

Corporate action statement/Disclosure of insider information
“On general meeting of issuer’s shareholders and its resolutions”

1. General information	
1.1 Full company name of the issuer	Open Joint Stock Company “Interregional Distribution Grid Company of the South”
1.2 Short company name of the issuer	“IDGC of the South”, JSC
1.3 Location of the issuer	49 Bolshaya Sadovaya str., Rostov-on-Don, the Russian Federation, 344002
1.4 PSRN of the issuer	1076164009096
1.5 TIN of the issuer	6164266561
1.6 Unique issuer’s code assigned by the registration authority	34956-E
1.7 Internet website address used by the issuer for information disclosure	http://www.mrsk-yuga.ru ; http://www.e-disclosure.ru/portal/company.aspx?id=11999
2. Statement content	
2.1. Type of the general meeting of issuer’s shareholders: annual.	
2.2 Form of the general meeting of issuer’s shareholders: meeting (joint presence)	
2.3. Date, place, time of the general meeting of issuer’s shareholders: 19 June 2015, at 10:00 a.m., 147 Krasnodarskaya street, Rostov-on-Don.	
2.4. Quorum of the general meeting of issuer’s shareholders: 79.2671% (on agenda items 1, 2, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15), 79.2674% (on agenda item 3) and 57.113% (on agenda item 16).	
2.5. Agenda of the general meeting of issuer’s shareholders	
1. On approval of annual report, annual accounting statements, report on profit distribution (as well as on payment of dividends) and report on loss distribution by the results of 2014 fiscal year.	
2. On election of the Board of Directors.	
3. On election of the Company’s Auditing Commission.	
4. On approval of Company’s auditor.	
5. On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution	

Grid Company of the South”.

6. On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”.

7. On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”.

8. On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”.

9. On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”.

10. On approval of the restated Regulations on General meeting of Company’s shareholders.

11. On approval of the restated Regulations on the Board of Directors.

12. On approval of the restated Regulations on Management Board.

13. On approval of the restated Regulations on Auditing Committee.

14. On approval of the restated Regulations on payment of remuneration and compensations to members of the Auditing Commission.

15. On approval of the restated Regulations on payment of remuneration and compensations to members of the Board of Directors.

16. On approval of the contract on liability insurance of directors and officers of the Company, as interested party transaction.

2.6. Voting results on agenda items of the general meeting of issuer’s shareholders (participants), on which the quorum was present and resolutions of the general meeting of issuer’s shareholders:

Voting results on item 1 of the agenda: “On approval of annual report, annual accounting statements, report on profit distribution (as well as on payment of dividends) and report on loss distribution by the results of 2014 fiscal year”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064

Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.1 were used		
Voting options	Amount of votes	% from participants in the voting
FOR	28 341 535 930	71.780184
AGAINST	77 162 247	0.195428
ABSTAINED	10 942 758 409	27.714560
Did not vote		121 524 743
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)		807 296

Resolution adopted on agenda item No.1:

1. To approve annual report of the Company 2014, annual accounting statements for 2014.
2. To approve the following distribution of profit (loss) of the Company for the 2014 fiscal year:

Indicator	(thousand rubles)
Undistributed profit (loss) of reported period:	(6 893 677)
To distribute for: Reserve fund	0
Profit for development	0
Dividends	0
Discharge of losses of previous years	0

3. It is decided not to pay dividends from ordinary shares of the Company by the results of 2014.

Voting results on item 2 of the agenda: "On election of the Board of Directors"

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	547 922 056 704
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-	547 922 056 704

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Number of votes participated in the meeting	434 321 674 875
Quorum, %	79.2671
The quorum was present. For voting bulletins No.2 were used.	

When voting on agenda item 2 the resolution was proposed: “To elect the following persons to the Board of Directors”. The cumulative votes were distributed the following way:

#	Name of the candidate	Number of voting for cumulative voting
“FOR”		
1	Branis Alexandr Markvich	37 520 175 631
2	Spirin Denis Alexandrovich	745 402
3	Filkin Roman Alexeevich	37 512 794 724
4	Shevchyuk Alexandr Viktorovich	37 765 462 914
5	Repin Igor Nikolaevich	332 162
6	Dudchenko Vladimir Vladimirovich	37 336 853 149
7	Fyodorov Oleg Romanovich	2 921 990
8	Airapetyan Arman Mushegovich	33 448 675 692
9	Arkhipov Sergey Alexandrovich	36 005 041 417
10	Dobakhyants Yuliya Vladimirovna	3 996 110
11	Pankstiyarov Yuriy Borisovich	35 608 166 476
12	Piotrovich Nikolai Borisovich	35 605 285 253
13	Savvin Yuriy Alexandrovich	2 854 979
14	Fadeyev Alexandr Nikolaevich	35 608 834 301
15	Kharin ANDrey Nikolaevich	35 608 215 680
16	Shmakov Igor Vladimirovich	35 608 338 942
17	Ebzeev Boris Borisovich	35 748 309 769
18	Erpsheer Nataliya Ilinichna	1 897 092
AGAINST all candidates		75 631 512

ABSTAINED all candidates	769 203 281
Did not participate in voting	26 858 897
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	61 079 502

Resolution adopted on agenda item No.2:

To elect the following persons to the Board of Directors::

1. Shevchyuk Alexandr Viktorovich
2. Branis Alexandr Markvich
3. Filkin Roman Alexeevich
4. Dudchenko Vladimir Vladimirovich
5. Arkhipov Sergey Alexandrovich
6. Ebzeev Boris Borisovich
7. Fadeyev Alexandr Nikolaevich
8. Shmakov Igor Vladimirovich
9. Kharin Andrey Nikolaevich
10. Pankstiyarov Yuriy Borisovich
11. Piotrovich Nikolai Borisovich

Voting results on item 3 of the agenda: “On election of the Company’s Auditing Committee”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dd 02.02.2012 No. 12-6/ПЗ-Н	49 810 859 431
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2674
The quorum was present. For voting bulletins No.1 were used.	

When voting on agenda item 2 the resolution was proposed: “To elect the following persons to the Auditing Committee:”. The cumulative votes were distributed the following way:

#	Candidate	FOR		AGAINST		ABSTAINED		Invalid	
		Amount of votes	%	Amount of votes	%	Amount of votes	%	Amount of votes	%
1	Polovnev Igor Georgievich	13 538 242 691	34.288104	6 826 553	0.017290	25 800 458 701	65.344435	16 735 937	0.042387
2	Kim Svetlana Anatolievna	25 741 505 887	65.195126	12 416 733 210	31.447674	1 182 895 300	2.995901	21 129 485	0.053514

3	Kirillov Artyom Nikolaevich	27 223 5 83 744	68.94876 3	10 940 821 5 25	27.709655	1 182 685 650	2.9953 70	15 172 9 63	0.03842 8
4	Medvedeva Oksana Alekseyevna	25 745 1 83 687	65.20444 1	12 419 094 1 78	31.453654	1 182 818 116	2.9957 06	15 167 9 01	0.03841 6
5	Guseva Yelena Yurievna	27 224 8 68 583	68.95201 7	10 938 460 5 57	27.703675	1 185 212 417	3.0017 70	13 722 3 25	0.03475 4
6	Lukovkina Irina Pavlovna	25 745 9 90 660	65.20648 5	12 417 079 2 29	31.448551	1 182 667 052	2.9953 23	16 526 9 41	0.04185 8

Did not vote:	121 524 743
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Resolution adopted on agenda item No.3:

To elect the following persons to the Auditing Committee:

- 1 Guseva Yelena Yurievna
- 2 Kirillov Artyom Nikolaevich
- 3 Lukovkina Irina Pavlovna
- 4 Medvedeva Oksana Alekseyevna
- 5 Kim Svetlana Anatolievna

Voting results on item 4 of the agenda: "On approval of Company's auditor"

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671
The quorum was present. For voting bulletins No.1 were used.	

When voting on agenda item 4 the resolution was proposed: "To appoint "RSM RUS" LLC as Company's auditor". The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	27 238 799 917	68.987301
AGAINST	10 938 750 671	27.704410
ABSTAINED	1 183 905 998	2.998461
Did not vote	121 524 743	

Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	807 296
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Resolution adopted on agenda item No.4:

To approve “RSM RUS” LLC as Company’s auditor.

Voting results on item 5 of the agenda: “On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671
The quorum was present. For voting bulletins No.3 were used.	

When voting on agenda item 5 the resolution was proposed: “To add to paragraph 23 of the clause 15.1 of the Charter the following sentence: “preliminary approval of one or several related transactions connected with the Company’s placement or possible placement of monetary assets in credit institutions in the form of deposit for the amount exceeding 1 billion rubles;”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	13 667 444 158	34.615331
AGAINST	25 738 103 952	65.186510
ABSTAINED	72 012 535	0.182385
Did not vote		2 945 849
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)		3 282 131

Resolution on agenda item No.5 was not adopted.

Voting results on item 6 of the agenda: “On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 6 the resolution was proposed: “To add to paragraph 23 of the clause 15.1 of the Charter the following sentence: “preliminary approval of one or several related transactions connected with the Company’s purchase or possibility of purchase of options, bills, investment units of mutual investment funds and/or bonds for the amount exceeding 1 billion rubles;”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	13 667 890 668	34.616462
AGAINST	25 738 123 952	65.186561
ABSTAINED	71 546 025	0.181204
Did not vote		2 945 849
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)		3 282 131

Resolution on agenda item No.6 was not adopted.

Voting results on item 7 of the agenda: “On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671
The quorum was present. For voting bulletins No.3 were used.	

When voting on agenda item 7 the resolution was proposed: “To add to paragraph 23 of the clause 15.1 of the Charter the following sentence: “preliminary approval of one or several related transactions connected with the Company’s transfer or possibility of transfer to discretionary management of property for the amount exceeding 1 billion rubles;”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	13 667 442 798	34.615328
AGAINST	25 738 103 952	65.186510
ABSTAINED	72 012 535	0.182385

Did not vote	2 945 849
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 283 491
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Resolution on agenda item No.7 was not adopted.

Voting results on item 8 of the agenda: “On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
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Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 8 the resolution was proposed: “To add to paragraph 23 of the clause 15.1 of the Charter the following sentence: “preliminary approval of one or several related transactions connected with the Company’s receipt or possibility of receipt of bank bond for the amount exceeding 1 billion rubles;”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	13 670 471 636	34.622999
AGAINST	25 735 542 984	65.180024
ABSTAINED	71 546 025	0.181204

Did not vote	2 945 849
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 131
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Resolution on agenda item No.8 was not adopted.

Voting results on item 9 of the agenda: “On introduction of changes to the Charter of Open Joint Stock “Interregional Distribution Grid Company of the South”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with	49 811 096 064

regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 9 the resolution was proposed: “To introduce changes and additions to the Company’s Charter by approving the restated Company’s Charter”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	39 400 768 860	99.789737
AGAINST	5 093 294	0.012900
ABSTAINED	71 698 491	0.181590
Did not vote		2 945 849

Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 131
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Resolution adopted on agenda item No.9:

To introduce changes and additions to the Company’s Charter by approving the restated Company’s Charter.

Voting results on item 10 of the agenda: “On approval of the restated Regulations on General meeting of Company’s shareholders”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064

Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 10 the resolution was proposed: “To approve the restated Regulations on General meeting of Company’s shareholders”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	27 232 249 837	68.970711
AGAINST	12 173 672 642	30.832078
ABSTAINED	71 638 166	0.181437
Did not vote		2 945 849
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)		3 282 131

Resolution adopted on agenda item No.10:

To approve the restated Regulations on General meeting of Company’s shareholders.

Voting results on item 11 of the agenda: “On approval of the restated Regulations on the Board of Directors”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 11 the resolution was proposed: “To approve the restated

Regulations on the Board of Directors”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	27 232 249 837	68.970711
AGAINST	12 173 672 642	30.832078
ABSTAINED	71 638 166	0.181437

Did not vote	2 945 849
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 131
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Resolution adopted on agenda item No.11:

To approve the restated Regulations on the Board of Directors.

Voting results on item 12 of the agenda: “On approval of the restated Regulations on Management Board”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671
The quorum was present. For voting bulletins No.3 were used.	

When voting on agenda item 12 the resolution was proposed: “To approve the restated Regulations on Management Board”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
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FOR	28 465 299 837	72.093638
AGAINST	10 940 622 642	27.709151
ABSTAINED	71 638 166	0.181437
Did not vote		2 945 849
Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)		3 282 131

Resolution adopted on agenda item No.12:

To approve the restated Regulations on Management Board.

Voting results on item 13 of the agenda: “On approval of the restated Regulations on Auditing Commission”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 13 the resolution was proposed: “To approve the restated Regulations on Auditing Commission”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	28 465 299 837	72.093638
AGAINST	10 940 622 642	27.709151
ABSTAINED	71 638 166	0.181437

Did not vote	2 945 849
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 131
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Resolution adopted on agenda item No.13:

To approve the restated Regulations on Auditing Commission.

Voting results on item 14 of the agenda: “On approval of the restated Regulations on payment of remuneration and compensations to members of the Auditing Commission”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provide by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 14 the resolution was proposed: “To approve the restated Regulations on payment of remuneration and compensations to members of the Auditing Commission”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	27 225 234 534	68.952944
AGAINST	12 176 004 073	30.837983
ABSTAINED	76 321 948	0.193299
Did not vote		2 945 849

Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 221
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Resolution adopted on agenda item No.14:

To approve the restated Regulations on payment of remuneration and compensations to members of the Auditing Commission.

Voting results on item 15 of the agenda: “On approval of the restated Regulations on payment of remuneration and compensations to members of the Board of Directors”

The number of votes held by the persons included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes provided by voting shares determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	49 811 096 064
Number of votes participated in the meeting	39 483 788 625
Quorum, %	79.2671

The quorum was present. For voting bulletins No.3 were used.

When voting on agenda item 15 the resolution was proposed: “1. To approve the restated Regulations on payment of remuneration and compensations to members of the Board of Directors. 2. To decide that the rested Regulations on payment of remuneration and compensations to members of the Board of Directors are applicable to members of the BoD elected at this and the next meetings of the shareholders”. The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	27 224 319 531	68.950626
AGAINST	12 175 393 707	30.836437
ABSTAINED	77 847 407	0.197163

Did not vote	2 945 849
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	3 282 131
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Resolution adopted on agenda item No.15:

1. To approve the restated Regulations on payment of remuneration and compensations to members of the Board of Directors.
2. To decide that the rested Regulations on payment of remuneration and compensations to members of the Board of Directors are applicable to members of the BoD elected at this and the next meetings of the shareholders

Voting results on item 16 of the agenda: “On approval of the contract on liability insurance of directors and officers of the Company, as interested party transaction”

Number of votes the persons, included in the list of persons entitled to participate in general meeting, had	49 811 096 064
Number of votes of the persons, included in the list of persons entitled to participate in general meeting, and uninterested in conclusion of transaction	24 080 253 013
Number of votes of as per the voting shares of the Company owners of which are persons uninterested in transaction, determined with regard of paragraph 4.20 of Order of FFMS dated 02.02.2012 No. 12-6/ПЗ-Н	24 080 253 013
Number of votes held by the persons uninterested in transaction that participated in the meeting	13 752 945 574
Quorum (%)	57.113

The quorum was present. For voting bulletins No.4 were used.

When voting on agenda item 16 the resolution was proposed::

- 1.To determine the price of the liability insurance contract of directors and officers, concluded between the Company and the winner determined on the basis of the results of

tender on selection of an insurance company, which is an interested party transaction, in the amount of the insurance premium, which does not exceed 1 450 000.0 (one million four hundred fifty thousand) rubles.

2.To approve the liability insurance contract of directors and officers between the Company and the winner determined on the basis of the results of tender on selection of an insurance company (hereinafter - the Contract), which is a related party transaction, on the following essential conditions:

2.1 Parties of the Contract:

the Company – “the Insured Party”;

the winner determined on the basis of the results of tender on selection of an insurance company – “the Insurer”.

2.2 The Insured:

– the Company;

– The Insured persons: any natural or a legal person who, in particular, was, is or becomes: a member of the board of directors, supervisory board or another similar body of the Company irrespective of its name in any jurisdiction, chief executive officer of the Company (General Director), deputy chief executive officer (First Deputy General Director, Deputy General Director) of the Company, a member of the Management Board of the Company, chief accountant of the Company.

2.3 Beneficiary: any third parties, who may incur losses and the Insured.

2.4 Subject of the Contract: The Insurer agrees upon the occurrence of any of the specified in the Contract insurance claims to pay in accordance with the Contract an insurance compensation (depending on the situation) to the corresponding Insured and/or any other person entitled to such compensation.

2.5 Insurance coverage:

Insurance coverage A - the Insurer agrees to pay for any losses arising from any claim, which was first presented to any Insured person during the Policy Period or Discovery Period except in cases where the Company has reimbursed such losses (within such reimbursement);

Insurance coverage B - the Insurer agrees to pay the Company any losses associated with

any claim, which was first presented to any Insured person during the Policy Period or Discovery Period;

Insurance coverage C - the Insurer agrees to pay any damages in connection with any claim for securities, which was first presented to the Company during the Policy Period or Discovery Period.

2.6 Object of insurance:

In respect of the insurance liability of the Insured - the property interests of the Insured related to the emergence with such Insured of the obligation to compensate the losses incurred by other persons.

In respect of the insurance of any costs of the Insured - the property interests of the Insured related to incurring and/or the need to incurring any costs.

In respect of the insurance of costs of the Company under the insurance coverage B - the property interests of the Company, related to the reimbursement of any costs to the Company.

2.7 Event insured:

In terms of the liability insurance of the Insured - the onset of the following circumstances:

(a) the emergence with the Insured in accordance with the applicable law of the obligation to compensate any losses incurred by other persons in connection with any wrongful act of the Insured, and

(b) the presentation to the Insured any claim in connection with the losses of other persons specified in paragraph (A) above.

In terms of the insurance of any expenses of the Insured - presentation of any claim to the Insured, which necessarily leads to any cost of the Insured, even if such costs have not actually been incurred.

In terms of the insurance of costs of the Company under the insurance coverage B - the Company incurring any expenses/costs for the reimbursement of the Company of any loss to any Insured person and/or any other person acting on behalf of the Insured person and/or for the benefit of any Insured person in connection with any claim brought against any Insured person and/or liability arising of any Insured person for any losses incurred by other persons, even if such losses have not actually been incurred.

2.8 Exclusions from the insurance coverage:

The Agreement does not cover claims relating to:

- receipt by a certain Insured Person of income or benefits for which the Insured Person had no lawful right;
- committing by a certain Insured Person any deliberate criminal or malicious act, deliberate error or omission or any willful or intentional violation of the law;
- bodily injuries and damage to property;
- previous claims and circumstances;
- environmental pollution;
- pension and social programs;
- claims brought by one Insured to another Insured in the U.S. and Canada.

2.9 Total limit of liability: for all the Insured under all claims not less than 1 000 000 000 (one billion) rubles.

2.10 Additional limit of liability: for each independent director is not less than 30 000 000 (thirty million) rubles provided that the aggregate limit of liability for all independent directors in the aggregate amount is not more than 150 000 000 (one hundred and fifty million) rubles.

2.11 Franchises:

not more than 1 500 000 (one million five hundred thousand) rubles - for the remaining claims filed in the United States or Canada (coverage B);

not more than 1 500 000 (one million five hundred thousand) rubles - for the remaining claims filed in other countries (coverage B);

not more than 3 000 000 (three million) rubles - in relation to claims under securities, filed in the U.S. or Canada (coverage C);

not more than 2 400 000 (two million four hundred thousand) rubles - in relation to claims under securities, filed in other countries (coverage C);

2.12 Insurance period (validity of the Contract): 12 months.

2.13 Continuity date – 28.06.2007.

2.14 Discovery Period:

- 60 days after the end of the insurance period automatically, without payment of an

additional premium;

– 1 year subject to payment of an additional premium in the amount of not more than 100% of the premium under the Contract.

2.15. The Contact price (the total amount of the insurance premium) shall not exceed 1 450 000.0 (one million four hundred fifty thousand) rubles

2.16. The Contract shall enter into force upon signature and shall be valid until the expiration of the period of insurance, and if there is a discovery period - before the expiration of the applicable discovery period.

The cumulative votes were distributed the following way:

Voting	Amount of votes	% from participants in the voting
FOR	2 731 309 734	11.342529
AGAINST	10 941 533 418	45.437784
ABSTAINED	77 770 383	0.322963

Did not vote	1 524 743
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Number of votes that were not counted due to being declared invalid (including in part of voting on this issue)	807 296
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Resolution on agenda item No.16 was not adopted.

2.7. Date of making and number of minutes of general meeting of shareholders (participants): 22 June 2015, minutes of meeting No.13.

3. Signature

3.1. Head of Corporate governance and shareholders relations department (by power of attorney No.25-15 dated 19.01.) Pavlova Ye.N.
signature)

3.2. Date: 22 June 2015