

APPROVED  
by the Board of Directors  
of RBC OJSC  
Minutes No. 32 dated December 13, 2011

**REGULATIONS  
ON INSIDER INFORMATION  
Of RBC OJSC**

**Moscow**

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## **I. Main terms, definitions and abbreviations used in these Regulations:**

- Company*** - RBC Open Joint-Stock Company
- Federal law*** - Federal law No. 224-FZ “On Preventing the Unlawful Use of Insider Information and Market Manipulation and on Amending Certain Legislative Acts of the Russian Federation” dated July 27, 2010.
- Regulations*** - The Company’s Regulations on Insider Information
- Insider information*** - Precise and specific information that was not disseminated or provided (including commercial, official, bank secrecy, the secrecy of communication (namely information on postal money transfers) and other secrets protected by law), the dissemination or provision of which could substantially influence the prices of financial instruments, foreign currency, and (or) goods (including information related to one or several issuers of securities, one or several investment fund management companies, unit investment funds and private pension funds, one or several commercial entities specified in Article 4.2 of the Federal law, or one or several financial instruments, foreign currency and (or) goods) and which is classifiable as a type of information specified in the insider information list stipulated in Article 3 of the Federal law.
- Dissemination of information*** Actions:  
a) aimed at obtaining information by a specific group of people or passing on information to an indefinite group of people, including its disclosure in accordance with the laws on securities of the Russian Federation;  
b) related to the publication of information in mass media, including electronic, information and telecommunications networks (including the Internet);  
c) related to the dissemination of information through electronic, information and telecommunications networks (including the Internet).
- Organizer of trade*** - A stock, foreign currency, commodity exchange, other organization, which, in accordance with federal laws, organizes trading in financial instruments, foreign currency and (or) commodities.

## ***II. Organization of the monitoring of compliance with the laws on prevention of unlawful use of insider information***

1. These Regulations were developed in accordance with the requirements of the Federal law in order to ensure fair formation of prices for financial instruments, foreign currency and (or) goods, equality of investors and bolster the confidence of investors by creating a legal framework for preventing, detecting and terminating the abuse of organized trading by means of unlawful use of insider information and (or) market manipulation.

2. An insider information specialist shall be appointed to ensure the compliance with the requirements of Federal Law, legislative acts adopted in accordance with the law and these Regulations in the Company.

3. An insider information specialist shall be a person meeting the following requirements:

- higher education;
- immaculate reputation;
- knowledge of Russian legislation stipulating the list of insider information, regulating the procedure for the use and disclosure of insider information, notification of persons about their inclusion and exclusion from a list of insiders, and submission of lists of insiders to organizers of securities trading.

4. An insider information specialist shall be accountable to the Board of Directors.

5. The Company's General Director shall ensure that an insider information specialist exercise his/her power without obstacles and effectively.

## ***III. Rights and obligations of an insider information specialist***

1. The main tasks of an insider information specialist shall be as follows:

- to arrange for a list of the Company's insiders to be kept;
- to notify persons placed on the list of insiders about their inclusion in or exclusion from the said list;
- provide the General Director and the Board of Directors with the information about cases involving violations of the Federal law, legislative acts adopted in accordance with the law and these Regulations;
- to assess information which points to signs of insider information;
- to provide methodological assistance to the Company's executives and departments within the scope of its powers;
- to develop rules for cooperation with the Company's departments on issues within the scope of powers of an insider information specialist.

2. An insider information specialist shall be entitled during the execution of his/her functions:

- to request any necessary information from the Company's executives and departments as well as the persons on the Company's insider list;
- to apply to state authorities and organizers of trading on issues within their scope of powers;
- initiate examination by the Audit and Compliance Committee of the Board of Directors of issues related to the unlawful use of insider information;
- to provide the Company's auditor, the Board of Directors and the General Director with recommendations to rectify violations of the Federal Law, and legislative acts adopted in accordance with the law and these Regulations;

#### ***IV. Insider Information***

1. The Company's insider information includes the information specified in the legal act of Russia's Federal Service for Financial Markets as well as information specified in the Company list of insider information (Schedule 1 of these Regulations).

2. The following information shall be not regarded as insider:

- information made available to an unlimited group of people, including by means of dissemination;
- surveys, forecasts, assessments based on public information and related to financial instruments, foreign currency and (or) goods as well as recommendations and (or) proposals to carry out transactions with financial instruments, foreign currency and (or) goods.

3. The procedure and the time frame for disclosure or provision of insider information are set forth in the statutory acts of Russia's Federal Service for Financial Markets. If, after disclosure or provision of insider information, said information changes, such changes shall be disclosed or made available in accordance with the same procedure no later than on the next business day after the date on which such changes became known or should have become known.

#### ***V. Insiders***

1. A list of persons regarded as insiders shall be drawn up in accordance with the provisions of the Federal law and legislative acts adopted in accordance with the law.

2. The following persons shall be regarded as insiders:

2.1. persons who have access to insider information based on agreements concluded with the Company, including auditors (audit organizations) appraisers (legal entities with which appraisers have concluded employment agreements) professional securities market participants, credit institutions, and insurance organizations;

2.2. members of the Board of Directors, members of Committees of the Board of Directors, a Secretary of the Board of Directors, members of the Management Board, the person carrying out the functions of a single executive authority (including a management organization, a manager or a temporary single management body), members of the Oversight and Compliance Department;

2.3. information agencies that disclose or make available the Company's information;

2.4. organizations that assign ratings to the Company and the Company's securities;

2.5. individuals having access to insider information based on employment and (or) civil law agreements concluded with the Company;

2.6. other persons subject to inclusion in the list of insiders in accordance with the Federal law and legislative acts adopted in accordance with the law.

3. The Company shall notify in accordance with the procedure specified in the Federal law and legislative acts adopted in accordance with the law persons placed on the insider list about their inclusion or exclusion from the list.

4. The list of insiders shall be provided to Russia's Federal Service for Financial Markets at its request, to organizers of trading in a procedure determined by Russia's Federal Service for Financial Markets.

#### **VI. Constraints on the use of insider information**

1. It shall be prohibited to use insider information in the following cases:

- to carry out transactions with financial instruments, foreign currency and (or) goods) which are effected by insider information at own or a third party's cost, including transactions as part of a fulfillment of obligations to buy or sell financial instruments, foreign currency and (or) goods), which is already due, if this obligation arises as a result of a transaction performed before insider information became known to a person;

- to pass on insider information to another person, except the transfer of this information to a person included in the list of insiders in connection with the fulfillment of his/her duties specified in federal laws or employment duties or the fulfillment of an agreement;

- to make recommendations to third parties, oblige or otherwise encourage them to buy or sell financial instruments, foreign currency and (or) goods).

2. It shall be prohibited to perform, actions related in accordance with the legislation to market manipulation.

3. Passing on insider information for the purpose of publishing to the editor's office of a mass media, editor-in-chief, journalists, or other employer as well as publishing this information shall not be deemed a violation of the ban stipulated in item 15 of these Regulations. Passing on said information for publishing or publishing of said information shall not exempt from liability for unlawful means used to obtain, use, disclose information which is classified as state, tax, commercial, business, bank secret, secrecy of communications (namely information on postal money transfers) and other secrets protected by law, and also from the obligations to disclose or provide insider information.

4. Any person who has unlawfully used insider information, or deliberately disseminated false data shall not be liable for the unlawful use of insider information and (or) market manipulation, if said person did not know or should not have known that such information is inside and the disseminated data is deliberately false.

5. Persons who inflicted damages as a result of the unlawful use of insider information and (or) market manipulation shall be entitled to claim damages from the persons whose actions resulted in said damages.

6. The performance of a transactions involving the use of insider information and (or) market manipulation shall be not be grounds for declaring such transaction invalid.

***VII. Rules on the confidentiality of insider information. Rules on access to insider information.***

1. Rules on access to insider information shall ensure protection of its confidentiality and compliance with the requirements of the Federal law and legislative acts adopted in accordance with the law.

2. For the purposes of protecting the confidentiality of insider information, the Company shall:

- restrict access to insider information by adopting a procedure for handling such information and monitoring the compliance with said procedure;
- maintain records of persons provided with access to insider information and (or) persons to whom such information was provided or passed onto;
- regulate relations regarding the use of insider information by workers based on employment agreements and business parties based on civil law agreements;
- prevent insider information from being passed on to third parties in violation of the Federal Law and legislative acts adopted in accordance with the Law and these Regulations;
- determine the rules for working with documents containing insider information;
- determine the procedure for holding meetings and negotiations during which insider information is discussed;
- use systems for the protection of information and technical systems protecting against loss of insider information and unauthorized access to any insider information;
- determine the places and sources of insider information storage and authorize access to specific insider information in specific places, from specific sources or at specific access points.

3. An insider information specialist shall develop a system of personnel positions which authorizes access to insider information. Such system shall be approved by the Company's General Director.

The Company shall conclude with the employees included in the system employment agreements (additional agreements to employment agreements), which provide for the obligations of an employee to refrain from the unlawful use of insider information.

An auditor that has no employment agreement with the Company shall confirm in writing that he/she has perused these Regulations and shall be obliged to fully comply with the provisions therein.

When concluding civil law agreements providing the Company's business partners with an access right under an insider information agreement, such agreement shall include a non-disclosure clause and a ban on unlawful use of insider information, providing a list of persons that are to be assigned access to the Company's insider information for the purpose of implementing an agreement, as well as confirmation that said persons has assumed the obligation not to disseminate insider information and a ban on performing transactions involving such information.

4. Employees shall be provided with access to insider information to the extent necessary for them to perform their duties.

Members of the Board of Directors, members of the Committees of the Board of Directors, the General Director and Auditor shall be entitled to access any insider information.

5. The Company's employees authorized to communicate with the mass media, the general public and shareholders in connection with their duties shall provide equal opportunity to all interested parties with simultaneous access to disclosed insider information on the Company's operations, and also take immediate measures to disprove false information disguised as insider information.

Documents containing insider information shall be labeled "insider information".

6. Insiders shall be advised to refrain from transactions involving the Company's securities during the period when they have access to insider information, except transactions carried out before a person learnt or should have learnt about his/her inclusion in the list of insiders, and also except for any transactions involving the Company's securities concluded as part of a stock option or other plan of incentives.

The persons referred to in clause 5.2.2 must disclose in writing information about the ownership of the Company's securities as well as acquisition or divestment of the Company's securities at the earliest possible date.

7. The obligations of insiders related to specific insider information, provided for in these Regulations, shall be terminated from the moment the specific insider information is disclosed in accordance with the procedure and requirements of the legislation of the Russian Federation and Regulations on the Company's Information Policy.

8. The procedure for implementing measures to protect confidentiality as well as the procedure for gaining access to insider information may be additionally specified in the Company's internal documents. Said documents shall be drawn up and approved in coordination with an insider information specialist.

#### ***VIII. Final provisions***

1. These Regulations, amendments and additions thereto shall be approved by the Company's Board of Directors.

2. If some articles of these Regulations are in conflict with the applicable laws of the Russian Federation or the Company's Articles of Association, such articles shall be deemed null and void and the issues regulated by these articles shall be governed by the applicable laws of the Russian Federation. Invalidity of some articles of these Regulations shall not be grounds for invalidating the Regulations.



### **List of the Company's Insider Information**

Precise and specific information that was not disseminated or provided (including commercial, official, bank secrets, secrecy of communication (namely information on postal money transfers) and other secrets protected by law), dissemination or provision of which could substantially influence the prices of financial instruments, foreign currency, and (or) goods (including information related to one or several issuers of securities (hereinafter referred to as issuer), one or several investment fund management companies, unit investment funds and private pension funds, one or several commercial entities specified in Article 4.2 of the Federal Law No. 224-FZ "On Preventing the Unlawful Use of Insider Information and Market Manipulation and on Amending Certain Legislative Acts of the Russian Federation" dated July 27, 2010, or one or several financial instruments, foreign currency and (or) goods), and which pertains to the insider information list provided below.

The following Company information shall be regarded as insider:

1) On convening and holding a General Meeting of Shareholders, and also decisions approved by the General Meeting of Shareholders;

2) On holding a meeting of the Company's Board of Directors (supervisory board), a meeting agenda and the following decisions approved by Company's Board of Directors (Supervisory Board):

On election (re-election) of the Company's Chairman of the Board of Directors (Supervisory Board), and in case there is no Chairman – on a member of the Board of Directors (Supervisory Board) performing the functions of the Chairman of the Board of Directors (Supervisory Board);

On consent to the Company's single executive authority as well as members of a collective executive authority to hold positions in management bodies of other organizations;

On placement of the Company's securities;

On determining the price for placement or repurchase of the shares of the Company, which is a joint-stock company, and also on the appraisal of the monetary value of property (non-monetary assets) contributed as payment for shares placed by the Company;

On the purchase of shares offered by the Company;

On establishing the Company's executive authority and on early termination (suspension) of its powers, including the powers of a management organization or a manager;

On dividend recommendations on the shares of the Company, which is a joint-stock company, and the procedure for dividend payouts;

On approval of the Company's internal documents;

On approval of transactions classified as major in accordance with the legislation of the Russian Federation and related party transactions;

On approval of the agenda for a General Meeting of the Company's Shareholders and other decisions related to the preparation, convening and holding a General Meeting of the Company's Shareholders;

On putting to vote at a General Meeting of the Company's Shareholders the issues (a proposal for the General Meeting of the Company's Shareholders to pass resolutions on issues) specified in subsections 2, 6 and 14-19 of section 1 article 48 of Federal Law No. 208-FZ "On Joint-Stock Companies" dated December 26, 1995, and the issue of assigning the powers of the Company's single-member executive authority to a management organization or a manager;

On recommendations regarding a voluntary, including a competing, or a mandatory offer made to the Company, as specified in Article XI of the Federal Law "On Joint-Stock Companies";

On approval of a registrar to keep the registry of the owners of the Company's registered securities and terms of the agreement with the registrar as well as termination of such an agreement;

On the establishment (liquidation) of branches and opening (closing) representative offices of the Company;

3) On instance when the Company's Board of Directors (Supervisory Board) fails to pass the following resolutions that are to be approved in accordance with federal laws:

On convening an Annual General Meeting of the Company's Shareholders and other decisions related to the preparation, convening and holding of an Annual (Regular) Meeting of the Company's Shareholders;

On convening (holding) or the refusal to convene (hold) an Extraordinary General Meeting of the Company's Shareholders at the request of the Company's Oversight Commission (Controller), the Company's Auditor or shareholders (a shareholder) who own at least 10 percent of the Company's voting shares;

On the inclusion or refusal to include issues on the agenda of a General Meeting of the Company's Shareholders, and candidates put forward for a list of candidates to be elected to the respective body of such Company, which are proposed by shareholders (a shareholder) that jointly own at least 2 percent of the Company's voting shares;

On formation of a single-member executive authority of the Company at two consecutive meetings of the Board of Directors (Supervisory Board) or within two months since the termination or expiration of powers of an earlier formed single-member executive authority in the case envisaged in Article 69.6 of the Federal law "On Joint Stock Companies";

On premature termination of the powers of the Company's single-member executive authority at two consecutive meetings of the Board of Directors (Supervisory Board) in the case envisaged in Article 69.7 of Federal law "On Joint Stock Companies";

On convening (holding) an Extraordinary General Meeting of the Company's Shareholders, if the number of the members on the Company's Board of Directors (Supervisory Board) becomes less than the number required to comprise a quorum when a meeting of the Company's Board of Directors (Supervisory Board) is held;

On forming the Company's temporary single-member executive authority and holding an Extraordinary General Meeting of the Company's Shareholders to pass a resolution on the premature termination of powers of the single-member executive authority or management organization (manager) and on forming a new single-member executive authority or on assigning its powers to a management organization (manager) in the event that the Company's Board of Directors (Supervisory Board) passes a resolution to suspend the powers of the Company's single-member executive authority or a management organization (manager);

4) On the Company submitting an application to the Unified State Registry of Legal Entities to register entries related to the reorganization, termination of operations or liquidation of an issuer, and if the state registrar of legal entities refuses to make the above-mentioned entries, information about passing such a resolution;

5) On forming a subsidiary controlled by the Company, which is of substantial importance to the Company, and on terminating the grounds for control over such an organization;

6) On the party that acquires control of the Company and on terminating the grounds for such control;

7) On passing a resolution to reorganize or liquidate an organization which controls the Company, is controlled by the Company and which is of major importance to it by the organization that controls the Company or by the party which provided guarantees for the Company's bonds;

8) On making entries in the Unified State Registry of Legal Entities related to the reorganization, termination of operations or liquidation of the organization that controls the Company, is controlled by the Company and is of major importance to the Company, or the party which provided guarantees for the Company's bonds;

9) on an organization that controls the Company, is controlled by the Company and is of major importance to the Company, or the party which provided guarantees for the Company's bonds shows the signs of insolvency (bankruptcy) specified in the laws of the Russian Federation on insolvency (bankruptcy);

10) On a ruling by an arbitration court to declare bankrupt an organization that controls the Company, is controlled by the Company and which is of major importance to the Company, or the party which provided guarantees for the Company's bonds, and also on the ruling by an arbitration court to file bankruptcy proceedings against the above-mentioned parties, or terminate bankruptcy proceedings against them;

11) On claims filed against the Company, the organization that controls it, is controlled by the Company and which is of major importance to it, or the party which provided guarantees for the Company's bonds, amounting to 10 or more percent of the value of the assets of the above-mentioned entities as of the end of a reporting period (quarter, year) preceding the date of claims filed in respect of which the specified period of accounting (financial) reporting has expired, or any other claim, the payment of which, in the Company's view, may substantially influence the financial and business situation of the Company or the above-mentioned entities;

12) On the date as of which a list of owners is made of the Company's registered issuable securities or documentary unregistered issuable securities with mandatory centralized storage for the purposes of exercising the rights assigned to such issuable securities;

13) On stages of issuing the Company's securities;

14) On the suspension and resumption of issuing the Company's securities;

- 15) On declaring an issue (additional issue) of the Company's securities cancelled or void;
- 16) On redemption of the Company's securities;
- 17) On interest accrued and (or) paid on the Company's issuable securities;
- 18) On concluding an agreement by the Company with a Russian organizer of trading on the securities market to include the Company's issuable securities in the list of securities authorized for trading by a Russian organizer of trading on the securities market, as well as an agreement with a Russian stock exchange to place the Company's issuable securities on a quotation list of a Russian stock exchange;
- 19) On placing the Company's issuable securities on a list of securities authorized for trading by a Russian organizer of trading on securities market, or their delisting, and also on placing the Company's issuable securities the quotation list of a Russian stock exchange or delisting them;
- 20) On concluding an agreement by the Company to include the Company's issuable securities or foreign securities representing the rights to the Company's issuable securities in a list of securities authorized for trading on a foreign organized (regulated) financial market, as well as an agreement with a foreign stock exchange on the inclusion of such securities in a quotation list of a foreign stock exchange;
- 21) On placing the Company's issuable securities or foreign securities representing the rights to the Company's issuable securities on a list of securities authorized for trading on a foreign organized (regulated) financial market, and on their delisting, and on placing such securities on a quotation list of a foreign stock exchange or their delisting ;
- 22) On concluding an agreement by the Company to support (stabilize) prices for the Company's issuable securities (foreign securities representing the rights to the Company's issuable securities), and on terminating such an agreement;
- 23) On the Company's application for an approval from a federal executive agency for the securities market to offer and (or) arrange trading in the Company's issuable securities outside Russia, and on the Company obtaining said approval;
- 24) On failure to meet the Company's obligations to the holders of its issuable securities;
- 25) On acquisition by an entity of the right or termination of such right to directly or indirectly (via controlled entities) at the Company's own discretion or jointly with other entities, bound to it by a property trust management agreement, and (or) ordinary partnership, and (or) a mandate, and (or) a shareholder agreement, and (or) other agreement to exercise the rights represented by the Company's shares (interests), for a certain number of votes represented by voting shares (interests) in the Company's authorized capital, if said percentage of votes is 5 percent or became more or less than 5,10,15, 20, 25, 30, 50, 75 or 95 percent of the total votes represented by voting shares (interests) in the Company's authorized capital,
- 26) On a voluntary offer, including a competing, or mandatory offer to buy the Company's issuable securities received by the Company in accordance with Article XI of Federal law "On Joint-Stock Companies" and on the changes made to said offers;
- 27) On n a notification about the right to demand a buyback of the issuer's securities or a claim to buy back the issuer's securities received by the Company in accordance with Article XI of Federal law "On Joint-Stock Companies";

- 28) On disclosure or provision by the Company of quarterly reports specified in Article 4.1 of Federal law No. 39-FZ “On Securities Market” dated April 22, 1996;
- 29) On the disclosure or provision by the Company of interim (quarterly) or annual consolidated accounting (financial) reports, including reports under International Financial Reporting Standards and other financial reporting standards, and on the provision of an auditor’s opinion regarding such reports;
- 30) On the detection of errors in earlier disclosed or released accounting (financial) reports of the Company;
- 31) On performing by the Company or the party which provided guarantees for the Company’s bonds a transaction worth 10 or more percent of the balance sheet value of the Company’s or said party’s assets as of end of the reporting period (quarter, year) preceding the conclusion of the transaction in the respect of which the specified period for accounting (financial) reporting expired;
- 32) On performing by the organization that controls the Company, or an organization controlled by Company, which has a significant importance for the Company, a transaction classified as major in accordance with the laws of the Russian Federation;
- 33) On performing by the Company a related party transaction which is subject to approval by the Company’s authorized management body in accordance with the laws of the Russian Federation, if the value of such transaction is 2 or more percent of the balance sheet value of the Company’s assets as of end of the reporting period (quarter, year) preceding the approval of the transaction by the Company’s authorized management body, if such transaction was not approved by the Company’s authorized management body before being performed – as of end of the reporting period (quarter, year) preceding the conclusion of said transaction by the Company in respect of which the specified period for accounting (financial) reporting expired;
- 34) On a change in the composition and (or) size of collateral for the Company’s guaranteed bonds, and in the event of a change in the composition and (or) size of collateral for the Company’s mortgage-backed bonds - information about such changes, if they result from the replacement of any mortgage-backed claim, or a replacement of other assets used as mortgage collateral for bonds, the value (monetary appraisal) of which is 10 percent or more of the mortgage collateral;
- 35) On a change in the value of assets of the party which provided guarantees for the Company’s bonds, if such guarantees are 10 percent or more, or about other substantial changes, in the Company’s view, in the financial and business situation of said party;
- 36) On obtaining or terminating the Company’s right to directly or indirectly (via controlled entities) at the Company’s own discretion or jointly with other entities, bound to it by a property trust management agreement, and (or) ordinary partnership, and (or) a mandate, and (or) a shareholder agreement, and (or) other agreement to exercise the rights represented by the Company’s shares (interests), which have been placed on a list of securities authorized for trading by an organizer of trading on securities market, or the value of assets of such Company exceeds RUB 60 million, for a certain number of votes represented by voting shares (interests) in the Company’s authorized capital, if said percentage of votes is 5 percent or became more or less than 5,10,15, 20, 25, 30, 50, 75 or 95 percent of the total votes represented by the voting shares (interests) in the Company’s authorized capital,
- 37) On concluding by the Company, or an entity which controls it or an entity controlled by the Company an agreement providing for the obligation to purchase the Company’s issuable securities;

38) On obtaining, suspending, resuming, re-registering, revoking (cancelling) or terminating on other grounds of the Company's permission (license) for a specific activity which is important to the Company's finances and business;

39) On the expiration of the term of the Company's single-member executive authority and (or) members of a collective executive authority;

40) On changes in a participatory interest in the authorized (join-stock) capital of the Company and organizations controlled by the Company and which are of major importance to it:

if such interests are held by members of the Board of Directors (Supervisory Board), members of the Company's collective executive authority, and the person acting as the Company's sole executive authority;

if such interests are held by members of the Board of Directors (Supervisory Board), members of the Company's collective executive authority, and the person acting as the Company's sole executive authority, if the powers of the sole executive authority are assigned to a management organization;

41) On the Company's bondholders obtaining and waiving rights to claim early redemption of bonds;

42) On assigning a rating to issuable securities and (or) the Company or on changes made to it by a rating agency based on an agreement concluded with the issuer;

43) On hiring or replacing intermediaries to perform the Company's obligations on bonds or other issuable securities, giving the names and location of such intermediaries and the amounts of remuneration for services provided, and a change in the above-mentioned information;

44) On a dispute related to the creation of the Company, management or participation in it, including legal proceedings initiated by an arbitration court and acceptance of a lawsuit to be heard, on changes in the subject matter and grounds for an earlier filed lawsuit, on an injunction, the abandonment of a lawsuit, an amicable agreement, adoption of a judicial act which ends the hearing of a case in an arbitration court of first instance;

45) On claims made against the party which guarantees the Company's bonds, and which are related to the fulfillment of obligations on said bonds;

46) On placement aboard of bonds or other financial instruments which certify the borrower's liabilities and which shall be redeemed at the Company's expense;

47) On a decision of the federal executive agency for the securities market to exempt the Company from the obligation to disclose information in accordance with this Clause;

48) On the purchase (divestment) of the Company's voting shares (interests) or foreign securities representing rights to the Company's voting shares, by the Company and organizations controlled by it, with the exception of controlled organizations that are brokers and (or) trust managers and performed a transaction on their behalf but at the expense of a client that is not a Company or an organization controlled by it;

49) information sent or provided by the Company to the respective foreign agency (organization), foreign stock exchange and (or) other organizations in accordance with foreign law for the purposes of disclosure or provision to foreign investors in connection with the placement or trading of the company's issuable securities outside the Russian Federation, which shall include acquiring a foreign company's securities placed in accordance with foreign law;

50) On the Company's accounting reports (financial statement), including its consolidated accounting (financial) report;

51) On the terms of placement of issuable securities, determined and approved by the Company's authorized body in a resolution to issue (additional) securities, if:

securities are placed during a trading session held by an organizer of trading on the securities market;

additional shares are placed, with primary shares authorized for trading by an organizer of trading on securities market or an application is filed to authorize such securities for trading by an organizer of trading on the securities market;

52) information in a report (notice) about the results of a securities offering approved by the Company's authorized management body if:

securities held by an organizer of trading on securities market are placed during a trading session;

additional shares are placed, with primary shares authorized for trading by an organizer of trading on securities market or an application is filed to authorize such securities for trading by an organizer of trading on securities market;

53) information in the securities prospectus approved by the Company's authorized management body, with the exception of information that was earlier disclosed or provided in accordance with the requirements of securities laws of the Russian Federation;

54) information in quarterly reports signed by the Company's authorized persons, with the exception of information that was earlier disclosed or provided in accordance with the requirements of securities laws of the Russian Federation;

55) information in annual reports signed by the Company's authorized persons, with the exception of information that was earlier disclosed or provided in accordance with the requirements of securities laws of the Russian Federation;

## to Regulations on Insider Information of RBC OJSC

**List of insiders (form)****Legal entities**

No.	Name	Taxpayer Identification Number (TIN) /primary state registration number (OGRN)	Company address/other postal address, telephone, fax number, e-mail address	Grounds for and date when included in list of insiders		Delisting	
				date of inclusion in the list/date when notification was sent about inclusion in the list	Grounds for inclusion in the list of insiders	Date of delisting/ date when delisting notification was sent	Grounds for delisting

**Individuals**

No.	Name, surname	Passport data	Grounds for and date when included in list of insiders		Delisting	
			date of inclusion in the list/date when notification was sent about inclusion in the list	Grounds for inclusion in the list of insiders	Date of delisting/date when delisting notification was sent	Grounds for delisting

Signature of insider information specialist

Date