

**APPROVED BY**  
**The Board of Directors**  
**OAo RBC Information Systems**  
**Chairman of the Board of Directors**

\_\_\_\_\_/German Kaplun

**DRAFT RESOLUTIONS OF THE EXTRAORDINARY GENERAL MEETING  
OF OAo RBC INFORMATION SYSTEMS**

1. To approve a material transaction between OAo RBC Information Systems (the “Guarantor”) and RBC Investments (Cyprus) Limited (the “Borrower”) involving the provision of a guarantee for the Borrower's credit commitments to Rosbusiness Finance Limited (the “Creditor”) in terms of a timely repayment of the principal debt amount and the interest payments. The maximum value of the agreement is set at USD200m. The guarantee shall be provided for the whole term of the credit commitments (up to five years).

2. To approve transactions that may be concluded in future in the ordinary course of the Company’s business between the Company and 1) ZAO RBC-TV for an amount of 500,000,000 (Five hundred million) rubles; 2) OAo ARMADA for an amount of 500,000,000 (Five hundred million) rubles; 3) ZAO RBC HOLDING for an amount of 300,000,000 (Three hundred million) rubles; 4) ZAO ROSBUSINESSCONSULTING for an amount of 500,000,000 (five hundred million) rubles; 5) OOO IPK Media Production for an amount of 500,000,000 (Five hundred million) rubles; 6) OOO MEDIALAND.RU for an amount of 100,000,000 (One hundred million) rubles; 7) OOO RBC Reklama for an amount of 200,000,000 (Two hundred million) rubles; 8) Steering Committee of the Brand of the Year Award Autonomous Non-Profit Organization for an amount of 50,000,000 (Fifty million) rubles; 9) OOO Company of the Year for an amount of 50,000,000 (Fifty million) rubles; 10) ZAO RBC Engineering for an amount of 500,000,000 (Five hundred million) rubles; 11) OOO SMTP Press for an amount of 300,000,000 (Three hundred million) rubles; 12) OOO RBC Pro for an amount of 300,000 (Three hundred thousand) rubles; 13) OOO RBC Media for an amount of 500,000,000 (Five hundred million) rubles; 14) ZAO The Best Brand for an amount of 50,000,000 (Fifty million) rubles; 15) OOO Narodnaya Marka for an amount of 50,000,000 (Fifty million) rubles; 16) OOO Business Press for an amount of 300,000,000 (Three hundred million) rubles; 17) ZAO RBC TV Moscow for an amount of 300,000,000 (Three hundred million) rubles; 18) OOO TVR Production for an amount of 300,000,000 (Three hundred million) rubles; 19) RBC Information Systems (Europe) N.V. (the Netherlands) for an amount of 15,000,000 (Fifteen million) rubles; 20) OOO Media Mir for an amount of 300,000,000 (Three hundred million) rubles; 21) OOO MediaDesign for an amount of 50,000,000 (Fifty million) rubles; 22) National Award Committee Autonomous Non-Profit Organization for an amount of 50,000,000 (fifty million) rubles.