

## Draft amendments and additions to the Statute on the Board of Directors of "Southern Telecommunications Company" PJSC

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
1.	<b>Amendments related to the procedures of holding and voting at the meetings of the Board of Directors of the Company</b>		
1.1	6.1. Meeting of the Board of Directors can be held in the form of joint personal presence (including conference calls) or absentee voting.	item 6.1 of the Statute shall be stated as follows: 6.1. Meeting of the Board of Directors can be held in the form of joint personal presence ( <b>incl.</b> conference calls) or absentee voting.	More exact wording.
1.2	6.2. Meetings of the Board of Directors shall be held on a regular basis in accordance with schedule of work approved at the Board of Directors meeting. In case of need Board of Directors shall consider issues not included in the schedule of work. <del>Quarterly reports of the Company's Management Board to the Board of Directors should be included in the Board of Directors' schedule of work.</del> In order to enhance the efficiency of the Board of Directors' decisions and to strengthen the role of independent directors, at least 15% of its meetings should be held in the form of personal presence of directors.	item 6.2 of the Statute shall be stated as follows: 6.2. Meetings of the Board of Directors shall be held on a regular basis in accordance with schedule of work approved at the Board of Directors meeting. In case of need Board of Directors shall consider issues not included in the schedule of work. In order to enhance the efficiency of the Board of Directors' decisions and to strengthen the role of independent directors, at least 15% of the meetings of the Board of Directors of the Company held during a year should be held in the form of personal presence of directors.	Correction of the wording in respect of the schedule of work of the Board of Directors.
1.3	6.3. Meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors on his own initiative, upon the request of a member of the Board of Directors, the Auditing Commission, the Company's Auditor, individual or collegiate executive body as well as by request of a shareholder (shareholders) owning in the aggregate 5 (five) or more percent of the Company's voting shares. The agenda of a meeting shall be determined by the Chairman of the Board of Directors taking into consideration the approved Plan of work of the Board of Directors and the received requests of the persons listed in the first paragraph herein.	item 6.3 of the Statute shall be stated as follows: 6.3. Meeting of the Board of Directors shall be convened by the Chairman of the Board of Directors on his own initiative, upon the request of a member of the Board of Directors, <b>a Committee of the Board of Directors</b> , the Auditing Commission, the Company's Auditor, individual or collegiate executive body, <b>head of the Internal Audit Department</b> , as well as by request of a shareholder (shareholders) owning in the aggregate 5 (five) or more percent of the Company's voting shares. The agenda of a meeting shall be determined by the Chairman of the Board of Directors taking into consideration the approved Plan of work of the Board of Directors and the received requests of the persons listed in the first paragraph herein.	Additions to the item due to broadening the list of persons entitled to request convening of the meeting of the Board of Directors
1.4	6.4.4. date of holding the meeting in the form of joint presence or, in case of holding the meeting in the form of absentee voting, <del>cut-off date for receiving written opinions</del> on agenda items from members of the Board of Directors;	item 6.4 4. of the Statute shall be stated as follows: 6.4.4. date of holding the meeting in the form of joint presence or, in case of holding the meeting in the form of absentee voting, <b>final date of voting</b> on agenda items by members of the Board of Directors;	More exact wording in respect of the final date of voting on agenda items by members of the Board of Directors.

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
1.5	6.4.8. draft resolutions on the agenda issues;	<p>item 6.4 8.of the Statute shall be stated as follows:</p> <p>6.4.8. draft resolutions on the agenda issues <b>as well as information about the nominees to be elected (appointed) to bodies and positions at the Company, if the proposed agenda includes the issues on election (appointment) of such bodies and persons;</b></p>	More precise definition of the list of the necessary information to be contained in the request to convene a meeting of the Board of Directors.
1.6	<p>6.5. Notice of the Board of Directors' meeting shall be sent to each member of the Board of Directors together with all necessary materials not later than 14 business days prior to the date of the meeting.</p> <p>The above time limits can be reduced if it is necessary to urgently resolve any matters, provided none of the members of the Board of Directors objects. Should, in accordance with the current legislation, the meeting of the Board of Directors be convened within a tighter time schedule, the time period for sending notification and all necessary materials shall be shortened.</p> <p>Notice of the meeting of the Board of Directors shall be forwarded to the members of the Board of Directors in written form or in other suitable for them form (including by post, cable, telex, telephone, e-mail or other). Notice of the meeting of the Board of Directors shall contain information specified in sub-items 6.4.3.-6.4.8. herein and the address, at which the members of the Board of Directors can send their written opinions.</p> <p>The bodies and persons entitled to request convening of a session of the Board of Directors may include additional items into the agenda of the session, provided none of the members of the Board of Directors objects. The proposal to include an additional item into the agenda of the meeting to be held shall be submitted in written form and shall contain the wording of such agenda item as well as the information specified in sub-items 6.4.1, 6.4.2, 6.4.6 hereof.</p> <p>The bodies and persons, at whose request the meeting is convened (the additional item is included into the agenda of the meeting), are entitled to withdraw in writing their proposal at any time till the moment of summing up voting results</p>	<p>item 6.5 of the Statute shall be stated as follows:</p> <p>6.5. Notice of the Board of Directors' meeting shall be sent to each member of the Board of Directors together with all necessary materials not later than 14 business days prior to the date of the meeting <b>(and in case of holding a meeting by absentee voting – prior to the final date of voting) .</b></p> <p>The above time limits can be reduced if it is necessary to urgently resolve any matters, provided none of the members of the Board of Directors objects. <b>Opinion of a member of the Board of Directors expressed in writing and received by the Company in any form of sending notice of the meeting of the Board of Directors stipulated in this item, not later than the date indicated in the notice of the necessity to resolve matters in a shorter space of time, shall be considered as an objection.</b></p> <p>Should, in accordance with the current legislation, the meeting of the Board of Directors be convened within a tighter time schedule, the time period for sending notification and all necessary materials shall be shortened.</p> <p>Notice of the meeting of the Board of Directors shall be forwarded to the members of the Board of Directors in written form or in other suitable for them form (including by post, cable, telex, telephone, e-mail or other). Notice of the meeting of the Board of Directors shall contain information specified in sub-items 6.4.3.-6.4.8. herein and the address, at which the members of the Board of Directors can send their written opinions. The bodies and persons entitled to request convening of a session of the Board of Directors may include additional items into the agenda of the session, provided none of the members of the Board of Directors objects. The proposal to include an additional item into the agenda of the meeting to be held shall be submitted in written form and shall contain the wording of such agenda item as well as the information specified in sub-items 6.4.1, 6.4.2, 6.4.6 hereof. The bodies and persons, at whose request the meeting is convened (an additional item is included into the agenda of the meeting), are entitled to withdraw in writing their proposal at any time till the moment of summing up voting results on the proposed agenda items. <b>Opinion of a member of the Board of Directors expressed in writing and received by the Company in any form of sending notice of the meeting of the Board of Directors stipulated in this item, not later than the date</b></p>	More exact wording in respect of the final date of voting on agenda items by members of the Board of Directors and the procedure for consideration of the objections of members of the Board of Directors.

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
	<p>on the proposed agenda items.</p> <p>Should the circumstances arise making it impossible or difficult to hold the meetings of the Board of Directors in place and (or) in time, of which the members of the Board of Directors have been notified, the meeting with the planned agenda shall be held in a different place and (or) at a different time.</p> <p>All members of the Board of Directors shall be informed about the changes in the venue and (or) time of the meeting of the Board of Directors taking into account the time that is normally required for the members of the Board of Directors to arrive at the meeting. Notification of the said changes shall be sent to the members of the Board of Directors in any form guaranteeing that a member of the Board of Directors will receive the notification at his place of business or at the address to which he receives his mail.</p> <p>All members of the Board of Directors shall be informed about the changes in the agenda of the meeting in order established for notification on the meeting.</p> <p>The first (organizational) meeting of the Board of Directors shall be held without prior notification on the date of the General Shareholders' Meeting at which the Board of Directors has been elected (if the resolution on the election of the members of the Board of Directors as well as the voting results on it have been announced at the General Meeting of the Shareholders, in the course of which the voting was held).</p>	<p><b>indicated in the notice of the inclusion of an additional item into the agenda of the meeting, shall be considered as an objection against the inclusion of an additional item into the agenda of the meeting.</b></p> <p>Should the circumstances arise making it impossible or difficult to hold the meetings of the Board of Directors in place and (or) in time, of which the members of the Board of Directors have been notified, the meeting with the planned agenda shall be held in a different place and (or) at a different time. All members of the Board of Directors shall be informed about the changes in the venue and (or) time of the meeting of the Board of Directors taking into account the time that is normally required for the members of the Board of Directors to arrive at the meeting. Notification of the said changes shall be sent to the members of the Board of Directors in any form guaranteeing that a member of the Board of Directors will receive the notification at his place of business or at the address to which he receives his mail. All members of the Board of Directors shall be informed about the changes in the agenda of the meeting in order established for notification on the meeting. The first (organizational) meeting of the Board of Directors shall be held without prior notification on the date of the General Shareholders' Meeting at which the Board of Directors has been elected (if the resolution on the election of the members of the Board of Directors as well as the voting results on it have been announced at the General Meeting of the Shareholders, in the course of which the voting was held).</p>	
1.7	<p>6.6. When decisions are taken by the Board of Directors, the members of the Board of Directors attending the meeting shall express their opinion on the agenda items by voting.</p>	<p>item 6.6 of the Statute shall be stated as follows:</p> <p>6.6. When decisions are taken by the Board of Directors <b>at a meeting held in the form of joint presence</b>, the members of the Board of Directors attending the meeting shall express their opinion on the agenda items by voting.</p> <p>If a member of the Board of Directors cannot attend in person the meeting <b>held in the form of joint presence</b>, as well as in case of holding the meeting <b>in the form of</b> absentee voting, a member of the Board of Directors shall be <b>entitled to submit his/her opinion on the agenda</b></p>	<p>More exact wording.</p>

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
		issues in written form.	
1.8	<p>6.6. If a member of the Board of Directors cannot attend the meeting in person, as well as in case of holding the meeting by absentee voting, the member of the Board of Directors shall be obliged to express his opinion on the agenda issues in written form.</p> <p>Should the written opinion of the member of the Board of Directors contain his voting instructions, his vote shall be taken into account when determining the quorum and voting results.</p> <p>The member of the Board of Directors shall submit his written opinion before the opening of the meeting of the Board of Directors or before the cut-off date for accepting written opinions of the Board of Directors' members, in case of the meeting is held by absentee voting.</p>	<p>The following sub-items 6.7.1 - 6.7.5 shall be added to item 6.7 of the Statute and item 6.7 shall be stated as follows:</p> <p><b>6.7. Written opinion of a member of the Board of Directors can be expressed in one of the following ways:</b></p> <p><b>6.7.1. submitting written conclusion on the agenda issues.</b></p> <p>Written conclusion shall contain voting instructions of a member of the Board of Directors on each agenda issue on which he/she is entitled to vote, expressed by words "for", "against" or "abstained". If a member of the Board of Directors gives the voting instruction expressed by the word "for", then the draft resolution, in favor of which the member of the Board of Directors votes, shall be formulated (the draft resolution proposed in the notice of the meeting of the Board of Directors, or the draft resolution changed by the member of the Board of Directors at his/her own discretion).</p> <p>Written conclusion of a member of the Board of Directors who is not entitled to vote on the agenda issue, may include wording of the draft resolution in favor of which it is proposed to vote for the members of the Board of Directors entitled to vote on the agenda issue (the draft resolution proposed in the notice of the meeting of the Board of Directors, or the draft resolution changed by the member of the Board of Directors at his/her own discretion) ) or the proposal to vote against or to abstain from voting on the draft resolution made by the initiator of consideration of the agenda issue.</p> <p>Written conclusion of a member of the Board of Directors may include:</p> <ul style="list-style-type: none"> <li>- remarks on the submitted materials (information), requiring specific corrections to be introduced into the submitted materials (information);</li> <li>- comments (interpretation) on the submitted materials (information), descriptive criticisms not requiring corrections in the submitted materials (information) in respect of which the decision is to be taken;</li> <li>- requests to the Company or to the initiators of consideration of the agenda issue to provide to his/her address additional information on the issue which is interesting to him/her but not obligatory for decision-making and which presentation has no influence on voting instructions;</li> <li>- requests to the Company to provide to his/her address copies of materials (information) stipulated by the decisions of the Board of Directors, if they are approved.</li> </ul>	<p>More exact definition of the procedure for submitting and considering written conclusions and written inquiries.</p>

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
		<p>6.7.2. written inquiry of a member of the Board of Directors on the draft resolution on the agenda issues proposed in the notice of the meeting of the Board of Directors. Such inquiry shall be made only when members of the Board of Directors failed to provide written conclusions to the meeting held in the form of absentee voting.</p> <p>6.7.3. written inquiry of a member of the Board of Directors for the meeting held in the form of absentee voting in respect of the draft resolutions on the agenda issues formulated in the written conclusions submitted by members of the Board of Directors. If none of the written conclusions contains the instruction to vote for some agenda issue, inquiry on such agenda issue shall be made in respect of the draft resolution proposed in the notice of the meeting of the Board of Directors.</p> <p>6.7.4. written inquiry of a member of the Board of Directors, who plans not to attend the meeting held in the form of joint presence, in respect of the draft resolutions on the agenda issues proposed in the notice of the meeting of the Board of Directors.</p> <p>6.7.5. written inquiry of a member of the Board of Directors who is absent at the meeting held in the form of joint presence, in respect of the draft resolutions on the agenda issues worked out by the members of the Board of Directors attending the meeting.</p> <p>Written inquiry of members of the Board of Directors shall be conducted by filling up questionnaires by them which have been formulated by the Corporate Secretary.</p>	
1.9	<p>6.8. The Chairman of the meeting held in the form of personal attendance shall be obliged to read out the written opinion of a member of the Board of Directors not attending the meeting of the Board of Directors prior to voting on the agenda item on which this opinion has been presented.</p> <p>Should the submitted written opinion (of a member of the Board of Directors not attending the meeting of the Board of Directors held in the form of personal attendance as well as at absentee voting) contain a proposal of the draft resolution differing substantially from that initially put to the vote, each member of the Board of Directors shall express his/her opinion on it by voting before drawing-up the minutes of the meeting.</p>	<p>Item 6.8 of the Statute shall be stated as follows:</p> <p><b>6.8. If a meeting of the Board of Directors is to be held in the form of absentee voting, then questionnaires shall be prepared and sent to members of the Board of Directors on the last business day preceding the final date of voting by members of the Board of Directors. Inquiry on written conclusions of members of the Board of Directors shall be conducted in respect of the written conclusions received before the date of sending the questionnaires.</b></p> <p><b>If only one written conclusion has been received within the time period indicated in paragraph 1 herein, questionnaires shall be prepared for each member of the Board of Directors, except for the one who has presented his written conclusion. Such questionnaires shall include draft resolutions on the agenda issues, contained in the received written conclusion, as well as the draft resolutions, proposed in the notice of the meeting of the Board of Directors, on the agenda issues in respect of which the received written conclusion contains the voting instructions, expressed by words “against” or “abstained”.</b></p>	<p>More exact definition of the voting procedure at the meetings of the Board of Directors.</p>

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
		<p>If two and more written conclusions has been received within the time period indicated in paragraph 1 herein, questionnaires shall be prepared for all members of the Board of Directors, including those presented their written conclusions. Such questionnaires shall include draft resolutions on the agenda issues, contained in each of the received written conclusion, as well as the draft resolutions, proposed in the notice of the meeting of the Board of Directors, on the agenda issues in respect of which none of the received written conclusions contains the voting instruction, expressed by word “for”.</p>	
1.10	Absent	<p>The following item 6.9 shall be added to Article 6 of the Statute:</p> <p><b>6.9. If a meeting of the Board of Directors is to be held in the form of joint presence, the member of the Board of Directors who plans not to attend the meeting and not to express his/her opinion in written form, shall be entitled to present the written conclusion on the agenda items or to make a request to the Corporate Secretary to prepare a questionnaire for him/her containing the draft resolutions on the agenda items, proposed in the notice of the meeting of the Board of Directors. Such questionnaire shall be prepared and sent to the member of the Board of Directors not later than 1 business day after the date of request. If in accordance with paragraph 3 of item 6.11 herein a member of the Board of Directors who was absent at the meeting but presented his/her written opinion prior to the meeting, shall be inquired on the draft resolutions of the agenda issues, worked out by the members of the Board of Directors attending the meeting. The questionnaire shall be prepared and sent to the member of the Board of Directors on the date of the meeting immediately after working out of the draft resolutions.</b></p>	More exact definition of the voting procedure at the meetings of the Board of Directors.
1.11	Absent.	<p>The following item 6.10 and sub-items 6.10.1. and 6.10.2. shall be added to Article 6 of the Statute:</p> <p><b>6.10. Should a meeting of the Board of Directors be held in the form of absentee voting, the following written opinions of members of the Board of Directors shall be taken into account when determining the quorum and summing up the voting results, depending on the number of submitted written conclusions:</b></p> <p><b>6.10.1. If only one written conclusion has been received within the time period indicated in paragraph 1 of item 6.8 herein, the following written opinions shall be taken into account:</b></p> <ul style="list-style-type: none"> <li>- written conclusion,</li> <li>- duly presented questionnaires containing only one variant of voting (“for”, “against”, “abstained”) in respect of each draft resolution on the agenda issues.</li> </ul>	More exact definition of the voting procedure at the meetings of the Board of Directors.

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
		<p><b>6.10.2. If two and more written conclusions has been received within the time period indicated in paragraph 1 of item 6.8 herein, duly presented questionnaires containing only one variant of voting (“for”, “against”, “abstained”) in respect of each draft resolution on the agenda issues, shall be taken into account. Variant of voting “for” can be left in respect of only one version of the draft resolution on the agenda item. A member of the Board of Directors who presented his/her written conclusion in advance, shall be entitled to:</b></p> <ul style="list-style-type: none"> <li><b>- confirm his/her voting instruction on the agenda item by voting in favor of the version of the draft resolution contained in the presented written conclusion,</b></li> <li><b>or</b></li> <li><b>- change his/her voting instruction by voting in favor of different version of the draft resolution.</b></li> </ul> <p><b>Questionnaire of a member of the Board of Directors shall be deemed duly presented if it is received no later than on the final date of voting, signed by the member of the Board of Directors and does not contain any marks and notes unforeseen by the questionnaire form.</b></p>	
1.12	<p>6.8. The Chairman of the meeting held in the form of personal attendance shall be obliged to read out the written opinion of a member of the Board of Directors not attending the meeting of the Board of Directors prior to voting on the agenda item on which this opinion has been presented.</p> <p>Should the submitted written opinion (of a member of the Board of Directors not attending the meeting of the Board of Directors held in the form of personal attendance as well as at absentee voting) contain a proposal of the draft resolution differing substantially from that initially put to the vote, each member of the Board of Directors shall express his/her opinion on it by voting before drawing-up the minutes of the meeting.</p>	<p>Item 6.8 shall be considered item 6.11 and shall be stated as follows:</p> <p><b>6.11. Should a meeting of the Board of Directors be held in the form of joint personal presence, written opinions of the absent members of the Board of Directors presented before the opening of the meeting shall be taken into account when determining the quorum and summing up the voting results.</b></p> <p><b>The Chairperson of the meeting held in the form of joint presence shall be obliged to read out the written opinion of a member of the Board of Directors not attending the meeting of the Board of Directors prior to voting on the agenda item on which this opinion has been presented. Should such opinion be presented in the form of written conclusion containing remarks on the submitted materials (information) on the agenda item, which require specific corrections to be introduced into the submitted materials (information), and/or draft resolutions on the agenda issues changed at his/her own discretion, then each member of the Board of Directors present at the meeting shall vote on the presented written opinion.</b></p> <p><b>If the members of the Board of Directors present at the meeting have worked out the draft resolutions different from those indicated in the written opinion of the absent member of the Board of Directors, he/she should be inquired in respect of each draft resolution put to vote within the day of the meeting. In this case the draft resolutions on the agenda items contained in his/her written opinion received</b></p>	<p>More exact definition of the voting procedure at the meetings of the Board of Directors.</p>

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
		<p>earlier as well as the draft resolutions worked out by the present members of the meeting shall be included in the questionnaire. The absent member of the Board of Directors shall leave only one variant of voting ("for", "against", "abstained") in respect of each version of the draft resolutions on the agenda issues. Variant of voting "for" can be left in respect of only one version of the draft resolution on the agenda item. An absent member of the Board of Directors shall be entitled to:</p> <ul style="list-style-type: none"> <li>- confirm his/her voting instruction on the agenda item by voting in favor of the version of the draft resolution contained in his/her written opinion presented in advance,</li> <li>or</li> <li>- change his/her voting instruction by voting in favor of the version of the draft resolution worked out at the meeting.</li> </ul>	
1.13	<p>6.9. Before taking the resolution on the matter, the preliminary consideration of which was accomplished by the committees of the Board of Directors, members of the Board of Directors shall have the possibility of getting acquainted with <del>resolutions</del> (recommendations) of the relevant committees in advance.</p>	<p>Item 6.9 of the Statute shall be considered item 6.12 and shall be stated as follows:</p> <p><b>6.12.</b> Before taking a decision on the issue, the preliminary consideration of which was accomplished by the committees of the Board of Directors, members of the Board of Directors shall have the possibility of getting acquainted with recommendations of the relevant committees in advance.</p>	
1.14	<p>6.10. Each member of the Board of Directors shall be entitled to cast one vote when approving resolutions at the meeting of the Company's Board of Directors.</p> <p>Member of the Board of Directors shall not be entitled to delegate his voting right to any other person including other member of the Board of Directors.</p> <p>In taking decisions by the Board of Directors, the Chairman of the Board of Directors shall have the right of the casting vote in case of parity of votes of members of the Board of Directors.</p>	<p>Item 6.10 of the Statute shall be considered item 6.13 and shall be stated as follows:</p> <p><b>6.13.</b> Each member of the Board of Directors shall be entitled to cast one vote when approving resolutions at the meeting of the Company's Board of Directors.</p> <p>Member of the Board of Directors shall not be entitled to delegate his voting right to any other person including other member of the Board of Directors.</p> <p>In taking decisions by the Board of Directors, the Chairman of the Board of Directors shall have the right of the casting vote in case of parity of votes of members of the Board of Directors.</p> <p>In the event that in accordance with the Company's Charter the decision is passed by the majority of three quarters of votes or unanimously by all members of the Board of Directors without taking into account the votes of the retiring members of the Board of Directors, then the deceased, missing and incapable members shall be regarded as retiring members of the Board of Directors.</p>	
1.15	<p>6.11. Minutes shall be kept at the meeting of the Board of Directors.</p> <p>The minutes of the Board of Directors shall be</p>	<p>Item 6.11 of the Statute shall be considered item 6.14 and shall be stated as follows:</p> <p><b>6.14.</b> Minutes shall be kept at the meeting of the Board of Directors.</p>	



№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
	<p>drawn up not later than 3 (three) days after holding the meeting in the form of joint personal presence (the cut-off date of receiving written opinions in case of absentee voting).</p> <p>The Minutes of the meeting shall include:</p> <ul style="list-style-type: none"> <li>• Venue and time of the meeting held in the form of joint personal presence or, in case of absentee voting, place of drawing up minutes and the cut-off date of receiving written opinions of the members of the Board of Directors;</li> <li>• Names of the persons attending the meeting (if the meeting is held in the form of joint personal presence);</li> <li>• Names of the persons having submitted their written opinions on the agenda issues;</li> <li>• Agenda of the meeting;</li> <li>• Issues put forward to voting and the voting results;</li> <li>• Adopted resolutions.</li> </ul> <p>The Minutes of the Board of Directors meeting shall be signed by the Chairman of the meeting and the Corporate Secretary of the Company.</p> <p>Should a written opinion of a Board of Directors member be taken into account when determining the quorum and the voting results on the agenda issues, the written opinions on the agenda issues received from the members of the Board of Directors shall be attached to the Minutes as supplements.</p> <p>The Company shall retain the Minutes of the Board of Directors meetings at the seat of its executive body in accordance with the procedure and for the time periods set by the federal body for securities market. Should the period of time be not determined, the Company shall retain the Minutes of the Board of Directors meetings for the unlimited time period.</p> <p>The Company shall be obliged to provide access to the Minutes of the Board of Directors meetings to shareholders, members of the Board</p>	<p>The minutes of the Board of Directors shall be drawn up not later than 3 (three) days after holding the meeting in the form of joint personal presence (<b>final date of voting by members of the Board of Directors</b> in case of absentee voting).</p> <p>The Minutes of the meeting shall include:</p> <ul style="list-style-type: none"> <li>• Venue and time of the meeting held in the form of joint personal presence or, in case of absentee voting, place of drawing up minutes and the <b>final date of voting</b> by members of the Board of Directors;</li> <li>• Names of the persons attending the meeting (if the meeting is held in the form of joint personal presence); <b>members of the Board of Directors (with indication if they are entitled to vote of the agenda items) and invitees;</b></li> <li>• <b>Members of the Board of Directors</b> who submitted their written opinions (<b>with indication if they are entitled to vote of the agenda items</b>);</li> <li>• Agenda of the meeting;</li> <li>• Draft resolution on the agenda issues put to the vote and voting results on them;</li> <li>• Adopted resolutions;</li> <li>• Individual opinions expressed by members of the Board of Directors;</li> </ul> <p>The Minutes of the Board of Directors meeting shall be signed by the Chairman of the meeting and the Corporate Secretary of the Company.</p> <p>Copies of the signed Minutes shall be sent to all members of the Board of Directors within 3 business days after the date of their signature, provided the Company receives the corresponding written requests from them.</p> <p>Should a written opinion of a Board of Directors member be taken into account when determining the quorum and the voting results on the agenda issues, the written opinions on the agenda issues received from the members of the Board of Directors shall be attached to the Minutes as annexes.</p> <p>The Company shall keep the Minutes of the Board of Directors meetings at the seat of its executive body in accordance with the procedure and for the time periods set by the federal body for securities market. Should the period of time be not determined, the Company shall keep the Minutes of the Board of Directors meetings for the unlimited time period.</p> <p>The Company shall be obliged to provide access to the Minutes of the Board of Directors meetings to shareholders, members of the Board of Directors, Auditing Commission, the Auditor of the Company.</p>	

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
	<p>of Directors, Auditing Commission, the Company Auditor.</p> <p>Extracts from minutes of the Board of Directors meetings shall be given and signed by the Corporate Secretary and bear the stamp of the Company.</p>	<p>Extracts from minutes of the Board of Directors meetings shall be given and signed by the Corporate Secretary and bear the stamp of the Company.</p>	
2.	<p><b>Amendments related to the amount of quarterly remuneration payable to members of the Board of Directors</b></p>		
2.1	<p>7.3. Quarterly remuneration to each member of the Board of Directors shall be established in the amount of 200, 000 rubles.</p> <p>Remuneration to the Chairman of the Board of Directors shall be set with a raising coefficient 1.5.</p> <p>Quarterly remuneration to a member of the Board of Directors shall be cut down by:</p> <p>30 percent – in case of his attendance at less than a half of the Board of Directors meetings held in the form of personal attendance;</p> <p>100 percent – in case of his participation in less than a half of all Board of Directors meetings being held.</p> <p>If the personal structure of the Board of Directors and-or the conditions of performing the duties by a member of the Board of Directors (paid / gratis basis) have changed during the quarter, quarterly remuneration shall be calculated and paid in proportion to the hours worked by the member of the Board of Directors on a paid basis.</p>	<p>Item 7.3 of the Statute shall be stated as follows:</p> <p>7.3. Quarterly remuneration to each member of the Board of Directors shall be established in the amount of <b>300, 000</b> rubles.</p> <p>Remuneration to the Chairman of the Board of Directors shall be set with a raising coefficient 1.5.</p> <p>Quarterly remuneration to a member of the Board of Directors shall be cut down by:</p> <p>30 percent – in case of his attendance at less than a half of the Board of Directors meetings held in the form of joint presence;</p> <p>100 percent – in case of his participation in less than a half of all Board of Directors meetings being held.</p> <p>If the personal structure of the Board of Directors and-or the conditions of performing the duties by a member of the Board of Directors (paid / gratis basis) have changed during the quarter, quarterly remuneration shall be calculated and paid in proportion to the hours worked by the member of the Board of Directors on a paid basis.</p>	<p>Change of the amount of quarterly remuneration to be paid to members of the Board of Directors.</p>
2.2	<p>7.5. The standard (percentage) of deductions for calculation of the annual remuneration shall be determined by the resolution of the Annual General Shareholders' Meeting and used for calculation of the remuneration amount to be paid to the persons performing the duties of the members of the Board of Directors till the next Annual General Shareholders' Meeting.</p>	<p>Item 7.5 of the Statute shall be stated as follows:</p> <p>7.5. The standard (percentage) of deductions for calculation of the annual remuneration shall be <b>approved by Annual General Shareholders' Meeting</b> and used for calculation of the remuneration amount to be paid to the persons performing the duties of members of the Board of Directors till the next Annual General Shareholders' Meeting.</p>	<p>More exact wording.</p>
2.3	<p>7.7. Should a member of the Board of Directors be also a member of a Board of Directors' Committee, the bonus of RUR 40 thousand shall be paid to him in addition to his quarterly</p>	<p>Item 7.7 of the Statute shall be stated as follows:</p> <p>7.7. Should a member of the Board of Directors be also a member of a Board Committee, the bonus of <b>60,000</b> rubles shall be paid to him/her in addition to the quarterly remuneration. A member of the Board of Directors</p>	<p>Change of the amount of quarterly remuneration to be paid to members of the Board of Directors.</p>

№	Current wording	Proposed wording	Grounds for introduction of amendment and additions
	<p>remuneration; a member of the Board of Directors shall not be at the same time a member of more than two Committees of the Board of Directors.</p> <p>This bonus for the Chairman of a Board of Directors' Committee shall be rated by a raising factor 1.25.</p>	<p>shall not be at the same time a member of more than two Committees of the Board of Directors. This bonus for the Chairman of a Board of Directors' Committee shall be rated by a raising factor 1.25.</p>	