

**REPORT ON THE VOTING RETURNS  
OF THE EXTRAORDINARY GENERAL SHAREHOLDERS MEETING OF  
OJSC MOSTOTREST**

Full company name and principal place of business – Open Joint Stock Company MOSTOTREST, 6, Barklaya Street, bldg. 5, Moscow, 121087

Type of the General shareholders meeting – extraordinary.

Form of the General shareholders meeting – absentee vote.

Date of the General shareholders meeting – December 15, 2014.

Date for execution of the list of persons eligible to take part in the extraordinary General shareholders meeting – November 10, 2014.

Agenda of the General shareholders meeting:

1. On the amendments to the Articles of Association and on the approval of the Articles of Association as redrafted.
2. On the approval of the inter-related interested-party transactions.

**Agenda item 1. On the amendments to the Articles of Association and on the approval of the Articles of Association as redrafted.**

Total amount of votes held by the persons on the list of persons entitled to take part in the general shareholders meeting with respect to the said agenda item of the general meeting – 282,215,500.

Total amount of votes accounted for voting shares of the company that could be cast for the said agenda item of the general shareholders meeting determined subject to provisions of Clause 4.20 of the Regulation\* – 282,215,500.

Total amount of votes held by the persons, who took part in the general shareholders meeting with respect to the said agenda item of the general meeting – 219,492,190, which comes to 77.77% of the total amount of votes.

The quorum for the said agenda item is present.

Total amount of votes cast for the said agenda item of the general meeting, which have not been counted as the voting ballots were declared invalid or which have not been counted for other reasons as set forth in the Regulation\* – 65,800.

**Wording of the resolution passed:**

**Resolution on the Agenda item 1: To amend the Articles of Association of the Company and approve the same amended and restated as Articles of Association #14 (Appendix 1 to the Minutes of the extraordinary General shareholders meeting).**

YES		NO		ABSTAIN	
Votes	%	Votes	%	Votes	%
216,714,606	98.73454	2,656,494	1.21029	55,290	0.02519

**Agenda item 2. On the approval of the inter-related interested-party transactions.**

Total amount of votes held by all the persons on the list of persons entitled to take part in the general shareholders meeting, who had no interest in the transaction – 282,215,500.

Total amount of votes accounted for voting shares of the company held by the persons, who had no interest in the company's transaction, determined subject to provisions of Clause 4.20 of the Regulation\* – 282,215,500.

Total amount of votes held by the persons with respect to the said agenda item, who had no interest in the company's transaction and took part in the general shareholders meeting with respect to the said agenda item of the general meeting – 219,492,190, which comes to 77.77% of the total amount of votes.

The quorum for the said agenda item is present.

Total amount of votes cast for the said agenda item of the general meeting, which have not been counted as the voting ballots were declared invalid or which have not been counted for other reasons as set forth in the Regulation\* – 65,800.

**Wording of the resolution passed:**

**Resolution on the Agenda item 2:** *“To approve the inter-related interested-party transactions:*

*1) Addendum 1 to the Surety agreement #DP-725950/2014/00038-1 as of June 26, 2014 on the following terms:*

*parties:*

*OJSC VTB Bank – Guarantor, Bank;*

*OJSC MOSTOTREST – Surety;*

*OOO Transstroymekhanisatsiya – Debtor, Principal;*

*subject matter: amendments to the terms of the Surety agreement so as to increase the limit, level of a commission fee and a forfeit for the Principal's untimely indemnification of the Bank for the amount of a payment made by the Bank under a guarantee and a period for the issue of guarantees according to the following terms:*

*- remuneration for the issue of a bank guarantee – no more than 2 (Two) percent per annum of the bank guarantee amount;*

*- forfeit for the Principal's untimely indemnification of the Bank for the amount of a payment made by the Bank under a guarantee – no more than 30 (Thirty) percent per annum of an amount paid under a guarantee;*

*- limit for the issue of guarantees – no more than 80,000,000,000 (Eighty billion) rubles;*

*- period for the issue of guarantees – until December 31, 2015.*

*2) Addendum 1 to the Agreement for provision of the Surety agreement #136 as of June 26, 2014 on the following terms:*

*parties:*

*OJSC MOSTOTREST – Surety;*

*OOO Transstroymekhanisatsiya – Debtor, Principal;*

*subject matter: amendments to the terms of the Agreement for provision of the Surety agreement so as to increase the limit, level of a commission fee and a forfeit for the Principal's untimely indemnification of the Bank for the amount of a payment made by the Bank under a guarantee and a period for the issue of guarantees according to the following terms:*

*- remuneration for the issue of a bank guarantee – no more than 2 (Two) percent per annum of the bank guarantee amount;*

*- forfeit for the Principal's untimely indemnification of the Bank for the amount of a payment made by the Bank under a guarantee – no more than 30 (Thirty) percent per annum of an amount paid under a guarantee;*

*- limit for the issue of guarantees – no more than 80,000,000,000 (Eighty billion) rubles;*

*- period for the issue of guarantees – until December 31, 2015.*

<b>YES</b>		<b>NO</b>		<b>ABSTAIN</b>	
<b>Votes</b>	<b>%</b>	<b>Votes</b>	<b>%</b>	<b>Votes</b>	<b>%</b>
<b>216,740,606</b>	<b>76.79968</b>	<b>2,656,494</b>	<b>0.94130</b>	<b>29,290</b>	<b>0.01038</b>

\* Order of the Federal Financial Markets Service of Russia #12-6/pz-n as of February 2, 2012 On the Approval of the Regulation on Additional Requirements for Preparation, Convention and Holding of the General Shareholders Meeting.

Chairman  
of the extraordinary General shareholders meeting  
OJSC MOSTOTREST

G.A. Koryashkin

Secretary  
of the extraordinary General shareholders meeting  
OJSC MOSTOTREST

G.O. Bogatyryov