

APPROVED:

by the Resolution of the Annual Meeting of Shareholders
of IDGC of Centre, PJSC
__._.2017 (Minutes # __/17 of __._.2017)

REGULATION
on the General Meeting of
Shareholders
of IDGC of CENTRE, PJSC
(new edition)

Moscow
2017

1. General Provisions

1.1. These Regulations were developed in accordance with the Civil Code of the Russian Federation, Federal Law "On Joint Stock Companies", other normative-legal acts of the Russian Federation, and the Articles of Association of "Interregional Distribution Grid Company of Centre", Public Joint Stock Company (hereinafter referred to as the Company) and shall determine the order of preparation and carrying out of the General Shareholders Meeting of the Company (hereinafter referred to as the General Shareholders Meeting).

1.2. The General Shareholders Meeting is the Company's supreme management body.

1.3. In the course of its activity, the General Shareholders Meeting shall be guided by the Russian Federation legislation, the Articles of Association of the Company, and these Regulations.

2. Convening and Preparation for the General Shareholders Meeting

2.1. The Board of Directors of the Company shall take the decision on the convening of the General Shareholders Meeting.

2.2. During the process of preparation to the General Shareholders Meeting, the Board of Directors shall be entitled to take the following decisions:

a) on convening and form determination of the General Shareholders Meeting;

b) on determination of place, date and time of the General Shareholders Meeting, time of the beginning of the persons' registration participating in the General Shareholders Meeting (in case the meeting is carried out in the form of meeting), or on the determination of the deadline for the filled ballots submission and postal address the filled ballots should be sent to (in case the General Shareholders Meeting is carried out in the form of an absentee voting), and (if this is provided by the Articles of Association of the Company and if technically possible) the e-mail address where the completed ballots can be sent and (or) the web-site address on the "Internet", at which an electronic ballot may be filled in;

c) on the agenda of the General Shareholders Meeting determination;

d) on the determination of the date of identification (record) of persons entitled to participate in the General Shareholders Meeting;

e) on determining the deadline for accepting proposals of shareholders on nominating candidates for election to the Board of Directors of the Company, if the agenda of an extraordinary general meeting of shareholders contains the issue of electing members of the Board of Directors of the Company;

f) on determination of type(s) of the preferred shares, whose holders are entitled to vote on the agenda items of the General Shareholders Meeting;

g) on determination of the list of information (materials) to be presented to the shareholders during the preparation for the General Shareholders Meeting holding and the order of its provision;

h) on determination of the form and text of the voting ballots during the General Shareholders Meeting, as well as wording of decisions on the agenda of the General Shareholders Meeting, which should be sent electronically (in the form of electronic documents) to nominee shareholders registered in the register of shareholders of the Company;

i) on determination of the date of the voting ballots sending to the persons who are entitled to vote at the General Shareholders Meeting (in case the General Shareholders Meeting is carried out in the form of absentee voting and also in case the General Shareholders Meeting is carried out in the form of a meeting if in accordance with the Federal Law on Joint Stock Companies or the Articles of Association of the Company, the voting ballots should be sent to (given to) the persons who are entitled to vote at the General Shareholders Meeting, before the carrying out of the General Shareholders Meeting);

j) on determination of the order of shareholders' informing about the General Shareholders Meeting carrying out as well as the form and wording of the announcement;

k) on the election of the Secretary of the General Shareholders Meeting;

l) on approval of the expenditures estimate connected with the preparation and carrying out of the General Shareholders Meeting.

2.3. The sole executive body of the Company shall organize the Board of Directors' decisions implementation connected with the preparation and carrying out of the General Shareholders Meeting, including:

- timely sending of the demand to the Registrar of the Company on the compiling the list of persons who are entitled to participate in the General Shareholders Meeting as of the date which is prescribed by the Company's Board of Directors;
- guaranteeing the ballots manufacturing in accordance with the form and wording approved by the Company's Board of Directors;
- ensuring the voting ballots sending to the shareholders and the reception of the filled voting ballots, and if the Board of Directors of the Company decides on the possibility of sending completed ballots for voting to the e-mail address and (or) filling out the electronic form of the ballots on the Internet site determined by the Board of Directors, - the functioning of these electronic means for receiving completed ballots for voting;
- ensuring the shareholders' informing on the order and terms stipulated by the decision of the Board of Directors and the Articles of Association of the Company;
- providing the preparation of the necessary materials (information) concerning the agenda issues of the General Shareholders Meeting and the possibility to examine the abovementioned information (materials) in accordance with the decisions of the Board of Directors;
- ensuring the provision by the Company of a list of persons entitled to participate in the General Shareholders Meeting, for acquaintance with it at the request of persons included in this list and possessing not less than one percent of the votes, in accordance with the requirements of the current legislation of the Russian Federation, from the date of its receipt by the Company;
- carrying out other actions concerning the Board of Directors' decisions implementation.

3. Peculiarities of Convening of the Extraordinary General Shareholders Meeting

3.1. The Extraordinary General Shareholders Meeting is held by decision of the Board of Directors of the Company on the basis of its own initiative, the requirement of the Audit Commission of the Company, the auditor of the Company or the shareholders of the Company owning not less than 10 (Ten) percent of voting shares of the Company, as of the date of the request.

3.2. Within five (5) days from the date of the request of the Audit Commission of the Company, the Auditor of the Company or the shareholder (shareholders) owning not less than 10 (Ten) percent of the voting shares of the Company, the convening of an Extraordinary General Shareholders Meeting of the Company, the Board of Directors of the Company must decide to convene an Extraordinary General Shareholders Meeting of the Company or to refuse to convene it.

3.3. The decision of the Board of Directors of the Company to convene an extraordinary General Shareholders Meeting of the Company or a reasoned decision to refuse its convocation shall be sent to the persons requesting its convocation no later than 3 (Three) days after the date of such decision.

4. Information Support of Carrying Out the General Shareholders Meeting

4.1. A notice of the holding of the General Shareholders Meeting must be posted on the website of the Company on the Internet no later than the expiration of the notice of shareholders on the holding of the General Shareholders Meeting.

The text of the notice on the conduct of the General Shareholders Meeting by the decision of the Board of Directors may be additionally sent electronically to those shareholders of the Company who informed the Company or the registrar of the e-mail addresses to which such communications can be sent.

Information (materials) on the agenda of the General Shareholders Meeting within 20 (Twenty) days, and in case of the General Shareholders Meeting, the agenda of which contains the issue of the reorganization of the Company, within 30 (thirty) days before holding of the General Shareholders Meeting shall be available to persons entitled to participate in the General Shareholders Meeting for familiarization in the premises of the executive office of the Company and other places whose addresses are indicated in the notice of the General Shareholders Meeting, and on the website of the Company on the "Internet" at www.mrsk-1.ru. At the same time, the Company seeks to ensure the availability of materials to the General Meeting of Shareholders not less than 30 days before the date of its holding.

The specified information (materials) should be accessible to persons participating in the General Shareholders Meeting during its holding.

The abovementioned materials are recommended to be also published in English.

4.1.2. The information (materials) to be submitted to the persons entitled to attend the General Meeting of Shareholders include the following documents:

- the Company's annual report and the opinion of the Audit Commission of the Company on the results of its audit;

- annual accounting (financial) statements, including the audit report, the opinion of the Audit Commission on the results of the audit of such statements;

- justification of the proposed distribution of net profit;

- information about the candidate (s) to the Board of Directors of the Company (if submitted) or failure to provide any information by the candidates of the indicated information about the candidates to the Audit Commission of the Company, as well as information on the presence or absence of written consent of nominated candidates for election to the appropriate body of the Company;

- information on the managing organization or the manager, in case of consideration of the issue of transferring the powers of the sole executive body of the Company to the managing organization or the manager (including information on their affiliation with persons controlling the Company);

- information on candidates for auditors of the Company, sufficient to form an idea of their professional qualities and independence, including the name of the self-regulatory organization of auditors of which the candidate for the auditors of the Company is a member, a description of the procedures used to select external auditors that ensure their independence and objectivity, as well as information on the proposed remuneration of external auditors for audit and non-audit services (including information on compensation payments and other benefits related to the engagement of the auditor) and other material terms of contracts concluded with the auditors of the Company;

- draft amendments and additions to the Articles of Association of the Company (or a draft of the Company's Articles of Association in a new edition) in the event of their introduction, or in the case of approval, as well as comparative tables of changes introduced with their justification;

- draft internal documents of the Company regulating the activities of the management and control bodies of the Company in a new version (amendments to the internal documents) in case they are made, as well as comparative tables of changes introduced with their justification;

- draft resolutions of the General Meeting of Shareholders;

- information on shareholder agreements concluded within a year before the date of the General Meeting of Shareholders;

- conclusions of the Board of Directors of the Company on a major transaction;

- a report on related-party transactions entered into by the company in the reporting year;

- recommendations of the Board of Directors of the Company on the distribution of profits, including the size of dividend on shares of the company and the procedure for its payment, and losses of the Company based on the results of the fiscal year;

- information on travel to the venue of the General Meeting of Shareholders;

- a sample form of proxy that the shareholder may give his or her representative and the procedure of its certification;

- information (materials) provided for by the legislation of the Russian Federation and the Company's Articles of Association.

The list of information (materials) to be provided to the persons entitled to attend the General Meeting of Shareholders shall be determined taking into account the items on the agenda of the General Meeting of Shareholders.

4.2. The minutes of the General Shareholders Meeting are posted on the website of the Company on the Internet not later than 3 (three) days from the date of its compilation.

The Minutes of the General Shareholders Meeting are recommended to be presented also in English.

4.3. The Company's shareholders during the process of nomination of candidates to the Company's Board of Directors shall present the following information about the candidates:

- 4.3.1. Last name, name, and patronymic;
- 4.3.2. Data of the identity document (series and (or) number of the document, date and place of issue, issuing authority);
- 4.3.3. Citizenship;
- 4.3.4. Place of residence (country, city);
- 4.3.5. Age and Education;
- 4.3.6. Occupation;
- 4.3.7. Primary employment;
- 4.3.8. Information about the time record for 5 years prior to the date of nomination;
- 4.3.9. Positions held by the candidate at the time of the nomination, as well as information on the positions held for five years preceding the date of nomination;
- 4.3.10. Information on the shareholding of the Company and its subsidiaries and dependent companies (S&D) (the amount of shares owned);
- 4.3.11. Whether the nominee is a member (candidate for election) of the Board of Directors, a member (candidate for election) of the Collegial Executive Body, other collegial management body or other legal entity;
- 4.3.12. Whether the nominee is an official of another economic entity, the official body of which is a nominee to the Company's Board of Directors.
- 4.3.13. Whether the nominee is the spouse, parent, son, daughter, brother, sister of the officials (manager) of the Company (officials of the Company's managing organization);
- 4.3.14. Whether the nominee is the party in relation to the Company concerning its liabilities, the conditions of which entitle to acquire property (acquire money means), the cost of which makes up at least ten percent of the joint annual income of the nomination, besides the remuneration for the participation in the Board of Directors' activity of the Company;
- 4.3.15. Whether the nominee is (will be as a result of his/her election to the Company's Board of Directors) the representative of the State, that is the person who is (will be as a result of the election to the Company's Board of Directors) the Representative of the Russian Federation in the Board of Directors of the joint-stock company in relation to whom a special decision was taken concerning the use of the special right (the "golden share"), and, persons who are obliged (will be obliged as a result of their election to the Company's Board of Directors) to vote on the basis of the written directives (regulations, etc.) of the entity of the Russian Federation or the municipal entity;

4.4. Information presentation which is indicated in paragraphs 4.3.2. – 4.3.13 of these Regulations, to the shareholders of the Company, is recommended. If shareholders do not present such information, this shall not be the sufficient ground for refusal to include the corresponding nomination into the list of persons for voting upon election to the Company's Board of Directors.

4.5. Information presented in paragraph 4.3. concerning the nominations to the Board of Directors shall be available to all Company's shareholders together with other information materials concerning the agenda items for the General Shareholder Meeting of the Company.

4.6. Company's executive bodies before the General Shareholders Meeting holding shall implement the Company's information policy so that it would be directed to the election of the nominations to the Company Board of Directors who meet the requirements of the regulatory bodies and the trade organizers at the equity market of the Russian Federation.

4.7. In preparation for the General Shareholders Meeting in the form of a joint presence, the Company provides invitations to members of the executive bodies of the Company, members and candidates to the Board of Directors, members and candidates to the Audit Commission of the Company, the Auditor of the Company for participation in the General Shareholders Meeting.

4.8. Shareholders have the right to apply through the Corporate Secretary to officials of the Company for additional explanations regarding the issues of the agenda of the General

Shareholders Meeting. Questions are drawn up in writing and sent to the Company by e-mail: ir@mnsk-1.ru.

5. Holding of the General Shareholders Meeting in the Form of Meeting

Holding of the General Shareholders Meeting in the form of meeting shall be carried out by the direct presence of shareholders of the Company at the discussion of the agenda issues and decision taking concerning the items brought to the agenda.

In carrying out of the General Shareholders Meeting in the form of a meeting (joint attendance of shareholders to discuss agenda items and make decisions on issues put to a vote), information and communication technologies can be used to allow for the possibility of remote participation in the General Shareholders Meeting, discussing the agenda items and taking decisions on issues put to vote, without attendance at the venue of the General Meeting of Shareholders.

5.1. Registration of persons who are entitled to participate in the General Shareholders Meeting

5.1.1. Registration of persons eligible to participate in the General Shareholders Meeting is carried out by the person performing the functions of the counting commission (hereinafter referred to as the Counting Commission) at the location of the General Shareholders Meeting specified in the notice on holding the meeting. In the event that this is stipulated in the notice of the meeting holding, the shareholders also have the right to register for participation in it on the Internet site specified in the notice.

Registration of persons who are entitled to participate in the General Shareholders Meeting shall begin in time indicated in the notice on the meeting holding.

5.1.2. Persons (their representatives) eligible to participate in the General Shareholders Meeting are subject to registration for participation in the General Shareholders Meeting, held in the form of a meeting.

In case voting on the agenda of the General Shareholders Meeting, held in the form of a meeting, can be carried out by sending completed voting ballots to the Company and (or) filling out an electronic form of ballots on the Internet web-site on the address indicated in the notice of the conduct of the General Shareholders Meeting (if such possibility is provided by the decision of the Board of Directors), registration for participation in the General Shareholders Meeting shall be made by the persons whose ballots are received or the electronic form of the ballots is filled, not later than two days before the date of the General Shareholders Meeting.

Those who participated in the General Shareholders Meeting are also shareholders who, in accordance with the rules of the securities legislation of the Russian Federation, gave to persons registering their rights to shares instructions on voting, if messages of their will have been received no later than two days before the date of the General Shareholders Meeting.

5.1.3. During the registration, the shareholder (his/her representative, legal successor) who arrived at the General Shareholders Meeting shall show the passport or any other identification document.

Representatives of shareholders during the registration for participation in the General Shareholders Meeting shall also show the Counting Commission power of attorney for voting executed in compliance with the requirements of the Civil Code of the Russian Federation and the Federal Law "On Joint-Stock Companies" or copy, certified by a notary.

If for participation in the General Meeting as a representative of the shareholder - legal entity the sole executive body - a natural person is registered, in addition to the identification documents of the sole executive body of the shareholder, the Counting Commission is provided with the certified by the shareholder - legal entity copy of the minutes (extract from the minutes) of a meeting (meeting) of the authorized body, containing the decision to appoint the current sole executive body.

Successors of shareholders at the registration for the General Meeting of Shareholders in addition to identification documents, show the Counting Commission copies of the documents confirming the succession notarized.

If the abovementioned documents were not presented the legal successor and also the representative of the shareholder is not entitled to take part in the General Shareholders Meeting.

5.1.4. Registration of persons who are entitled to participate in the General Shareholders Meeting shall be carried out on condition that the persons who came to take part in the General Shareholders Meeting were identified by means of data comparing which are contained in the list of persons who are entitled to participate in the General Shareholders Meeting with the information which is included in documents presented by the abovementioned persons.

5.1.5. During the registration, the person participating in the General Shareholders Meeting shall be given a ballot for voting on agenda items.

If the voting at the General Shareholders Meeting may be carried out by means of presentation the filled voting ballots to the Company, on demand of persons, included in the list of persons entitled to participate in such in the General Shareholders Meeting, they are issued voting ballots with a note about their reissue.

5.1.6. Registration of persons who are entitled to participate in the General Shareholders Meeting shall be considered ended by the moment when the Chair of the General Shareholders Meeting declares the last issue discussion end of the General Shareholders Meeting' agenda with the quorum.

5.2. Opening of the General Shareholders Meeting

5.2.1. The representative of the Counting Commission in time that is in accordance with the announcement on carrying out of the General Shareholders Meeting is the time the General Shareholders Meeting begins, shall declare the presence of quorum concerning the agenda items of the General Shareholders Meeting.

5.2.2. The General Shareholders Meeting shall be authorized (shall have the quorum), if the shareholders, having in aggregate more than a half of votes of issued voting shares of the Company took part in it.

In case the agenda of the General Shareholders Meeting includes the items, the voting on which is carried out by different voters, the definition of the quorum for the decision taking concerning these items shall be implemented separately.

Together with this, the absence of quorum for decision taking concerning the items, the voting on which is carried out by the certain amount of voters shall not impede the decision taking on the items the voting on which is carried out by a different amount of voters, for which adoption this quorum is present.

5.2.3. In case there is the quorum concerning at least one of the items included into the agenda of the Board of Directors of the Company, the Chair of the General Shareholders Meeting shall announce the opening of the General Shareholders Meeting.

5.2.4. The General Shareholders Meeting, by the opening moment of which there was only the quorum concerning separate agenda items, may not be closed if by the moment of the registration end the persons whose registration provides the quorum for the decision taking concerning other items of the General Shareholders Meeting.

5.2.5. If by the beginning of the Company's General Shareholders Meeting holding, there is no quorum concerning any of the items included into the agenda of the General Shareholders Meeting of the Company, the Chair of the General Shareholders Meeting declares the carrying forward of the General Shareholders Meeting for 2 (Two) hours.

The General Shareholders Meeting' carrying forward more than once is not permitted.

If in 2 (Two) hours after the announcement on the carrying forward of the General Shareholders Meeting, the persons ensuring the quorum of at least one of the items included into the agenda of the General Shareholders Meeting proved unregistered, than the Chair of the General Shareholders Meeting shall announce that the General Shareholders Meeting did not take place.

If in 2 (Two) hours after the announcement on the carrying forward of the General Shareholders Meeting the persons providing the quorum of at least one of the items included on the agenda on the General Shareholders Meeting proved registered, the Chair of the General Shareholders Meeting shall announce the opening of the General Shareholders Meeting.

5.2.6. In case there is no quorum for the general annual meeting of shareholders holding, the repeated General Shareholders Meeting with the same agenda shall be carried out.

If there is no quorum for the carrying out of the extraordinary General Shareholders Meeting the repeated General Shareholders Meeting may be carried out with the same agenda.

5.3. The discussion of the agenda items of the General Shareholders Meeting

5.3.1. Persons taking the floor at the General Shareholders Meeting should adhere to the following time limit:

- report on the agenda items – up to 30 minutes,
- co-report – up to 20 minutes,
- conducting debates – 5 minutes,
- presentation with items, announcements – 2 minutes.

The Chair of the General Shareholders Meeting has the right to broaden the limits presented in this paragraph.

5.3.2. A shareholder wishing to conduct a debate on agenda items of the General Shareholders Meeting should direct the corresponding application in writing to the Secretary of the General Shareholders Meeting.

The application should contain the last name, name, patronymic of the shareholder (his/her representative), the agenda question the shareholder would like to take a word on and also signed by the shareholder.

The question should be sent in writing to the Secretary of the General Shareholders Meeting; besides the wording of the question, the shareholder (representative of the shareholder) should also indicate the last name, name and patronymic (name of the shareholder – legal body) and also can be signed by the shareholder.

5.3.3. The Secretary of the General Shareholders Meeting shall direct the applications and items received from the shareholders to the Chair of the General Shareholders Meeting.

If by the moment of the General Shareholders Meeting opening there was the quorum concerning only several items of the agenda, by the end of the discussion of the last from the mentioned agenda items the representative of the Counting Commission or any other body carrying out the functions of the Counting Commission shall announce either the presence or absence of the quorum on other items of the agenda.

5.3.4. In case the discussion of quorum-supported items of the General Shareholders Meeting ends, the Chair of the General Shareholders Meeting announces the termination of all the agenda items discussion and the end of the registration of persons participating in the General Shareholders Meeting.

5.4. Voting at the General Shareholders Meeting.

5.4.1. Voting at the General Shareholders Meeting in the form of co-presence is carried out in accordance with the procedure stipulated by the federal law on "Joint Stock Companies", other normative-legal acts, the Articles of Association of the Company, and these Regulations.

5.4.2. Voting on the agenda issues of the General Shareholders Meeting is carried out by the voting ballots.

The receipt by the Company's registrar of information on the will of persons entitled to participate in the General Meeting of Shareholders not registered in the register of shareholders of the Company and in accordance with the legislation of the Russian Federation on securities, accounting their rights to shares, gave instructions on voting, is equal to voting by ballots.

5.4.3. Persons registered for participation at the General Shareholders Meeting held in the form of meeting are entitled to vote on all the items of the agenda since the moment of the General Shareholders Meeting opening and till the moment of votes counting start.

5.4.4. After the end of the last question discussion of the agenda of the General Shareholders Meeting (the last question that posses the quorum) the persons who did not vote on all the items till the present moment shall be given 30 (thirty) minutes for voting.

The person completing the ballot paper, shall be entitled to the closing of the General Meeting of Shareholders to require production of a certified copy of his or her filled-in ballot by the counting commission (representatives of the registrar that perform the Counting Commission) of the Company by submitting a written request. If it is technically possible to produce and certify a copy of the completed ballot during the General Meeting of Shareholders by the counting commission a certified copy of the completed ballots is transferred to the person before the closing of the General Shareholders' Meeting, in the absence of technical capability - within a reasonable time after the close of the General Meeting of Shareholders.

At the same time copies of the filled-in ballots are made at the expense of the Company.

5.4.5. By the termination of the above stated time the Chair shall announce on the votes counting beginning.

5.5. Summing up of the voting results and their announcement concerning the agenda items of the General Shareholders Meeting. Closing of the General Shareholders Meeting

5.5.1. Counting and summing up of the voting results concerning the agenda of the General Shareholders Meeting shall be performed by the Counting Commission in accordance with the requirements of the current legislation.

5.5.2. Resolutions adopted by the General Shareholders Meeting and the voting results may be announced at the General Meeting of Shareholders at which the voting took place, and shall be also communicated to the persons included in the list of persons entitled to attend the General Meeting of Shareholders, in the form of the Voting Report in the manner prescribed for the notice of the General Meeting of Shareholders not later than four working days after the closing date of the General Meeting of Shareholders.

In the event that as of the date of determination (record) of persons entitled to participate in the General Shareholders Meeting registered in the register of shareholders of the Company, the person was a nominal holder of shares, the information contained in the Voting Report is provided to the nominal shareholder in accordance with the rules of the legislation of the Russian Federation on securities to provide information and materials to persons exercising rights in securities.

5.5.3. After the announcement of the voting results on the agenda items of the General Shareholders Meeting in case they are announced at the General Shareholders Meeting, the Chair shall announce the General Shareholders Meeting closing.

6. Holding of the General Shareholders Meeting by Absentee Voting

6.1. Voting on agenda items of the General Shareholders Meeting which is carried out in the form of absentee voting shall be organized by voting ballots.

The receipt by the Company's registrar of information on the will of persons entitled to participate in the General Meeting of Shareholders not registered in the register of shareholders of the Company and in accordance with the legislation of the Russian Federation on securities, accounting their rights to shares, gave instructions on voting, is equal to voting by ballots.

6.2. Those who participated in the General Shareholders Meeting, held in the form of absentee voting, are considered to be the shareholders whose ballots have been received and (or) the electronic form of the ballots has been filled out on the website specified in the notice on the General Shareholders Meeting holding on the Internet (if such possibility was provided for by the decision of the Board of Directors of the Company) before the deadline for the acceptance of ballots by the Company specified in them, as well as shareholders who, in accordance with the rules of the securities legislation of the Russian Federation, gave persons, accounting their rights to shares, instructions on voting, if messages of their have been received before the deadline for the receipt of ballots.

In case the deadline for the submission of the voting ballots falls on a non-business day, the deadline of the filled ballots submission is the following business day.

The deadline of the filled ballots submission expires on the day of voting ballots submission by the hour when in the Company in accordance with the set rules the business day ends.

6.3. Filled ballots may be submitted to the Company by the first class letter, under signed receipt given to the person, who is carrying out the functions of the Company's sole executive body, or the person authorized to receive the correspondence addressed to the Company, and also sent to the Registrar of the Company or to an e-mail address determined by a decision of the Board of Directors of the Company in preparation for the General Shareholders Meeting. If an appropriate decision is taken by the Board of Directors of the Company, an electronic form of voting ballots can also be filled in on the Internet web-site, determined by the relevant decision of the Board of Directors of the Company and indicated in the notice of the General Shareholders Meeting.

6.4. The body fulfilling the functions of the sole executive body of the Company shall organize the collection, safe keeping, and transfer of the filled ballots for voting to the Counting Commission.

6.5. The shareholder - the physical person during the ballot paper filling shall indicate his/her last name and initials; shareholder – the legal body shall indicate the full physical name of the legal body.

6.6. The representative of the shareholder – of the physical body during the ballot paper filling-in shall indicate his/her last name and initials, and also the essential elements of the warrant (other document proving the authority).

6.7. The representative of the shareholder shall attach the warrant to the voting ballot (its notarized copy) or another document he/she acts on the basis of.

6.8. The General Shareholders Meeting which is held in the form of the absentee vote shall be duly authorized (shall have the quorum) if not later than the deadline of the voting ballots submission date the Company receives the shareholders' ballots possessing in aggregate more than a half of the shareholders' votes.

6.9. Resolutions adopted by the General Shareholders Meeting and the voting results may be announced at the General Meeting of Shareholders at which the voting took place, and shall be also communicated to the persons included in the list of persons entitled to attend the General Meeting of Shareholders, in the form of the Voting Report in the manner prescribed for the notice of the General Meeting of Shareholders not later than four working days after the closing date of the General Meeting of Shareholders.

In the event that as of the date of determination (record) of persons entitled to participate in the General Shareholders Meeting registered in the register of shareholders of the Company, the person was a nominal holder of shares, the information contained in the Voting Report is provided to the nominal shareholder in accordance with the rules of the legislation of the Russian Federation on securities to provide information and materials to persons exercising rights in securities.

7. Working Bodies of the General Shareholders Meeting of the Company

7.1. Working bodies of the General Shareholders Meeting are:

- a) Chair of the General Shareholders Meeting;
- b) Counting Commission;
- c) Secretary of the General Shareholders Meeting.

7.2. The functions of the Chair shall be exercised by the Chair of the Board of Directors.

If the Chair of the Board of Directors is absent at the General Shareholders Meeting, the functions of the Chair at the General Shareholders Meeting shall be exercised by the Deputy Chair of the Board of Directors.

In case the Chair of the Board of Directors and his/her deputy are absent, their functions at the General Shareholders Meeting according to the decision of the people present at the General Shareholders Meeting may be exercised by any member of the Board of Directors.

7.3. The Chair of the General Shareholders Meeting shall open and close the meeting, announce the agenda of the General Meeting and the order of speeches and reports concerning the agenda items, on termination of the agenda issues' discussions and the beginning of the votes counting, ensure the fulfillment of the meeting holding order pursuant to these Regulations, and sign the Minutes of the General Shareholders Meeting.

7.4. The functions of the Counting Commission at the General Shareholders Meeting shall be exercised by the professional equity market participant, who has a license to carry out activities to maintain the register, who is the holder of the shareholder's Register of the Company (Registrar of the Company).

7.5. The Counting Commission shall exercise the following functions:

- a) checking up of the authority and registration of persons who participate in the General Shareholders Meeting (shareholders and their representatives);
- b) defining of the quorum presence of the General Shareholders Meeting;
- c) explaining of the items arising in connection with the Company's shareholders (their representatives) realization of the right to vote at the General Shareholders Meeting;

- d) explaining of the order of voting concerning the items put to the agenda;
- e) ensuring of the established order of voting and rights of the Company's shareholders to vote;
- f) counting of votes and summing up of the voting results;
- g) compiling of the Minutes on the results of the voting;
- h) bringing of the results of the voting to the notice of the Company's shareholders;
- i) sending of the voting ballots to archive;
- j) other functions stipulated by the Legislation of the Russian Federation and the Company's Articles of Association and the Agreement signed by the Company with the Registrar.

7.6. The Functions of the Secretary of the General Shareholders Meeting shall be exercised by the Company's Corporate Secretary if no other decision was taken by the Board of Directors of the Company.

If the Corporate Secretary of the Company cannot fulfill the functions, the Secretary of the General Shareholders Meeting shall be elected by the Board of Directors to decide the items concerning the preparation to the General Shareholders Meeting.

7.7. The Secretary of the General Shareholders Meeting shall fulfill the following functions:

- a) receive applications from persons participating in the General Shareholders Meeting on the right acquisition to take part in the discussion of the general agenda issues of the meeting and also receive items;
- b) transmit the applications and items to the Chairman of the General Shareholders Meeting;
- c) fix the order of the General Shareholders Meeting holding (general provisions of speeches and reports);
- d) other functions stipulated by these Regulations and the Company's Articles of Association.

8. Financial Provision of the General Shareholders Meeting Holding

8.1. Expenditures connected with preparation and holding of the General Shareholders Meeting shall be undertaken at the expense of the Company's funds in accordance with expenditures' estimate approved by the Board of Directors and included into the Company's budget.

8.2. The General Director shall present to the Board of Directors the report on spending of means for preparation and carrying out of the General Shareholders Meeting not later than two months prior to the General Shareholders Meeting carrying out.

8.3. In case of carrying out of the General Shareholders Meeting by persons demanding the convening, the costs for its holding shall be covered by these persons.

By the decision of the General Shareholders Meeting, documentarily approved costs of the abovementioned persons on preparation and holding of the General Shareholders Meeting may be compensated at the expense of the Company's funds.

9. Final Provisions

9.1. If the law and normative acts of the Russian Federation change, the separate articles of these Regulations contradict them, these articles shall cease to be in force and the Company shall be guided by the legislation and normative acts of the Russian Federation before the moment of amendments to the current Regulations.

9.2. If all the voting shares of the Company belong to only one shareholder, these Regulations shall not be used. The decisions on items falling within the competence of the General Shareholders Meeting shall be taken by this shareholder (authorized shareholder's governance body), presented in writing and brought to the notice of the Company.