

**APPROVED**  
**By General Shareholders' Meeting**  
**Open Joint Stock Company "Novolipetsk Steel"**

**Minutes of Meeting #30**  
**05 June 2009**

**REGULATIONS ON THE PROCEDURES FOR HOLDING**  
**THE GENERAL MEETING OF SHAREHOLDERS**  
**OJSC "Novolipetsk Steel"**  
(Restated)

Lipetsk, 2009

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## **1. General provisions**

1.1. These Regulations of the General Meeting of Shareholders (hereinafter “Regulations”) govern the summons, preparation and holding of the General Meeting of Shareholders of the Open Joint Stock Company Novolipetsk Steel (hereinafter “Company”).

1.2. These Regulations are elaborated in accordance with the Civil Code of the Russian Federation, Federal law “Joint Stock Companies” and the Charter of the Company.

1.3. Additional requirements to the summons, preparation and holding of the General Meeting of Shareholders may be determined by the Federal authority on the securities market.

1.4. The General Meeting of Shareholders is the supreme management body of the Company.

## **2. Categories and forms of the General Meeting of Shareholders**

2.1. The General Meeting of Shareholders may be annual or extraordinary.

2.1.1. The annual General Meeting of Shareholders shall be held once in a year, no earlier than two months and no later than six months upon expiration of a financial year of the Company. The date of the annual General Meeting of Shareholders shall be determined by the Board of Directors of the Company.

2.1.2. The extraordinary General Meeting of Shareholders shall be held upon the resolution of the Board of Directors of the Company at its own discretion, upon the request of the Audit Commission, the Auditor of the Company or shareholder(s) possessing no less than 10 per cent of voting shares of the Company at the date of the request on calling the extraordinary meeting.

2.2. The General Meeting of Shareholders may be held in the form of a meeting or in the form of absentee voting.

2.2.1. The General Meeting of Shareholders held in the form of a meeting shall mean the joint presence of shareholders and their attorneys for discussion of the issues included in the agenda and passing resolutions upon the issues put to a vote.

2.2.2. The General Meeting of Shareholders held in the form of absentee voting (by ballot) provides for exposure of shareholders’ opinion upon the issues included in the agenda only by means of a written interrogation and absentee voting.

2.2.3. In accordance with the applicable legislation, the annual General Meeting shall be held in the form of joint presence of shareholders and their attorneys for discussion of the issues included in the agenda and passing resolutions upon the issues put to a vote.

2.2.4. The form of the extraordinary General Meeting of Shareholders shall be determined by the persons initiating its convening.

2.2.5. The Board of Directors of the Company may not change the form of the Extraordinary Meeting determined by the person initiating its calling.

2.3. The General Meeting of Shareholders may not be held earlier than 9 am and later than 10 pm.

## **3. Participation of shareholders in the General Meeting**

3.1. Shareholder possessing voting shares of the Company may participate in the work of the General Meeting of Shareholders personally or by his attorney. Shareholder may at any time change his attorney or participate personally in the General Meeting of Shareholders.

3.2. Shareholder’s attorney shall act at the General Meeting of Shareholders within his capacity determined by the power of attorney issued in his name. The power of attorney shall be executed in writing within the procedure stipulated in the applicable legislation. In case of voting by the power of attorney by means of sending the voting ballot at the address of the Company, the ballot shall be

accompanied by the power of attorney empowering the attorney to the appropriate actions or its notarized copy.

3.3. The power of attorney issued for the purposes of voting shall contain the information regarding the grantor and the attorney (name, place of residence or location, passport data) and the list of attorney's powers.

3.4. The power of attorney may be certified by the organization in which the grantor works or learns, housing and public utilities organization at his place of registration or by administration of the stationary medical institution in which he receives medical treatment. The power of attorney may also be notarized.

3.5. The power of attorney issued on behalf of a corporate shareholder shall be signed by the person entitled by the applicable legislation or constitutive documents to issue powers of attorney on behalf of a legal entity, affixed by the seal of the appropriate legal entity and accompanied by the documents confirming the powers of the signatory. In case the same person issues two powers of attorney for one block of shares, the power of attorney of the later date shall be registered. In case such powers of attorney are of the same date, the attorney registered first shall participate in the meeting.

3.6. The head of a corporate shareholder shall participate in the work of the General Meeting without power of attorney on the base of documents confirming his powers.

3.7. In case the share(s) of the Company are held by several persons in joint ownership, voting powers shall be exercised at the General Meeting of Shareholders at their discretion by one of the joint owners or by their attorney. Powers of each of the said persons shall be duly executed.

3.8. Shareholder(s) may only be allowed to participate in the work of the General Meeting of Shareholders if he is included in the list of persons entitled to participate in the General Meeting of Shareholders. The attorney of a shareholder(s) may be allowed to participate in the work of the General Meeting of Shareholders if he has the power of attorney issued by the shareholder(s) included in the said list and executed within the procedure stipulated in the applicable legislation of the Russian Federation.

3.9. The list of persons entitled to participate in the General Meeting of Shareholders shall be drafted on the basis of details contained in the shareholders' register of the Company at the date specified by the Board of Directors.

3.10. The date of compiling the list of persons entitled to participate in the General Meeting of Shareholders shall not be earlier than the date of decision to hold the General Meeting of Shareholders and more than 50 days, and in case the proposed agenda of the extraordinary GSM contains an issue on election of members to the Company's Board of Directors, more than 85 days prior to the date of the General Meeting Shareholders.

In case the ballots received in accordance with clause 1 article 58 of the Federal law "On Joint Stock Companies" participate in determining the quorum and in the voting at the General Meeting of Shareholders, the date of drafting the list of persons entitled to participate in the General Meeting of Shareholders shall be determined no less than 35 days prior to the General Meeting of Shareholders.

3.11. In case of transfer of shares after the date of drafting the list but prior to the date of the General Meeting the person included in the list of persons entitled to participate in the General Meeting shall issue the power of attorney to the purchaser for the purposes of voting or vote at the General Meeting in accordance with the instructions of the purchaser. This rule shall also apply to each further case of share transfer.

3.12. For the purposes of drafting the list of persons entitled to participation in the General Meeting of Shareholders nominal shareholder shall submit the information on his beneficiaries at the date of drafting the list.

3.13. The list of persons entitled to participate in the General Meeting of Shareholders shall be provided by the Company for consideration upon the request of persons included in the said list and holding no less than 1 per cent of votes. In this case the data of personal documents and the

postal addresses of individuals included in the said list may be provided only with the consent of such individuals.

3.14. The list of persons entitled to participate in the General Meeting of Shareholders shall contain the name of each of such persons, information necessary for their identification, information on the number and category (class) of shares on which such person is entitled to vote, postal address in the Russian Federation to use for sending voting ballots in case the voting provides for sending such ballots.

3.15. In case of a clear mistake in the list of persons entitled to participate in the General Meeting of Shareholders, shareholder (the attorney of a shareholder) shall be allowed to participate in the General Meeting even if such shareholder was not included in the list. The sufficient evidence for clear mistake in the list shall be the difference between the list and the shareholders' register of the Company drafted at the date of drafting the list or documents indisputably confirming the shareholder's possession of the voting shares of the Company.

3.16. The list of persons entitled to participate in the General Meeting of Shareholders may be amended only for the purposes to recover infringed rights of the persons not included in the list of persons entitled to participation in the General Meeting of Shareholders at the date of its drafting or to correct the mistakes made during its drafting.

3.17. In case a shareholder included in the list of persons entitled to participation in the General Meeting of Shareholders has disposed of a part of his shares after drafting the list but has not issued the power of attorney for voting to the purchaser of shares before the beginning of the work of the General Meeting of Shareholders or has no instruction from the said purchaser in respect of the voting, such shareholder may vote only by his remaining shares.

3.18. Voting ballots shall be sent (delivered) to the persons included in the list of persons entitled to participate in the General Meeting of Shareholders in accordance with the Charter of the Company. Upon the request of the persons included in the list of persons entitled to participate in the General Meeting of Shareholders, voting ballots may be sent (delivered) to nominal holders of their shares registered in Company's Shareholders Register.

3.19. In the course of preparation for the General Meeting of Shareholders the Board of Directors shall determine:

- the form of the General Meeting of Shareholders (joint presence or absentee voting);
- date, place and time of the General Meeting of Shareholders and, in case the executed ballots shall be sent to the company in accordance with the clause 3 article 60 of the Federal law "Joint Stock Companies", the postal address at which the executed ballots may be sent or, in case of the General Meeting of Shareholders held in the form of absentee voting, the deadline for receipt of voting ballots and the mailing address at which the executed ballots shall be sent;
- the date of drafting the list of persons entitled to participate in the General Meeting of Shareholders;
- the agenda of the General Meeting of Shareholders;
- the procedure for notification of shareholders of the General Meeting;
- the list of information (materials) to be provided to shareholders in the course of preparation for the General Meeting of Shareholders and the procedure of providing such information (materials);
- the form and text of a voting ballot in case of voting by ballot;
- personal membership of the Presidium and Secretariat of the General meeting;
- the procedure (procedures) of the meeting determining the time for reports on the issues included in the agenda, the time for voting, the time for break etc.

#### **4. Working bodies of the Meeting. Counting Commission. Determining the quorum.**

4.1. The Board of Directors shall approve the Presidium and Secretariat of the General Meeting of Shareholders under the guidance of the Corporate Secretary of the Company. The Corporate Secretary shall perform the duties of the Secretary of the General Meeting of Shareholders, unless otherwise stipulated in the resolution of the Board of Directors.

4.2. The Chairman of the Board of Directors of the Company shall preside at the Meeting. The Chairman of the Board of Directors may transfer the powers of the presiding at the General Meeting of Shareholders to a member of the Board of Directors. In case there is no Chairman of the Board of Directors, his duties shall be performed by the deputy Chairman or a member of the Board of Directors upon a commission of the Board of Directors.

4.3. The work of the General Meeting of Shareholders shall be provided by the independent consistent body of the Company – the Counting Commission in accordance with the Charter of the Company and the Federal law “Joint Stock Companies”; in case the number of shareholders exceeds 500, the duties of the Counting Commission shall be performed by the Registrar of the Company.

4.4. The Counting Commission shall provide the registration of shareholders (attorneys of shareholders) coming to the General Meeting of Shareholders, check their rights to participate in the work of the Meeting, determine the quorum of the General Meeting of Shareholders, clarify the issues arising in connection with exercising the voting rights at the General Meeting by shareholders (their attorneys), clarify the procedure of voting upon the issues put to a vote, provide the prescribed voting procedure and the rights of shareholders to participation in the voting, count the votes and determine the results of the voting, draft the protocol on the results of the voting signed by members of the Counting Commission and then transfer the voting ballots to the archive of the Company.

4.5. The information received by a member of the Counting Commission in the course of processing the results of the voting (calculation of votes and filling the protocols) is considered confidential. Each member of the Counting Commission bears personal responsibility for disclosure of confidential information.

4.6. In course of registration of the persons participating in the meeting the Counting Commission shall keep the following registers:

- for registration of the persons participating in the meeting;
- for accounting of powers of attorney and trust management contracts;
- for accounting of voting ballots.

4.7. The Counting Commission shall usually execute the following protocols:

- protocol of the results of registration of persons participating in the meeting;
- protocol of accounting of voting ballots issued.

Other protocols may be drafted upon the decision of the Counting Commission; written complaints and statements received by the commission shall be attached to the protocols. Upon the results of registration the person participating in the meeting shall be provided with the voting ballots and other materials for the Meeting.

4.8. The protocol of the results of the voting shall be attached to the Minutes of the General Meeting of Shareholders.

4.9. The Counting Commission shall participate in the preparation for the General Meeting of Shareholders, including the control over the correctness of the list of shareholders entitled to participation in the General Meeting of Shareholders, noticing shareholders of the General meeting in proper terms and deciding on other issues arising in connection with providing the shareholders' rights to participation in the work of the General meeting.

4.10. The General Meeting of Shareholders is considered valid (forms the quorum) in case the shareholders present possess more than a half of votes provided by outstanding voting shares of the Company. The quorum of the General Meeting of Shareholders shall be determined at the moment of opening of the General Meeting upon the results of registration of persons who have arrived to the General Meeting of Shareholders. The General Meeting of Shareholders shall be opened if there is the quorum at the time of its beginning on any issue included in the agenda of the General Meeting. Registration of persons entitled to participate in the General Meeting and not registered for

participation in the General Meeting before its opening shall not end before the end of discussion upon the last issues included in the agenda of the General Meeting on which there is the quorum.

In case there is no quorum at the time of beginning of the General Meeting on any issue included in the agenda of the General Meeting, the opening of the General Meeting may be postponed for no more than 2 hours.

4.11. In case the voting ballots are sent to shareholders, the votes provided by the said ballots shall be accounted in determining the quorum and calculation of the results of the voting, provided that such ballots are received by the Company no later than two days prior to the date of the General Meeting of Shareholders.

4.12. In case the agenda of the General Meeting of Shareholders includes the issues which shall be voted by different composition of voters, the quorum shall be determined separately in respect of such issues. In this case the fact there is no quorum for passing a resolution on the issues which shall be voted by the certain composition of voters shall not impede passing the resolution on the issues for which there is the quorum.

4.13. In case there is no quorum for the annual General Meeting of Shareholders, the second General Meeting of Shareholders with the same agenda shall be held. In case there is no quorum for the extraordinary General Meeting of Shareholders, the second General Meeting of Shareholders with the same agenda may be held. The second General Meeting of Shareholders is considered valid (forms the quorum) in case the shareholders present possess no less than 30% of votes provided by paid voting shares of the Company.

The notification on the second General Meeting of Shareholders shall be provided in accordance with the requirements of the Charter of the Company. Delivery and sending of the voting ballots in case of the second General Meeting of Shareholders shall be provided in accordance with the requirements of the Charter of the Company.

4.14. In case the second General Meeting of Shareholders is kept less than 40 days after the invalid General Meeting of Shareholders, persons entitled to participation in the General Meeting of Shareholders shall be determined in accordance with the list of persons who were entitled to participation in the invalid General Meeting of Shareholders.

## **5. Procedure of the General meeting**

5.1. The work of the General Meeting of Shareholders held in the form of a meeting (by joint presence of shareholders for discussion on the issues included in the agenda and passing resolutions on the issues put to a vote) shall be conducted by the Presidium.

5.2. The Corporate Secretary of the Company (the Secretary of the General Meeting) shall arrange keeping the Minutes of the meeting and be responsible for reliability of the information contained in the said Minutes.

5.3. The Counting Commission shall register shareholders and their attorneys, announce the validity of the meeting (presence of the quorum), clarify and provide compliance with the voting procedure, account the votes and calculate the results of the voting.

5.4. The Board of Directors shall approve the procedure (procedures) of the meeting for each General Meeting of Shareholders in strict compliance with the provisions of the Charter of the Company and the Regulations.

5.5. The General Meeting of Shareholders may be held either with a break or without a break.

5.6. The results of the voting upon the issues (issue) included in the agenda shall be declared in accordance with the Charter of the Company and the applicable legislation of the Russian Federation.

## **6. Passing resolutions at the General Meeting of Shareholders**

6.1. The voting at the General Meeting of Shareholders shall be provided by voting ballots upon the issues included in the agenda.

6.2. The resolution of the General Meeting of Shareholders upon the issue put to a vote shall be passed by a majority of votes of members holding the voting shares of the Company and participating in the meeting, unless other procedure for passing the resolution is stipulated in the Federal law "Joint Stock Companies" or the Charter of the Company.

6.3. Resolutions on the issues stipulated in the sub-clauses 2, 6, 14-19 clause 16.1 section 16 chapter 4 of the Charter of the Company shall be adopted by the General Meeting of Shareholders only upon the proposal of the Board of Directors.

6.4. The General Meeting of Shareholders may not adopt resolutions on issues not included in the agenda or change the agenda.

6.5. The voting shall be provided according to the principle of the statutory voting, except the cases of a cumulative voting.

6.6. In case of the voting provided by voting ballots the votes shall only be accounted if one voting alternative upon the issue is left by the voter. The voting ballots executed with the breach of this requirement are considered invalid and the votes upon the appropriate issues shall not be accounted. In case the voting ballot contains several issues put to a vote, non-compliance with the said requirement in respect of one or more issues shall not cause invalidity of the whole voting ballot.

6.7. In case several alternatives (drafts) of a resolution on the issue included in the agenda are put to a vote, shareholder shall vote for one of the proposed alternatives by all shares held by him, except the cases of cumulative voting. The alternative is considered passed supported by more than 50 per cent of votes of shareholders holding the voting shares and present at the General meeting.

6.8. In case of a cumulative voting each voting share shall provide the number of votes equal to the total number of members in the Board of Directors of the Company to be elected. Shareholder may give all votes provided by the shares held by him for one candidate or distribute them among several candidates in the Board of Directors of the Company.

6.9. Decisions taken by the General Shareholders' Meeting as well as voting results are announced at the General Shareholders' Meeting, where the voting took place, or brought to the shareholders' notice not later than 10 days after the date of the minutes with the voting results in the form of a report on the voting results by publication in newspapers "Gazeta", "Gazeta MG" and at NLMK's Internet web-site.

## **7. Procedure of the General Meeting of Shareholders held in the form of absentee voting**

7.1. According to article 50 of the Federal Law "Joint Stock Companies", the General Meeting of Shareholders may be held in the form of absentee voting (by ballot). The General Meeting of Shareholders is considered held in the form of absentee voting (by ballot) in case the issues included in the agenda are voted by shareholders without providing them the possibility of joint presence for discussion of the issues included in the agenda and passing resolutions upon the issues put to a vote.

7.2. The resolutions on the following issues may not be adopted at the General Meeting of Shareholders held in the form of absentee voting:

- election in the Board of Directors (Supervisory Board) of the Company;
- election in the Audit Commission (Inspector) of the Company;
- approval of the Auditor of the Company;
- approval of annual reports, annual financial statements, including the Company's income statement (profit and loss accounts), as well as distribution of Company's profits including payments (declaration) of dividends, excluding profits distributed as dividends upon results of the first quarter, six months, nine months of a financial year and losses of the Company upon results of a financial year.

7.3. The voting upon the issues included in the agenda of the General Meeting of Shareholders held in the form of absentee voting is provided by voting ballots. The form, text and deadline for accepting ballots shall be approved by the Board of Directors of the Company. The ballots shall comply with the requirements of the Charter of the Company and the applicable legislation of the Russian Federation.

7.4. The list of persons entitled to participation in the General Meeting of Shareholders shall be drafted according to the data of the shareholders' register of the Company.

The date of drafting the list of persons entitled to participate in the General Meeting of Shareholders held in the form of absentee voting may not be determined before determining the date for making the decision on holding a General Meeting of Shareholders, less than 35 days or more than 50 days prior to the date of the General Meeting of Shareholders.

7.5. The list of persons entitled to participate in the General Meeting of Shareholders shall contain the name of each of such persons, information necessary for their identification, information on the number and category (class) of shares on which such person is entitled to vote, mailing address in the Russian Federation to use for sending the voting ballots.

7.6. Notification of shareholders of the General Meeting of Shareholders shall be provided in accordance with the Charter of the Company.

7.7. Voting ballot shall be sent or delivered against receipt to each of the persons entitled to participation in the General Meeting of Shareholders no later than 20 days prior to the appropriate General Meeting of Shareholders. Voting ballot shall be sent by registered mail at the addresses specified in the list of persons entitled to participation in the General Meeting of Shareholders.

7.8. Voting ballots shall be sent (delivered) to the persons included in the list or, upon written applications of the said persons, to nominal holders of their shares registered in the shareholders' register of the Company. Each person included in the list shall be provided with one copy of voting ballot upon all issues or one copy of each of two or more ballots for voting upon different issues. All shareholders holding the same share(s) in joint ownership and included in the list shall be provided with one copy of voting ballot upon all issues or one copy of each of two or more ballots for voting upon different issues.

7.9. In case of voting by power of attorney upon the issues included in the agenda of the General Meeting of Shareholders held in the form of absentee voting, the ballots shall be accompanied by the appropriate power of attorney or its notarized copy.

7.10. The General Meeting of Shareholders held in the form of absentee voting is considered valid (forms the quorum) in case the shareholders participating in such meeting possess more than a half of votes provided by paid voting shares of the Company. The shareholders are considered participating in the General Meeting of Shareholders held in the form of absentee voting if the ballots of such shareholders are received before the deadline for receipt of ballots.

## **8. Extraordinary General Meeting of Shareholders**

8.1. Extraordinary General Meeting of Shareholders shall be held according to the resolution of the Board of Directors of the Company passed at its own discretion, upon the request of the Audit Commission of the Company, the Auditor of the Company or shareholder(s) possessing no less than 10 per cent of voting shares of the Company at the date of the request. The resolution shall provide for the form of the General Meeting of Shareholders (joint presence or absentee voting).

8.2. The Board of Directors of the Company may not change the form of the extraordinary General Meeting of Shareholders in case the request of the Audit Commission of the Company, the Auditor of the Company or the said shareholder(s) on summoning the extraordinary General Meeting of Shareholders mentions the form of such meeting.

8.3. Extraordinary General Meeting of the Company shall be summoned by the Board of Directors of the Company and held within 40 days from the date of the request to hold an

extraordinary General Meeting of Shareholders submitted by the Audit Commission, the Auditor, or shareholders possessing no less than 10 per cent of voting shares of the Company at the date of the request, or in other terms stipulated in the charter of the Company of the Federal law “Joint Stock Companies”.

8.4. The request on extraordinary General Meeting of Shareholders shall contain the issues to be included in the agenda of the meeting specified in accordance with the requirements of the Charter of the Company and the Federal law “Joint Stock Companies”.

8.5. The Board of Directors of the Company may not make amendments to formulations of the issues included in the agenda of the extraordinary General Meeting of Shareholders summoned upon the request of the Audit Commission of the Company, the Auditor of the Company or shareholder(s) possessing no less than 10 per cent of voting shares of the Company.

8.6. In case the request on the extraordinary General Meeting of Shareholders is submitted by shareholder(s), it shall contain the names of shareholder(s) submitting such request and specify the number and category (class) of shares held by them. The request on summoning an extraordinary General Meeting of Shareholders shall be signed by the person(s) submitting the request on summoning the extraordinary General Meeting of Shareholders.

8.7. Resolution on the summoning of the extraordinary General Meeting of Shareholders or on the refusal to summon such meeting shall be passed by the Board of Directors of the Company within five days from the date of the request on summoning an extraordinary General Meeting of Shareholders submitted by the Audit Commission of the Company, the Auditor of the Company or shareholder(s) possessing no less than 10 per cent of voting shares of the Company.

8.8. The date of drafting the list of persons entitled to participate in the extraordinary General Meeting of Shareholders and the date of such meeting shall be determined by the Board of Directors with respect to the requirements for preparation and holding of the General Meeting of Shareholders stipulated in the Federal law “Joint Stock Companies”.

8.9. The resolution on refusal to summon the extraordinary General Meeting of Shareholders upon the request of the Audit Commission of the Company, the Auditor of the Company or shareholder(s) possessing no less than 10 per cent of voting shares of the Company may be passed in case:

- the procedure of submitting the request on summoning an extraordinary General Meeting of Shareholders stipulated in the Federal law “Joint Stock Companies” is not complied with;
- shareholder(s) demanding to summon the extraordinary General Meeting of Shareholders do not possess no less than 10 per cent of voting shares of the Company at the date of the request;
- neither of issues proposed to be included in the agenda of extraordinary General Meeting of Shareholders is referred to its competence
- neither of issues proposed to be included in the agenda of extraordinary General Meeting of Shareholders complies with the requirements of the Federal law “Joint Stock Companies” and other legal acts of the Russian Federation.

8.10. Resolution of the Board of Directors of the Company on summoning an extraordinary General Meeting of Shareholders or motivated resolution on refusal to summon such meeting shall be sent to the persons demanding for its summons by registered mail within three days from the date of such resolution.

8.11. In case the Board of Directors of the Company has not decided on the summoning the extraordinary General Meeting of Shareholders within the term stipulated in the Federal law “Joint Stock Companies” or has refused to summon such meeting, extraordinary General Meeting of Shareholders may be summoned by the bodies and persons demanding for its summons. In this case the costs on preparation and holding of the General Meeting of Shareholders may be indemnified at the expense of the Company upon the resolution of the General Meeting of Shareholders.

## **9. Minutes of the General Meeting of Shareholders**

9.1. The Minutes of the General Meeting of Shareholders shall be executed within 15 days from the date of closing the General Meeting of Shareholders and in no less than two copies. All copies of the Minutes shall be signed by the Chairman of the General Meeting of Shareholders and the Secretary of the General Meeting of Shareholders.

9.2. The Minutes of the General Meeting of Shareholders shall contain the following information:

- place and date of the General Meeting of Shareholders;
- the total number of votes possessed by holders of voting shares of the Company;
- the number of votes possessed by the shareholders present at the meeting;
- the Chairman (Presidium) and the Secretary (Secretariat) of the meeting, the agenda of the meeting.

The Minutes of the General Meeting of Shareholders of the Company shall reflect the main theses of speeches, issues put to vote and the results of voting upon such issues, resolutions adopted by the meeting.

## **10. Financial support of preparation and holding of the General Meeting of Shareholders**

10.1. The Company shall pay the costs arising in connection with the preparation and holding of the General Meeting of Shareholders in accordance with the budget approved by the Management Board.

10.2. The Company shall pay the costs arising in connection with the preparation and holding of the extraordinary General Meeting of Shareholders initiated by members of the Board of Directors, the Audit Commission or the Auditor of the Company in accordance with the budget approved by the Management Board.

10.3. The costs arising in connection with the preparation and holding of the extraordinary General Meeting of Shareholders initiated by shareholders may be indemnified by the Company in accordance with the resolution of the General Meeting of Shareholders.

## **11. Approval, amendments and addenda to these Regulations**

11.1. The Regulations of the general meeting shall be approved by the General Meeting of Shareholders. The resolution on its approval shall be adopted by the majority of votes of the present holders of voting shares providing votes upon all issues referred to the competence of the General Meeting.

11.2. Proposals on introduction of amendments and addenda to the Regulations shall be submitted in accordance with the Charter of the Company and the applicable legislation of the Russian Federation.

11.3. Amendments and addenda to the Regulations shall be approved by the majority of votes of the holders participating in the meeting of voting shares providing votes upon all issues referred to the competence of the General Meeting.

11.4. In case certain provisions of these Regulations become contradicting to any amendments made in the applicable legislation of the Russian Federation, such provisions shall not be applied; in this case shareholders shall act in accordance with the applicable legislation of the Russian Federation and the provisions of the Charter of the Company until the Regulations are amended.

## **12. Other provisions**

12.1. Any issues not provided for in these Regulations shall be governed by the applicable legislation of the Russian Federation.