

# RBC

## OPEN JOINT-STOCK COMPANY

78 Profsoyuznaya St., Moscow 117393; Tel. (495) 363-11-11; Fax (495) 363-11-46  
TIN 7728547955/KPP 772801001, OGRN 1057746899572

### Ballot sheet No. 1

for voting at the Annual General Meeting of Shareholders (EGM) of RBC OJSC  
on December 10, 2012 at 11 a.m.

Venue for EGM: RBC offices at 78 Profsoyuznaya Street, Moscow

Beginning of registration for EGM participants: 10 a.m. on December 10, 2012

EGM form: joint presence of shareholders with ballot sheets distributed in advance

Postal addresses to which completed ballot sheets can be sent:

- Computershare Registrar, 8 Ivana Franko St., Moscow 121108;
- RBC OJSC, 78 Profsoyuznaya Street, Moscow 117393.

Deadline for submitting ballot sheets: December 7, 2012.

(Registration No.)

(full name/ corporate name of the shareholder)

(Number of votes)

**Item No. 1** On premature termination of powers of members of the Company's Board of Directors.

**Motion put to vote:** To terminate the powers of members of the Company's Board of Directors prematurely.

Voting options	FOR	AGAINST	ABSTAINED
Number of votes *			

*Please choose only one option (do not cross out the voting preference).*

Each voter can choose only one voting option, unless voting with shares acquired (transferred) after the record date on which the list of persons eligible to take part in the AGM was made.

\* - *To be completed only if voting in accordance with the instructions of purchasers of shares transferred after the record date on which the list of persons eligible to take part in the AGM was made. If more than one voting preference is not crossed out in the ballot sheet, please specify the number of votes for each option and make a respective note.*

- voting in accordance with the instructions of purchasers of shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made, and (or) in accordance with the instructions of holders of depositary receipts
- voting under a power of attorney issued with regard to shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made
- voting with part of shares due to the sale of part of shares after the record date

Signature of the Shareholder (Proxy) \_\_\_\_\_

Please, specify:

- individual shareholders – full name;
- corporate shareholders – full corporate name, position, full name of the signatory;
- proxies – full name (full corporate name) and details of the document under which the proxy is acting.

**Attention! Unsigned ballot sheets will be deemed invalid!**

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### Ballot sheet No. 2

for voting at the Annual General Meeting of Shareholders (EGM) of RBC OJSC  
on December 10, 2012 at 11 a.m.

Venue for EGM: RBC offices at 78 Profsoyuznaya Street, Moscow

Beginning of registration for EGM participants: 10 a.m. on December 10, 2012

EGM form: joint presence of shareholders with ballot sheets distributed in advance

Postal addresses to which completed ballot sheets can be sent:

- Computershare Registrar, 8 Ivana Franko St., Moscow 121108;
- RBC OJSC, 78 Profsoyuznaya Street, Moscow 117393.

Deadline for submitting ballot sheets: December 7, 2012.

(Registration No.)

(full name/ corporate name of the shareholder)

(Number of votes)

**Item No. 2** On election of members of the Company's Board of Directors.

**Motion put to vote:** To elect the following people as members of the Company's Board of Directors:

	Full name	FOR		
1	Marat Cherkasov		Against all candidates	Abstained from voting for any of the candidates
2	Derk Erik Sauer			
3	Neil Osborn			
4	Elena Myasnikova			
5	Sergey Lavrukhin			
6	Yekaterina Salnikova			
7	Valery Senko			
8	Christophe François Charlier			
9	Pavel Danilov			
10	German Kaplun			
11	Alexander Morgulchik			

*Please choose only one option (do not cross out the voting preference).*

Each voter can choose only one voting option, unless voting with shares acquired (transferred) after the record date on which the list of persons eligible to take part in the AGM was made.

\* - To be completed only if voting in accordance with the instructions of purchasers of shares transferred after the record date on which the list of persons eligible to take part in the AGM was made. If more than one voting preference is not crossed out in the ballot sheet, please specify the number of votes for each option and make a respective note.

- voting in accordance with the instructions of purchasers of shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made, and (or) in accordance with the instructions of holders of depositary receipts
- voting under a power of attorney issued with regard to shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made
- voting with part of shares due to the sale of part of shares after the record date

Signature of the Shareholder (Proxy) \_\_\_\_\_

Please, specify:

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### Ballot sheet No. 3

for voting at the Annual General Meeting of Shareholders (EGM) of RBC OJSC  
on December 10, 2012 at 11 a.m.

Venue for EGM: RBC offices at 78 Profsoyuznaya Street, Moscow

Beginning of registration for EGM participants: 10 a.m. on December 10, 2012

EGM form: joint presence of shareholders with ballot sheets distributed in advance

Postal addresses to which completed ballot sheets can be sent:

- Computershare Registrar, 8 Ivana Franko St., Moscow 121108;
- RBC OJSC, 78 Profsoyuznaya Street, Moscow 117393.

Deadline for submitting ballot sheets: December 7, 2012.

(Registration No.)

(full name/ corporate name of the shareholder)

(Number of votes)

**Item No. 3** On the remuneration and reimbursements for expenses of members of the Board of Directors of RBC OJSC related to the performance of their obligations as members of the Company's Board of Directors.

**Motion put to vote:** To set the following size of remuneration and reimbursements of documented expenses for members of the Board of Directors of RBC OJSC, who will be recognized by the Company's Board of Directors as Independent Directors in accordance with Clause 2.6 of the Regulations on the Board of Directors of the Company and international corporate governance standards, for the period of the performance of their obligations as members of the Company's Board of Directors, excluding taxes:

1. remuneration in the amount of \$50,000 (its equivalent in rubles calculated on the basis of the official exchange rate quoted by the Bank of Russia on the date of payment) per year to each board member, including quarterly payments;
2. travel expenses (for attending three meetings of the Board of Directors in the form of joint presence) in the amount of \$10,000 (its equivalent in rubles calculated on the basis of the official exchange rate quoted by the Bank of Russia on the date of payment ) per year to each board member, but no more than \$3,500 (for attending three meetings of the Board of Directors) each for their attendance at one meeting of the Company's Board of Directors, subject to properly documented confirmation of travel expenses.

Voting options	FOR	AGAINST	ABSTAINED
Number of votes *			

*Please choose only one option (do not cross out the voting preference).*

Each voter can choose only one voting option, unless voting with shares acquired (transferred) after the record date on which the list of persons eligible to take part in the AGM was made.

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- voting in accordance with the instructions of purchasers of shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made, and (or) in accordance with the instructions of holders of depositary receipts
- voting under a power of attorney issued with regard to shares transferred after the record date on which the list of persons eligible to take part in the general meeting was made
- voting with part of shares due to the sale of part of shares after the record date

Signature of the Shareholder (Proxy) \_\_\_\_\_

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