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|  | *Appendix No. 2 to the Minutes**of the Annual General Meeting of shareholders**JSC "Lenenergo" dated June 22, 2015.* Approved by the annual General meeting "of the shareholders of JSC "Lenenergo" June 22, 2015Minutes No. 1/2015 dated June 24, 2015Chairman of the Annual General meeting"of the shareholders of JSC "Lenenergo"\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ / E. V. Prokhorov |

# THE REGULATION

on the General meeting of shareholders JSC "Lenenergo"

(new edition)

(in the case of adoption by the General meeting of shareholders dated June 22, 2015, a decision on the adoption of the Charter in the new edition, the name of the legal form of the Company for text throughout the document should read as follows: **Public Joint Stock Company, PJSC)**

Saint Petersburg

 2015

**1. General provisions**

* 1. The present Regulation is developed in accordance with the Civil code of the Russian Federation, Federal law "On joint stock companies", other normative-legal acts of the Russian Federation and the Charter of Joint Stock Company of power and electrification "Lenenergo" (hereinafter - the Company) and determines the order of preparation and holding of the General meeting of shareholders of the Company (hereinafter – the General meeting of shareholders).
	2. The General meeting of shareholders is the supreme management body of the Company.
	3. In its activities the General meeting of shareholders is guided by the legislation of the Russian Federation, the Company Charter and these Regulations.

**2. The convocation and preparation for holding the General meeting of shareholders**

* 1. The decision on convocation of the General meeting of shareholders is adopted by the Board of Directors of the Company.
	2. In preparation for the General meeting of shareholders the Board of Directors or other persons in cases stipulated by paragraph 3.1.of this Regulation take the following decisions:

a) on convocation and determination of the form of the General meeting of shareholders;

b) on determination of the date, time and place of holding the General meeting of shareholders, time of beginning of registration of the persons participating in the General meeting of shareholders (in case of holding the General meeting of shareholders in the meeting form), or determining the deadline for receipt of filled ballots and the postal address to which the filled voting ballots should be sent (in case of holding the General meeting of shareholders in the form of absentee voting);

c) on determining the agenda of the General meeting of shareholders;

d) on determining the date of compiling the list of persons entitled to participate in the General meeting of shareholders;

e) on determining the type (types) of preference shares the owners of which have voting rights on the issues of the agenda of the General meeting of shareholders;

f) on determination of the list of information (materials) provided to the shareholders when preparing for holding the General meeting of shareholders, and procedure of familiarisation of shareholders with the specified information;

g) on approval of the form and text of ballots for voting at the General meeting of shareholders;

h) on determination of the date of the voting bulletins to persons entitled to participate in the General meeting of shareholders (in case of holding the General meeting of shareholders in the form of absentee voting and also in case of holding the General meeting of shareholders in the meeting form if in accordance with the Federal law "On joint stock companies" or the Company's Charter the voting ballots shall be sent (handed) to the persons entitled to participate in the General meeting of shareholders before holding the General meeting of shareholders);

i) on determination of the order of notification of shareholders about holding the General shareholders meeting, including approval of the form and text of the message.

j) on election of the Secretary of the General meeting of shareholders and on determination of the person exercising the functions of the Counting Commission of the Company, in the case that the number of shareholders, owners of voting shares of the Company, is not more than 100 (one hundred) and the Counting Commission at the Company is not created.

k) On approval of the cost estimate related to the preparation and holding the General meeting of shareholders.

* 1. The Sole executive body of the Company organises the implementation of the decisions of the Board of Directors related to preparation and holding of the General meeting of shareholders including:
* providing the timely submission of a claim to the Registrar of the Company on the list of persons entitled to participate in the General meeting of shareholders as of the date set by the Board of Directors of the Company;
* providing the preparation of ballots in accordance with the form and text approved by the Board of Directors;
* providing the direction of the voting ballots to the shareholders and acceptance of filled voting ballots in case of holding the General meeting of shareholders in the form of absentee voting, or if voting at the General meeting of shareholders held in the form of a meeting, may be exercised by sending the filled bulletins for voting to the Company;
* providing a message to the shareholders about holding the General meeting of shareholders in the order and terms established by the Board of Directors and the Company's Charter;
* providing the preparation of necessary materials (information) on agenda issues of the General shareholders meeting and the possibility of familiarisation with the specified information (materials) in accordance with the decisions of the Board of Directors;
* carrying out other actions on implementation of the decisions of the Board of Directors of the Company.
1. **Peculiarities of convening of the Extraordinary General Meeting of shareholders**
	1. An Extraordinary General Meeting of shareholders may be convened by the Audit Commission (auditor) of the Company, auditor or shareholders (shareholder) who own not less than 10 (Ten) percent of voting shares in case that in 5 (Five) days from the date of presenting their demands to convene an Extraordinary General Meeting of shareholders, the Board of Directors of the Company adopted the decision on convocation of the Extraordinary General Meeting of shareholders or took the decision on refusal to convene the General Meeting.
	2. The persons convened the Extraordinary General Meeting of shareholders in accordance with paragraph 3.1. of this Regulation carry out the actions on preparation and holding the Extraordinary General Meeting of shareholders.
2. **Information support of holding the General meeting of shareholders**
	1. The messages on holding the General Meeting of shareholders and the materials concerning the agenda of the General Meeting of shareholders apart from the other ways of informing the shareholders of the Company shall be published on the website of the Company not later than the expiry of the term of notification of shareholders about holding the General Meeting of shareholders.

 The specified messages and materials are also recommended to publish in English.

4.1.1. Information (materials) on agenda issues of the General Meeting of shareholders shall be available to the persons entitled to participate in the General meeting of shareholders within 30 (Thirty) days before holding the General Meeting of shareholders for their familiarisation in the premises of the executive body and other places addresses of which are specified in the message on holding the General Meeting of shareholders and published on the website of the Company: [www.lenenergo.ru](http://www.lenenergo.ru).

4.1.2. The information (materials) subject to be presented to the persons entitled to participate in the General Meeting of shareholders include the following documents:

- annual accounting statements, including the auditor's report of the Audit Commission on the audit results of the annual accounting statements;

- information about the candidate (candidates) to the Board of Directors of the Company (in the case of their representation), or information about the failure of candidates to present the specified information to the Audit Commission, and information about the management of the organisation;

- draft amendments and additions to the Charter of the Company (or a draft Company's Charter in a new edition), if there are any, or in the case of their approval;

- draft internal documents regulating activities of the management and control bodies of the Company in a new edition (changes and amendments to the internal documents), if applicable;

- draft decisions of the General Meeting of shareholders;

- information about driveway to the place of holding the General Meeting of shareholders;

- a model power of attorney that shareholders may issue to their representatives and the procedure for its identification.

- information (materials) stipulated by the legislation of the Russian Federation and the Company's Charter.

The list of information (materials) submitted to persons entitled to participate in the General Meeting of shareholders is determined taking account of the issues on the agenda of the General Meeting of shareholders.

* 1. The Minutes of the General Meeting of shareholders shall be published on the website of the Company not later than 4 (four) working days after the date of closing of the General Meeting of shareholders. The Minutes of the General Meeting of shareholders is also recommended to publish in English.

 4.3. When nominating candidates to the Board of Directors, the Company's shareholders provide the following information about the nominated candidates:

 4.3.1. Surname, Name, Patronymic;

 4.3.2. Citizenship;

 4.3.3. Place of residence (state, city);

 4.3.4. Education;

4.3.5. Occupation;

4.3.6. Main place of work;

4.3.7. Information on the employment history for five years preceding the date of nomination;

4.3.8. Information on holding the shares of the Company and its SDCs (number of shares);

4.3.9. Holds a post of a member of the Board of Directors, a member of the collegial Executive body or other collegial management body of another legal entity;

4.3.10. Holds a post of an officer of another business company, another officer who is also nominated as a candidate to the Board of Directors of the Company.

4.3.11. Appears to be a spouse, parent, son, daughter, brother, sister of the officials (Manager) of the Company (officials of the managing organisation of the Company);

4.3.12. Appears to be a party to obligations with the Company, in accordance with the conditions of which the candidate may acquire property (receive funds) the value of which is ten percent or more of the total annual income of the candidate, except for remuneration for participation in the activities of the Board of Directors of the Company;

4.3.13. Holds a position (will hold a position as a result of his election to the Board of Directors of the Company) of the representative of the state, that is, a person who is (will be as a result of his election to the Board of Directors of the Company) the representative of the Russian Federation or constituent member of the Russian Federation in the Board of Directors of joint-stock companies, in respect of which the decision to use thespecial right ("Golden share") and persons who are obliged (will be obliged as a result of their election to the Board of Directors of the Company) to vote on the basis of written directives (instructions etc.) of the Russian Federation or a municipality;

4.4. The provision of the specified in paragraphs 4.3.2. – 4.3.13 of this Regulation information by the shareholders of the Company serves as guidelines. Failure to submit such information by the shareholders of the Company cannot serve as a basis for refusing to include the relevant candidate into the list of persons for voting on the election to the Board of Directors.

4.5. Specified in paragraph 4.3. information on candidates to the Board of Directors of the Company shall be available for review to all the shareholders along with other information materials concerning the agenda of the General Meeting of shareholders.

4.6. The Company's Executive bodies in the period before the holding of the General meeting of shareholders shall implement an information policy of the Company aiming at the election of the candidates to the Board of Directors that meet the requirements of the regulatory bodies and the trade organisers at the securities market of the Russian Federation.

1. **The General Meeting of shareholders in the form of a meeting**

The General meeting of shareholders in the form of a meeting consists in the direct participation of еру shareholders in the General Meeting of shareholders for the discussion of agenda issues and adoption of the decisions on issues put to a vote.

* 1. **Registration of persons entitled to participate in the General Meeting of shareholders.**
		1. Registration of persons entitled to participate in the General Meeting of shareholders is performed by the Counting Commission or another person performing the functions of the Counting Commission at the venue of the General Meeting of shareholders specified in the message on carrying out of the meeting.

Registration of persons entitled to participate in the General Meeting of shareholders starts at the time specified in the message on holding the meeting.

* + 1. The persons entitled to participate in the General Meeting of shareholders shall be registered for participation in the General Meeting of shareholders held in the form of a meeting.

If the voting on the agenda issues of the General meeting of shareholders held in the form of a meeting, may be exercised by sending to the Company the filled voting ballots, the persons whose ballots were received not later than two days prior to the date of the General Meeting of shareholders for participation in the General Meeting of shareholders are not subject.

* + 1. During registration, the shareholder (a representative, assignee) who has arrived at the General Meeting of shareholders shall present a passport or other document proving the identity.

Representatives of shareholders registering for the participation in the General Meeting of shareholders in addition to the identity documents shall show the Counting Commission 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 joint stock companies" or a copy certified by a notary.

In case if for participation in the General Meeting of shareholders the sole executive body, a natural person, is registered as a representative of a shareholder, a legal person, additionally to the identity documents of the sole executive body of a shareholder, he shall present to the Counting Commission a certified by the shareholder, a legal person, copy of the Minutes (extract from the Minutes) of the Meeting (the meeting) of the authorised body containing the decision on the appointment of the acting sole executive body.

Successors of shareholders registering for participation in the General Meeting of shareholders in addition to the identity documents shall submit to the Counting Commission the copies of the documents confirming the succession by a notary.

In the case of a failure to submit the specified documents, a successor and also a representative of a shareholder shall not be entitled to participate in the General Meeting of shareholders.

* + 1. Registration of persons entitled to participate in the General Meeting of shareholders is carried out under condition of identification of persons who appeared to participate in the General Meeting of shareholders, by comparing the data contained in the list of persons entitled to participate in the General Meeting of shareholders with the data of the documents submitted by the mentioned persons.
		2. Upon registration, a person participating in the General Meeting of shareholders gets the ballots for voting on the agenda issues.

If voting at the General meeting of shareholders may be exercised by sending the filled ballot papers to the Company, at the request of the persons registering for participation in the General Meeting of shareholders whose ballot papers are not received by the Company or received later than 2 (Two) days before the date of the meeting, they receive a ballot paper with a mark on their re-issuance.

* + 1. Registration of persons entitled to participate in the General meeting of shareholders ends at the time of a declaration by the Chairman of the General Meeting of shareholders of completion of discussion of the last agenda issue of the General Meeting of shareholders at which a quorum is present.
	1. **The opening of the General meeting of shareholders.**
		1. The representative of the Counting Commission or other person exercising the functions of the Counting Commission in time that is in accordance with the notice on holding General Meeting by the start time of the General Meeting of shareholders announces the presence of the quorum on the agenda issues of the General Meeting of shareholders.
		2. The General Meeting of shareholders shall be competent (has a quorum) if attended by shareholders holding in the aggregate more than half of the votes of placed voting shares of the Company.

If the agenda of the General Meeting of shareholders includes issues, voting on which is carried out by different structure of voters, the determination of the quorum for the decision on these issues is performed separately.

The absence of a quorum for decision-making on the issues, voting on which is performed by one structure of voters shall not prevent the adoption of decisions on issues the voting on which is carried out by another structure of voting for the adoption of which a quorum is present.

For decision on the issue on approval of a transaction in which there is an interest, the quorum consists of the shareholders, owners of voting shares, not interested in the transaction settlement by the Сompany, with more than half of the votes of shareholders, owners of voting shares not interested in the transaction settlement by the Сompany.

* + 1. If there is a quorum at least on one of the issues included in the agenda of the General Meeting of shareholders, the Chairman of the General Meeting of shareholders announces the opening of the General Meeting of shareholders.
		2. The General Meeting, the opening of which had the quorum only on separate agenda issues, cannot be closed if by the moment of the end of registration there are registered persons whose registration ensures the quorum for taking decisions on other issues on the agenda of the General Meeting.
		3. If by the time of the start of the General Meeting of shareholders there is no quorum on any matter included in the agenda of the General Meeting of shareholders, the Chairman of the General Meeting of shareholders announces the postponement of the opening of the General Meeting of shareholders for 2 (Two) hours.

The postponement of the opening of the General Meeting of shareholders more than once is not allowed.

In case if in 2 (Two) hours after announcing the postponement of the opening of the General Meeting of shareholders there are no registered persons, providing a quorum on at least one of the issues included in the agenda of the General Meeting of shareholders, the Chairman of the General Meeting of shareholders announces that the General Meeting of shareholders is not held.

In case if in 2 (Two) hours after announcing the postponement of the opening of the General Meeting of shareholders there are registered persons, providing a quorum on at least one of the issues included in the agenda of the General Meeting of shareholders, the Chairman of the General Meeting of shareholders announces the opening of the General Meeting of shareholders.

5.2.6. In the absence of the quorum for holding the Annual General Meeting of shareholders, a repeated General Meeting of shareholders shall be held with the same agenda.

In the absence of the quorum for holding the Extraordinary General meeting of shareholders, a repeated General meeting of shareholders may be held, with the same agenda.

* 1. **Discussion of issues on the agenda of the General Meeting of shareholders.**
		1. Persons acting at the General Meeting of shareholders should adhere to the following statements:

report on the agenda issues should be up to 30 minutes,

a supplementary report - up to 20 minutes,

speeches in debates - 5 minutes,

speeches with questions, references – 2 minutes.

The Chairman of the General Meeting of shareholders is entitled to increase the terms provided in this paragraph.

* + 1. A shareholder who wishes to speak in a debate on the issues of the agenda of the General Meeting of shareholders shall submit a relevant application in writing to the Secretary of the General Meeting of shareholders.

The application should contain a surname, name, patronymic (name) of the shareholder (his representative), the issue of the agenda on which the shareholder wishes to speak, and the signature of the shareholder.

The question must be sent in writing to the Secretary of the General Meeting of shareholders; besides the wording of the asked question the shareholder (shareholder's representative) shall also indicate the surname, name, patronymic (name of the shareholder – legal entity), and there shall be a signature of the shareholder.

* + 1. The Secretary of the General Meeting of shareholders passes to the Chairman at the General Meeting of shareholders the received statements and questions from the shareholders.

In case that at the time of opening the General Meeting of shareholders there is a quorum only for separate issues of the agenda after the discussion of the latter questions the representative of the Counting Commission or other person exercising the functions of the Counting Commission announces the presence or absence of quorum for other issues of the agenda.

* + 1. In the event of the termination of the discussion of all issues on the agenda of the General Meeting of shareholders at which a quorum is present the Chairman of the General Meeting of shareholders announces the completion of discussion of agenda issues and the end of registration of persons participating in the General Meeting of shareholders.
	1. **Voting at the General Meeting of shareholders.**
		1. Voting at the General Meeting of shareholders in the form of joint presence is carried out in accordance with the Federal law "On joint stock companies", other normative-legal acts, the Company's Charter, and this Regulation.
		2. Voting on issues of agenda of the General Meeting is performed by voting ballots.
		3. Persons registered for participation in the General Meeting of shareholders held in the form of a meeting, are entitled to vote on all agenda issues since the opening of the General meeting of shareholders and until the counting of votes.
		4. After the discussion of the last agenda issue of the General Meeting of shareholders (the last issue on which there is a quorum) the persons who have not voted before this moment shall have 30 (Thirty) minutes for voting.

A person filling the ballot is entitled to require the production and certification of the copy of the ballot filled by the Counting Commission (or representatives of the Registrar performing functions of the Counting Commission) of the Company by presenting the corresponding written demand before the closing of the General Meeting of shareholders. If it is technically possible to make and certify a copy of the completed ballots during the General Meeting of shareholders by the Counting Commission; a certified copy of completed ballots is transferred to a person prior to the closing of the General Meeting of shareholders, in the absence of technical capabilities, within a reasonable time after the closing of the General Meeting of shareholders. Making copies of completed ballots is carried out by the Company.

* + 1. After the specified time, the Chairman announces the beginning of vote count.
	1. **Summing up and the announcement of results of voting on issues of agenda of the General Meeting of shareholders. The closing of the General Meeting of shareholders.**
		1. The counting of votes and summarising of voting on issues of the agenda of the General Meeting of shareholders is carried out by the Counting Commission or other person performing the functions of the Counting Commission in accordance with the requirements of the current legislation.

5.5.2 The decisions taken by the General meeting of shareholders and voting results can be announced at the General meeting of shareholders during which the vote was taken, and shall be communicated to the persons included in the list of persons entitled to participate in the General meeting of shareholders, in the form of a statement on voting results in the manner provided by the Company's Charter for notification about the General meeting of shareholders, not later than four working days after the closing date of the General meeting of shareholders.

In case if on the date of making the list of persons entitled to participate in the General meeting of shareholders registered in the register of shareholders of the Company, the person was a nominal holder of shares, a statement on voting results shall be sent in electronic form (in the form of electronic document signed with an electronic signature) to the nominal holder of the shares. The nominal holder of shares is obliged to inform his clients that a statement on voting results, received by him in accordance with this paragraph, in the manner and within the terms established by the regulatory legal acts of the Russian Federation or the contract with the depositor.

5.5.3. After the announcement of the results of voting on issues of the agenda of the General Meeting of shareholders if they are announced at the General Meeting of shareholders, the Chairman announces the closing of the General Meeting of shareholders.

1. **The holding of the General meeting in the form of absentee voting**
	1. Voting on the agenda issues of the General meeting of shareholders held in the form of absentee voting is carried out by bulletins for voting.
	2. Completed ballot papers must be received by the Company no later than the day which is the day after the reception of the ballots in accordance with the decision on convening and holding the General Meeting of shareholders adopted in compliance with the Federal law "On joint stock companies" and these regulations.

If the date of the receipt of the filled voting ballots is a nonworking day, the date for accepting completed voting ballots is the next working day.

The deadline for receiving voting ballots expires at the end of reception of ballots at the hour when the Company ends the working day in accordance with established rules.

* 1. Completed voting ballots can be sent to the Company by a registered letter, handed against signature to the person performing functions of the sole executive body of the Company, the person authorised to receive correspondence addressed to the Company, and sent to the Registrar (in case that he performs the functions of the Counting Commission).
	2. The person performing functions of the sole executive body of the Company organises the collection, preservation and transmission of the filled ballots for voting to the Counting Commission or another person performing the functions of the Counting Commission.
	3. Shareholder, a natural person, when filling the ballot specifies his surname and initials; shareholder, a legal person, specifies the full name of the legal person.
	4. Representative of a shareholder, a natural person, when filling the ballot specifies his surname and initials, as well as the details of the power of attorney (other documents confirming his powers); a representative of the shareholder, a legal person, specifies his surname and initials, as well as the position or details of the power of attorney (other documents confirming his powers).
	5. The representative of a shareholder attaches to the ballot for a vote a power of attorney (its notarially certified copy) or other documents on the basis of which he acts.
	6. The General Meeting of shareholders held in the form of absentee voting is authorised (has the quorum) if the Company obtains the shareholders' ballots not later than the deadline for receipt of ballot papers having in total more than a half of votes of placed voting shares of the Company.

For decision on the issue on approval of a transaction in which there is an interest, the quorum consists of the shareholders, owners of voting shares, not interested in the transaction settlement by the Сompany, with more than half of the votes of shareholders, owners of voting shares not interested in the transaction settlement by the Сompany.

 6.9. The decisions taken by the General meeting of shareholders and voting results shall be communicated to the persons included in the list of persons entitled to participate in the General Meeting of shareholders, in the form of a statement on voting results in the manner provided for notification about the General meeting of shareholders, not later than four working days after the deadline for accepting ballots.

In case if on the date of making the list of persons entitled to participate in the General meeting of shareholders registered in the register of shareholders of the Company, the person was a nominal holder of shares, a statement on voting results shall be sent in electronic form (in the form of electronic document signed with an electronic signature) to the nominal holder of the shares. The nominal holder of shares is obliged to inform his clients that a statement on voting results, received by him in accordance with this paragraph, in the manner and within the terms established by the regulatory legal acts of the Russian Federation or the contract with the depositor.

1. **Working bodies of the General Meeting of shareholders**
	1. The working bodies of the General Meeting of shareholders are the following:

a) the Chairman of the General Meeting of shareholders;

b) the Counting Commission;

c) the Secretary of the General Meeting of shareholders;

* 1. The functions of the Chairman of the General Meeting of shareholders are performed by the Chairman of the Board of Directors.

In the absence of the Chairman of the Board of Directors at the General Meeting of shareholders, the Deputy Chairman of the Board of Directors performs the functions the of the Chairman of the General Meeting of shareholders.

In the absence of the Chairman of the Board of Directors and his Deputy, any member of the Board of Directors may exercise the functions of the Chairman of the General Meeting of shareholders according to the decision of those members of the Board of Directors present at the General Meeting of shareholders.

* 1. The Chairman of the General Meeting of shareholders opens and closes the meeting, announces the agenda of the General Meeting and the order of speeches and reports on the agenda issues, completion of discussion of the agenda issues and beginning of votes counting, ensures the compliance with the procedure of holding the Meeting aproved by this Regulation, signs the Minutes of the General Meeting of shareholders.
	2. The functions of the Сounting Commission of the Company at the General meeting are performed by the professional participant of the securities market who is the holder of the shareholder's register (the Registrar of the Company).

 In case if the number of shareholders, owners of voting shares, is not more than 100 (one hundred), the functions of the Counting Commission of General Meeting of shareholders can perform a person authorised by the Board of Directors of the Company.

* 1. The Counting Commission performs the following functions:

a) verification of powers and registration of persons participating in the General Meeting of shareholders (shareholders, their representatives);

b) determining the presence of quorum of the General Meeting of shareholders;

c) clarification of issues arising in connection with the realisation of voting rights by shareholders (their representatives) at the General meeting of shareholders;

d) clarification of voting procedure on the issues put to vote;

e) ensuring the established voting procedure and rights of shareholders to participate in voting;

f) the counting of votes and summarising of voting;

g) the preparation of the Minutes on the voting results;

h) bring the voting results to the attention of the shareholders of the Company;

i) archiving of ballot papers;

j) other functions stipulated by the legislation of the Russian Federation and the Company's Charter and the contract concluded by the Company with the Registrar (if it performs the functions of the Counting Commission).

* 1. The Secretary of the General Meeting of shareholders shall be elected by the Board of Directors when addressing the issues of preparation for holding the General Meeting of shareholders or by persons demanding the convening of the General Meeting of shareholders in cases stipulated by the legislation of the Russian Federation.[[1]](#footnote-1)
	2. The Secretary of the General meeting of shareholders performs the following functions:

a) receiving the applications of persons participating in the General Meeting of shareholders on granting the right to speak in the debates on the agenda issues of the Meeting as well as receiving the questions;

b) transfer the shareholders' statements and questions to the Chairman of the General Meeting of shareholders;

c) capturing the progress of the General Meeting of shareholders (general provisions of speeches and reports);

d) other functions stipulated by the present Regulation and the Charter of the Company.

1. **Financial support of holding the General Meeting of shareholders of the Company**
	1. The costs associated with the preparation and holding of the General Meeting of shareholders shall be implemented at the expense of the Company in accordance with the approved by the Board of Directors estimated costs and included in the budget of the Company.
	2. The Director General provides the Board of Directors with a report on the expenditure of the funds for preparation and holding of the General Meeting of shareholders not later than two months after the General Meeting of shareholders.
	3. In case of holding an Extraordinary General Meeting of shareholders by the persons demanding the convening, the costs for the preparation and holding are paid by these persons.

By the decision of the General Meeting of shareholders, the documented expenses of the persons on preparation and holding of the General Meeting of shareholders may be reimbursed by the Company.

1. **Final provisions**
	1. If the result of changes in legislation and regulatory acts of the Russian Federation some articles of this Regulation come into conflict with it, these articles lose force, and until the moment of amending the present Regulation, the Company is guided by legislation and normative acts of the Russian Federation.
	2. In the event that all voting shares of the Company belong to one shareholder, the present Provision is not applied; the decisions on matters within the competence of the General Meeting of shareholders are taken by this shareholder (authorised management body of the shareholder), and shall be made in writing and brought to the attention of the Company.
1. *In case if in accordance with the Charter and internal documents the Company provides a position of the Corporate Secretary the functions of the Secretary of the General Meeting of shareholders are performed by the Corporate Secretary of the Company unless otherwise specified by the persons convening the General Meeting of shareholders in cases stipulated by paragraph 3.1. of this Regulation.*

*In case of impossibility of performing the functions of the Secretary of the General Meeting of shareholders by the Corporate Secretary, the Secretary of the General Meeting of shareholders shall be elected by the Board of Directors when addressing the issues of preparation for holding the General Meeting of shareholders, or the persons convening the General Meeting of shareholders in cases stipulated by paragraph 3.1. of this Regulation.* [↑](#footnote-ref-1)