

APPROVED  
by the General Meeting of Shareholders  
of JSC Gazprom Neft  
on September 30, 2014  
(Minutes № 0101/02 dated 02.10.2014)

**Regulations on the General Meeting of Shareholders  
of Open Joint Stock Company  
Gazprom Neft**

**(New version)**

## **1. General Provisions**

1.1. The present Regulations on the General Shareholders Meeting of JSC Gazprom Neft (hereinafter referred to as the "Regulations") have been prepared in accordance and in compliance with the Civil Code of the Russian Federation, the Federal Law "On Joint Stock Companies", other normative legal acts of the Russian Federations and the Charter of JSC Gazprom Neft (hereinafter referred to as the "Company") and determine the procedure for preparing, convening, and conducting the General Meeting of Shareholders of the Company.

1.2. The General Meeting of Shareholders is the Company's supreme governing body that exercises its functions in accordance with Russian laws, the Company Charter and these Regulations.

## **2. Competence of the General Meeting of Shareholders. Resolutions of the General Meeting of Shareholders.**

2.1. The competence of the General Meeting of Shareholders and the quorum for making a resolution of the General Meeting of Shareholders shall be as determined by the Federal Law "On Joint Stock Companies" and shall be specified in the Company Charter.

2.2. Matters in the competence of the General meeting of Shareholders cannot be referred for decision by the Board of Directors and the Management Board of the Company, with the exception of matters provided for by the Federal Law "On Joint Stock Companies".

2.3 The General Meeting of Shareholders shall not make decisions concerning issues outside the agenda or change the agenda.

## **3. Types, Forms and Schedules for Conduct of the General Meeting of Shareholders**

3.1. The Company shall be obliged to conduct its Annual General Meeting of Shareholders no earlier than two months and no later than six months after the end of a fiscal year.

3.2. The Annual General Meeting of Shareholders shall address the election of the Company's Board of Directors and Audit Commission, appointment of the Company's auditor, approval of annual reports and annual accounting reports and distribution of profits (including distribution (announcement) of dividends, with the exception of profits distributed as dividends after the first quarter, six months, and nine months of the fiscal year), and losses of the Company in the fiscal year.

The Annual General Meeting of Shareholders may address other issues in the competence of the General Meeting of Shareholders.

3.3. Any General Meetings of Shareholders other than the Annual Meeting shall be considered extraordinary meetings.

3.4. The General Meeting of Shareholders may be held in the form of:

- joint attendance of shareholders to discuss agenda issues and make resolutions on issues put to the vote;

- voting in absentia.

A General Meeting of Shareholders with an agenda including the following issues shall not be held in the form of voting in absentia: election of the Company's Board of

Directors and Audit Commission, appointment of the Company's auditor, approval of annual reports and annual accounting reports, distribution of profits (including distribution (announcement) of dividends, with the exception of profits distributed as dividends after the first quarter, six months and nine months of the fiscal year) and losses of the Company in the fiscal year.

3.5. An Extraordinary General Meetings of Shareholders shall be held pursuant to the decision of the Company's Board of Directors:

- at the Board of Directors' own discretion;
- at the request of the Company's Audit Commission;
- at the request of the Company's auditor;
- at the request of shareholders (a shareholder) who own at least ten percent of the Company's voting shares on the date of such request.

The number of Company shares belonging to a shareholder (shareholders), who request the holding of an Extraordinary General Meeting of Shareholders is calculated on the date of submission of such request.

3.6. An Extraordinary General Meeting of Shareholders shall be convened by the Company's Board of Directors according to the schedule stipulated by the Federal Law "On Joint Stock Companies".

3.7. A request to conduct an Extraordinary General Meeting of Shareholders shall comply with the provisions of the Federal Law "On Joint Stock Companies".

3.8. If an Extraordinary General Meeting of Shareholders is requested by a shareholder (shareholders), the request shall indicate the name (names) of the shareholder (shareholders) who requests the meeting and the quantity and category (type) of shares, which they own.

The request to convene an extraordinary General Meeting of Shareholders shall be signed by the requestor(s) of the Extraordinary General Meeting of Shareholders.

3.9. If the request to hold an Extraordinary General Meeting of Shareholders is signed by a shareholder's representative, a power of attorney (or its properly certified copy) shall be attached to the request containing information about the principal and the representative. According to the provisions of the Federal Law "On Joint Stock Companies," such information must be included in a voting trust certificate prepared as required by the provisions of the Federal Law "On Joint Stock Companies".

If the request to conduct an Extraordinary General Meeting of Shareholders is signed by a shareholder (shareholder's representative) whose share right is asserted in a depository account, an account statement from the depository managing the rights to the shares shall be attached to the request.

3.10. A request to hold an Extraordinary General Meeting of Shareholders may be submitted in the following manner:

- by mail or courier service to the Company's factual address
- by delivery by hand against a signature to the Secretary of the Board of Directors or to any other officer authorized to receive letters addressed to the Company.

3.11. If the request to hold an Extraordinary General Meeting of Shareholders is sent in a letter or otherwise by ordinary mail, the date of submission of this request shall be the date indicated on the date stamp confirming receipt of mail. If the request is sent in a registered letter or by other type of registered mail, the date of submission shall be

the date of delivery of such mail to the recipient against signature of receipt. If the request to conduct an Extraordinary General Meeting of Shareholders is delivered by courier, the date of submission of the request shall be the date of its delivery by the courier.

If the request to conduct an Extraordinary General Meeting of Shareholders is delivered by hand against a signature, the date of submission of the request shall be the date of its delivery.

3.12. The Company's Board of Directors shall approve or deny a request to convene an Extraordinary General Meeting of Shareholders within five days from the date of submission of the request to convene an Extraordinary General Meeting of Shareholders.

The Board of Directors may resolve to deny a request to convene an Extraordinary General Meeting of Shareholders based on the provisions of Paragraph 6 of Article 55 of the Federal Law "On Joint Stock Companies".

3.13. The resolution of the Company's Board of Directors to convene an Extraordinary General Meeting of Shareholders or a reasoned decision to deny the request to convene an Extraordinary General Meeting of Shareholders is sent to the requestors within three days of such a resolution being made.

#### **4. Proposals for the Agenda of a General Meeting of Shareholders**

4.1. Shareholders (a shareholder) who jointly own at least two percent of the Company's voting stocks may propose issues for the agenda of the Annual General Meeting of Shareholders and nominate candidates for the Company's Board of Directors and Audit Commission not to exceed the number of members assigned for the corresponding body (hereinafter "agenda proposals"). These proposals shall be submitted to the Company no later than two months after the end of a fiscal year.

If the proposed agenda of an Extraordinary General Meeting of Shareholders contains an item addressing election of the Company's Board of Directors, the nominees to the Company's Board of Directors shall be proposed no later than thirty days before the date of the Extraordinary General Meeting of Shareholders.

If the proposed agenda of the General Meeting of Shareholders addresses the restructuring of the Company by merger, split-off, or demerger and election of the board of directors of a company established by such restructuring, the nominees to the newly established company's board of directors, its collegial executive body and audit commission shall be submitted to the Company no later than forty-five days before the date of the General Meeting of Shareholders, as stipulated by the Federal Law "On Joint Stock Companies."

4.2. The agenda proposal for the General Meeting of Shareholders shall state each proposed item and may present a draft resolution for each proposed item.

A nominee proposal shall specify:

- each nominee's name and information from their identification document (document series and/or number, date and place of issue and issuing authority);
- information on posts held by the nominee in the five years prior to the date of his nomination;
- date of birth;
- details of education;

- name of the body to which the nominee is proposed.

Written notice of a nominee's consent or information confirming absence of such consent shall be attached to the nominee proposal.

4.3. The agenda proposals may be submitted as prescribed in Paragraph 3.10 of the present Regulations.

4.4. If the agenda proposals are sent by mail, the date of submission of the proposals shall be the date indicated on the date stamp confirming dispatch of the mail. If the agenda proposals are sent by courier, the date of submission shall be the date of transfer to the courier service or of dispatch. If the agenda proposals are delivered by hand, the date of submission shall be the date of their delivery.

4.5. The agenda proposals shall be presented in writing. The proposals shall indicate the names of the proposing shareholders (shareholder) and the quantity and category (type) of shares owned by them and shall be signed by such shareholders (shareholder).

4.6. The share of voting shares owned by the shareholder (shareholders) proposing an item for inclusion in the agenda shall be determined as of the date of proposal submission.

4.7. If the agenda proposal is signed by a shareholder's representative, or if the agenda proposal is signed by a shareholder (shareholder's representative) whose share right is asserted in a depository account, documents listed in and prepared as specified in Paragraph 3.9 of the present Regulations shall be attached to this proposal.

4.8. The Company's Board of Directors shall review the submitted agenda proposals and make corresponding decisions no later than five days after the expiry of the period specified in Paragraph 4.1 of the present Regulations.

A decision to deny inclusion of a proposed item in the agenda of the General Meeting of Shareholders or to deny inclusion of a nominee on the list of candidates for election as members of a respective body may be made based on the provisions of the Federal Law "On Joint Stock Companies."

A reasoned decision for denial of inclusion of a proposed item in the agenda of the General Meeting of Shareholders or inclusion of a nominee in the list of candidates for election to the respective body of the Company is sent to the shareholders (shareholder) who proposed the item or nominee within three days after such a decision is made.

## **5. Preparation for the General Meeting of Shareholders**

5.1. In preparation for the General Meeting of Shareholders, the Company's Board of Directors shall determine:

- the format of the General Meeting of Shareholders;
- the date, place, and time of the General Meeting of Shareholders and the mailing address for submission of completed ballots,<sup>1</sup> or, in the case of voting in absentia, the final date by which voting ballots must be received and the mailing address to submit the completed ballots;<sup>2</sup>
- the date on which the list of individuals authorized to participate in the General Meeting of Shareholders is compiled;

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<sup>1</sup> If voting on items of the General Meeting agenda is by means of voting ballots.

<sup>2</sup> If the General Meeting agenda is held in absentia.

- the agenda of the General Meeting of Shareholders;
- the procedure for notifying shareholders of the holding of the General Meeting of Shareholders;
- a list of information (materials) provided to shareholders in preparation for the General Meeting of Shareholders and the procedure of providing such information;
- the form and text of the voting ballot;<sup>3</sup>
- check-in time for persons participating in the General Meeting of Shareholders.<sup>4</sup>

5.2. The place of holding of the General Meeting of Shareholders is determined by the Company Charter

5.3. The General Meeting of Shareholders shall begin no earlier than 09.00 and no later than 22.00 local time.

The number of items in the Meeting agenda shall be taken into account when determining the time for holding the General Meeting of Shareholders.

5.4. The number of authorized attendees at the General Meeting of Shareholders shall be taken into account when determining the check-in time for individuals participating in the General Meeting of Shareholders.

5.5. Invitations to take part in the General Meeting of Shareholders may be sent to members of the Board of Directors, the Chief Executive Officer, members of the Management Board, members of the Audit Commission and auditors of the Company.

## **6. Information on Conduct of the General Meeting of Shareholders**

6.1. The notification of holding of the General Meeting of Shareholders shall specify:

- the full corporate name and address of the Company;
- the form of conduct of the General Meeting of Shareholders (joint attendance or voting in absentia);
- the date, place (address), and time of the General Meeting of Shareholders;
- the mailing address to submit completed ballots,<sup>5</sup> or the final date by which voting ballots must be received and the mailing address to submit the completed ballots;<sup>6</sup>
- the date on which the list of persons authorized to participate in the General Meeting of Shareholders was compiled;
- the procedure for familiarization with any information (materials) that must be made available in preparation for the General Meeting of Shareholders and the address (addresses) at which this information can be reviewed;
- check-in time for individuals participating in the General Meeting of Shareholders;<sup>7</sup>
- information on the shareholders' rights to demand repurchase of their stocks by the Company, as well as the price and repurchase procedure.<sup>8</sup>

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<sup>3</sup> If voting is by means of voting ballots.

<sup>4</sup> If the General Meeting is held in the form of joint attendance.

<sup>5</sup> If the General Meeting of Shareholders is held in absentia.

<sup>6</sup> If the General Meeting of Shareholders is held in absentia.

<sup>7</sup> If the General Meeting of Shareholders is held in the form of joint attendance.

<sup>8</sup> If the agenda of the General Meeting of Shareholders includes items put to vote that, by virtue of provisions of the Federal Law "On Joint Stock Companies," may imply the right to demand repurchase of shares by the Company.

The announcement of the General Meeting of Shareholders may contain other information in addition to the above.

6.2. When informing shareholders of the date of compilation of the list of persons authorized to take part in the General Meeting of Shareholders, the Company also gives notice of the date no less than five days before the date in the case of an Extraordinary General Meeting of Shareholders and no less than ten days before the date in case of an Annual General Meeting of Shareholders.

6.3. The information (materials) that shall be provided to the persons authorized to participate in the General Meeting of Shareholders during preparation of the General Meeting of Shareholders includes:

- the Annual Report and annual accounting reports, including the auditor's statement;
- the statement of the Company's Audit Commission on the credibility of information presented in the Company's Annual Report;
- the statement of the Company's Audit Commission on audit of the Company's annual accounting reports;
- information about a nominee (nominees) to the Company's Board of Directors or Audit Commission, including information on the availability or absence of a letter of consent of the nominees to their nomination;
- draft amendments and additions to the Company Charter or a draft of the revised Company Charter;
- draft internal documents of the Company;
- draft resolutions of the General Meeting of Shareholders;
- recommendations of the Company's Board of Directors concerning the distribution of profits (including the amount of dividend on Company shares and dividend payout procedure) and losses of the Company for the fiscal year;
- other additional information (materials) that shall be provided to the persons authorized to participate in the General Meeting of Shareholders as stipulated by laws of the Russian Federation.

The Company Charter or a resolution of the Board of Directors may specify further information in addition to the above that shall be provided to the individuals authorized to participate in the General Meeting of Shareholders during preparation for the General Meeting of Shareholders.

6.4. The information (materials) provided to the individuals authorized to participate in the General Meeting of Shareholders shall be made available for review by such individuals inside a building at the address of the Company's CEO or other locations specified in the announcement of the General Meeting of Shareholders no later than twenty days before the meeting date or no later than thirty days for a General Meeting of Shareholders with restructuring of the Company on the agenda (unless the Federal Law "On Joint Stock Companies" provides for a longer timeframe).

The above information (materials) shall be made available to the participants of the General Meeting of Shareholders during the meeting.

If requested by an individual authorized to participate in the General Meeting of Shareholders, the Company shall provide copies of the above documents to such an individual within seven days of receipt of the request (from the time when the information

(materials) is required to be made available to persons authorized to take part in the General Meeting, if the respective request is received by the Company before that time).

A shareholder has the right to obtain a copy of the information (materials), either at the address of the executive body of the Company or at other locations specified in the notice of the General Meeting of Shareholders.

Together with copies of the documents containing the information (copies of the materials) the shareholder is issued with a bill for the sum charged by the Company for the provision of copies. The amount may not exceed the cost of producing the documents.

6.5. The Company maintains a special email address, [shareholders@gazprom-neft.ru](mailto:shareholders@gazprom-neft.ru), for questions regarding the agenda of the Meeting of Shareholders.

## **7. Operating Bodies of the General Meeting of Shareholders**

7.1. Operating Bodies of the General Meeting of Shareholders include:

- the Chairman of the General Meeting of Shareholders;
- the panel of the General Meeting of Shareholders (if established);
- the Secretary of the General Meeting of Shareholders;
- the Counting Board.

7.2. The Chairman of the General Meeting of Shareholders is the Chairman of the Company's Board of Directors. If the latter is absent, the General Meeting of Shareholders shall be chaired by one of the members of the Board of Directors as determined by the Board of Directors.

The Chairman of the General Meeting of Shareholders shall execute the following functions at the General Meeting:

- announce the opening and adjournment of the General Meeting of Shareholders;
- conduct the General Meeting of Shareholders according to its agenda;
- conduct the General Meeting of Shareholders according to the proper procedure;
- announce speakers;
- announce voting results (if the voting results are to be announced at the General Meeting at which the voting occurred).

The Chairman of the Meeting may delegate the conduct of the meeting to another person, while remaining the Chairman of the Meeting.

7.3. The Chairman of the General Meeting of Shareholders may decide to establish a Panel of a General Meeting held in the form of joint attendance. The Panel of the General Meeting of Shareholders shall assist the Chairman of the General Meeting of Shareholders in executing his functions.

7.4. The Secretary of the General Meeting of Shareholders is the Secretary of the Company's Board of Directors.

7.5. The Secretary of the General Meeting of Shareholders shall:

- keep the minutes of the General Meeting of Shareholders;
- include information about all speeches into the minutes;
- register individuals who intend to discuss the agenda items of the General



Meeting of Shareholders;

- receive written questions from shareholders (or shareholders' representatives) and submit such questions to the Chairman of the General Meeting of Shareholders;

- submit a report on the results of voting, unless voting results were announced at the General Meeting of Shareholders, at which the voting occurred, or unless the General Meeting of Shareholders was conducted in the form of voting in absentia;

- execute other functions stipulated by the present Regulations.

7.6. The Company's Registrar shall execute the functions of the Counting Board. The Company's Registrar shall verify the authority of and register participants of the General Meeting of Shareholders, determine the quorum for the General Meeting, explain to the shareholders (or shareholders' representatives) their right to vote at the General Meeting of Shareholders, explain the voting procedure regarding issues put to vote, ensure observance of the established voting procedure and the shareholders' right to take part in the voting, count votes and summarize voting results, make up minutes on the voting results and a voting report and submit voting ballots to the record office.

## **8. Conduct of the General Meeting of Shareholders**

8.1. Participants of the General Meeting of Shareholders shall include individuals included in the list of authorized participants of the General Meeting of Shareholder, individuals who obtained the share rights of the above individuals by inheritance or through restructuring, as well as their representatives acting under a proxy card or in accordance with the law.

8.2. A shareholder may change his representative at the General Meeting of Shareholders or decide to personally participate in the Meeting at any time prior to the registration of the shareholder's representative.

A proxy card shall contain information stipulated by the Federal Law "On Joint Stock Companies" and be completed as stipulated in the Civil Code of the Russian Federation.

8.3. Participants of a General Meeting of Shareholders conducted in the form of joint attendance shall register at the address of the General Meeting of Shareholders

8.4. Registration of participants of the General Meeting of Shareholders shall be governed by the laws of the Russian Federation.

8.5. The General Meeting of Shareholders shall be quorate if attended by shareholders who jointly own at least half of outstanding voting shares of the Company.

8.6. A General Meeting of Shareholders conducted in the form of joint attendance shall open if, by the time of the meeting, it meets the quorum for at least one item on the agenda of the General Meeting of Shareholders. Registration of persons authorized to participate in the General Meeting of Shareholders who failed to register prior to the opening of the meeting shall terminate upon completion of discussion of the last item on the agenda of the General Meeting of Shareholders for which the General Meeting meets the quorum.

8.7. If the annual General Meeting of Shareholders fails to meet the quorum, a second General Meeting of Shareholders with the same agenda shall be conducted.

If an Extraordinary General Meeting of Shareholders fails to meet the quorum, a second General Meeting of Shareholders with the same agenda may be conducted.

Issues related to repeat General Meetings of Shareholders shall be regulated by

the laws of the Russian Federation.

8.8. If there is no quorum for any of the agenda items by the time of the start of a General Meeting of Shareholders, the Counting Board shall advise the Chairman of the General Meeting of Shareholders thereof.

The Chairman of the General Meeting of Shareholders shall decide the length of delay for opening the General Meeting of Shareholders. Opening of the General Meeting of Shareholders shall not be delayed by more than two hours.

If the opening of the General Meeting of Shareholders is delayed, the meeting minutes of the General Meeting of Shareholders shall specify the actual time of opening.

8.9. Agenda issues shall be addressed at the General Meeting of Shareholders in the sequence specified in the agenda of the General Meeting of Shareholders.

The sequence of addressing agenda issues may be changed as decided by the Chairman of the General Meeting of Shareholders.

8.10. Agenda items of the General Meeting of Shareholders shall be addressed in the following sequence

- discussion of agenda items (presentation to the participants of the General Meeting of Shareholders of information (a report) on the agenda item and a debate on the item);
- answers to shareholders' questions regarding the theme of the report;
- voting on the agenda items;
- counting of votes.

The time allocated for speeches and debates shall be determined by the Chairman of the General Meeting of Shareholders as agreed with the speakers but shall not exceed fifteen minutes for a presentation and ten minutes for each speech during debates. The Chairman of the General Meeting of Shareholders may extend the speech time when necessary, but not to exceed a total of thirty minutes for each item.

Up to one hour may be allocated for the presentation of a report on Company business. The Annual Report of the Company is presented by the Chief Executive Officer.

The time allocated for shareholders' questions shall be determined by the Chairman of the General Meeting of Shareholders but shall not exceed thirty minutes in total.

No recurring speeches on the same issue shall be made.

8.11. All requests to take part in the debates on the agenda items at the General Meeting of Shareholders shall be submitted to the Secretary of the General Meeting of Shareholders in writing before the corresponding agenda item is addressed.

Questions from participants of the General Meeting of Shareholders (their representatives) regarding the presentation of the Annual Report shall be submitted to the Secretary of the General Meeting of Shareholders in writing before the end of the presentation.

8.12. The Chairman of the General Meeting of Shareholders shall determine if there should be breaks during the meeting and decide upon the duration of such breaks. A break shall not be announced during the discussion of an agenda item.

8.13. When discussion of the last quorate issue on the agenda of the General

Meeting of Shareholders has been completed and prior to the adjournment of the General Meeting of Shareholders (counting of votes), the Chairman of the General Meeting of Shareholders shall allow, in addition, no less than twenty minutes for individuals who have not yet voted to vote on the agenda items of the General Meeting of Shareholders.

8.14. A General Meeting of Shareholders that before its opening meets the quorum only for some agenda items shall not be adjourned if individuals providing quorum for other issues on the agenda of the General Meeting of Shareholders have registered by the time of closing of registration.

8.15. The General Meeting of Shareholders shall be adjourned upon announcement of all resolutions made by the General Meeting of Shareholders and announcement of the results of voting on these items<sup>9</sup> or upon completion of debates on the last agenda item (on expiry of time allowed for voting, as specified in Paragraph 8.13 of these Regulations).<sup>10</sup>

## **9. Voting at the General Meeting of Shareholders. Documents of the General Meeting of Shareholders**

9.1. Persons who registered as participants of the General Meeting of Shareholders conducted in the form of joint attendance may vote on all agenda items at any time after the opening of the General Meeting of Shareholders and until its adjournment; and if the voting results and resolutions made by the General Meeting of Shareholders are announced at the General Meeting of Shareholders, such individuals may vote at any time after opening of the General Meeting of Shareholders and until the counting of votes on agenda items of the General Meeting of Shareholders. This rule does not apply to voting on the procedure for conduct of the General Meeting of Shareholders.

9.2. One voting share of the Company shall represent one vote at the General Meeting of Shareholders with the exception of cumulative voting to elect members of the Company's Board of Directors.

9.3. Voting ballots may be used to vote on agenda items of the General Meeting of Shareholders conducted in the form of joint attendance.

9.4. The Company and the Company's Counting Board shall refer to the provisions of laws of the Russian Federation in the matters of:

- distribution of voting ballots to the acquirers of stocks transferred after the list of individuals authorized to participate the General Meeting of Shareholders has been compiled as well as to individuals authorized to participate in the General Meeting of Shareholders who change (recall) their representative;

- information contained in the voting ballots, including necessary explanations;
- counting of votes in voting ballots;
- declaration of invalid ballots.

9.5. Voting results shall be recorded in the voting minutes signed by the individuals authorized by the Registrar. The voting protocol shall be drawn up no later than three days after adjournment of the General Meeting of Shareholders or, in the case of General Meetings of Shareholders conducted in the form of voting in absentia, after

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<sup>9</sup> If they are to be announced at the General Meeting of Shareholders.

<sup>10</sup> If the resolutions made by the General Meeting of Shareholders and voting results are to be provided to the individuals included in the list of authorized participants of the General Meeting of Shareholders in the form of a report on voting results.

the last date for receipt of voting ballots; and the minutes shall contain information stipulated by the laws of the Russian Federation.

9.6. Voting results and resolutions by the General Meeting of Shareholders shall be announced at the General Meeting of Shareholders, at which the voting was carried out, and provided to the individuals authorized to participate in the General Meeting of Shareholders in the form of a voting report in the manner prescribed by the current laws of the Russian Federation.

The content of the voting report shall be as stipulated by the laws of the Russian Federation. The report shall be signed by the Chairman and the Secretary of the General Meeting of Shareholders.

9.7. The voting protocol and other documents adopted or approved by resolution of the General Meeting of Shareholders shall be attached to the meeting minutes of the General Meeting of Shareholders.

The meeting minutes of the General Meeting of Shareholders shall be drawn up in two copies no later than three days after adjournment of the General Meeting of Shareholders or, in the case of General Meetings of Shareholders conducted in the form of voting in absentia, after the last date of receipt of voting ballots. Both copies shall be signed by the officer presiding at the Meeting and by the Meeting Secretary.

The content of the meeting minutes of the General Meeting of Shareholders shall be as stipulated by the laws of the Russian Federation (see the form of meeting minutes of the General Meeting of Shareholders attached).

9.8. The Company shall post the minutes of the General Meeting of Shareholders on its official site in the Internet.

## **10. Final Provisions**

10.1. The present Regulations and all amendments and additions to them shall take effect beginning from the date of their approval by the Company's General Meeting of Shareholders.

10.2. In the event that individual provisions of these Regulations are in conflict with the laws of the Russian Federation and/or the Company Charter, they become void and the relevant standards of Russian legislation and/or the Company Charter are applied. The invalidity of individual provisions of the present Regulations shall not entail the invalidity of other provisions and of the Regulations as a whole.