

**REPORT**  
**On the results of voting by the members of the EGM**  
**of Open Joint-Stock Company RBC Information Systems**  
**(hereinafter referred to as “the Company”)**

The Company’s registered office address: 75/9 Leninsky Prospekt, Moscow 119261  
 Location of the EGM: Bld. 1, 78 Profsoyuznaya St., Moscow, in the premises of RBC.  
 Date of the meeting: 23 January 2007.

Form of the meeting: joint attendance of shareholders with voting ballots distributed in advance.

Chairman of the EGM: Alexander M. Morgulchik.

Secretary of the EGM: Ekaterina V. Melnikova

The functions of the vote counting commission were carried out by the Company’s Registrar – ZAO IRKOL, represented by Marina Yu. Novikova, in accordance with the Federal Law “On Joint-Stock Companies” No. 120-FZ.

**Agenda of the meeting:**

1. Approval of related-party transactions.
2. Amending the Articles of Association of the Company.

**Quorum for items on the agenda of the EGM:**

Items on the agenda of the general meeting	Number of votes belonging to persons entitled to participate in the general meeting as of 8 December 2006.	Number of votes belonging to persons who participated in the general meeting		Quorum
			%	
1.1.	79,159,632	48,384,594	61.1228	present
1.2.	79,159,632	48,384,594	61.1228	present
1.3.	79,159,632	48,384,594	61.1228	present
1.4.	79,159,632	48,384,594	61.1228	present
1.5.	79,159,632	48,384,594	61.1228	present
1.6.	79,159,632	48,384,594	61.1228	present
1.7.	79,159,632	48,384,594	61.1228	present
1.8.	79,159,632	48,384,594	61.1228	present
1.9.	79,159,632	48,384,594	61.1228	present
1.10.	79,159,632	48,384,594	61.1228	present
1.11.	79,159,632	48,384,594	61.1228	present
1.12.	79,159,632	48,384,594	61.1228	present
2	119,259,370	74,102,835	62.1359	present

The following decisions have been made on items put to the vote.

**Item: 1. Approval of related-party transactions.**

**1. To approve the sale of 100 (one hundred) ordinary registered shares in RBC Information Systems OJSC with a nominal value of 100 (one hundred) rubles each and a total value of 10,000 (ten thousand) rubles, which makes up 100% of the authorized capital of RBC SOFT CJSC, to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Information Systems OJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

**TRANSACTION APPROVED.**

**2. To approve the sale by RBC Information Systems OJSC of a 100 percent stake in the authorized capital of RBC Center LLC with a nominal value of 8,400 (eight thousand four**

**hundred) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Information Systems OJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**3. To approve the sale by FORO RBC Engineering CJSC (a subsidiary of RBC Information Systems OJSC) of a 100 percent stake in the authorized capital of RBC SOFT LLC with a nominal value of 300,000 (three hundred thousand) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, FORO RBC Engineering CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**4. To approve the sale by FORO RBC Engineering CJSC (a subsidiary of RBC Information Systems OJSC) of a 51 percent stake in the authorized capital of Helios Computer LLC with a nominal value of 1,180,548 (one million one hundred and eighty thousand five hundred and forty-eight) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, FORO RBC Engineering CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**5. To approve the sale by RBC SOFT CJSC (a subsidiary of RBC Information Systems OJSC) of a 99 percent stake in the authorized capital of RBC Programmny Produkt LLC with a nominal value of 9,900 (nine thousand nine hundred) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC SOFT CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**6. To approve the sale by RBC HOLDING CJSC (a subsidiary of RBC Information Systems OJSC) of an 1 percent stake in the authorized capital of RBC Programmny Produkt LLC with a nominal value of 100 (one hundred) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC HOLDING CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**7. To approve the sale by RBC Center LLC (a subsidiary of RBC Information Systems OJSC) of a 50 percent stake in the authorized capital of PC Home LLC with a nominal value of 4,200 (four thousand two hundred) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Center LLC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168

AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**8. To approve the sale by RBC HOLDING CJSC (a subsidiary of RBC Information Systems OJSC) of a 50 percent stake in the authorized capital of PC Home LLC with a nominal value of 4,200 (four thousand two hundred) rubles to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC HOLDING CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**9. To approve the sale by RBC HOLDING CJSC (a subsidiary of RBC Information Systems OJSC) of 990 (nine hundred and ninety) ordinary registered shares in RBC Engineering CJSC with a nominal value of 10 (ten) rubles each, at a total value of 9,900 (nine thousand nine hundred) rubles, which is 99 percent of the authorized capital of RBC Engineering CJSC, to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC HOLDING CJSC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,651,285	52.6168
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**10. To approve the sale by RBC Center LLC (a subsidiary of RBC Information Systems OJSC) of 10 (ten) ordinary registered shares in RBC Engineering CJSC with a nominal value of 10 (ten) rubles each, at a total value of 100 (hundred) rubles, which is 1 percent of the authorized capital of RBC Engineering CJSC, to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Center LLC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,080,785	52.8961
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**11. To approve the sale by RBC Investments (Cyprus) Limited (a subsidiary of RBC Information Systems OJSC) of 1,000 (one thousand) shares in RBC International Ltd. with a nominal value of 1 (one) dollar each, at a total value of 1,000 (one thousand) dollars, which is 100 percent of the authorized capital of RBC International Ltd., to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Center LLC. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,080,785	52.8961
AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

**12. To approve the sale by RBC Investments (Cyprus) Limited (a subsidiary of RBC Information Systems OJSC) of 25,500 (twenty-five thousand five hundred) shares in Helios IT Operator Limited with a nominal value of 1 (one) dollar each, at a total value of 25,500 (twenty-five thousand five hundred) dollars, which is 51 percent of the authorized capital of Helios IT Operator Limited, to Open Joint-Stock Company ARMADA. The beneficiary is the seller, RBC Investments (Cyprus) Limited. Voting results.**

	Number of votes	Percentage of votes cast
FOR	41,080,785	52.8961

AGAINST	0	0
ABSTAINED	0	0

TRANSACTION APPROVED.

Number of votes held by shareholders included in the list of persons entitled to participate in the general meeting, who are not related parties in the transactions – 79,159,632.

Number of votes held by persons who are not related parties in the transactions, and who were present at the general meeting: 48,384,594.

DECISION PASSED

Item: 2. Amend the Articles of Association.

**Amend paragraph 3 and paragraph 4 of Clause 13.11 of the Articles of Association of the Company. To approve Clause 13.11 of the Articles of Association of the Company as follows:**

**13.11. General shareholders meetings shall be announced not later than 30 days in advance.**

**If the proposed agenda of an extraordinary general shareholders meeting includes the election of the Board of Directors, the announcement of an extraordinary general shareholders meeting shall be made not later than 50 days in advance.**

**Announcements about general shareholders meetings shall be published within the specified timeframe in the RBC Daily newspaper.**

**If the RBC Daily newspaper ceases to exist, announcements about general shareholders meetings shall be published in the Rossiiskaya Gazeta.**

**The Company shall be entitled to send notices about general shareholders meetings to each person specified in the list of persons entitled to participate in the general shareholders meeting, delivered by registered mail or by hand against signature to each of the said persons.**

Voting results.

	Number of votes	Percentage of votes cast
FOR	60,182,986	81.2155
AGAINST	0	0
ABSTAINED	0	0

DECISION PASSED.

Chairman of the EGM: Alexander M. Morgulchik.

Secretary of the EGM: Ekaterina V. Melnikova