

Draft resolutions of the Annual General Shareholders' Meeting of Public Joint – Stock Company to be held on 17 June 2008

Agenda item	Draft resolution
<p>1. Approval of annual report, annual financial statements including profit and loss statement (profit and loss accounts) and distribution of profits (including dividend payment) and losses on the basis of the reported fiscal year 2007 financial results.</p>	<p>1.To approve annual report, annual financial statements including profit and loss statement (profit and loss accounts) of the Company for the fiscal year 2007.</p> <p>2. To distribute the Company's profit on the basis of the reported fiscal year 2007 financial results as follows:</p> <ul style="list-style-type: none"> - 425,648 thousand rubles to pay dividends, including: <ul style="list-style-type: none"> 0.187915 rubles per one preference Class A share; 0.082069 rubles per one ordinary share; - 1,401,163 thousand rubles to increase the Company's own capital. <p>To determine the following procedure for payment of dividends to the persons included in the list of persons entitled to receive dividends, made up according to the data in the register of shareholders of the Company as of April 28, 2008:</p> <ul style="list-style-type: none"> - transfer to bank accounts of shareholders; - postal order; - cash payment in the Company's pay-offices (only to the Company's employees).
<p>2. Election of the members to the Company's Board of Directors.</p>	<p>To elect the following members to the Company's Board of Directors¹</p> <ol style="list-style-type: none"> 1. ALEXANDER VLADIMIROVICH ANDREEV 2. BORIS DMITRIEVICH ANTONYUK 3. IGOR VYACHESLAVOVICH BELIKOV 4. NATALIA YURIEVNA BELYAKOVA 5. ALEXANDER MARKOVICH BRANIS 6. VLADISLAV VIKTOROVICH BRYLKO 7. VALENTINA FYODOROVNA VEREMIANINA 8. ANDREY ALEXANDROVICH VINKOV 9. ANATOLY ANATOLIEVICH GAVRILENKO 10. ALEXEY YURIEVICH GONCHARUK 11. IGOR KONSTANTINOVICH DANILENKO 12. YEVGENY PETROVICH YENIN 13. VLADIMIR BORISOVICH ZHELONKIN 14. OLEG BORISOVICH ZYUZIN 15. SERGEY STANISLAVOVICH IVASHKOVSKY 16. ALEXANDER BORISOVICH KALIN 17. SERGEY MIKHAILOVICH KERBER 18. ANDREY ANATOLIEVICH KOKIN 19. DENIS VIKTOROVICH KULIKOV 20. IVAN NIKOLAEVICH MAZALOV

¹ Pursuant to item 13.2 of the Charter of "UTK" PJSC 11 persons out of 31 candidates shall be elected to the Company's Board of Directors.

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	21. MIKHAIL EVGENIEVICH MOLCHANOV 22. STANISLAV NIKOLAEVICH PANCHENKO 23. ALEXANDER VALERIEVICH POPOVSKY 24. EKATERINA ALEXANDROVNA PUNINA 25. ELENA NIKOLAEVNA SADOVA 26. DENIS ALEXANDROVICH SPIRIN 27. VLADIMIR ANATOLIEVICH STATYIN 28. DMITRY YURIEVICH TUSHUNOV 29. OLEG ROMANOVICH FYODOROV 30. ROMAN ALEXEEVICH FILKIN 31. EVGENY ALEXANDROVICH CHECHELNITSKY
3. Election of the members to the Company's Auditing Commission.	To elect the following members to the Company's Auditing Commission ² : 1. MIKHAIL VLADIMIROVICH BATMANOV 2. BOGDAN IVANOVICH GOLUBITSKY 3. TATIANA YURIEVNA ZUBOVA 4. SERGEY NINELEVICH KOSAREV 5. OKSANA VALERIEVNA PETROVA
4. Appointment of the Company's Auditor for the year 2008.	To appoint the auditing company CJSC "KPMG" as the Company's Auditor for 2008.
5. Determination of the size of annual remuneration to be paid to the members of the Board of Directors.	To approve the following rates of deductions for calculation of the annual remuneration payable to the members of the Board of Directors to be elected by the annual General Shareholders' Meeting: - 0.26% (naught point two six) of the Company's EBITDA stated in the Company's 2008 financial statements compiled in accordance with IFRS; - 0.78% (naught point seven eight) of the Company's net profit allocated to dividend payment on the basis of 2008 financial results.
6. Approval of the new version of the Charter of "Southern Telecommunications Company" PJSC.	To approve the new version of the Charter of "Southern Telecommunications Company" PJSC.
7. Approval of the new version of the Statute on the Board of Directors of "Southern Telecommunications Company" PJSC.	To approve the new version of the Statute on the Board of Directors of "Southern Telecommunications Company" PJSC.
8. Approval of the new version of the Provisions on the Auditing Commission of "Southern Telecommunications Company" PJSC.	To approve the new version of the Provisions on the Auditing Commission of "Southern Telecommunications Company" PJSC

Board of Directors of "UTK" PJSC

² Pursuant to item 17.2 of the Charter of "UTK" PJSC 5 persons out of 5 candidates shall be elected to the Company's Auditing Commission