

## ANNUAL GENERAL SHAREHOLDERS' MEETING

Location: Ul.Kirova 93, Magnitogorsk, 455000, Chelyabinsk Region, Russia

Form of the Annual General Shareholders' Meeting ("the Meeting"): a meeting with distribution and receipt of voting ballots prior to the Meeting

Date of the Meeting: April 25, 2008

Venue of the Meeting: Central Quality Laboratory of OJSC MMK, Ul. Kirova 91, Magnitogorsk

Time of the Meeting:

beginning of the registration of persons participating in the Meeting: 09:00 am;

beginning of the Meeting: 10:00 am (local time)

Postal address to which completed ballots can be sent: Magnitogorsk Branch of the Closed Joint Stock Company "STATUS Registration Company, Ul.Zaveniagina 9, Magnitogorsk, 455049.

In determining the quorum and summarizing the results of voting the Company shall take into account only the ballots received by the Company by April 22, 2008, at the latest.

Shareholder: *Name of the shareholder from the data base:* \_\_\_\_\_

Registration #:

**TOTAL NUMBER OF VOTES:** \_\_\_\_\_

### VOTING BALLOT # 7

regarding Issue # 7 of the Meeting's agenda, "Amendments to the internal documents governing the activities of OJSC MMK's bodies: Regulations on the Board of Directors of OJSC MMK", it is resolved:

**To amend the internal document governing the activities of OJSC MMK's bodies, the Regulations on the Board of Directors of OJSC MMK, as follows:**

**1 Paragraph 5.11 to be amended to read as follows:**

**«5.11 Not later than 10 days before the meeting of the Board of Directors the Company's executive bodies shall submit preliminary information (materials) and draft resolutions regarding the items of the Meeting's agenda to the Chairman of the Board of Directors, in the number of copies equal to the number of the members of the Board of Directors of the Company, in electronic and written form, in the Russian and, if necessary, English languages.»**

**2 Paragraph 5 shall be supplemented with Subparagraph 5.12 to read as follows:**

**«5.12 Not later than 5 days before the meeting of the Board of Directors the Chairman of the Board of Directors shall distribute, in electronic format, the preliminary information (materials) and draft resolutions regarding the items of the Meeting's agenda to the members of the Board of Directors.»**

**3 Subparagraph 5.12 shall become Subparagraph 5.13 and shall be amended to read as follows:**

**«5.13 The final information (materials) regarding the items of agenda shall be arranged by the Chairman of the Board of Directors in separate folders to be presented to the members of the Board of Directors at the meeting».**

**4 Subparagraphs 5.13-5.15 shall become Subparagraphs 5.14-5.16, accordingly.**

Voting options	IN FAVOUR	AGAINST	ABSTAINED
Number of votes given			
Remarks			

**Signature of the shareholder (shareholder's representative)** \_\_\_\_\_ (\_\_\_\_\_)  
(without the signature of the shareholder (shareholder's representative) the ballot shall not be valid) full name

**Please read the procedure for completing the ballot before you choose your voting option**

*The total number of votes in the ballot is equal to the number of voting shares which you own for voting purposes.*

*Voting is performed by striking out the unchosen voting options. In order to choose one of the three voting options, it is necessary to strike out the other two options. The option left without striking out will be the option you have chosen. For example, when using the option "IN FAVOUR" on an item, you should strike out the fields «AGAINST» and «ABSTAINED» as follows:*

IN FAVOUR	<del>AGAINST</del>	<del>ABSTAINED</del>
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*The voter can choose only one voting option on an item, except when voting in accordance with instructions of persons who acquired shares after the date of making the list of persons entitled to participation in the general shareholders' meeting, or in accordance with instructions of owners of depositary securities.*

***In case of voting in accordance with instructions of persons who acquired shares after the date of making the list of persons entitled to participation in the general shareholders' meeting, or in accordance with instructions of owners of depositary securities, the following shall apply:***

*If more than one voting option are left in the ballot, the fields under the voting options, «Number of votes given», («IN FAVOUR», «AGAINST», «ABSTAINED») must show the number of votes given for the relevant option, and carry a remark that voting was performed in accordance with instructions of persons who acquired shares after the date of making the list of persons entitled to participation in the general shareholders' meeting, or in accordance with instructions of owners of depositary securities. Such a remark must be made in the field "Remarks".*

*Those voting under a proxy issued in respect of shares acquired after the date of making the list of persons entitled to participation in the general shareholders' meeting, must, in the fields under the voting options («IN FAVOUR», «AGAINST», «ABSTAINED»), show the number of votes given for the relevant option, and make a remark that voting is performed under a proxy issued in respect of shares acquired after the date of making the list of persons entitled to participation in the general shareholders' meeting. Such a remark must be made in the field "Remarks".*

*In the event that after the date of making the list of persons entitled to participation in the general shareholders' meeting, not all the shares were transferred, the voter shall, in the field for showing the number of votes against the voting option left («IN FAVOUR», «AGAINST», «ABSTAINED»), show the number of votes given for such an option, and make a remark that part of the shares were transferred after the date of making the list of persons entitled to participation in the general shareholders' meeting. Such a remark must be made in the field "Remarks". If in respect of the shares transferred after the date of making the list of persons entitled to participation in the general shareholders' meeting, instructions have been received from the purchasers of such shares which correspond to the voting option left, then such votes shall be summed up.*

*If voting is done under a proxy by sending a ballot to the Company, such a ballot must be accompanied by the voting proxy issued in accordance with pp. 4 and 5 of Article 185 of the Russian Federation Civil Code or certified by a notary and containing information on the proxy issuer and proxy holder (name, residence address or location, passport details).*