

APPROVED

By the decision of the annual General
Shareholders Meeting of Public Joint Stock
Company "IDGC of South"

Minutes No. 20 of 05.06.2019

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

1. General provisions

1.1. This Provision was developed in accordance with the Civil Code of the Russian Federation, the Federal Law "On stock companies", other statutory acts of the Russian Federation and the Articles of Association of the Public Joint Stock Company "Intraregional Distribution Grid Company of South" (hereinafter referred to as the "Company"), and determines the procedure of preparation and conduct of the General Meeting of the Company Shareholders (hereinafter referred to as the "General Meeting of Shareholders").

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

1.3. In its activities, the General Meeting of Shareholders shall be governed by legislation of the Russian Federation, the Articles of Association and by this Provision.

2. Convention and preparation to the General Meeting of Shareholders conduct

2.1. The decision to convene the General Meeting of Shareholders is made by the Board of Directors of the Company.

2.2. When preparing to conduct the General Meeting of Shareholders, the Board of Directors shall adopt the following decisions:

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

б) on determination of a date, place and time of convening of the General Meeting of Shareholders, time of start of registration of persons, participating in the General Meeting of Shareholders (in case of convening of the General Meeting of Shareholders as a physical meeting), or determination of the end date of completed voting papers acceptance for voting and the mail address to which the completed voting papers for voting should be sent (in case of convening of the General Meeting of Shareholders as vote in absentia), and (if provided by the Articles of Association and to the extent technically practicable), the e-mail for sending completed voting papers, and (or) the website, on which the e-form of voting papers can be completed. The list of addresses to which the completed voting papers can be sent, shall include the Company Registrar's location address;

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

г) on determining the date of determination (fixation) of persons entitled to participate in the General Meeting of the Shareholders;

д) on determining the end date of acceptance of the shareholders' offers on nominating candidates for election to the Board of the Company Directors, if the agenda of the Unscheduled General Meeting of Shareholders contains an issue on electing the members of the Board of the Company Directors;

е) on determining the type(s) of preference shares which owners have the right to vote on the agenda items of the General Meeting of the Shareholders;

ж) on determining the list of information (materials) to be provided to shareholders in preparation for the General Meeting of Shareholders and the procedure for providing it;

з) on approval of the form and text of voting ballots at the General Meeting of Shareholders, as well as the wording of resolutions on agenda items of the General Meeting of Shareholders, which shall be sent in electronic form (in the form of electronic documents) to nominee shareholders registered in the register of shareholders of the Company;

и) on determining the date of sending voting papers for voting to persons entitled to participate in the General Meeting of Shareholders (in case of carrying out the General Meeting of Shareholders as vote in absentia, and in case of carrying out the General Meeting of Shareholders as a physical meeting, if in accordance with the FL "On stock companies", or by the Articles of Association voting papers for voting should be sent (handed) to persons entitled to participate in the General Meeting of Shareholders, before carrying out the General Meeting of Shareholders);

к) on determining the procedure for notifying the Company's shareholders of the General Meeting of Shareholders, including approval of the form and text of the notice;

л) on the election of the Secretary of the General Meeting of Shareholders.

м) on approval of the cost estimates related to the preparation and holding of the General Meeting of Shareholders.

2.3. The Company Individual Executive Body shall organize fulfillment of decisions of the Board of the Company Directors, related to preparation and carrying out of the General Meeting of Shareholders, including:

- provide timely sending of a request on making a list of persons, entitled to participate in the General Meeting of Shareholders to the Company Registrar, as of the date established by the Board of the Company Directors;
- provide production of voting papers in accordance with the form and text, approved by the Board of the Company Directors;
- provide sending of voting papers for voting to shareholders and acceptance of completed voting papers for voting, and, in case of adopting a decision by the Board of the Company Directors on a possibility of sending the completed voting papers for voting to e-mail and (or) completing the e-form of voting papers on the website determined by the Board of Directors, functioning of the specified electronic means of receiving the completed voting papers for voting;
- provide notification of the shareholders on carrying out the General Meeting of Shareholders according to the procedure and in terms, established by decision of the Board of Directors and the Articles of Association;
- provide preparation of the required materials (information) under the agenda issues of the General Meeting of Shareholders and the possibility to familiarize with the specified information (materials) in accordance with decisions of the Board of Directors;
- provide the submission of a list of persons, entitled to participate in the General Meeting of Shareholders, by the Company, with the purpose of familiarization with it at request of the persons included into this list and having at least one per cent of votes, according to the requirements of the current legislation of the Russian Federation, since the date of its receipt by the Company;
- perform other actions for fulfillment of decisions of the Board of the Company Directors.

3. Particularities of calling the Extraordinary General Meeting of Shareholders

3.1. An extraordinary General Meeting of Shareholders is held by the Company Board of Directors' decision at its own discretion, the requirements of the Audit Commission of the Company, the Auditor of the Company, or the shareholder (shareholders) of the Company, who own at least 10 (ten) percent of the Company's voting shares on the date of the request.

3.2. The Board of Directors of the Company shall agree or refuse to convene an Extraordinary General Meeting of Shareholders of the Company within 5 (five) days from the request date of the Audit Commission, the Auditor of the Company or the shareholder (shareholders) owning at least 10 (ten) percent of the Company's voting shares on the Extraordinary General Meeting of Shareholders calling.

3.3. The Company Board of Directors' decision to convene an Extraordinary General Meeting of Shareholders of the Company or a reasoned decision to refuse to convene it shall be sent to persons requiring its calling no later than 3 (three) days from the date of such a decision.

4. Information provision of the General Meeting of the Shareholders conduct

4.1. The notice of carrying out the General Meeting of Shareholders should be published on the Company Internet website not later than the end date of notification of shareholders on carrying out the General Meeting of Shareholders.

The text of the General Meeting of Shareholders notification by decision of the Board of Directors may be additionally sent in electronic form to those Company's shareholders who have provided the Company or the registrar with their email addresses.

Information (materials) on the items on the agenda of the General Meeting of Shareholders shall be available to persons entitled to participate in the General Meeting of Shareholders for examination in the premises of the Company's executive body and other places indicated in the

notification on the General Meeting of Shareholders, as well as on the Internet website www.mrsk-yuga.ru within 20 (twenty) days, and in if the agenda of the General Meeting of Shareholders contains the issue of the Company's reorganization, within 30 (thirty) days prior to the General Meeting of Shareholders. Moreover, the Company seeks to ensure the availability of materials to the General Meeting of Shareholders at least 30 days before the date of its holding.

The specified information (materials) shall be available to persons participating in the General Meeting of Shareholders during its holding.

It is recommended to publish the specified notice and materials also in English.

4.1.1. Information (materials) to be provided to entities entitled to participate in the General Meeting of the Company Shareholders include the following documents:

- the Company annual report and the Company Revision Committee conclusion following its verification results;
- annual accounting (financial) statements, including the auditor's report and opinion of the Audit Commission based on the results of such auditing;
- conclusion of the Internal Audit, performed in the Company in accordance with Article 87.1 of the Federal Law "On stock companies";
- justification of the proposed net profit distribution;
- data on a candidate (candidates) to the Board of the Company Directors (in case if submitted), or information on non-provision of the specified data by the candidates, on candidates to the Company Revision Committee, data on shareholders, who proposed the specified candidates, and information on availability or unavailability or a written consent of the nominated candidates for election to the respective body of the Company;
- substantiations and explanatory notes for the proposed draft decisions;
- data on the managing organization or the manager, in case of considering an issue on transfer of powers of the Company individual executive body to the managing organization or the manager (including data on their relations with persons controlling the Company);
- data on candidates for the Company auditors, sufficient to form an idea of their professional qualities and independence, including the name of the self-regulatory organization of auditors, which member the candidate for Company auditors is, description of the procedures used in the selection of external auditors, which ensure their independence and objectivity, as well as data on the proposed remuneration of external auditors for services of an audit and non-audit nature (including data on compensation payments and other costs associated with the engagement of an auditor) and other material terms of contracts signed with the Company auditors;
- draft amendments and supplements to the Articles of Association (or the draft Articles of Association in a new wording) in case if their implementation or in case of approval, and comparative tables of amendments made with their justification;
- draft internal documents of the Company, regulating the activities of the managing bodies and the Company control in a new wording, (amendments and supplements to internal documents) in case of their implementation, and comparative tables of amendments implemented with substantiation;
- General Shareholders Meeting's Draft Decisions;
- information on shareholder agreements signed in the course of year prior to the date of the General Meeting of Shareholders;
- conclusions of the Board of the Company Directors on a major transaction;
- the report on interested party transactions concluded by the Company in the previous year;
- recommendations of the Board of the Company Directors for profit distribution, including that by size of dividends under the Company shares and the procedure of its payment, and the Company loss following the financial year results.
- information on passage to the place of carrying out the General Meeting of Shareholders;
- an approximate Power of Attorney Form which may be issued by a shareholder to its representative and its certification procedure;

– information (materials), provided for by legislation of the Russian Federation and the Articles of Association.

List of information (materials), subject to submission to persons, entitled to participate in the General Meeting of Shareholders, shall be determined with regard of the agenda issues of the General Meeting of Shareholders.

4.2. The minutes of the General Meeting of Shareholders shall be posted on the website of the Company no later than 3 (three) days from the date of its preparation.

It is also recommended to publish the English version of the Minutes of the General Meeting of Shareholders.

4.3. When nominating candidates to the Board of the Company Directors, the Company shareholders shall submit the following information on nominated candidates:

4.3.1. Last name, first name, patronymic;

4.3.2. ID document data (series and (or) number of the document, date and place of issuance, the issuer);

4.3.3. Citizenship;

4.3.4. Place of residence (country, city);

4.3.5. Age and education;

4.3.6. Profession;

4.3.7. Primary employment;

4.3.8. Posts held by the candidate at the nomination date, and information on posts held by him/her for the last five years before nomination;

4.3.9. Information on owning shares of the Company and its subsidiaries and affiliates (number of shares owned);

4.3.10. Whether he/she is a member (candidate for election) of the Board of Directors, member (candidate for election) of the collective executive body or a different collective management body of a different legal entity;

4.3.11. Whether the candidate is an official of a different economic entity, a different official of which is also nominated as a candidate to the Board of the Company Directors.

4.3.12. Whether he/she is a spouse, parent, son, daughter, brother, sister of the officials (manager) of the Company (officials of the Company managing organization);

4.3.13. Whether he/she is a party by obligations with the Company, under which the candidate can purchase property (receive funds), the value of which is ten and more per cent of the candidate's total annual income, beside receiving remuneration for participation in the activity of the Board of the Company Directors;

4.3.14. Whether the candidate is (will be, in case of his/her election to the Board of the Company Directors) the government agent, i.e., a person who is (will be due to election to the Board of the Company Directors) the representative of the Russian Federation or subjects of the Russian Federation in the Board of Directors of joint stock companies, in relation to which a decision was adopted to use the special right ("golden share"), and persons who are obliged (will be obliged due to election to the Board of the Company Directors) to vote under written directives (guidelines, etc.) of the subject of the Russian Federation or a municipal formation;

4.4. Submission of information, specified in clauses 4.3.3 — 4.3.14 hereof, by the shareholders, is advisory in nature. Failure of the Company shareholders to provide such information shall be a reason for refusal from including the respective candidate into the list of persons for voting for election to the Board of the Company Directors.

4.5. Information on candidates to the Board of the Company Directors, specified in cl. 4.3., shall be available for familiarization to all the Company shareholders together with the other information materials for issues of the agenda of the General Meeting of the Company Shareholders.

4.6. During the period before conducting the General Meeting of Shareholders, the Company executive bodies should implement the Company information policy in a way to aim it at selection of candidates, meeting the requirements of regulatory bodies and organizers of trade at the securities market of the Russian Federation for selection to the Board of the Company Directors.

4.7. In terms of preparation to conduct of the General Meeting of Shareholders in the form of physical meeting, the Company shall provide sending invitations to members of the Company

executive bodies and to members and candidates to members of the Board of Directors, members and candidates to members of the Company Revision Committee, the Company Auditor for participation in the General Meeting of Shareholders.

4.8. The shareholders shall have the right to appeal to the Company officials through the Corporate Secretary for additional explanations under the line of issues of the agenda of the General Meeting of Shareholders. The issues are to be made in writing and sent to the Company by e-mail: office@mrsk-yuga.ru.

5. Holding the General Meeting of Shareholders as a physical meeting

Holding the General Meeting of Shareholders as a physical meeting lies in direct participation of the Company Shareholders in the General Meeting of Shareholders for discussing the agenda issues and adopting a decision on issues put for vote.

When holding the General Meeting of Shareholders in the form of a meeting (physical meeting of shareholders to discuss the agenda issues and make decisions on issues put to a vote), information and communication technologies can be used to enable remote participation in the General Meeting of Shareholders, discussing agenda items and making decisions on items put to a vote without being present at the venue of the General Meeting of Shareholders.

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

5.1.1. Registration of persons entitled to participate in the General Meeting of Shareholders, shall be performed by a person performing the vote count panel (hereinafter referred to as the "Vote Count Panel") functions, at the place of the General Meeting of Shareholders conduct, specified in the meeting notice. In case if it is provided by the notice of the meeting, the shareholder shall also have the right to register for participation in it on the website specified in the notice.

Registration of persons entitled to participate in the General Meeting of Shareholders, shall start in time specified in the notice on the meeting.

5.1.2. Persons (their representatives), entitled to participate in the General Meeting of Shareholders, shall be subject to registration for participation in the General Meeting of Shareholders, carried out as a physical meeting.

In case if voting under the agenda issues of the General Meeting of Shareholders, carried out as a physical meeting, can be implemented by sending the completed voting papers for voting to the Company, and (or) by completing the e-form of voting papers at the website specified in the notice on carrying out the General Meeting of Shareholders (if such possibility is provided by decision of the Board of Directors), persons, the voting papers of whom were received, or the e-form of voting papers of whom was completed, not later than to days before carrying out the General Meeting of Shareholders, should be subject to registration for participation in the General Meeting of Shareholders.

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

5.1.3. At registration, the shareholder (his/her representative, successor), who arrived to the General Meeting of Shareholders, shall submit a passport or a different ID document.

The shareholders' successors, at registration of their participation in the General Meeting of Shareholders shall submit to the Vote Count Panel the power of attorney for voting, executed in accordance with the requirements of the Civil Code of the Russian Federation and the Federal Law "On stock companies" or its certified copy.

In case if the individual executive body, the physical entity, registers for participation in the General Meeting of Shareholders as the shareholder's legal representative, in addition to documents of identification of the shareholder's individual executive body, the copy of minutes (extract from the minutes) of meeting (conference) of the authorized body, containing the decision on appointment of the current individual executive body, certified by the shareholder (legal entity), shall be submitted to the Vote Count Panel.

The shareholders' successors, at registration of their participation in the General Meeting of Shareholders shall submit to the Vote Count Panel certified copies of documents confirming legal succession, in addition to ID documents.

In case of non-submission of the specified documents, the shareholder's successor, and the representative, shall have no right to participate in the General Meeting of Shareholders.

5.1.4. Registration of persons entitled to participate in the General Meeting of Shareholders, shall be performed on the condition of registration of persons who arrived for participation in the General Meeting of Shareholders, by comparing data contained in the list of persons, entitled to participate in the General Meeting of Shareholders, with data in documents submitted by these persons.

5.1.5. A person participating in the General Meeting of Shareholders, shall be issued the voting papers for voting under the agenda issues at registration.

In case if voting at the General Meeting of Shareholders can be carried out by sending the completed voting papers for voting to the Company, at the request of persons, included into the list of persons, entitled to participate in such General Meeting of Shareholders, they shall be issued the voting papers for voting with a note on their repeat issuance.

5.1.6. Registration of persons entitled to participate in the General Meeting of Shareholders, shall end in time of announcing the end of discussing the last issue of the agenda of the General Meeting of the Company Shareholders, for which the quorum is present, by the Chairperson of the General Meeting of Shareholders.

5.2. Opening of the General Meeting of Shareholders.

5.2.1. At the time which, in accordance with the notice on carrying out the General Meeting, is the start time of carrying out the General Meeting of Shareholders, the Vote Count Panel Representative shall announce the presence of the quorum under the agenda issues of the General Meeting of Shareholders.

5.2.2. The General Meeting of Shareholders has legal power (a quorum) if it was attended by shareholders holding in aggregate more than half of the votes of the Company's outstanding voting shares.

If the agenda of the General Meeting of Shareholders includes items that are voted on by a different composition of voters, the quorum for deciding on these items is determined separately.

With this, the absence of a quorum for deciding on issues voted on by one composition of voters does not preclude the adoption of decisions on issues voted on by another composition of voters, for which there is a quorum.

When deciding whether to consent to the transaction or subsequently approve an interested-party transaction, the General Meeting of Shareholders is considered competent regardless of the number of shareholders who are not interested in the relevant transaction and who hold voting shares of the company participating in it.

5.2.3. In case of presence of the quorum at least for one agenda issues of the General Meeting of the Company Shareholders, the Chairperson at the General Meeting of Shareholders shall announce the opening of the General Meeting of Shareholders.

5.2.4. The General Meeting, by the moment of opening of which the quorum was present only for the individual agenda issues, cannot be closed if by the moment of registration end, persons the registration of whom provides the quorum for adopting the decision under the other issues of the general meeting agenda, registered.

5.2.5. In case if by the start of the General Meeting of the Company Shareholders, the quorum for neither issue of the agenda of the General Meeting of the Company Shareholders, is present, the Chairperson at the General Meeting of Shareholders shall announce the rescheduling of the General Meeting of Shareholders start for 2 (two) hours.

Rescheduling of the General Meeting of the Company Shareholders more than once is not permitted.

In case if in 2 (two) hours after announcing the rescheduling of the General Meeting of Shareholders the persons who provide the quorum at least under one of issues, included into the

agenda of the General Meeting of Shareholders, did not register, the Chairperson at the General Meeting of Shareholders announce that the General Meeting of Shareholders was not conducted.

In case if in 2 (two) hours after announcing the rescheduling of the General Meeting of Shareholders the persons who provide the quorum at least under one of issues, included into the agenda of the General Meeting of Shareholders, registered, the Chairperson at the General Meeting of Shareholders announce that the General Meeting of Shareholders was opened.

5.2.6. In the absence of a quorum for the annual General Meeting of Shareholders, a repeated General Meeting of Shareholders with the same agenda shall be held.

In the absence of a quorum for the annual General Meeting of Shareholders, a repeated General Meeting of Shareholders with the same agenda may be held.

5.3. Discussion of issues of the agenda of the General Meeting of Shareholders.

5.3.1. Persons reporting at the General Meeting of Shareholders, shall comply with the following time limit on speeches:

report under the agenda items - to 30 minutes,

co-report - to 20 minutes,

closing submissions - 5 minutes,

reports with questions, references — 2 minutes each.

The Chairperson at the General Meeting of Shareholders shall have the right to enhance the terms specified in this clause.

5.3.2. The shareholder, wishing to speak at a debate under the agenda issues of the General Meeting of Shareholders, should submit the respective application in writing to the Secretary of the General Meeting of Shareholders.

The statement should contain the last name, name, patronymic (name) of the shareholder (his/her representative), the agenda issue, under which the shareholder wishes to speak, and should be signed by the shareholder.

An issue in writing shall be sent to the Secretary of the General Meeting of Shareholders; beside the issue wording, the shareholder (shareholder's representative) should specify the full name (name of the legal shareholder), and the shareholder shall sign it.

5.3.3. The Secretary of the General Meeting of Shareholders shall transfer statements and issues received from the shareholders to the Chairperson the General Meeting of Shareholders.

In case if by the moment of opening of the General Meeting of Shareholders, the quorum only for individual agenda issues was present, the representative of the Vote Count Panel or a different person, performing the functions of the Vote Count Panel, shall announce the presence or absence of the quorum under the other agenda issues upon the end of discussing the last of the issues specified.

5.3.4. In case of completing the discussion of all issues of the agenda of the General Meeting of Shareholders, for which the quorum is present, the Chairperson at the General Meeting of Shareholders shall announce the end of discussion of issues of the agenda and the end of registration of persons participating in the General Meeting of Shareholders.

5.3.5. Before starting discussion on the agenda issue, providing for election of the members of the Board of the Company Directors, the representative of a person performing the functions of the Vote Count Panel, shall announce the number of cumulative votes given for each of the candidates, included into the voting list, for the voting papers, that were received or the e-form of which was completed on the website, not later than in two days before carrying out the General Meeting of Shareholders.

5.4. Voting at the General Meeting of Shareholders.

5.4.1. Voting at the General Meeting of Shareholders in the form of physical meeting shall be carried out according to the procedure established by the Federal Law "On stock companies", other statutory acts and the Articles of Association, this Provision.

5.4.2. Voting for the general meeting agenda issues shall be performed by means of voting papers for voting.

The voting by voting papers is equivalent to the receipt by the Company's registrar of will declarations of persons who are entitled to participate in the General Meeting of Shareholders, are

not registered in the register of the Company's shareholders and, in accordance with the requirements of the Russian Federation legislation on securities, instructed persons registering their rights to shares on voting.

5.4.3. Persons who registered for participation in the General Meeting of Shareholders, carried out as a physical meeting, shall have the right to vote for all issues of the agenda from the moment of opening of the General Meeting of Shareholders and till the vote count start.

5.4.4. Upon completion of discussion of the last issue of the agenda of the General Meeting of Shareholders (the last issue under which the quorum is present), 30 (thirty) minutes shall be provided for voting to persons who did not vote until this moment.

A person who completed the voting paper for voting, shall have the right to require the production and certifying a copy of a voting paper, completed by him/her, by the Vote Count Panel (representatives of the registrar who performs functions of the Vote Count Panel) of the Company by submission of the respective request in writing, before closure of the General Meeting of Shareholders. If it is technically practicable to prepare and certify a copy of the completed voting paper in the course of carrying out the General Meeting of Shareholders, a copy of the completed voting paper, certified by the Vote Count Panel, shall be delivered to a persons before closing the General Meeting of Shareholders; if it is technically impossible, in reasonable term after closing the General Meeting of Shareholders.

At this, production of copies of completed voting papers shall be made at the Company account.

5.4.5. Upon the expiry of time specified, the Chairperson shall announce the vote count start.

5.5. Tally of votes, announcement of the voting results on issues of the agenda of the General Meeting of Shareholders. Closure of the General Meeting of Shareholders.

5.5.1. Vote count and tally of votes by issues of the agenda of the General Meeting of Shareholders shall be performed the Vote Count Panel in accordance with the requirements of the current legislation.

5.5.2. Decisions adopted by the General Meeting of Shareholders and the voting results may be announced at the General Meeting of Shareholders during which voting was held, and shall also be brought to the attention of persons entitled to participate in the General Meeting of Shareholders in the form of a voting results Report in the manner prescribed by the Articles of Association for the notification of the General Meeting of Shareholders, no later than four business days after the closing date of the General Meeting of Shareholders.

If on the date of determining (fixing) the persons entitled to participate in the General Meeting of Shareholders, the person registered in the register of shareholders of the Company was a nominal holder of shares, the information contained in the Report on the results of voting shall be provided to the nominal holder of shares in accordance with the Russian Federation law on securities for the provision of information and materials to persons exercising the rights to securities.

5.5.3. Following the announcement of the voting results on issues of the agenda of the General Meeting of Shareholders, in case if they are announced at the General Meeting of Shareholders, the Chairperson shall announce the closure of the General Meeting of Shareholders.

6. Holding the General Meeting in the form of absentee voting

6.1. Voting on items on the agenda of the General Meeting of Shareholders, held in the form of absentee voting, is carried out by voting papers.

The voting by voting papers is equivalent to the receipt by the Company's registrar of will declarations of persons who are entitled to participate in the General Meeting of Shareholders, are not registered in the register of the Company's shareholders and, in accordance with the requirements of the Russian Federation legislation on securities, instructed persons registering their rights to shares on voting.

6.2. Participants in the General Meeting of Shareholders held in the form of absentee voting are considered to be the shareholders whose voting papers were received and (or) the electronic form of the voting papers filled out on the Internet website indicated in the notification of the General Meeting of Shareholders (if this possibility was provided for by the decision of the

Company's Board of Directors before the indicated end date for the Company to receive the voting papers, as well as the shareholders who, in accordance with the rules of the legislation of the Russian Federation on securities, gave the persons registering their rights to shares instructions (instructions) on voting if their declarations of will were received before the deadline for the voting papers receipt.

In case if the end date of completed voting papers for voting acceptance falls on a nonbusiness day, the subsequent business day shall be deemed the end date of completed voting papers for voting acceptance.

The acceptance term of voting papers for voting shall expire on the end date of voting papers for voting acceptance at the time when the business day ends in the Company in accordance with the established rules.

6.3. The completed voting papers for voting can be sent to the Company by registered mail, handed against signature to a person who performs the functions of the Company individual executive body, a person, authorized to receive correspondence addressed to the Company, sent to the Company Registrar or to e-mail, set by the decision of the Board of the Company Directors at preparation to conduct of the General Meeting of Shareholders. In case of adopting the respective decision by the Board of the Company Directors, the e-form of voting papers for voting can also be completed on the website, determined by the respective decision of the Board of the Company Directors and specified in the notice on conduct of the General Meeting of the Company Shareholders.

6.4. A person performing the functions of the Company individual executive body, shall organize collection, preservation, and transfer of completed voting papers for voting to the Vote Count Panel.

6.5. When completing the voting paper, the shareholder (physical entity) shall specify his/her last name and initials; the shareholder (legal entity) shall specify the full official name of the legal entity.

6.6. When completing the voting paper, the representative of the shareholder (physical entity) shall specify his/her last name and initials, and details of the power of attorney (a different document confirming his/her powers); the representative of the shareholder (legal entity) shall specify his/her last name and initials, post or details of the power of attorney (a different document confirming his/her powers).

6.7. The shareholder's representative shall attach the power of attorney (its certified copy) or a different document, under which he/she acts, to the voting paper for voting.

6.8. The General Meeting of Shareholders, carried out as vote in absentia, is competent (having the quorum), in case if not later than the end date of voting papers acceptance for voting, the Company received voting papers of shareholders, owning more than one half of votes of the placed voting shares of the Company, in aggregate.

6.9. Decisions made by the General Meeting of Shareholders and the voting results shall be brought to the attention of persons entitled to participate in the General Meeting of Shareholders in the form of a voting results Report in the manner prescribed for notification of the General Meeting of Shareholders, no later than four business days after the deadline for the voting papers receipt.

If on the date of determining (fixing) the persons entitled to participate in the General Meeting of Shareholders, the person registered in the register of shareholders of the Company was a nominal holder of shares, the information contained in the Report on the results of voting shall be provided to the nominal holder of shares in accordance with the Russian Federation law on securities for the provision of information and materials to persons exercising the rights to securities.

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

7.1. Working bodies of the General Meeting of Shareholders shall be:

- a) The Chairperson at the General Meeting of Shareholders;
- b) The Vote Count Panel;
- b) Secretary of the General Meeting of Shareholders.

7.2. The General Meeting of Shareholders Chairman's functions are performed by the Chairman of the Board of Directors.

In the absence of the Board of Directors Chairman at the General Meeting of Shareholders, the functions of the Chairperson at the General Meeting of Shareholders are performed by the Deputy Chairman of the Board of Directors.

In case if the Chairperson of the Board of Directors and his/her deputy are absent, by decision of the members of the Board of Directors, attending the General Meeting of Shareholders, functions of the Chairperson at the General Meeting of Shareholders may be performed by any member of the Board of Directors.

7.3. The Chairperson at the General Meeting of Shareholders shall open and close the meeting, announce the agenda of the General Meeting and the priority of statements and reports under the agenda issues, end of discussion of the agenda issues and the vote count start, shall provide compliance with the procedure of carrying out the meeting, established by this Provision, and shall sign the minutes of the General Meeting of Shareholders.

7.4. Functions of the Company Vote Count Panel at the General Meeting shall be performed by a professional securities market player licensed to carry out activities for register keeping, who is a holder of the Company Shareholders register (the Company Registrar).

7.5. The Vote Count Panel shall perform the following functions:

- a) check of powers and registration of persons participating in the General Meeting of Shareholders (shareholders, their representatives);
- б) determination of the present quorum of the General Meeting of Shareholders;
- в) explanation of issues emerging in relation to the voting right execution at the General Meeting of Shareholders by the Company shareholders (their representatives);
- г) explanation of voting procedure under issues put on vote;
- д) provision of the established voting procedures and rights of the Company shareholders for participation in voting;
- е) vote count and tally of votes;
- ж) completion of the minutes on the voting results;
- з) communication of the voting results to the Company Shareholders;
- и) transfer of voting papers for voting to the archive;
- к) other functions, provided for by legislation of the Russian Federation and the Articles of Association, and the contract executed between the Company and the Registrar.

7.6. Functions of the Secretary of the General Meeting of Shareholders shall be performed by the Company Corporate Secretary, unless a different decisions was adopted by the Board of Directors.

In case if the Corporate Secretary of the Company fails to perform functions of the Secretary of the General Meeting of Shareholders, the Secretary of the General Meeting of Shareholders shall be selected by the Board of Directors when solving issues on preparation to conduct of the General Meeting of Shareholders.

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

- a) acceptance of statements from persons, participating in the General Meeting of Shareholders, on granting the right to speak at a debate under the meeting agenda issues, and acceptance of issues;
- б) transfer of statements and issues from the shareholders to the Chairperson of the General Meeting of Shareholders;
- в) recording the process of carrying out the General Meeting of Shareholders (main provisions of statements and reports);
- г) other functions provided by this Provision and the Articles of Association.

8. Finance provision of the General Meeting of the Company Shareholders conduct

8.1. Costs, related to preparation and carrying out of the General Meeting of Shareholders, shall be paid out of the funds of the Company, in accordance with the cost estimate, approved by the Board of Directors, and should be included into the Company budget.

8.2. The CEO shall provide a report on disbursement for preparation and carrying out of the General Meeting of Shareholders to the Board of Directors not later than in two months following the General Meeting of Shareholders.

8.3. In case of carrying out the unscheduled General Meeting of Shareholders by persons requiring the convention, these persons shall bear costs for its preparation and carrying out.

By decision of the General Meeting of Shareholders, documented expenses of the aforementioned persons for preparation and conduct of the General Meeting of Shareholders may be reimbursed out of the Company funds.

9. Final provisions

9.1. If, due to changes in legislation and regulatory acts of the Russian Federation, the individual articles of this Provision come into conflict with it, these articles shall become null and void, and the Company shall be governed by the legislation and regulatory acts of the Russian Federation before the Provision is amended.

9.2. If all voting shares of the Company belong to one shareholder, this Provision shall not apply, decisions on issues falling within the competence of the Company's General Meeting of Shareholders shall be made by this shareholder (authorized shareholder management body), drawn up in writing and communicated to the Company.