

**Voting Ballot No. 1**

for voting at the extraordinary general shareholders' meeting of OAO RBC Information Systems  
January 22, 2008

EGM form – absentee voting

Completed voting ballots can be sent to the following addresses:

- ZAO IRCOL at: Building 1, 3/4 Boyarsky Pereulok, Moscow 107078; P.O.B. 70, Moscow 107078;
- OAO RBC Information Systems: Building 1, 78 Profsoyuznaya Street, Moscow 117393

Deadline for submitting voting ballots: January 22, 2008

(Registration No.)

(Shareholder's full name / corporate name)

(Number of votes)

**Agenda Item No. 1** Approval of a major transaction.

On the approval of a transaction whereby a Guarantee Agreement (hereinafter, the "Guarantee Agreement") is entered into by and between OAO RBC Information System as the Guarantor (hereinafter, the "**Company**") and Barclays Bank plc as the agent (hereinafter, the "**Agent**") in order to secure the credit commitments of RBC INVESTMENTS (CYPRUS) LIMITED as the borrower (hereinafter, the "**Borrower**") under the Loan Agreement (as defined below) as well as commitments of other Obligors (as defined in the Loan Agreement) under other Finance Documents (as defined in the Loan Agreement) as a major transaction, as in accordance with Resolution of the Board of Directors No. 74 dated December 20, 2007, the price (monetary value) of the property subject to alienation under the Guarantee Agreement, shall not exceed 50% of the net book value of the Company's assets as of the latest reporting date (but not above 300,000,000 (three hundred) million US dollars in total), and in accordance with Article 79 of the Federal Law "On Joint-Stock Companies", such a transaction must be approved by the Company's general shareholders' meeting. The Company shall enter into the Loan Agreement on market terms, and it shall be entirely to the benefit of the Company.

**Loan Agreement** means a loan agreement to be entered into by and between the Borrower as the borrower and the Agent as the agent and the primary lender on the following material terms:

- ✓ *Loan amount:* up to 200,000,000 (two hundred million) US dollars;
- ✓ *Loan period:* up to 5 years following the date of the Loan Agreement;
- ✓ *Interest rate:* up to 12.5% per annum.
- ✓ Other financing terms (including, but not limited to, fees for the organization of the financing, tax refunds, various compensations, early repayment, representations, warranties, events of default) are specified in the Loan Agreement.

**Resolution put to vote:**

To approve the conclusion of the Guarantee Agreement by the Company in order to secure the credit commitments of the Borrower as the borrower under the Loan Agreement, as well as commitments of other Obligors under other Finance Documents as a major transaction.

Voting Options	FOR	AGAINST	ABSTAINED
Number of votes *			

*Leave one option, crossing out unwanted options*

*You may choose one option only, except if voting with shares acquired (transferred) after the record date on which the list of persons entitled to participate in the general meeting was made.*

- *-To be completed only in the event of voting in accordance with instructions from the buyers of shares transferred after the record date on which the list of persons entitled to participate in the general meeting was made. If more than one option is left blank in the ballot, please specify the number of votes given for each respective voting option and make a corresponding mark*
- voting is held in accordance with instructions given by the buyers of shares transferred after the record date on which the list of persons entitled to participate in the general meeting was made, and (or) in accordance with the instructions of owners of depositary securities
  - voting is held by proxy issued with regard to shares transferred after the record date on which the list of persons entitled to participate in the general meeting was made
  - voting is held with part of shares due to partial sale of shares after the record date

Signature of shareholder (proxy) \_\_\_\_\_

Please specify:

- for individual shareholders: surname and initials;
- for corporate shareholders: full corporate name, position, surname and initials of the signatory;
- for proxies: surname, initials (full corporate name) and details of the power of attorney on the basis of which the proxy is acting.

**Attention! Unsigned ballots will be considered invalid!**