shareholders (their representatives) at the General Meeting, explain the procedure for voting on items proposed for voting, ensure the applicable procedure for voting and rights of Shareholders for participation in voting, count votes, summarize voting results, prepare minutes of voting results, submit voting ballots to the Company's archive.

12. REGULATIONS ON THE GENERAL MEETING OF SHAREHOLDERS HELD IN THE FORM OF JOINT PRESENCE

- 12.1. Unless otherwise is determined by the General Meeting of Shareholders or the Chairman of the General Meeting of Shareholders at the General Meeting of Shareholders, the following proceedings shall apply at the General Meeting of Shareholders to be held in the form of Joint Presence:
- opening of the General Meeting of Shareholders – no more than 5 (Five) minutes;
 - discussion of issues concerning proceedings at the General Meeting of Shareholders and summarizing results of consideration thereof – no more than 10 (Ten) minutes;
 - discussion of items of the agenda including reports on items of the agenda (each report – no more than 20 (Twenty) minutes), co-reports (each – no more than 5 (Five) minutes), speeches of members of the General Meeting of Shareholders (each speech – no more than 10 (Ten) minutes), answers to questions of participants of the General Meeting of Shareholders – no more than 10 (Ten) minutes;
 - summarizing results of voting on items of the agenda;
 - closure of the General Meeting of Shareholders.
- 12.2. The General Meeting of Shareholders shall be opened and closed by the Chairman of the General Meeting of Shareholders.
- 12.3. Subject to the decision of the Chairman of the General Meeting of Shareholders:
- the General Meeting of Shareholders may exclude discussion on issues regarding the procedure for holding a General Meeting of Shareholders;
 - the results of voting may be calculated after the closing of the General Meeting of Shareholders;
 - the time for presenting reports, joint reports debate speeches and answers to questions may be changed.

13. VOTING AT THE GENERAL MEETING OF SHAREHOLDERS. VOTING BALLOTS

- 13.1. In case of a General Meeting of Shareholders in the form of Joint Presence voting may be held by show of hands of participants of the General Meeting and/or voting ballots.

If a General Meeting of Shareholders is held in the form of absentee voting, voting on the items of the agenda shall only be held by voting ballots.

13.2. Voting by ballots may be held on any items of the agenda of the General Meeting of Shareholders save for voting on items on proceedings at the General Meeting of Shareholders. Voting on items concerning proceedings at the General Meeting of Shareholders shall be held by show of hands of participants of the General Meeting of Shareholders.

13.3. If voting at the General Meeting of Shareholders in the form of Joint Presence is held by voting ballots, ballots shall be handed over to each person included on the list of persons entitled to participate in the General Meeting of Shareholders (representative of such person) registered for participation in the General Meeting of Shareholders.

If a General Meeting of Shareholders is held in the form of absentee voting, a voting ballot shall be sent or handed over against signature to each person included on the list of persons entitled to participate in the General Meeting of Shareholders at least 10 (Ten) days before the General Meeting of Shareholders.

13.4. A voting ballot shall include the following information:

- the full firm name of the Company and its address of location;
- the form of the General Meeting of Shareholders (Joint Presence or absent voting);
- the date, place and time of the General Meeting of Shareholders (in case of a General Meeting of Shareholders in the form of absentee voting – the deadline for submission of voting ballots and postal address whereat completed ballots are to be sent);
- wordings of resolutions on each item (name of each Candidate) to be voted on by that ballot;
- voting options on each item of the agenda in the form of wordings “for”, “against” or “abstained”;
- a note that the voting ballot shall be signed by the Shareholder.

In case of cumulative voting the voting ballot shall specify the same and explain the essence of cumulative voting.

When voting the Shareholder shall cross the appropriate variants of answers in the ballot.

13.5. When voting by voting ballots only votes on items whereon the voter chooses the only one of the possible voting options shall be taken into account (other than in case of cumulative voting and other cases specified in these Regulations). Voting ballots completed violating that requirement will be deemed invalid and votes on items contained therein will not be counted.

If the item voted on through a voting ballot includes more than one variant of wording of the resolution and variant of answer “for” is cast by the voter for more than one of the proposed variants of wordings, the ballot will be deemed invalid (other than in case of cumulative voting and other cases determined by these Regulations and legal acts of the Russian Federation).

If, in the process of election of members of the Auditing Commission, the “for” answer is cast for a greater number of Candidates than the number of persons to be elected into that body, the ballot shall be deemed invalid except as otherwise provided for in these Regulations.

In case of cumulative voting a ballot will be deemed invalid if the participant of the General Meeting of Shareholders distributed between Candidates more votes than it actually has.

If a voting ballot contains several items proposed for voting, failure to observe the above requirement in relation to a single or several items will not invalidate the voting ballot as a whole.

If a ballot is not signed by a Shareholder or its representative or powers of the representative are not recorded and confirmed in accordance with requirements of clause 13.7 of these Regulations, then votes presented by such ballot will not be taken into account for determination of quorum and summarizing voting results.

13.6. A voting ballot shall contain the following explanations:

- the voter may choose the only one voting variant unless voting upon instructions of persons who acquired shares after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders or upon instructions of holders of depository securities;
- if more than one voting option is chosen in a ballot, fields designated to indicate the number of votes cast for each voting option, shall specify the number of votes cast for the relevant voting option and a mark that voting is done in accordance with instructions of the purchasers of shares transferred after the date of preparation of the list entitled to take part in the General Meeting of Shareholders and/or in accordance with instructions of holders of depository securities;

- the voter acting on the basis of a power of attorney issued in relation to shares transferred after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders shall specify in the field in opposite of the chosen voting variant the number of votes cast for the chosen voting variant and mark that voting is done on the basis of a power of attorney issued in relation to shares transferred after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders;
 - if after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders not all shares are transferred the voter shall specify in the field designated for indication of the number of votes in opposite of the chosen voting variant the number of votes cast for the chosen voting variant and mark that a part of shares were transferred after the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders. If in relation to shares transferred after preparation of the list of persons entitled to take part in the General Meeting of Shareholders instructions are received from purchasers of such shares compliant with the chosen voting variant, such votes shall be summed up.
- 13.7. In case of a General Meeting of Shareholders in the form of absentee voting and in case if a ballot is sent to the Company before the date of the General Meeting of Shareholders in the form of Joint Presence, the ballot signed by a representative of a person named on the list of persons entitled to take part in the General Meeting of Shareholders acting on the basis of a power of attorney shall be accompanied by the power of attorney (a notarized copy thereof) or another document (a notarized copy thereof) certifying the right to act on behalf of the Shareholder.
- In case of non-observance of requirements under this clause, a voting ballot signed by a representative will be deemed invalid.
- 13.8. In case of a General Meeting of Shareholders in the form of absent voting ballots received by the Company after the date of the General Meeting of Shareholders (deadline for submission of voting ballots) will be deemed invalid.
- 13.9. Persons registered for participation in the General Meeting of Shareholders to be held in the form of Joint Presence may vote on all items of the agenda since opening of the General Meeting of Shareholders till closure thereof and if voting results and resolutions taken by the General Meeting of Shareholders are pronounced at the General Meeting of Shareholders – from the time of opening of the General Meeting of Shareholders till the time of counting of votes on items of the agenda of the General Meeting of Shareholders.
- 13.10. The Company shall keep all received voting ballots including invalid ones.

14. RESULTS OF VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

- 14.1. The results of voting on items proposed for voting shall be summarized by the Counting Commission after completion of consideration of the last item of the agenda of the General Meeting of Shareholders held in the form of Joint Presence or after the deadline for submission of voting ballots in case of a General Meeting of Shareholders held in the form of absentee voting.
- 14.2. The functions of the Company's Counting commission shall be performed by the Company's registrar (except at the General Meetings of Shareholders with respect to which the decisions made and list of Shareholders shall be confirmed by notarial certification in accordance with clause 3, article 67.1. of the Civil Code of the Russian Federation). The Counting commission shall validate the powers and register persons participating in the General Meeting of Shareholders, determine the quorum of the General Meeting of Shareholders, clarify issues arising in connection with the exercise of voting rights at the General Meeting by Shareholders (their representatives), clarify the procedure for voting on the items proposed for voting, ensure the voting procedure and Shareholders' rights to participate in voting, calculate the votes and summarize the results of voting, prepare minutes of voting results and transfer voting ballots to the Company's archive.

15. MINUTES OF THE RESULTS OF VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

- 15.1. Following the results of voting, the Counting Commission shall prepare minutes of the results of voting at the General Meeting of Shareholders showing the results of voting on each item of the agenda proposed for voting.
- 15.2. Minutes of voting results shall specify the following:

- the full firm name and address of location of the Company;
 - the type of the General Meeting of Shareholders (annual or extraordinary);
 - the form of the General Meeting of Shareholders (Joint Presence or absentee voting);
 - the date of the General Meeting of Shareholders;
 - the place of the General Meeting of Shareholders to be held in the form of Joint Presence (address where the General Meeting of Shareholders was held);
 - the agenda of the General Meeting of Shareholders;
 - time of commencement and completion of registration of persons entitled to take part in the General Meeting of Shareholders held in the form of Joint Presence;
 - time of opening and time of closure of the General Meeting of Shareholders held in the form of Joint Presence and if resolutions taken by the General Meeting of Shareholders and results of voting whereon were pronounced at the General Meeting of Shareholders also time of commencement of votes counting;
 - the number of votes held by persons included onto the list of persons entitled to take part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders;
 - the number of votes held by persons who took part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders specifying if there was quorum on each item;
 - the number of votes cast for each of the voting variants (“for”, “against” and “abstained”) on each item of the agenda of the General Meeting of Shareholders for which there was quorum;
 - the number of votes on each item of the agenda of the General Meeting of Shareholders proposed for voting which were not counted in connection with recognition of ballots invalid (inter alia to the extent of voting on relevant items);
 - the full name, address of location of the registrar accomplishing the functions of the Counting Commission and names of persons authorized by it;
 - the date of the minutes of results of voting at the General Meeting of Shareholders.
- 15.3. Minutes of voting results shall be prepared within 3 (Three) business days of the closure of the General Meeting of Shareholders or the deadline for submission of ballots if the General Meeting of Shareholders is held in the form of absentee voting and shall be signed by the Counting Commission.
- 15.4. After preparation of the minutes of voting results and execution of the minutes of the General Meeting of Shareholders voting ballots shall be sealed by the Counting Commission and delivered to the Company’s archive for storage.
- 15.5. Minutes of voting results shall be attached to the minutes of the General Meeting of Shareholders.
- 15.6. Resolutions taken by the General Meeting of Shareholders and voting results may be pronounced at the General Meeting of Shareholders whereat voting was held and shall be made known to persons named on the list of persons entitled to take part in the General Meeting of Shareholders in the form of a report on voting results in such manner as determined for notification on the General Meeting of Shareholders within 4 (Four) business days of the date of closure of the General Meeting of Shareholders or the deadline for submission of ballots if the General Meeting of Shareholders is held in the form of absent voting.
- 15.7. If voting on items of the agenda of the General Meeting of Shareholders was held without voting ballots, the minutes of voting results shall be accompanied by the list of persons who took part in the General Meeting of Shareholders specifying for each item of the agenda for which there was quorum of the voting variant chosen by each named person or the fact that it did not take part in voting.

16. REPORT ON RESULTS OF VOTING AT THE GENERAL MEETING OF SHAREHOLDERS

- 16.1. When the General Meeting of Shareholders is held in the form of absentee voting or Joint Presence, a report on voting results shall be prepared in addition to minutes of voting results.
- 16.2. The report on voting results shall contain the following:
- the full firm name and address of location of the Company;
 - the type of the General Meeting of Shareholders (annual or extraordinary);
 - the form of the General Meeting of Shareholders (Joint Presence or absentee voting);
 - the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders;

- the date of the General Meeting of Shareholders;
- the place of the General Meeting of Shareholders to be held in the form of Joint Presence (address, where the General Meeting of Shareholders was held);
- the agenda of the General Meeting of Shareholders
- the number of votes held by persons included onto the list of persons entitled to take part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders;
- the number of votes held by persons who took part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders specifying if there was quorum on each item;
- the number of votes cast for each of the voting variants (“for”, “against” and “abstained”) on each item of the agenda of the General Meeting of Shareholders for which there was quorum;
- wordings of resolutions taken by the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders;
- the full firm name, address of location of the registrar accomplishing the functions of the Counting Commission and names of persons authorized by it;
- names of the Chairman and Secretary of the General Meeting of Shareholders.

17. MINUTES OF THE GENERAL MEETING OF SHAREHOLDERS

17.1. Minutes of the General Meeting of Shareholders shall be made within 3 (Three) business days of the closure of the General Meeting of Shareholders in 2 (Two) counterparts and shall be signed by the Chairman and Secretary of the General Meeting of Shareholders.

In case of a General Meeting of Shareholders in the form of absentee voting the report on the results of absentee voting shall be made within 3 (Three) business days of the deadline for submission of ballots for absentee voting to the Company.

17.2. Minutes of the General Meeting of Shareholders shall contain the following:

- the full firm name and address of location of the Company;
- the type of the General Meeting of Shareholders (annual or extraordinary);
- the form of the General Meeting of Shareholders (Joint Presence or absentee voting);
- the date of preparation of the list of persons entitled to take part in the General Meeting of Shareholders (date of determining (recording) persons entitled to participate in the General Meeting of Shareholders);
- the date of the General Meeting of Shareholders;
- the place of the General Meeting of Shareholders held in the form of Joint Presence (address where the General Meeting of Shareholders was held);
- the agenda of the General Meeting of Shareholders;
- time of commencement and completion of registration of persons entitled to take part in the General Meeting of Shareholders held in the form of Joint Presence;
- time of opening and time of closure of the General Meeting of Shareholders held in the form of Joint Presence and, if resolutions taken by the General Meeting of Shareholders and results of voting whereon were announced at the General Meeting of Shareholders, the time of commencement of vote counting;
- mailing address(es), at which completed voting ballots were sent in the course of a General Meeting of Shareholders held in the form of absentee voting or in the form of Joint Presence, if voting on the items of the agenda of the General Meeting of Shareholders could be held by sending completed ballots to the Company;
- the number of votes held by persons included onto the list of persons entitled to take part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders;
- the number of votes held by persons who took part in the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders specifying if there was a quorum on each item;
- the number of votes attached to voting shares in the Company cast on each item of the agenda of the General Meeting of Shareholders determined in consideration of the provisions of clause 4.20 of the Regulations on additional requirements concerning the procedure for preparation, convocation and holding the general meeting of shareholders;

- the number of votes cast for each of the voting variants (“for”, “against” and “abstained”) on each item of the agenda of the General Meeting of Shareholders for which there was quorum;
- wordings of resolutions taken by the General Meeting of Shareholders on each item of the agenda of the General Meeting of Shareholders;
- basic provisions of speeches and names of speakers on each item of the agenda of the General Meeting of Shareholders held in the form of a meeting;
- the Chairman and Secretary of the General Meeting of Shareholders;
- information on persons who counted votes;
- information on persons who voted against the resolution of the meeting and requested to enter a relevant record to that effect into the minutes;
- the date of preparation of the Minutes of the General Meeting of Shareholders.

Resolutions taken by the General Meeting of Shareholders and composition of shareholders present at taking thereof (who sent ballots) shall be certified by the person holding the register of holders of registered securities of the Company and accomplishing functions of the Counting Commission of the Company.

- 17.3. In addition to the minutes of the General Meeting of Shareholders, the Company may also prepare extracts from minutes of the General Meeting of Shareholders containing information about all or some resolutions taken at the general meetings of shareholders and other information on such general meetings of shareholders. The scope of information to be included into the relevant extract from minutes of the General Meeting of Shareholders shall be determined according to purposes of preparation of the extract from minutes of the General Meeting of Shareholders.

The extract from minutes of the General Meeting of Shareholders shall be signed by the Chairman of the Board of Directors or Secretary of the General Meeting of Shareholders. The requirements on minutes of the General Meeting of Shareholders prescribed by the Law, Charter and these Regulations do not apply to extracts from minutes of the General Meeting of Shareholders.

18. FINAL PROVISIONS

- 18.1. Unless the Law or these Regulations prescribe otherwise, any message, request, proposal or other document (hereinafter referred to as the “Document”) under these Regulations shall be made in writing and delivered by one of the following means:

- a) personally against signature (the document delivered personally against signature will be deemed received at the time of delivery thereof to the addressee and the appropriate signature of the addressee);
- b) with a courier (the document delivered with a courier will be deemed received at the time when it is delivered to the addressee and the addressee duly signs the same);
- c) by fax (the document sent by fax will be deemed received at the time of print-pit of the automatic response by the sender’s fax machine. The original of the document sent by fax in accordance with these Regulations shall be sent to the addressee by mail, with a courier or delivered personally against signature. If the original of the Document sent by fax is not received by the addressee by mail, with a courier or delivered personally against signature within 5 (Five) calendar days after it is sent by fax, such Document will not be deemed duly received by the addressee);
- d) by email (the document sent by email will be deemed received at the time of receipt of an automatic notice of software means on receipt of the electronic message by email). The original of the document sent by email in accordance with these Regulations shall be sent to the addressee by mail, with a courier or delivered personally against signature. If the original of the Document sent by email is not received by the addressee by mail, with a courier or delivered personally against signature within 5 (Five) calendar days after it is sent by email, such Document will not be deemed duly received by the addressee);
- e) by mail.ad

- 18.2. Powers of Attorney to be issued in cases determined in the present Regulations shall:

- contain details of the principal and attorney (for an individual – name, details of the identification document (series and/or number of the document, date and place of its issue, authority who issued the document), for a legal entity – name, address of location);
- be executed in accordance with requirements of the Civil Code of the Russian Federation or certified by a notary.

- 18.3. These Regulations shall be approved by the General Meeting of Shareholders by majority of votes of shareholders participating in the General Meeting of Shareholders upon proposal of the Board of Directors.
- 18.4. These Regulations may be supplemented and amended by the General Meeting of Shareholders by majority of votes of shareholders holding voting shares in the Company participating in the General Meeting of Shareholders upon proposal of the Board of Directors.
- 18.5. If provisions of the present Regulations conflict with requirements of the Charter, provisions of the Charter will prevail and the present Regulations shall be amended to comply with requirements of the Charter.
- 18.6. If, as a result of any changes in laws of the Russian Federation or the Charter, any provisions of these Regulations run counter to such changes, the relevant provisions will become ineffective and until these Regulations are amended, the Company's Shareholders shall be guided by the effective legislation of the Russian Federation and the Charter.
- 18.7. Invalidation of any clauses (fully or partially) of the present Regulations will not result in invalidation of other provisions and clauses of the present Regulations and the Regulations as a whole.