

QUARTERLY REPORT

Issuer's code 00119-A

for: the 3rd quarter of 2004

Open Joint-Stock Company North-West Telecom

***Place of issuer's business: 14/26 ul. Gorokhovaya (26 ul. Bolshaya Morskaya) St. Petersburg,
191186, Russia***

***The information contained in this Quarterly Report may be disclosed in compliance with the
legislation of the Russian Federation on securities.***

General Manager

V.A. Akulich

(signature)

«__» November 2004

Chief accountant

M.M. Semchenko

(signature)

«__» November 2004

Official seal

Contact person: *Vladislav Yuryevich Smyslov*
Shareholders and Securities Department Manager

Tel: (812) 119-9231 Fax: (812) 325-83-23

e-mail: ysmyslov@ptn.ru

Address of the Internet page disclosing the information contained in this quarterly report:

<http://www.nwtelecom.ru/pubsas/test--C7740C3BCBAA11D5AE4B0050045260BB/index.html>

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INTRODUCTION

- a) Full official name of the issuer company: **Open Joint-Stock Company North-West Telecom**
Abbreviated official name of the issuer company: **OJSC NWT**
- b) Place of issuer's business: **14/26 ul. Gorokhovaya (26 ul. Bolshaya Morskaya) St. Petersburg, 191186, Russia**
- c) Issuer's contact phone Nos **(812) 119-9324**
e-mail: office@nwtelecom.ru
- d) Address of the Internet page publishing the complete text of the issuer's quarterly report:
<http://www.nwtelecom.ru/pubsas/test--C7740C3BCBAA11D5AE4B0050045260BB/index.html>
- e) basic data on securities floated by the issuer:

Type: **stock**
Category: **common**
Number of floated securities: **735,917,222**
Face value: **1 rouble**

Data on registration of the issue by the state:
Date of registration: **12.09.2003**
Registration No.: **1-02-00119-A**
Authority of state registration: **Federal Commission for Securities Market of Russia**

Floataion method, procedure and timing: **the present issue has been obtained as a result of combining the earlier floated issues (on the basis of the Resolution of the Federal Commission for the Securities Market of Russia No.03-DG-04/13248 of 12.09.03) that had the following state registration numbers: 72-1-5986, 1-04-00119-A, 1-06-00119-A, 1-08-00119-A, 1-09-00119-A, 1-10-00119-A, 1-11-00119-A, 1-12-00119-A, 1-13-00119-A, 1-14-00119-A, 1-15-00119-A**

Type: **stock**
Category (type): **preferred type A**
Number of floated securities: **202,022,788**
Face value: **1 rouble**

Data on registration of the issue by the state:
Date of registration: **12.09.2003**
Registration No.: **2-02-00119-A**
Authority of state registration: **Federal Commission for Securities Market of Russia**

Floataion method, procedure and timing: **the present issue has been obtained as a result of combining the earlier floated issues (on the basis of the Resolution of the Federal Commission for the Securities Market of Russia No.03-DG-04/13248 of 12.09.03) that had the following state registration numbers: 72-1-5986, 1-05-00119-A, 1-07-00119-A, 2-08-00119-A, 2-09-00119-A, 2-10-00119-A, 2-11-00119-A, 2-12-00119-A, 2-13-00119-A, 2-14-00119-A, 2-15-00119-A**

Type: **bonds**
Category: **interest-bearing**
Series: **01**
Number of floated securities: **300,000**
Face value: **1,000 roubles**

Data on registration of the issue by the state:
Date of registration: **6.03.2002**
Registration No.: **4-01-00119-A**
Authority of state registration: *Federal Commission for Securities Market of Russia*

Floataion method: *public subscription*

Floataion procedure: *The Bonds are floated through making transactions of sale and purchase at the Floataion Price of the Bonds, fixed by the Issuer's Board of Directors (starting from the second day of Bonds floataion, when making an operation of sale and purchase, the buyer also pays the accumulated coupon income on Bonds).*

Transactions related to Bonds floataion are made starting from on the first day of the Bonds floataion period till the date when the floataion of the Bonds of the Issue is over.

Bonds are floated in the stock market section of CJSC Moscow Interbank Currency Exchange (hereinafter referred to as MMVB) and in the stock section of CJSC St. Petersburg Currency Exchange (hereinafter referred to as SPVB).

150,000 of Bonds of the issue are floated in the stock market section of MMVB and 150,000 Bonds of the issue in the stock section of SPVB.

Transactions related to floating the Bonds are made as negotiation transactions in the stock market section of MMVB and in the stock section of SPVB by satisfying applications for purchase/sale of Bonds, submitted using the trading and payment systems of MMVB and SPVB respectively.

Sellers of Bonds are authorized Underwriters acting on their own behalf, but on the instructions and for the account of the Issuer:

in the stock market section of MMVB:

- Joint-Stock Commercial Bank Moskovsky Delovoy Mir (Open Joint-Stock Company)

in the stock section of SPVB:

- North-West Telecombank Closed Joint-Stock Company,

- the stock commercial bank MENATEP St. Petersburg (open joint-stock company).

Floataion start date: *April 10, 2002*

Floataion end date: *April 10, 2002*

Floataion price: *96.5% of the face value*

Security conditions: *no security is provided for*

Type: *bonds*

Category: *interest-bearing*

Series: *02*

Number of floated securities: *1,500,000*

Face value: *1,000 roubles*

Data on registration of the issue by the state:

Date of registration: **8.07.2003**

Registration No.: **4-02-00119-A**

Authority of state registration: *Federal Commission for Securities Market of Russia*

Floataion method: *public subscription*

Floataion procedure: *Bonds shall be floated by making transactions of purchase and sale.*

Transactions related to Bonds floataion are made starting from the first day of the Bonds floataion period till the date when the floataion of the Bonds is over.

Transactions in Bonds floataion shall be made in the Stock Market Section of the Closed Joint-Stock Company Moscow Interbank Currency Exchange by the Underwriters satisfying applications for the purchase of Bonds, filed using the trading and payment systems of MMVB, by members of the Stock Market Section of MMVB acting both in their own name and for their own account, and for the account and on behalf of their clients.

If a potential buyer is not a Member of the Section of the Stock Market of MMVB, he shall make an appropriate contract with any broker being a Member of the Section of the Stock Market of MMVB and shall instruct him to acquire Bonds.

A potential buyer of Bonds, being a Member of the Section of the Stock Market of MMVB, shall act independently.

The potential buyer of Bonds must open a respective custody account with NDC or with any other depositary being a depositor of NDC. The procedure and timing of opening custody accounts are established by the bylaws of respective depositaries.

a) Procedure of Determining the Interest Rate of the First Coupon

The interest rate of the first coupon is determined according to the results of the auction held at the Moscow Interbank Currency Exchange (MMVB). The auction to determine the interest rate of the first coupon (hereinafter referred to as auction, or auction to determine the rate of the first coupon) is held on the starting date of Bonds floatation.

On the day when the auction to determine the interest rate of the first coupon is held, Members of the Stock Market Section of MMVB submit applications for the auction, using the trading system of MMVB both for their own account and for the account and on behalf of clients. The time for submitting applications for the auction to determine the interest rate of the first coupon is established by MMVB upon agreement with the Issuer and the Underwriters. Applications for acquisition of Bonds are to be sent by members of the stock market section of MMVB to the Underwriter with the indication of the following significant conditions:

1) Purchase price: 100% (one hundred per cent) of the face value;

2) Number of Bonds, that the potential buyer would like to acquire, if the Issuer assigns the interest rate of the first coupon as greater or equal to the acceptable interest rate of the first coupon indicated in the application.

3) Interest rate of the first coupon acceptable for the investor. The term "Acceptable interest of the first coupon" means the minimum interest rate of the first coupon, which, if announced by the Issuer, would make the potential investor ready to buy the number of Bonds indicated in the application at the price of 100% (one hundred per cent) of the face value. The acceptable interest rate of the first coupon must be expressed in per cent per annum accurate to a hundredth of per cent.

Money must be reserved in the amount sufficient for complete payment of the Bonds stated in the applications, taking into account the MMVB's commission fee.

Applications, in which one or several of the above significant conditions do not comply with the requirements set forth in items 1-3, and applications that are not secured by money as provided for in the previous paragraph are not permitted for participation in the auction to determine the interest rate of the first coupon.

Upon expiry of the period for filing applications for the auction to determine the interest rate of the first coupon, MMVB makes up the summary list of entered applications and hands it over to the Issuer and the Underwriters.

On the basis of the analysis of the summary list of applications submitted for participation in the auction, the Issuer takes a decision on the interest rate of the first coupon and advises the Underwriters and MMVB in writing on the decision taken.

After information is received from the Issuer on the established interest rate of the first coupon, the Underwriters make transactions by submitting cross-applications against the applications, in which the interest rate of the first coupon is less than or equal to the established interest rate of the first coupon. The time of effecting operations in the framework of the auction to determine the rate of the Bonds first coupon and making transactions to float them is to be established by Moscow Interbank Currency Exchange (MMVB) upon agreement with the Issuer and the Underwriters.

The filed applications for the purchase of Bonds are to be fully satisfied by the Underwriters, unless the number of Bonds stated in the purchase application exceeds the number of the Bonds that have not been floated. If the volume of a Bonds purchase application exceeds the number of the Bonds that have not been floated, such a securities purchase application shall be satisfied in the amount of the unfloated residue of the Bonds. In such a case, Bond purchase applications are to be satisfied by the Underwriters as follows: 1) applications shall be satisfied in the ascending order of the interest rate of the first coupon as stated in such applications, i.e. the first application to be satisfied is the one with the minimum indicated rate of the first coupon of all filed applications, the second application to be satisfied is the one with the minimum rate of the first coupon of the applications that remain unsatisfied, etc.; 2) in case of equal rates of the first coupon, stated in the applications, they shall be satisfied according to the sequence in which they have been filed. If all Bonds have been floated, there shall be no further transactions made.

After the interest rate of the first coupon is established and the applications filed in the course of the auction are satisfied, the members of the Stock Market Section acting in their own name both for

their own account and for the account and on behalf of potential buyers may submit target applications for the purchase of Bonds during the floatation period. Applications addressed to the Underwriter and having only the T0 settlements code are permitted for filing. Applications shall be filed taking into account the interest rate of the first coupon established by the Issuer.

Starting from the second day of Bonds floatation, the buyer shall pay the accrued Bonds coupon yield for the respective number of days when acquiring Bonds.

A condition of accepting for execution the target Bonds purchase applications filed by Members of the Stock Market Section is to fulfil the conditions of the sufficiency of provided security as stipulated by the Clearing Conditions of MMVB.

If a filed application meets the above conditions, the Underwriter shall make the transaction by filing a cross-application on the day the respective purchase application is filed.

Bonds shall be floated according to the Rules of MMVB and other standard documents of MMVB.

Settlements under made transactions shall be effected according to the Clearing Conditions of MMVB.

The sold Bonds shall be transferred by the Depository to the custody accounts of the Bond buyers on the date of the sale and purchase operation.

Floatation start date: **October 8, 2003**

Floatation end date: **October 8, 2003**

Floatation price: **100% of the face value**

Security conditions: *The acquisition of Bonds means that the acquirer of Bonds makes a contract, under which a security of the Bonds issue is provided. With the passage of the title to the Bond, the acquirer also receives the rights under the said Contract in the same scope and on the same conditions that exist as of the moment of the passage of the title to the Bond.*

An Offer of Providing a Security in the Form of a Surety for the Purposes of the Bonds Issue by OJSC North-West Telecom shall serve as the document confirming the provision by the Trubsnab limited liability company of a security for the purposes of the Bonds issue.

f) other information: **none**

This quarterly report contains estimates and forecasts of the authorized management bodies of the issuer in respect of future events and/or actions, development prospects for the industry, in which the issuer mainly operates, and results of issuer's activities, including issuer's plans, probability of the occurrence of certain events and performance of certain actions. Investors must not fully rely on the estimates and forecasts of the issuer's management bodies, as actual results of the issuer's activities in the future may differ from the forecast for many reasons. Acquisition of issuer's securities implies risks that are described in this quarterly report.

I. Brief Data on Members of the Issuer's Management Bodies, Data on Bank Accounts, on the Auditor, Appraiser and Financial Consultant of the Issuer, as well as on Other Persons who have Signed the Quarterly Report

1.1. Members of the Issuer's Management Bodies

1.1.1. Members of the Issuer's Board of Directors:

Chairperson: *Valery Nikolayevich Yashin*
Year of birth: *1941*

Sergey Alexandrovich Orlov
Year of birth: *1962*

Alexandr Vyacheslavovich Ikonnikov
Year of birth: *1971*

Ivan Ivanovich Rodionov
Year of birth: *1953*

Stanislav Nikolayevich Panchenko
Year of birth: *1945*

Dmitry Vladimirovich Levkovsky
Year of birth: *1965*

Irina Mikhailovna Ragozina
Year of birth: *1950*

Vladimir Alexandrovich Akulich
Year of birth: *1956*

Gogol Alexandr Alexandrovich
Year of birth: *1946*

Dmitry Georgiyevich Yefimov
Year of birth: *1962*

Oxana Valeryevna Petrova
Year of birth: *1973*

1.1.2. Members of the Issuer's collegiate executive body:

Chairperson: *Vladimir Alexandrovich Akulich*
Year of birth: *1956*

Bredkov Nikolay Gennadyevich
Year of birth: *1953*

Vladimir Ivanovich Belokaminskiy
Year of birth: *1949*

Ilya Vladimirovich Kravchuk
Year of birth: *1975*

Oleg Anatolyevich Semanov

Year of birth: ***1967***

Evgeny Borisovich Stepanov

Year of birth: ***1978***

Maya Mikhaylovna Semchenko

Year of birth: ***1967***

Elena Vladimirovna Umnova

Year of birth: ***1954***

Venera Adykhmovna Khusnutdinova

Year of birth: ***1973***

Vladimir Ivanovich Shumeiko

Year of birth: ***1956***

Grigory Borisovich Chernyak

Year of birth: ***1949***

1.1.3. Person holding the position of (acting as) the Issuer's sole executive body:

Person acting as the sole executive body of the Issuer (General manager): ***Vladimir Alexandrovich Akulich***

Year of birth: ***1956***

1.2. Data on Bank Accounts of the Issuer

As of 30.09.04

No.	1.
Name	JSCB Avtobank-NIKOIL OJSC
Full name	Joint-Stock Commercial Bank Open Joint-Stock Company Avtobank-NIKOIL
TIN:	7707027313
Corr. acc.:	30101810100000000774
BIK:	044525774
Address:	8, ul.Efremova, Moscow, 119048

Account No.:	Purpose of account
40702810000001003500	Settlement account
45203810500000833500	Loan account

No.	2.
Name	Alpha Bank OJSC
Full name	Alpha Bank Open Joint-Stock Company
TIN:	7728168971
Corr. acc.:	30101810200000000593
BIK:	044525593
Address:	9, ul. Mashi Poryvayevoy, Moscow, 107078

Account No.:	Purpose of account
40702810200300000147	Settlement account

No. 3.
Name Baltiysky Bank CJSC
Full name Baltiysky Bank Closed Joint-Stock Company
TIN: 7834002576
Corr. acc.: 30101810100000000875
BIK: 044030875
Address: 34, ul. Sadovaya, St. Petersburg, 191023

Account No.:	Purpose of account
40702810700180019023	Settlement account

No. 4.
Name Bank St. Petersburg OJSC
Full name Bank St. Petersburg Open Joint-Stock Company
TIN: 7831000027
Corr. acc.: 30101810900000000790
BIK: 044030790
Address: 7, pl. Ostrovskogo, St. Petersburg, 191011

Account No.:	Purpose of account
40702810432000005440	Settlement account

No. 5.
Name Bank of Foreign Trade
Full name Bank of Foreign Trade Open Joint-Stock Company
TIN: 7702070139
Corr. acc.: 30101810700000000187
BIK: 044525187
Address: 37, ul. Plyushchikha, Moscow, 119992

Account No.:	Purpose of account
40702810107000004100	Settlement account
40702810810001000495	Settlement account
40702810910000090005	Settlement account (for settlements under corporate cards)
40702840110001000495	Current account
40702840410001001495	Transit account
40702978010001001495	Transit account
40702978710001000495	Current account

No. 6.
Name Dresdner Bank
Full name Dresdner Bank Closed Joint-Stock Company
TIN: 7831000901
Corr. acc.: 30101810900000000813
BIK: 044030813
Address: 23 ul. Malaya Morskaya, St. Petersburg, 190000

Account No.:	Purpose of account
40702810200002009225	Settlement account
40702840164082009225	Transit account
40702840500002009225	Current account
40702840600002909225	Special transit account

No. 7.
Name CB Mak-Bank LLC

Full name MIRNINSKY COMMERCIAL BANK MAK-BANK
(LIMITED LIABILITY COMPANY)
TIN: 1433001750
Corr. acc.: 30101810100000000766
BIK: 041117766
Address: 36 Pomorskaya ul., Arkhangelsk, 163000

Account No.:	Purpose of account
40702810700100000072	Settlement account

No. 8.
Name MDM-Bank Saint Petersburg
Full name MDM-Bank Saint Petersburg Open Joint-Stock Company
TIN: 7831000179
Corr. acc.: 30101810600000000809
BIK: 044030809
Address: 26, Nevsky pr., St. Petersburg, 191186

Account No.:	Purpose of account
40702810710000003101	Settlement account

No. 9.
Name JSCB Moskovsky Delovoy Mir
Full name Joint-Stock Commercial Bank Moskovsky Delovoy Mir
(Joint-Stock Company)
TIN: 7706074960
Corr. acc.: 30101810900000000466
BIK: 044525466
Address: 14, ul. Zhytnaya, Moscow, 113035

Account No.:	Purpose of account
40702810800020002580	Settlement account
45204810700020032580	Loan account
40702810001170020001	Settlement account
40702810301170020028	Settlement account
40702810301171020001	Settlement account

No. 10.
Name Industry and Construction Bank OJSC
Full name Industry and Construction Bank Open Joint-Stock Company
TIN: 7831000010
Corr. acc.: 30101810200000000791
BIK: 044030791
Address: 38, Nevsky pr., St. Petersburg, 191011

Account No.:	Purpose of account
40702810968000002655	Settlement account
40702810572000002533	Settlement account
40702810137000002059	Settlement account (for settlements under corporate cards)
42108810437000000010	Deposit account
40702810537000001207	Settlement account
40702810351000003986	Settlement account
40702810471000000808	Settlement account

No. 11.
Name JSCB Svyaz-Bank

Full (Open name) Inter-Regional Commercial Bank of Communication and Information Support Development
TIN: 7710301140
Corr. acc.: 30101810900000000848
BIK: 044525848
Address: 7, ul. Tverskaya, Moscow, 103375

Account No.:	Purpose of account
40702810000220000244	Settlement account
40702810400260300018	Settlement account
40702810700220000227	Settlement account
40702840300221000227	Current account
40702840600222000227	Transit account
40702840900223000227	Special transit account
40702978200262000018	Transit account
40702978500223000227	Special transit account
40702978900221000227	Current account
40702978900222000227	Transit account
40702978900261000018	Current account

No. 12.
Name Northern Clearing Chamber CJSC
Full name CLOSED JOINT-STOCK COMPANY - NON-BANK CREDIT ORGANIZATION NORTHERN CLEARING CHAMBER
TIN: 2901047470
Corr. acc.: 30103810400000000309
BIK: 041117309
Address: 8, ul. Voskresenskaya, Arkhangelsk, 163061

Account No.:	Purpose of account
30214810200000000023	Settlement participants account
30214810600000000047	Settlement participants account
30214810900000000048	Settlement participants account

No. 13.
Name Northern Bank of the Savings Bank of Russia
Full name Northern Bank - the branch of the Stock Commercial Savings Bank of the Russian Federation (Open Joint-Stock Company)
TIN: 7707083893
Corr. acc.: 30101810500000000670
BIK: 047888670
Address: 8, pr. Oktyabrya, Yaroslavl, 150028

Account No.:	Purpose of account
40702810212230100131	Settlement account
40702810512230100132	Settlement account
40702810512030100180	Settlement account
40702810912030100181	Settlement account
40702810212290100249	Settlement account
40702810912290100248	Settlement account
40702810804180101332	Settlement account
40702810904180101274	Settlement account
40702810004010400026	Settlement account (for settlements under corporate cards)

40702810104010101678	Settlement account
40702810112000102155	Settlement account
40702810612000102066	Settlement account
40702810804010101677	Settlement account
40702810804010101680	Settlement account
40702810812000102154	Settlement account
40702810112090100167	Settlement account
40702810412090100168	Settlement account
40702810404240102121	Settlement account
40702810704240102164	Settlement account
40702810604010101699	Settlement account
40702810804010102074	Settlement account
40702810504010101692	Settlement account
40702810504010102073	Settlement account
40702810004210100317	Settlement account
40702810504210100325	Settlement account
40702810804100100397	Settlement account
40702810804100100423	Settlement account
40702810304140101636	Settlement account
40702810504140101698	Settlement account
40702810004260112355	Settlement account
40702810304140100271	Settlement account
40702810704260112257	Settlement account
40702810212300100278	Settlement account
40702810912300100277	Settlement account
40702810612180100195	Settlement account
40702810812180200196	Settlement account
40702810012270102056	Settlement account
40702810712270102055	Settlement account

No.	14.
Name	North-West Bank of the Savings Bank of Russia
Full name	North-West Bank - the branch of the Joint-Stock Commercial Savings Bank of the Russian Federation (Open Joint-Stock Company)
TIN:	7707083893
Corr. acc.:	30101810500000000653
BIK:	044030653
Address:	2, ul. Krasnykh Tekstilshchikov, St. Petersburg, 193124

Account No.:	Purpose of account
40702810225020000098	Settlement account
40702810425020105120	Settlement account
40702810143050100496	Settlement account
40702810243090100123	Settlement account
40702810343080100127	Settlement account
40702810343100100162	Settlement account
40702810643050109036	Settlement account
40702810743050100508	Settlement account

40702810243150100076	Settlement account
40702810543060100222	Settlement account
40702810543200100082	Settlement account
40702810843060100223	Settlement account
40702810451160191194	Settlement account
40702810651160101191	Settlement account
40702810851160161193	Settlement account
40702810851160171196	Settlement account
40702810951160101192	Settlement account
40702810120170100384	Settlement account
40702810420170100385	Settlement account
40702810520120100154	Settlement account
40702810820120100155	Settlement account
40702810251010199132	Settlement account
40702810551010199133	Settlement account
40702810651030100125	Settlement account
40702810951030100126	Settlement account
40702810055000400013	Business account
40702810655000100218	Settlement account
45204810055000000314	Loan account
45205810005500000342	Loan account
45206810055000000445	Loan account
40702840055000200050	Transit account
40702840155000100050	Current account
40702978755000200031	Transit account
40702978855000100031	Current account
40702810143020111664	Settlement account
40702810220010102339	Settlement account
40702810225000103229	Settlement account
40702810243020112013	Settlement account
40702810320010101926	Settlement account
40702810351010102993	Settlement account
40702810451010103533	Settlement account
40702810525000103550	Settlement account
40702810541020403230	Settlement account (for settlements under corporate cards)
40702810641000103230	Settlement account
40702810855000100555	Settlement account
40702810925000403229	Settlement account
40702810941020003230	Settlement account
40702840520010201926	Transit account
40702840620010101926	Current account
40702810455020124830	Settlement account
40702810551010102997	Settlement account

40702810851010102998	Settlement account
40702810725070100192	Settlement account
40702810725670100231	Settlement account
40702810025140000259	Settlement account
40702810625140000222	Settlement account
40702810625030100203	Settlement account
40702810925030100165	Settlement account
40702810220010102342	Settlement account
40702810520010102343	Settlement account
40702810051160151495	Settlement account
40702810651160151646	Settlement account
40702810851140150522	Settlement account
40702810951160141479	Settlement account
40702810443070100189	Settlement account
40702810743180100122	Settlement account
40702810843070100190	Settlement account
40702810051140100204	Settlement account
40702810351140140375	Settlement account
40702810751140100203	Settlement account
40702810751140120089	Settlement account
40702810151010198178	Settlement account
40702810151130101320	Settlement account
40702810451130100319	Settlement account
40702810451130100322	Settlement account
40702810751130102321	Settlement account
40702810125130133463	Settlement account
40702810425130133422	Settlement account
40702810151150102079	Settlement account
40702810151150110087	Settlement account
40702810251150100188	Settlement account
40702810551150100189	Settlement account
40702810020010101938	Settlement account
40702810320010101939	Settlement account
40702810151140101093	Settlement account
40702810251140130087	Settlement account
40702810451140101094	Settlement account
40702810651160181195	Settlement account
40702810751010103479	Settlement account
40702810751010103534	Settlement account
40702810220180100407	Settlement account
40702810920180100406	Settlement account
40702810043190100171	Settlement account
40702810143020111677	Settlement account
40702810143190100178	Settlement account

40702810243120100064	Settlement account
40702810243130100258	Settlement account
40702810343130107821	Settlement account
40702810343190100172	Settlement account
40702810643110100056	Settlement account
40702810643210100215	Settlement account
40702810943130100260	Settlement account
40702810043170100230	Settlement account
40702810143140100173	Settlement account
40702810743170100239	Settlement account
40702810620020102123	Settlement account
40702810920020102124	Settlement account

No. 15.
Name North-West Telecombank CJSC
Full name North-West Telecombank Closed Joint-Stock Company
TIN: 7834000145
Corr. acc.: 30101810700000000822
BIK: 044030822
Address: 12, Baskov per., St. Petersburg, 191014

Account No.:	Purpose of account
40702810500000001011	Settlement account
40702810100000001217	Settlement account
42105810700100841217	Deposit account
42107810400001350590	Deposit account
45201810600004663220	Loan account
40702840200000201217	Transit account
40702840300000101217	Current account
40702978800000201217	Transit account
40702978900000101217	Current account
40702810200000000590	Settlement account
40702810200000001010	Settlement account
40702810200000001777	Settlement account
40702840300000200011	Transit account
40702840500000301011	Special transit account
40702840700000101011	Current account
40702810600000000776	Settlement account
40702810700000001219	Settlement account
40702810900000001006	Settlement account
40702810100000001013	Settlement account
40702810500000001008	Settlement account
40702810300000001017	Settlement account

No. 16.
Name Citybank CB CJSC
Full name Citybank Commercial Bank Closed Joint-Stock Company
TIN: 7710401987

Corr. acc.: 30101810300000000202
BIK: 044525202
Address: 8-10, ul. Gasheka, Moscow, 125047

Account No.:	Purpose of account
40702810700790230019	Settlement account
45205810203790230018	Loan account

1.3. Data on Issuer's Auditor (Auditors)

Full name: *Ernst and Jang Vneshaudit Closed Joint-Stock Company*
Abbreviated name: *Ernst and Jang Vneshaudit CJSC*
Place of business: *str.1-1A, 20/12 Podsosnenskiy per, Moscow, Russia, 105062*
TIN: *7717025097*
Tel: *(812) 103-7800* Fax: *(812) 103-7810*
e-mail: *moscow@ru.ey.com*

Data on Auditor's license:

No. of license for auditing: *E003246*

Date of issue: *17.01.2003*

Period: *till 17.01.2008*

Authority issuing the license: *Ministry of Finance of the Russian Federation*

Fiscal year, for which the auditor independently checked the issuer's accounts and financial (book-keeping) reports: *2003*

Factors are described that may have influence on independence of the auditor on the issuer, and measures are indicated that have been taken by the issuer and the auditor to reduce the influence of the said factors: *there are no factors that may have influence on independence of the auditor on the issuer.*

Issuer's auditor selection procedure:

The auditor is selected at the Annual General Meeting Of The Shareholders

The use of a tender procedure related to the selection of the auditor, and its basic conditions: *no tender is provided for the selection*

Procedure of proposing a candidate to the position of the auditor for approval by the meeting of the shareholders (participants), including the management body taking the respective decision:

Nominations for the Auditor are made by the Issuer's shareholders in compliance with the Federal Law on Joint-Stock Companies (No. 208-FZ) of December 26, 1995. The nominations are considered by the Board of Directors and presented to the annual General Meeting of Shareholders, which is to approve the Auditor (as per paragraph 12.2.12 of the Issuer's Articles of Association). (The shareholder(s) holding in the aggregate at least 2 per cent of the Company's voting shares, and/or the Company's Board of Directors, also in case of absence of a respective proposal from the shareholders, are entitled to include issues in the agenda of the annual general meeting of the shareholders and to propose candidatures of auditors; in 2004 the candidature of the auditor was proposed by the Board of Directors and approved by the Annual General Meeting of the Shareholders)

Information on the work performed by the auditor in the framework of special auditor assignments:

No such work has been done in the year under report

Information on any essential interests connecting the auditor (auditor's officials) with the issuer (issuer's officials): *there are no essential interests connecting the auditor (auditor's officials) with the issuer (issuer's officials)*

Share of the auditors (auditor's officials) participation in the authorized capital of the issuer: *none*

Granting of borrowed funds by the issuer to the auditor (auditors officials): *no borrowed funds have been granted*

Any close business relations (participation in issuer's products (services) promotion, participation in joint business, etc.) or kinship: **none**

Data on issuer's officials who are at the same time auditors officials: **no such parties**

Procedure of determining the auditors remuneration amount: **The amount of the auditor's remuneration is based on a number of facts, including the time actually spent by the auditor to provide the services under the agreement, the complexity and value of the services provided and the hourly rates corresponding to the positions of specialists engaged. The terms of the contract made with the auditor, including the determination of his remuneration are approved by the Board of Directors of the Company (in compliance with article 13, clause 13.4.17 of the Articles of Association of the Issuer).**

Any postpones or outstanding payments for services provided by the auditor: **none**

1.4. Data on the Issuer's Appraiser

Appraiser(s) employed by the issuer for:
determining the market value of issuer's fixed assets or real estate, for which the issuer carried out re-valuation as recorded in other sections of the quarterly report.

Full name: **RosExpert Consulting and Analytical Centre LLC**

Abbreviated name: **RosExpert LLC**

Place of business: **no data**

Telephone: **(8172) 72-49-16**

Fax: **none**

e-mail: **none**

License for valuation:

A.V. Shepelin - Certificate No. 4361 of 4th July 1997 issued by the Appraisal Academy RAA, Moscow.

M.B.Zhiromsky - Certificate No. N-680 of 7th October 1998 issued by MIPK REA named after G.V. Plekhanov.

Information on valuation services provided by the appraiser: **determining the market value of fixed assets**

Full name: **Lair Expert Examination Centre**

Abbreviated name: **Lair LLC**

Place of business: **40, ul. Furshtatskaya, St. Petersburg**

Telephone: **(812) 552-9366**

Fax: **none**

e-mail: **none**

No. of license for valuation: **№00004**

Date of issue: **06.08.2001**

Period: **till 06.08.2004**

Authority issuing the license: **Ministry of Privity of RF**

Information on valuation services provided by the appraiser: **determining the market value of fixed assets**

Full name: **MKD Partner Closed Joint-Stock Company**

Abbreviated name: **MKD Partner CJSC**

Place of business: **2, pl. Truda, St. Petersburg, 190000, Russia**

Telephone: **(812)311-48-10, (812)311 48 55**

Fax: **(812) 311- 48 -33**

e-mail: **office@mcdhld.spb.ru**

No. of license for valuation: **there are no data on the license, the appraisal was carried out by independent appraiser A.V. Selishchev, Certificate No. 11Zh-02788, Certificate No. MOT-277**

Date of issue: **issued on 20.12.99, issued on 29.06.96**

Period: **no data**

Authority issuing the license: **The Russian Society of Appraisers**

Information on valuation services provided by the appraiser: **Determining the market value of fixed assets**

1.5. Data on the Issuer's Consultants

Full name: *AVK Investment Company Closed Joint-Stock Company*

Abbreviated name: *IC ABK CJSC*

Place of business: *1, pavilion Uritskogo, Pushkin, Saint-Petersburg, Russia*

Telephone: *(812) 230-7733*

Fax: *(812) 237-0650*

Address of the Internet page used by the financial consultant to provide information on the issuer:

<http://www.avk.ru/siteDatabase.nsf/0/4B815029D15C97FFC3256DB90038ED3F>

No. of the license of a professional participant of the securities market for dealership: *178-03343-101000*

Date of issue: *29.11.2000*

Period: *without fixed period*

Authority issuing the license: *Federal Commission for Securities Market of Russia*

No. of the license of a professional participant of the securities market for brokerage: *178-03255-100000*

Date of issue: *29.11.2000*

Period: *without fixed period*

Authority issuing the license: *Federal Commission for Securities Market of Russia*

Services provided by the consultant:

1. Consulting services related to the OJSC NWT bond issue on the basis of Agreement No. 30-OF "Provision of Consulting Services" dated 24.04.2003 and terminating with the registration of the Report on the results of the issue of Series 02 interest-bearing documentary non-convertible bonds, payable to bearer and subject to mandatory centralized deposit (November 14, 2003).

2. Under Agreement No. 50-OF/2004 of 25.07.2004 for provision of consulting services between OJSC North-West Telecom and CJSC IC AVK:

- a) Preparation of the texts of Prospectuses for the shares to be registered by the authorized registering authority;*
- b) Consulting of the Customer in matters related to resolutions to be passed by its authorized bodies as necessary to prepare and approve the Prospectuses for the shares in compliance with the requirements of Russian laws and regulations of the authorized registering authority;*
- c) Signing of the Prospectuses as approved by the Customer prior to submitting to the authorized registering authority;*
- d) Consulting of the Customer in preparing a set of documents for registration of the Prospectuses by the authorized registering authority;*
- e) On the basis of a power of attorney to be issued by the Customer, interact with the authorized registering authority during the review of documents submitted for State registration of the Customer's securities Prospectuses, inasmuch as such interaction is permitted by the law and by regulations of the authorized registering authority;*
- f) Discussions with the Customer's Auditor during the preparation of the Prospectuses of the shares.*

No agreement of Information Disclosure Monitoring between OJSC NWT and IC AVK CJSC was made as of the end of the period under report.

1.6. Data on Other Parties Who Have Signed the Quarterly Report

Data on the Issuer's Chief Accountant:

Maya Mikhaylovna Semchenko

Year of birth: *1967*

Telephone: *(812) 119-9134*

Fax: *(812) 312-9453*

II. Key Information on the Financial and Economic Position of the Issuer

2.1. Indices of Issuer's Financial and Economic Operation

Index	1 st quarter 2004	2 nd quarter 2004	3 rd quarter 2004
<i>Value of Issuer's net assets, thousand roubles</i>	12,155,464	12,305,767	12,431,496
<i>Ratio of the borrowed funds and the capital and reserves, %</i>	48.73	49.83	56.47
<i>Ratio of the short-term liabilities and the capital and reserves, %</i>	29.72	27.24	33.49
<i>Cover of debt service payments, roubles</i>	98.21	143.88	169.99
<i>Outstanding debt level, %</i>	5.94	6.25	3.88
<i>Net assets turnover rate, times</i>	1.22	1.19	1.10
<i>Turnover rate of accounts payable, times</i>	4.97	5.41	4.85
<i>Turnover rate of accounts receivable, times</i>	9.46	9.81	10.64
<i>Share of profit tax in profit before taxes, %</i>	25.28	28.42	30.81

Net assets mean the value of all assets of the company after deduction of all liabilities from their total amount. The difference between the net assets and the authorized capital is the initial index of the stability of the enterprises financial position.

Net assets mean the value of all assets of the company after deduction of all liabilities from their total amount. The difference between the net assets and the authorized capital is the initial index of the stability of the enterprises financial position. Over the first three quarters of this year, the Company's net assets significantly exceeded the size of the authorized capital (as of 01.10.2004, this ratio was – 13.3). In the first 9 months of 2004, the net asset growth was 8.4%. The positive dynamics of this index shows the increase of the stability of the Company's financial position.

The attracted funds-to-capital and reserves ratio (leverage ratio) shows the borrowed funds amount per 1 rouble of the company's equity capital. The borrowed funds portion in the Company's liabilities structure slightly increased in the 3rd quarter of 2004 to make 56.5% of the equity capital.

The percentage of the outstanding debt as of 01.10.2004 was -3.9% of the total debt of the company. The main bulk of the overdue debt is the debt to Vnesheconombank acting as a credit agent of the RF Ministry of Finance, which granted the Company long-term funding in 1995-1996 to be used for buying telecommunication equipment from foreign suppliers.

The net asset turnover indicator had a negative trend over the first 3 quarters of 2004. For example, 1 rouble of net assets gained the Company 1.22 roubles of proceeds in the 1st quarter of 2004, 1.19 roubles in the 2nd quarter, and 1.1 roubles in the 3rd quarter.

The accounts payable turnover rate was 4.9 times a year in the period under analysis, i.e. the average accounts payable repayment time was 75 days in the first 9 months of 2004.

The accounts receivable turnover rate was growing form the beginning of the year, i.e. the average accounts receivable repayment time was shortening (34 days as of 01.10.2004). Such positive trend indicates the efficiency of the Company's dealing with its debtors. In addition, a shorter accounts receivable repayment period reduces the need for own circulating assets.

An analysis of the behavior of the above indicators confirms the stability of the Company's sufficient financial standing, its solvency, and low credit risk.

2.2. Issuer's Market Capitalization

Issuer's market capitalization as of 31.12.1999:

The Issuer's market capitalization valuation method recommended by the RF Federal Securities Board and based on the calculation of the shares' weighted average price cannot be applied (in the RTS trading system, less than 10 transactions were made with the Issuer's common and preferred shares in the last 3 months of 1999).

Issuer's market capitalization of common stock: *126,155,304 US dollars*

Market capitalization of preferred stock: *6,734,880 US dollars*

Description of the method for determining the market capitalization:

The information on the Issuer's capitalization is presented in accordance with the data of the archive of the Issuer's securities trading results in the RTS trading system (hereafter "the Trading Archive"). The Issuer's capitalization specified in the Trading Archive is calculated using the price found by the RTS Index calculation method (RTSI) effective as of the data submission date.

Issuer's market capitalization as of 31.12.2000:

The Issuer's market capitalization valuation method recommended by the RF Federal Securities Board and based on the calculation of the shares' weighted average price cannot be applied (in the RTS trading system, less than 10 transactions were made with the Issuer's common and preferred shares in the last 3 months of 2000).

Issuer's market capitalization of common stock: *124,243,860 US dollars (as of 29.12.2000)*

Market capitalization of preferred stock: *12,627,900 US dollars (as of 29.12.2000)*

Description of the method for determining the market capitalization:

The information on the Issuer's capitalization is presented in accordance with the data of the archive of the Issuer's securities trading results in the RTS trading system (hereafter "the Trading Archive"). The Issuer's capitalization specified in the Trading Archive is calculated using the price found by the RTS Index calculation method (RTSI) effective as of the data submission date.

Issuer's market capitalization as of 31.12.2001:

Issuer's market capitalization calculated for common stock as of 31.12.2001 – *184,331,377 US dollars.*

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of common shares and the weighted average price of one common share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last three months of 2001 (in December 2001, less than 10 transactions were made with the Issuer's common shares were made via the trading administrator on the securities market).

Issuer's market capitalization calculated for preferred stock as of 31.12.2001 – *20,852,267 US dollars.*

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of preferred shares and the weighted average price of one preferred share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last month of the year 2001.

Issuer's market capitalization as of 31.12.2002:

Issuer's market capitalization calculated for common stock as of 31.12.2002 – *175,229,761 US dollars.*

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of common shares and the weighted average price of one common share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last three months of 2002 (in December 2002, less than 10 transactions were made with the Issuer's common shares were made via the trading administrator on the securities market).

Issuer's market capitalization calculated for preferred stock as of 31.12.2002 – *21,885,668 US dollars.*

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of preferred shares and the weighted average price of one preferred share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last three months of 2002 (in December 2002, less than 10 transactions were made with the Issuer's preferred shares were made via the trading administrator on the securities market).

Issuer's market capitalization as of 31.12.2003:

The Issuer's market capitalization valuation method based on the calculation of the shares' weighted average price cannot be applied (in the RTS trading system, less than 10 transactions were made with the Issuer's common and preferred shares in the last 3 months of the year 2003).

Issuer's market capitalization of common stock: **290,687,303 US dollars**

Market capitalization of preferred stock: **61,616,950 US dollars**

Description of the method for determining the market capitalization:

The information on the Issuer's capitalization is presented in accordance with the data of the archive of the Issuer's securities trading results in the RTS trading system (hereafter "the Trading Archive"). The Issuer's capitalization specified in the Trading Archive is calculated using the price found by the RTS Index calculation method (RTSI) effective as of the data submission date.

Issuer's market capitalization as of 30.06.2004:

Issuer's market capitalization calculated for common stock as of 30.06.2004:

426,434,593 US dollars

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of common shares and the weighted average price of one common share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last 3 months of the 1st half of the year 2004 (in April - June 2004).

Issuer's market capitalization calculated for preferred stock as of 30.06.2004: **82,831,363 US dollars**

Description of the method for determining the market capitalization:

The Issuer's market capitalization is calculated by the method recommended by the RF Federal Securities Board as the product of the number of preferred shares and the weighted average price of one preferred share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in the last 3 months of the 1st half of the year 2004 (in April - June 2004).

Issuer's market capitalization as of 30.09.2004:

The Issuer's market capitalization valuation method based on the calculation of the shares' weighted average price cannot be applied (no information was available as of the end of the quarter under report on the weighted average price of one common share and one preferred share of the Issuer calculated for 10 largest transactions made via the trading administrator on the securities market (RTS Stock Exchange Non-commercial Partnership) in September 2004 and in July-September 2004).

Issuer's market capitalization calculated for common stock as of 30.09.2004 – **368,694,528 US dollars.**

Issuer's market capitalization calculated for preferred stock as of 30.09.2004 – **71,701,928 US dollars.**

Description of the method for determining the Issuer's market capitalization:

The information on the Issuer's capitalization is presented in accordance with the data of the archive of the Issuer's securities trading results in the RTS trading system (hereafter "the Trading Archive"). The Issuer's capitalization specified in the Trading Archive is calculated using the price found by the RTS Index calculation method (RTSI) effective as of the data submission date.

2.3. Issuer's Liabilities

2.3.1. Accounts Payable

Name of accounts payable	Code of the Balance sheet line (Form No.1)		Period in which the payment arises					
			Less than 30 days	from 31 to 60 days	from 61 to 90 days	from 91 to 180 days	from 181 days to 1 year	more than 1 year
Short-term and long-term liabilities, total, roubles		6,980,531,114	2,937,845,423	316,791,901	331,951,403	347,199,780	206,092,311	2,840,650,297
Accounts payable, total, roubles (except for the overdue accounts payable)	620	2,178,440,648	2,067,999,430	33,883,677	23,284,279	32,933,642	20,339,621	0
including:								
those to suppliers and contractors, roubles		1,032,964,204	1,032,964,204					
notes payable, roubles		0	0	0	0	0	0	0
those to affiliated parties, roubles		90,333,325	88,456,304	0	0	6,873	1,870,148	0

those on wages, roubles	623	119,740,449	119,243,636	496,813	0	0	0	0
indebtedness to budget and the state out-of-the-budget funds	624	371,182,949	371,182,949	0	0	0	0	0
other accounts payable, roubles		564,219,721	456,152,337	33,386,864	23,284,279	32,926,769	18,469,473	
Credits, total, roubles (except for the overdue accounts payable)	511 + 611	733,563,573	5,174,723	90,000,000	300,232,377	193,156,473	145,000,000	0
Loans, total, roubles (except for the overdue accounts payable)	512 + 612	2,167,694,329	432,198,035	172,581,228	2,529,834	14,603,076	25,446,371	1,520,335,785
including:								
Bond loans, roubles		1,549,605,000	49,605,000	0	0	0	0	1,500,000,000
Other liabilities, roubles	520 + 515 + 630 + 640 + 650 + 660	1,900,392,372	432,473,235	20,172,376	5,904,913	106,476,105	15,051,231	1,320,314,512
Overdue accounts payable, total, roubles	620	440,192	0	154,620	0	30,484	255,088	
including those to budget and the out-of-the-budget funds, roubles	624	0	0	0	0	0	0	0
Overdue indebtedness under credits, roubles		0	0	0	0	0	0	0
Overdue indebtedness under loans, roubles		0	0	0	0	0	0	0
TOTAL								

Explanation of the overdue accounts payable

	Line of form No.1 (of the Balance sheet)	Current amount of accounts payable as of the date under report (data is entered with a "-" sign)	Including the overdue accounts payable, roubles, as of the date under report (data is entered with a "-" sign)		Explanation of the accounts payable (the term of payment), (for advances received – the period of the provision of services), roubles (data is entered with a "-" sign)					
			Less than 3 months, roubles	More than 3 months, roubles	Less than 30 days	from 30 to 60 days	from 60 to 90 days	from 90 to 180 days	from 180 to 360 days	More than 1 year
Short-term accounts payable in the context of the accounts by listed groups:	620	-2,178,880,751	-154,620	-285,572	-1,680,891,994	-94,705,415	-84,651,309	-118,562,460	-199,146,019	-923,553
1. short-term indebtedness to suppliers and contractors TOTAL	621	-1,123,737,721	-154,620	-9,952	-641,614,877	-85,326,948	-83,227,699	-115,917,809	-197,650,300	-87
2. advances received, TOTAL	622	-282,778,138		0	-274,612,640	-7,698,845	-110,288	-205,442	-145,419	-5,504
3. wage arrears, TOTAL	623	-119,740,449		0	-119,740,449	0	0	0	0	0
4. indebtedness to state out-of-the-budget funds, TOTAL	624	-56,369,873		0	-56,368,998	-875	0	0	0	0
5. debt in respect of taxes and fees, TOTAL	625	-314,813,076		0	-310,341,817	-657,879	-732,500	-1,790,600	-519,436	-770,844
6. other creditors, TOTAL	626	-281,441,494		-275,620	-278,213,213	-1,020,868	-580,822	-648,609	-830,864	-147,118

2.3.2. Issuer's Crediting History

For the period in question the Company had not any agreements of credit or any agreements of loan, the amount of principal debt under which was 10 or more per cent of the value of net assets of the Company as of the date of the last completed reporting quarter preceding the making of the respective agreement (starting from 1999).

2.3.3. Issuer's Liabilities of Security Granted to Third Parties

No.	Type of collateral	Branch	Supplier / Holder of pledge	Contract	Assessed value of the collateral (burdening), roubles	Type of collateral
1	Surety	General Directorate	Savings Bank of Russia	No. P-9143 of 23.10.2002	154,041,471.00	Surety under the credit agreement between RTK-Leasing and the Savings bank of Russia

2	Surety	General Directorate	Savings Bank of Russia	No. P-9176 of 01.10.2003	568,455,732.00	Surety under the credit agreement between RTK-Leasing and the Savings bank of Russia
3	Surety	Electrosvyaz of Vologda Oblast	Promenergobank	Contracts of crediting of the Company's employees	108,520.00	Surety under credit agreements
4	Surety	Novgorodtelecom	Savings Bank of Russia	Contracts of crediting of the Company's employees	490,879.04	Surety under credit agreements
5	Pledge	General Directorate	North-West Bank of the Savings Bank of Russia	110704-z of 10.08.2004	95,295,600.20	Pledge of telecommunication equipment
6	Pledge	General Directorate	North-West Bank of the Savings Bank of Russia	110804-z of 17.08.2004	219,281,833.64	Pledge of telecommunication equipment
7	Pledge	General Directorate	North-West Bank of the Savings Bank of Russia	110904-z of 24.08.2004	229,981,410.94	Pledge of telecommunication equipment
8	Pledge	General Directorate	JSCB Avtobank-NIKOIL OJSC	083/04-R-RK of 17.09.2004	94,097,935.23	Pledge of telecommunication equipment
9	Pledge	Electrosvyaz of the Republic of Karelia	Siemens	Pledge under the contract of supply	104,457,639.41	Telecommunication equipment
10	Pledge	Electrosvyaz of Kaliningrad Oblast	Bank of Foreign Trade	Contract of pledge No.1 of 03.12.2002	11,605,802.00	to the contract of bank guarantee No.14-P of 03.12/2002. Equipment of Alcatel under the contract No. ZRV/B56/007/02
Collaterals, total:				X	723,096,602.04	X
Pledges, total:				X	754,720,221.42	X
TOTAL:				X	1,477,816,823.46	X

As of the report date, the Company had no liabilities as to security provided to third parties, in particular in the form of surety or guaranty, in excess of 5% of the assets book value.

2.3.4. Other Liabilities of the Issuer

As of the report date, the Company has no agreements, including futures contracts not recorded in its balance sheet, that may affect its financial standing, liquidity, funding sources and terms of their use, business results, and expenses.

2.4. Goals of the Issue and Areas of Using the Funds Received as a Result of Floating the Issued Securities

Indicate the goals of the issue and areas of using the funds received as a result of floating the issued securities:

- Series 01 and 02 bonds issue. The funds obtained from floating the series 01 and 02 bonds are used for development of OJSC North-West Telecoms investment programmes, as well as for restructuring the rouble and currency debt of the Company in order to reduce its service costs.*
- Conversion of registered common shares of the affiliated company, i.e. OJSC Lensvyaz, into additional registered common shares of the Issuer. Conversion of registered common shares of the affiliated company, i.e. OJSC Svyaz of Komi, into additional registered common shares of the Issuer. No funds are borrowed.*

2.5. Risks Related to Acquisition of Floated Issued Securities (to be Floated)

2.5.1. Industry Risks:

The competition level is rapidly growing on the Russian telecommunication services market. The market positions of fixed telephone communication services are seen to be weakening in favor of the growing mobile communication services market. One of the main uncertainty factors on the telecommunication services market is the tariff reform, the nature and dates of which remain unclear.

On July 7, 2003, the Federal Law on Communication was passed. The law creates prerequisites for development of a competitive market in the industry, and greater transparency in the communication operators' business. At the same time, there is uncertainty as to the impacts of the new law on the Issuer's business.

State regulation of the telecommunication industry brings risks and uncertainty common for all interregional companies into the Issuer's business. They are related to tariff revision and restricted cross-subsidizing.

The Issuer's market standing may be aggravated by the following economic factors:

- the rouble devaluation rate exceeding the tariff growth rate, which would result in significant increase of negative exchange rate margins and more expensive currency debt service;*
- higher competition in the mobile communication sector by Russian and foreign communication operators, and expansion of competing formats operators to the mobile communication market;*
- higher charge rates of OJSC Rostelecom as the major long-distance and international communication operator providing the Issuer's access to the national network and international communication channels;*
 - economic risks typical for the Russian Federation in general, including the level of macroeconomic instability in the country, predictable revisions of legislation resulting in lower earnings of the Issuer or in a stricter taxation procedure for income on securities.*

In case of unfavourable development of the situation in the region, the Issuer plans to:

- optimize the structure of production expenses;*
- reduce enterprises expenses, including reduction and revision of Issuers investment policy;*
- change the structure of provided services for the purpose of maximizing the income of the enterprise.*

Risks related to possible variation of prices for raw materials and services used by the Issuer in its business (separately for the domestic and international market):

OJSC NWT's principal activity is that of communication operator, and as such, the Issuer does not export goods, work, or services. The portion of imported equipment is insignificant and does not affect the Issuer's business. Therefore, the risks related to possible variation of prices for raw materials and services used by the Issuer in its business are described for the home market only.

One of the possible risks are higher charge rates of OJSC Rostelecom as the major long-distance and international communication operator providing the Issuer's access to the national network and international communication channels.

Impact of the above risks on the Issuer's business and fulfillment of its securities-related obligations:

Higher charge rates of OJSC Rostelecom would result in higher costs, and accordingly lower earnings of the Issuer, which may adversely affect the Issuer's fulfillment of its obligations in respect of securities.

Risks related to possible variation of prices for the Issuer's products or services (separately for the domestic and international market):

One of the main uncertainty factors on the telecommunication services market is the tariff reform, the nature and dates of which remain unclear.

State regulation of the telecommunication industry brings risks and uncertainty common for all interregional companies into the Issuer's business. They are related to tariff revision and restricted cross-subsidizing. There is a certain risk of slower local communication tariff growth in 2004.

According to the active laws, the rates for services of operators recognized as natural monopolists are subject to regulation by the RF antitrust authorities. According to the law, interregional communication operators are natural monopolists, and their business is subject to regulation by antitrust authorities.

Any change in the rates charged by natural monopolist operators requires approval by the RF antitrust authorities, and may therefore lag behind the variations of the actual economic situation and of the operator's costs. Therefore, the natural monopolists see the risk of delayed tariff updating, which impairs their competitiveness and may adversely affect their business profitability.

According to the new law "On communication", universal communication services are guaranteed in

the RF. A universal communication service shall be provided by a universal service operator to be named in a bidding. Where no applicants are available, an operator having a material standing in the territory may be appointed as such operator. Currently, an interregional company is the only communication operator of such level over most of the RF. Therefore, it will be assigned the "universal service operator" functions. In this case, the operator may not deny the duties assigned thereto. The "universal service" mechanism is intended to be introduced in the RF in 2005.

Provision of a universal service implies provision of a minimum scope of telecommunication services in all communities, and will require sizeable investments from the operator. The law "On communication" defines the mechanism ensuring recovery of losses to a universal service operator. However, such mechanism has not been developed so far. There is a risk for future universal service operators of delayed and incomplete refunding of their losses, which would entail growing accounts receivable and lower profitability of the operator's business. When the universal communication service is introduced, all active communication operators in the RF will have to make regular deductions to the universal service reserve. However, the industrial regulatory documents do not describe the mechanism of calculation and revision of the size of such deductions, which means a risk for communication operators. The deductions to the reserve will entail a risk of lower profitability of the operator's business.

Impact of the above risks on the Issuer's business and fulfillment of its securities-related obligations:

The above risks may result in deficient earnings by the Issuer, which will adversely affect its paying capacity.

An important line of the industry's development in the years to come is radical improvement of the tariff policies of telecommunication companies by bringing the communication service charge rates to the level of economically feasible costs, and by minimizing the limits of communication service cross-subsidizing. In particular, the communication service pricing reform implies higher rates for local telephone communication and avoidance of local communication service subsidizing at the expense of long-distance communication.

2.5.2. Country Risks and Regional Risks

The Russian market of telecommunication services is becoming very competitive. Although the traditional wire service market is generally divided between the regional operators, each being the absolute monopolist in provision of such services in its region, competition is getting stronger due to a larger proportion of new communication services, and aggressive activity of their providers.

As to the main factors of political risk emergence, the following risks may be emphasized:

- *imperfect legislative base to regulate economic relations;*
- *poor efficiency of the judicial system;*
- *unstable power in the Russian Federation's subject territories.*

A deterioration of the economic situation in the North-Western region may take place in case of material changes in the economic situation in Russia, including drastic changes in the exchange rate of the national currency, which may entail a reduction of the number of industrial enterprises operating in the region, a growth of unemployment and a slowdown of the population's solvent demand. Such developments would result in a reduction of the volume growth of communication services provided by the Issuer in the territory of the region and a growth impairment of the income base.

Among other risk factors that may affect the Issuer's business are:

- *a not too long, by this day, period of existence of the united company, which means that the Issuer may face risks and problems not evident as of this writing;*
- *uncertainty in setting the charge rates by MAP and their effect on the Company's business.*

There are no risks related to any geographic features of the region, such as higher danger of natural disaster, or possible break of transport communication due to remoteness or poor accessibility.

There are no risks related to possible hostilities, declaration of a state of emergency, or strikes, as the Issuer pursues its business in a region that is stable economically and socially, and is far from places of predictable hostilities or confrontations.

2.5.3. Financial Risks

The Issuer, like any other entity, is subject to influence of the following financial risks:

- *currency risks;*
- *market risks;*
- *liquidity risks.*

Currency risks:

In the recent years, gradual decrease of the rouble-to-dollar exchange rate has been noticed in Russia. The capability of the Government and of the Central Bank of Russia to support a stable rouble exchange rate will depend on many political and economic factors. These factors include the capability of funding the budget deficit without resorting to issuing banknotes, control of the inflation level and maintaining sufficient foreign currency reserves to support the rouble exchange rate.

A large part of the Issuer's leasing contracts and credits is nominated in US Dollars and Euros. As a result of the reduction of the rouble exchange rate as compared to other currencies, the Issuer may increase expenses for debt service and for pays under leasing contracts.

Starting from the year 2003, the Issuer maintains a steady policy of reduction of the currency segment in the total liabilities amount. For instance, the foreign currency segment in the total liabilities amount reduced over the year 2003 from 40.1% as of the beginning of the year to 23.9% as of the end of the year. In the 1st half of 2004, the currency component in the overall liabilities reduced to 17.5%.

Also, in case of a material devaluation of the rouble (such as by 30-45%), even a corresponding increase of tariffs may be insufficient to offset the drop of the physical service scope caused by the drop in the population's purchasing capacity.

In such a case, OJSC NWT is planning to take the following measures:

- optimize costs, including measures to limit expenses for wages;*
- revise the investment programme;*
- take measures to increase the turnover of the accounts receivable.*

Changes in interest rates:

Changes in the monetary and credit policy in the country may result in aggravated inflation, increased interest rates for attracted credits used by the Issuer and, respectively, increased expenses of the Issuer;

Presumable actions of the Issuer in case of an adverse effect of a change in the exchange rate and in the Issuer business interest rates:

In case of an adverse effect of a change in the exchange rate and in the Issuer business interest rates, the Issuer presumes to take the following actions:

- optimize costs;*
- revise the investment programme;*
- take measures to increase the turnover of the accounts receivable.*

Inflation:

According to the RF Government official forecast for Russia's social and economic development, the inflation rate will be:

in 2004 - 10%

in 2005 - 8%

in 2006 - 6%

From the point of view of the Issuer's financial results, the effect of the inflation factor is polyvalent. Lower inflation rates given a continuing economic growth will promote further growth of real earnings of the population and the corporate sector, thus increasing consumption of communication services. On the contrary, higher price rise rates may result both in lower consumption of communication services and in the Issuer's higher costs (for example, due to a fuel price rise) and higher borrowed funds cost, causing a decrease in profitability indices. Therefore, in case of the inflation rates materially exceeding the RF Government forecasts, i.e. for inflation rates increasing to 25-30% a year, the Issuer intends to take actions to restrict the cost increase, to cut down the accounts receivable, and to reduce their average periods.

The Issuer believes that the critical inflation rate is within 30% to 40% a year.

Presumable actions of the Issuer to reduce the inflation-caused risk:

If inflation is rapidly growing, the Issuer intends to give special attention to higher turnover rates of current assets, primarily by cutting down the inventory in stock, and to modify the existing contractual relations with the users to reduce the buyers' accounts receivable.

The main inflation-related risk of the Issuer is an increase in the prime cost in respect of material and fuel resources, which is far ahead of the change in the rates for communication services.

In case of inflation growth, the issuer is planning to take measures to limit the growth of expenses and to pay special attention to increasing the turnover of circulating assets, including a change in the existing contractual relations with the consumers for the purpose of reducing the accounts receivable of buyers.

Liquidity risks.

The above risks generate a liquidity risk. The Issuer's inability to timely meet its liabilities due to lack of cash increases the probability of a loss. A consequence of such risk event may be penalties, fines, damage to the Issuer's business reputation etc.

In the Issuer's opinion, the key financial indicators of the Issuer, i.e. profit and service prime cost, are the most affected by the financial risks as listed above. The financial risks' effect on the proceeds level is minimum. The Issuer estimates the probability of occurrence of the above-described financial risks (sudden change of exchange rates, inflation, or interest rate growth) as low for the next few years.

2.5.4. Legal Risks

Risks related to changes in currency regulation:

The Issuer estimates the risks related to changes in currency regulation as minimum. Due to the ongoing currency regulation liberalization policy, the risks related to changes in the currency laws are decreasing.

Risks related to changes in the currency regulation:

OJSC NWT considers as one of the risks related to the change in the active law the fact that starting from 1st January 2004, Chapter 30 "Tax on Property of Organizations" of the Tax Code of the Russian Federation has taken effect, canceling the property tax privilege that was earlier applied by the Issuer – exemption from paying the property tax on the balance value of communication lines.

According to Ruling No. 169-O of the Russian Federation Constitution Court dated April 8, 2004 and published in 2004, the Issuer shall bear the risks of this Ruling entailing re-scheduling of the incoming VAT set-off as applied to transactions funded with borrowed funds. Practical implementation of this Ruling by tax authorities may adversely affect the Company's financial standing, and lead to re-classification of incoming VAT amounts currently recorded as current assets. As of the date of this reporting, the Company management cannot predict the effect of this event on the Company's business.

Risks related to changes in the customs inspection rules and customs duties:

The new Customs Code of the Russian Federation adopted by Federal Law No. 61-FZ of 28.05.2003 became effective on January 1, 2004.

The Customs Code of the Russian Federation approved by the RF Supreme Soviet under No. 5221-I of 18.06.1993 remains valid as applied to article 110 (clauses 6 and 8), and articles 114 and 116, as well as article 119 (as regards customs duties), which will remain valid until December 31, 2004.

Letter No. 14-10/7236 of the Russian Federation State Customs Committee "On the Coming into Effect of Regulatory Acts of the RF SCC Issued to Implement the Customs Code of the Russian Federation" dated 27.02.2004 lists the RF SCC regulatory acts becoming effective in particular in the 1st quarter of the year 2004 to implement the new Customs Code of the Russian Federation. The Letter also notes that until the effective date of these RF SCC regulatory acts issued to implement the new version Customs Code of the Russian Federation, regulatory and other documents of the RF SCC issued before 31.12.2003 will be applicable where they do not contradict the new version of the Customs Code of the Russian Federation.

Among the regulatory lists that have become effective, the Letter mentions the joint RF SCC and RF Central Bank Regulation No. 01-100/1/234-P of 22.12.2003 titled "On Application of the Bank of Russia and RF SCC Instruction No. 86-I and No. 01-23/26541 "On Currency Inspection Procedure for Receipts from Commodity Export Received in the Russian Federation" dated 13.10.1999, and of the Bank of Russia and RF SCC Instruction No. 91-I and No. 01-11/28644 "On Currency Inspection Procedure Related to Justification of Payments for Imported Commodities by Residents" dated 04.10.2000". The Regulation became effective on 15.02.2004.

As a large part of the equipment purchased by the Issuer to provide communication services is made of components manufactured outside Russia, the change of the customs inspection rules and customs duties may imply certain risks for the Issuer related to higher costs of purchased fixed assets.

Effect of changed requirements for licensing of the Issuer's core business or for licensing of the rights to use facilities of restricted circulation (natural resources included): The new Federal Law "On communication" became effective on January 1, 2004. In compliance with this Law, the list of names of communication services to be entered in licenses, and the appropriate lists of licensing terms shall be set by the RF Government to be annually updated. This law extends the list of information to be submitted to the licensing authorities for obtaining a license.

To extend the term of validity of a license, the documents shall be submitted in the same scope as for

the initial license.

In compliance with Decree No. 314 of the President of the RF dated March 9, 2004 and with the RF Government Resolution No. 163 of 06.04.2004, communication business will be licensed by the Federal Communication Supervision Service.

These changes may cause additional costs of the licensee in pursuing communication business.

Judicial practice in matters related to the Issuer's activity (licensing matters included) that may adversely affect its business results and the results of ongoing lawsuits involving the Issuer:

The Issuer is not involved in lawsuits that might adversely affect its business, therefore changes of judicial practice in matters related to the Issuer's activity (licensing matters included) will not have an adverse effect on its business results.

2.5.5. Risks Related to Operation of the Issuer

Risks related to inability to extend the validity of the Issuer's license for a certain activity or for the use of facilities of restricted circulation (natural resources included):

The terms of issue of new licenses to communication operators, and of extension of existing licenses are determined by a federal executive authority, whose functions are currently performed by the RF Ministry of Information Technologies and Communication. The RF Ministry of Information Technologies and Communication is authorized to determine the method of licensing of individual kinds of services and for individual RF territories, either in a bidding or by the results of review of the communication operator's application. In compliance with Decree No. 314 of the President of the RF dated March 9, 2004 and with the RF Government Resolution No. 163 of 06.04.2004, communication business will be licensed by the Federal Communication Supervision Service. The period of OJSC NWT's licenses expires at different times in the range of the years 2004 - 2012 and can be prolonged after submitting an application to the Federal Communication Supervision Service. OJSC NWT has no guarantees that the licenses will be extended upon expiry of their term of validity, and that the liabilities will not be increased and/ or that the rights will not be reduced under extended licenses, which would involve higher costs, and possibly a restriction of the communication service zone. If the Issuer is unable to extend the existing licenses or to obtain updated licenses on conditions comparable to the current ones, it will have to reduce the scope of services provided, which will entail a decrease of the number of subscribers. On the other hand, the term of validity of the licenses for provision of communication services making the largest segment in the Company's earnings is four to nine years, which materially reduces the mid-term risk of uncertainty in license prolongation.

Risks related to possible liabilities of the Issuer for third parties' debts, including the Issuer's subsidiaries:

The Issuer will face a risk related to liabilities for third parties' debts in the following cases:

Non-fulfillment by OJSC RTK-Leasing of its obligations under credit agreements where the Issuer is the Warrantor to the Savings Bank of Russia (OJSC). The sum of liabilities under the guarantee agreements is 817.5 million roubles.

The Issuer estimates this risk to be minimum, considering that all the equipment purchased by OJSC RTK-Leasing with funds borrowed from the Savings Bank of Russia (OJSC) under credit agreements where the Issuer acts as the warrantor has been transferred to the Issuer under leasing contracts. The source of repayment of the credits from the RF Savings Bank for OJSC RTK-Leasing is the moneys received by OJSC RTK-Leasing from the Issuer as payments under the leasing contracts.

Risks related to ongoing lawsuits where the Issuer is a party:

The Issuer is not involved in any court proceedings that might adversely affect its business results.

Other risks related to possible liabilities of the Issuer for third parties' debts, including the Issuer's subsidiaries: none.

III. Detailed Information on the Issuer

3.1. The History of the Issuer's Foundation and Development

3.1.1. Data on the Issuer's Official Name (Name)

Full official name in Russian: *открытое акционерное общество «Северо-Западный Телеком»*

Full official name in English: *OJSC North-West Telecom*

Abbreviated official name in Russian: *ОАО «СЗТ»*

Abbreviated official name in English: *OJSC N.W. Telecom*

The current name was introduced on: *10.12.2001*

Grounds for the introduction of the current name: *the name has been introduced in compliance with the decision of the general meeting of the shareholders of 28.11.2001, Minutes No.1*

Previous names of the Issuer

Full official name: *Petersburg Telephone Network Open Joint-Stock Company*

Abbreviated official name: *PTN OJSC*

The name was introduced on: *16.05.1996*

Ground of introducing the name: *the name has been introduced in compliance with the decision of the general meeting of the shareholders of 18.04.96, Minutes No.1, in order to bring the name in line with the Civil Code of RF and the Federal Law On Joint-Stock Companies*

Full official name: *Petersburg Telephone Network Open Type Joint-Stock Company*

Abbreviated official name: *PTN OTJSC*

The name was introduced on: *06.05.1993*

Ground of introducing the name: *the name has been introduced as a result of re-organization of the state communication and information engineering enterprise The Leningrad City Telephone Network Awarded the Order of the Red Banner of Labour in compliance with the Decree of the President of the Russian Federation of 01.07.92 No. 721 "On Organizational Measures of Transforming State Enterprises and Voluntary Associations of State Enterprises into Stock Companies".*

The Issuer's trade name is not registered as a trade mark or a service mark.

3.1.2. Data on the State Registration of the Issuer

Date of the Issuer's state registration: *06.05.1993*

No. of the certificate of registration by the state (or any other document confirming the registration of the Issuer by the state): *2717*

Authority of state registration: *Registration Chamber of St. Petersburg Mayor's Office*

According to the data indicated in the certificate of making an entry in the Single State Register of Legal Entities on the legal entity registered before 1st July 2002:

Basic state registration No. of the legal entity: *1027809169849*

Date of registration: *17.07.2002*

Name of registering authority: *Inspectorate of the Ministry of Taxes and Fees of the Russian Federation for Tsentralny District of St. Petersburg*

3.1.3. Data on Issuer's Foundation and Development

Period of the issuer's existence from the date of its registration by the state: *11 years and 5 months*

Date, to which the issuer will exist: *the issuer was established for an unlimited period.*

HISTORY OF ISSUER'S FOUNDATION AND BUSINESS

Brief Description of the History of Issuer's Foundation and Business

The enterprise providing telephone communication for St. Petersburg - Petrograd - Leningrad - St. Petersburg was established in 1882 when the rights of arranging and operating telephone communications in St. Petersburg were granted to the international company Bell's Telephones.

In compliance with the Decree of the RF President No. 721 of July 1, 1992 On Organizational Measures for Transformation of State-Run Enterprises into Joint-Stock Companies, privatization of the State-Run Leningrad City Telephone Network (LGTS) started.

On July 14, 1992, on the basis of the Order for the LGTS, a privatization commission was formed. From July to September 1992 the foundation documents of the Company were prepared (Articles of Association, Privatization Plan, Property Evaluation Statement, etc.).

On April 8, 1993, Resolution No. 613-r of GKI (State Committee for Property) of RF On Privatization of LGTS was signed.

On May 6, 1993, the Registration Chamber of the St. Petersburg Mayor's Office issued the Certificate of Registration of the Open Type Joint-Stock Company Petersburg Telephone Network (OTJSC PTN), and on May 31, 1993, the Financial Board of the St. Petersburg Mayor's Office registered the issue of OTJSC PTN's stock.

In 1996 OTJSC PTN was transformed into OJSC PTN, and respective amendments were introduced to the Articles of Association.

On November 28, 2001, on the basis of a decision of an extraordinary General Meeting of the Shareholders, in the framework of re-organization in the form of affiliation of 8 telecommunication operators of the North-Western region with OJSC PTN, the latter was transformed into OJSC NWT, and then the respective amendments were introduced to the Articles of Association.

On 17th July 2002 OJSC NWT was re-registered by the Inspectorate of the Ministry of Taxes and Fees of the Russian Federation for Tsentralny District of St. Petersburg and received its basic registration No.: 1027809169849.

On 31st October 2002 the following companies providing telecommunication services in the territory of the North-Western Federal District were affiliated with OJSC NWT:

- Artelecom of Arkhangelsk Oblast Open Joint-Stock Company*
- Murmanelectrosvyaz Open Joint-Stock Company*
- Novgorodtelecom Open Joint-Stock Company*
- Electrosvyaz Open Joint-Stock Company of Pskov Oblast*
- Cherepovetselectrosvyaz Open Joint-Stock Company*
- Electrosvyaz of Vologda Oblast Open Joint-Stock Company*
- Electrosvyaz of Kaliningrad Oblast Open Joint-Stock Company*
- Electrosvyaz of the Republic of Karelia Open Joint-Stock Company.*

In the end of 2003 – beginning of 2004 the Cherepovetselectrosvyaz Branch of the Open Joint-Stock Company "North-West Telecom" was liquidated and annexed to the Electrosvyaz of Vologda Oblast Branch.

In 2004 the affiliation of Svyaz Open Joint-Stock Company of the Komi Republic and Lensvyaz Open Joint-Stock Company was fulfilled.

GOALS OF ESTABLISHING THE ISSUER

The main goal of incorporation of the Company is gaining profit.

Basic areas of business (as per clause 4.2 of the Issuer's Articles of Association):

- local and intra-zone telephone communication services;*
- provision of long-distance and international telephone communication services via payphones and call offices;*
 - cellular mobile communication services in the 450 MHz band;*
 - mobile radiotelephone communication services (trunking);*
 - mobile radio communication services of ALTAI type;*
 - personal radio paging services;*
 - personal radio paging services with VHF/FM channel multiplexing;*
 - services of leasing of data channels, TV program and audio broadcasting channels, local intrazonal channels and communication paths, and physical circuits for telecommunication signal transmission;*
 - telematic services (including e-mail, information resource access, facsimile message, information/inquiry, message handling, voice message, speech information transmission, audio conference, video conference, and Internet services);*
 - data transmission services;*
 - telephone communication services using technical facilities of an intelligent communication network;*
 - telegraph communication services (including the "Telegram" service and the AT/Telex network services);*
 - cable network telecasting;*
 - services of wired radio;*
 - TV broadcasting services using transmitting facilities;*
 - broadcasting services using transmitting facilities;*
 - local telephone communication services using radio access equipment;*
 - carrying out work related to the use of data considered a state secret;*
 - measures and/or services in the field of state secrets protection;*

- measures and/or services in the field of state secrets protection related to cryptographic device functioning;
 - measures and/or services in the field of state secrets protection related to engineering protection of information;
 - design of buildings and structures with special sections developed such as: construction management and investment efficiency;
 - expert assessment of front-end and design documents;
 - building and operation of trunk, zonal, and local telecommunication networks, and development, implementation, and operation of the telecommunication network to provide data transmission of different types (speech data transmission, facsimile, telegraph, and other transmission);
 - general construction and construction & assembly work for construction of buildings and structures of Criticality Class II;
 - installation of internal utility piping and equipment, and process equipment assembly, adjustment, and start-up;
 - functions of general contractor and principal/developer; process and construction engineering;
 - construction, major repair, rebuilding, expansion, and updating of communication facilities;
 - construction, major repair, rebuilding, expansion, and updating of civil buildings;
 - geodetic survey and mapping;
 - maintenance, repair, and sale of metering and cash register machines;
 - maintenance, repair, and sale of communication facilities;
 - installation, repair, and maintenance of security alarms;
 - recovery of networks and communication facilities after failures and damage;
 - priority provision of communication services and facilities for the purposes of defense, governmental control, security, and law enforcement;
 - actions to provide communication services in emergency situations;
 - implementation, in the established procedure, of mobilization plans for communication networks and emergency prevention and control actions;
 - leasing out property;
 - gas facilities operation;
 - organization of warranty and post-warranty servicing, maintenance and after-sale servicing, as well as repair of various technical facilities, including the most sophisticated ones;
 - testing, in particular for certification purposes. Metrology services;
 - design, development, and implementation of advanced technologies;
 - production and sales of components and spare parts for various systems, mechanisms and devices;
 - design, construction, renovation, restoration and operation of production and non-production buildings and facilities, including housing;
 - production of construction materials, parts and equipment, including structures of metal, concrete, wood and other materials;
 - procurement, processing and sale of wood, production of joinery and furniture;
 - design and development of software and dataware for automated systems of various applications;
 - production, processing, and sale of animal and vegetal products;
 - production and sale of consumer goods;
 - purchasing and intermediary trade business;
 - participation in establishment of stock, commodity, and other exchanges, and trading houses;
 - professional training and education of employees in and outside the RF;
 - creating a network of company shops in RF and abroad.
 - providing services in the field of:
 - management of leisure, hotel, and medical services;
 - cargo and passenger carriages by motor road, railway, by water and by other modes of transport;
 - consulting, marketing and engineering;
 - information business in compliance with active laws;
 - production of advertising facilities; advertising services.
 - sale and acquisition of patents, inventions and know-how's according to the procedure established by the law;
 - organization of and participation in fairs, auctions and trade exhibitions according to the procedure established by the law;
 - organization of cultural exchanges without currency payments.
- The Company may only pursue certain kinds of business (as listed by federal laws) on the basis of a special permit (license).

ISSUER'S MISSION

Assisting society development through enabling freedom of communications and access to information

3.1.4. Contact Information

Place of issuer's business: *St. Petersburg, Russia*

Issuer's mailing address: *14/26 ul. Gorokhovaya (26 ul. Bolshaya Morskaya) St. Petersburg, 191186*

Telephone: *(812) 119-9235*

Fax: *(812) 110-6277*

e-mail: office@nwtelecom.ru

URL of the page in the Internet with information on the Issuer and on securities issued and/or to be issued by it: <http://www.nwtelecom.ru/>

Location of the special division of the issuer for work with shareholders and investors of the issuer:

14/26 ul. Gorokhovaya (26 ul. Bolshaya Morskaya) St. Petersburg, 191186, Russia

Telephone: *(812) 119-9231*

Fax: *(812) 325-8323*

e-mail: ysmyslov@ptn.ru

3.1.5. Taxpayer Identification Number

7808020593

3.1.6. Issuer's Branches and Representative Offices

Name: *Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *45, Troitsky prospekt, Arkhangelsk, 163061, Russia*

Manager: *Vladimir Ivanovich Belokaminskiy*

Period of power of attorney: *31.12.2004*

Name: *Murmanelectrosvyaz Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *82-a, ul. Lenina, Murmansk, Russia, 183038*

Manager: *Vitaly Stanislavovich Vitman*

Period of power of attorney: *31.12.2004*

Name: *Novgorodtelecom Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *2, ul. Lyudogoshcha, Veliky Novgorod, Russia, 173001*

Manager: *Nikolay Pavlovich Emelyanov*

Period of power of attorney: *31.12.2004*

Name: *Petersburg Telephone Network Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *18.12.2001*

Place of business: *24, ul. Bolshaya Morskaya, St. Petersburg, Russia, 191186*

Manager: *Igor Nikolayevich Samylin*

Period of power of attorney: *31.12.2004*

Name: *Electrosvyaz of Vologda Oblast Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *4, Sovetsky prospekt, Vologda, Russia, 160035*

Manager: *Yury Alexandrovich Pochekin*

Period of power of attorney: *31.12.2004*

Name: *Electrosvyaz of Kaliningrad Oblast Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *24, ul. Bolnichnaya, Kaliningrad, Russia, 236024*

Manager: *Alexandr Vladimirovich Andreyev*

Period of power of attorney: *31.12.2004*

Name: *Electrosvyaz of the Republic of Karelia Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *5, ul. Dzerzhinskogo, Petrozavodsk, Russia, 185000*

Manager: *Sergey Mikhaylovich Gavryushev*

Period of power of attorney: *31.12.2004*

Name: *Electrosvyaz of Pskov Oblast Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *11.07.2002*

Place of business: *5, Oktyabrsky pr., Pskov, Russia, 180000*

Manager: *since 01.10.2004 - Yakovlev Evgeny Vasilyevich (acting Regional Manager - Technical Manager of the branch)*

Period of power of attorney: *the Manager has no power of attorney as of the date of the end of the quarter under report*

Name: *Lensvyaz Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *10.07.2003*

Place of business: *15, ul. Pochtamtskaya, St. Petersburg, 190000*

Manager: *Vitaly Evgenyevich Strizhkov*

Period of power of attorney: *31.12.2004*

Name: *Svyaz of the Komi Republic Branch of the Open Joint-Stock Company North-West Telecom*

Date of opening: *10.07.2003*

Place of business: *60, ul. Lenina, Syktyvkar, 167981*

Manager: *Vikentiy Alexandrovich Kozlov*

Period of power of attorney: *31.12.2004*

Name: *The representative office of the Open Joint-Stock Company "North-West Telecom" in Pskov Oblast:*

Date of opening: *not opened*

Place of business: *5, Oktyabrsky pr., Pskov, Russia, 180000*

Manager: *none*

Period of power of attorney: *none*

the Issuer's representative office was not opened as of the date of the end of the quarter under report.

3.2. Basic Business Activities of the Issuer

3.2.1. Branch to Which the Issuer Belongs

Codes of basic branch areas of the issuer's activities according to the OKVED classifier:

Basic code: *64.20.11*

Other codes: *64.20.3; 64.20.22; 64.20.21; 64.20.12*

3.2.2. Basic Business Activities of the Issuer

The basic area of the Company's business prevailing in the quarter under report and being the priority one for the Company is: *provision of telecommunication services.*

Services providing over 10% of the OJSC NWT income are:

- local telephone connection services (city and rural telephone exchanges);
- national and international connection services.

Long-distance and international telephone connections, thousand min.

In compliance with the Resolution of the Government of RF dated 26.09.97 No. 1235 (version of 14.01.02) "On Approval of the Rules for Provision of Telephone Communication Services":

Long-distance telephone communication is a telephone connection between users situated in the territory of different entities of the Russian Federation or different administrative districts of one entity of the Russian Federation (except for districts within a city);

International telephone communication is a telephone connection between a user situated in the territory of the Russian Federation and a user situated in the territory of another state.

Volumes of provided long-distance and international communication services are measured in thousands of minutes of calls. The price of the service is determined in roubles and kopecks per minute of a call (depending on the distance between the issuer's subscriber and the user with whom the telephone connection is provided, the type of subscriber and the discounts applied).

Local telephone communication services (city telephone communication, rural telephone communication), subscriber fee system.

In compliance with the Resolution of the Government of RF dated 26.09.97 No. 1235 (version of 14.01.02) "On Approval of the Rules for Provision of Telephone Communication Services", local telephone communication is a telephone connection between users situated within one inhabited locality or administrative district.

Volumes of provided local telephone communication services are measured by the number of serviced subscribers (telephone lines) of all types (population, budgetary organizations, commercial organizations). The price of the service is determined as the monthly subscriber fee for servicing and is established by the issuer upon agreement with the regulating state authority for each type of subscriber.

As of 30/09/2004, income from local connection makes the largest segment (35%) in the OJSC NWT income structure, income from long-distance and international connection being 32%.

The Issuer pursues its basic business activities in the territory of Russia.

Seasonal nature of business.

The kinds of business pursued by OJSC NWT are not of a seasonal nature.

3.2.3. Basic Types of Products (Jobs, Services)

Services providing over 10% of the OJSC NWT income are:

- local telephone connection services (city and rural telephone exchanges);
- long-distance and international connection services.

Dynamics of Changes in the Selling Prices of Products (Jobs, Services):

<i>Index</i>	<i>the 1st quarter of 2004</i>	<i>the 2nd quarter of 2004</i>	<i>the 3rd quarter of 2004</i>	<i>For 9 months of 2004 - total</i>
<i>Product 1 - Long-distance and international telephone connections, thousand min.</i>				
<i>Volume of product 1 production, thousand min (Long-distance and international telephone connections, outbound paid)</i>	359,702	361,711	355,188	1,076,601
<i>Price of product 1, thousand roubles</i>	0.00304	0.00301	0.00315	0.00306
<i>Volume of receipts from long-distance and international communication, thousand roubles</i>	1,092,134	1,088,226	1,118,645	3,299,005
<i>Share of the total amount of receipts, %</i>	33%	32%	32%	32%

Product 2: Local telephone communication services (city and rural telephone network)				
<i>Volume of product 2 production, pcs. (Number of users of the service – number of city and rural telephone communication subscriber sets, without payphones, as of the end of the period under report)</i>	3,453,787	3,486,978	3,491,965	3,491,965
<i>Price of product 2, thousand roubles</i>	0.11646	0.11557	0.11590	0.11549
<i>Volume of receipts from local telephone communication, thousand roubles</i>	1,206,645	1,208,932	1,214,153	3,629,731
<i>Share of the total amount of receipts, %</i>	36%	36%	34%	35%
Total amount of receipts, thousand roubles	3,344,974	3,401,179	3,527,797	10,273,950
<i>Consumer price index, % (State Committee of Russia for Statistics) in % of the last month of the previous quarter</i>	103.5	102.5	102.8	

The sales system is described for each of the indicated basic types of products (jobs, services) of the issuer in per cent of the general sales volume:

Index	2nd quarter of 2004
<i>long-distance and international telephone connections, thousand min.</i>	
<i>Direct sales, %</i>	100
<i>Own trading network, %</i>	
<i>Controlled trading network, %</i>	
<i>Local telephone communication services (city telephone communication, rural telephone communication), subscriber fee system.</i>	
<i>Direct sales, %</i>	100
<i>Own trading network, %</i>	
<i>Controlled trading network, %</i>	

Structure of Issuer's expenses for the production and sales of products (jobs, services) by the listed items in per cent of the total prime cost:

No.	Expenses Item	According to the report for the 3rd quarter of 2004 as the cumulative sum from the start of the year
1.	<i>Raw materials, %</i>	4.106
2.	<i>Acquired componentry, semi-finished items, %</i>	0.000
3.	<i>Jobs and services of production nature, performed by external organizations, %</i>	35.480
4.	<i>Fuel, %</i>	0.947
5.	<i>Electrical power, %</i>	1.888
6.	<i>Expenses for wages, %</i>	29.483
7.	<i>Interest on loans, %</i>	0.000
8.	<i>Rental, %</i>	1.374
9.	<i>Deductions for social needs, %</i>	8.687
10.	<i>Depreciation of fixed assets, %</i>	12.320
11.	<i>Taxes included in products prime cost, %</i>	0.180
12.	<i>Other expenses (explain), %</i>	5.535
12.1.	<i>depreciation of intangible assets, %</i>	0.001
12.2.	<i>remuneration for innovations, %</i>	0.000

12.3.	<i>obligatory insurance payments, %</i>	1.272
12.4.	<i>representation (entertainment) expenses, %</i>	0.058
12.5.	<i>other, %</i>	4.203
13.	<i>Total: expenses for production and sales of products (jobs, services) (prime cost), %</i>	100.000

3.2.4. Names of the Issuer's Suppliers, on Whom 10% and More of All Inventory Holdings Supplies Fall, With the Indication of Their Shares in the Total Volume of Supplies

The Issuer does not have any suppliers, on whom at least 10% of all inventory holdings supplies fall.

Forecasts of the accessibility of material assets and fixed assets sources are estimated as favourable. The key sources of material assets and fixed assets are reliable and long-term partners of the Issuer, whose production activities are aimed at telecommunication companies who are the main consumers. No changes in the structure of material assets suppliers are planned. The offer of producers and sellers of imported products used in the Issuer's production activities considerably exceed the Issuer's demand for them. Thus, no difficulties in accessibility of material assets and fixed assets sources are expected.

Share of the imports in material assets and fixed assets supplies:*

	1999	2000	2001	2002	2003	9 months of 2004
Share of the imports*, %	0.6**	0.7**	4.9**	0.5**	1.3**	0

** due to the specific features of the communication industry and the relative cost size, the costs of communication operators' services were considered in the calculation of the import segment in the supplies of commodities and fixed assets.*

*** calculation basis: turnover for Lines 520 and 621*

3.2.5. Issuer's Products (Jobs, Services) Sales Markets

The key buyers of the Issuer's products are enterprises of all forms of ownership, and individuals of the North-Western region of the Russian Federation.

There are no consumers of Issuer's products, on whom at least 10% of the total receipts from Issuer's sales fall.

Possible adverse factors that may affect the sales of the Issuer's products are:

- Deterioration of the legal, political and economic situation in the country and in the Issuer's business region;

- Intensification of investment in alternative telecommunication enterprises of the Issuer's business region;

- State regulation of the company's commercial activities.

The factors reducing such influence are:

- availability of own network resources as a basis for provision of all kinds of services;

- feasibility of fast deployment of a large number of new services on the basis of the existing network infrastructure;

- common marketing policy within the region;

- re-distributable financial resources;

- human resource potential.

The Company's management provides regular monitoring of variations of the group of essential indicators describing the Company's efficiency in terms of the economic, financial, engineering, and marketing, to enable prediction of, and fast response to occurrence and/or enhancement of influence of various adverse factors. The Company's strategic and mid-term development plans are developed on the assumption of a pessimistic scenario, which provides an additional safety margin for the Company's business in case of a crisis situation. The economic development forecasts and marketing strategy are annually updated by the performances of the previous period and analysis of the Company's business environment variation.

3.2.6. Practice of Activities in Respect of Circulating Capital and Inventories

The procedure for the accounting of inventories by the Company is set forth in the Provisions on Accounting Policy of OJSC NWT.

Accounting of inventories shall be based on Accounting Prices. Accounting of transportation and procurement expenses shall be recorded on account 16 "Deviation in the Value of Materials". Evaluation of retiring inventories (except for precious metals) shall be carried out according to the average prime cost.

The inventories use rate is characterized by the turnover ratio (in times or days):

$$ITR (times) = \text{Prime cost of sold products (line 020 of form 2)} / ((Ib + Ie)/2)$$

$$ITR (days) = 365 * ((Ib + Ie)/2) / \text{Prime cost of sold products};$$

where Ib, Ie is the value of inventories as of the beginning (of the end) of the period (line 210 of the Balance sheet).

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>3rd quarter of the year 2004</i>
<i>The inventories turnover ratio, times</i>	35	29	32
<i>Duration of the inventories turnover, days</i>	10	13	11

The high turnover rate of inventories are attributable to their minor share in the Company's circulating and overall assets, as supplies have an auxiliary role in the communication service production. The share of inventories in the overall assets is just 2.2% as of 01.10.04.

The accounts receivable (53% as of 01.10.2004) make the main bulk of the Company's circulating assets. The Company is steadily working to reduce the accounts receivable and to improve its turnover rate.

3.2.7. Raw Materials

Due to the peculiarities of OJSC North-West Telecom's activities, whose key business area is the provision of communication services, no raw material resources are used.

3.2.8. Key Competitors

OJSC NWT is the leader by physical indicators in the sector of local telephone connection services for residents. In the regional branches of OJSC NWT the share of local communication services provided to the population is from 60 to 98%. As to the business sector, which is the most profitable today, the market share by physical volume in the regional branches of OJSC NWT is from 30% to 85 %.

The OJSC NWT market proportion of long-distance and international connection services in the North-West is 55%. There has been an increase of the long-distance and international communication traffic by 10% as compared to the year 2002. In the years to come the growth of traffic (both long-distance and international) is expected to continue, with simultaneous reduction of the traffic growth rate by 1-2% per year. The fall in the traffic growth rate has been partially caused by the intensive activities of alternative operators (including mobile communication operators) and by the increased use of IP-telephony.

The market of Internet services is characterized by a high level of competition. Of the market segments where OJSC NWT is represented, it is the above segment that is developing most rapidly. In 2003 OJSC NWT held the leading position by dial-up access in such branches as: Artelecom of Arkhangelsk Oblast, Electrosvyaz of the Republic of Karelia, Electrosvyaz of Pskov Oblast, Cherepovetselectrosvyaz. In the field of dedicated access to the Internet, the services both to the business sector and to wealthy sections of the population must be actively promoted. An increase in the demand for dedicated lines by 30-40% is forecasted in connection with the introduction of the time-based billing system for local telephone calls and stricter requirements for data transmission speed.

<i>No.</i>	<i>Name of the Company</i>	<i>Country of registration</i>	<i>Volume of products sold (2003)</i>	<i>Market share, %</i>				
				<i>1999 (PTN)</i>	<i>2000 (PTN)</i>	<i>2001 (PTN, MMT, telegraph)</i>	<i>2002</i>	<i>2003</i>

1	Open Joint-Stock Company North-West Telecom	RF	Long-distance and international communication	4,434,695 thousand roubles	25*	18*	65*	59	55
			local telephone calls	4229,252 thousand roubles			54*	62	64
			New services	421,531 thousand roubles			4*	14	13
2	Novgorod Datacom CJSC Internet Connection to a fiber optic ATM network; data transmission	RF	Income: 20,750 thousand roubles for dedicated channels, 12,450 thousand roubles for dial-up channels	No data	No data	No data	No data	No data	Novgorod (50%)
3	Polarcom OJSC (Internet)	RF	Income: 1,020 thousand roubles for dedicated channels, 720 thousand roubles for dial-up channels	No data	No data	No data	No data	No data	Murmansk (31% - for dial-up channels; 17% for dedicated channels)
4	Svyazservice LLC (Internet)	RF	Income: 11,851 thousand roubles for dedicated channels, 7,827 thousand roubles for dial-up channels	No data	No data	No data	No data	No data	Karelia (Petrozavodsk) Market share for dedicated channels – 72% Market share for dial-up channels - 30%
5	Gazcomplecttelecom CJSC (Gazinternet) (Internet)	RF	Income: 5,910 thousand roubles for dedicated channels, 12,300 thousand roubles for dial-up channels	No data	No data	No data	No data	No data	Kaliningrad (31% - for dedicated channels; 21% for dial-up channels)
6	Internet Arkhangelsk CJSC (Internet Telephony services (IP-telephony, local telephony) 25, Frame Relay)	RF	Arkhangelsk - Income: 417 thousand roubles for dedicated channels, 181 thousand roubles for dial-up channels Vologda - income: 1,564 thousand roubles for dedicated channels, 6,195 thousand roubles for dial-up channels	No data	No data	No data	No data	No data	Arkhangelsk (23% - dial-up access; 9% - dedicated access); Vologda (20% - dedicated access, 10% dial-up access)
7	Arcom LLC (IP-telephony Internet access)	RF	Income - 24,600 thousand roubles	No data	No data	No data	No data	No data	Murmansk oblast 8 %
8	WEB Plus CJSC (IP-telephony Internet access)	RF	Income – about 9 million US dollars	No data	No data	No data	No data	No data	Saint Petersburg 35% - Internet

9	WestBalt Telecom CJSC (Internet Long-distance and international communication)	RF	Income - 127,458 thousand roubles	No data	No data	No data	No data	Kaliningrad Local telephone – 11%, long- distance and international communications – about 10%, Internet – about 7%
1 0	North-West Company for communication and telecommunications OJSC (Local telephone communication, lease of channels, IP telephony)	RF	Income - 13,500 thousand roubles	No data	No data	No data	No data	Murmansk oblast 5%
1 1	Peterstar CJSC (Local, long-distance and international communication; Data transmission and lease of dedicated channels; Internet access; System integration.)	RF	Income 56 million US dollars	No data	No data	No data	No data	Saint Petersburg 9% - market share for Internet; 8% - for telephony
1 2	Metrocom CJSC (Local, long-distance and international communication; Data transmission and lease of dedicated channels; Internet access)	RF	Income – about 2 million USD	No data	No data	No data	No data	Saint Petersburg 3%
1 3	SCS Sovintel LLC (Local, long-distance and international communication; Data transmission and lease of dedicated channels; Internet access)	RF	Income - 3,782 thousand roubles	No data	No data	No data	No data	Saint- Petersburg, North-West 5%

* - *proportion of communication service earnings in the total amount of services provided in St. Petersburg*

Competitive position:

OJSC NWT has a sufficient set of competitive advantages to achieve the Company's strategic goals. Of these, the most essential are:

- 1. Low level of rates for services***
- 2. Developed infrastructure, and broad geographic coverage network***
- 3. A wide range of telecommunication services***
- 4. Access to the IP telephony market***

To maintain the competitive capacity, OJSC NWT is implementing a strategy of integrated growth aimed at the development and updating of the existing communication network and construction of new telecommunication networks for providing high technological level services – ISDN and xDSL. Besides, a project is being implemented to create a multiservice communication network that will facilitate the formation of a single information space of the region.

The above factors' influence degree:

<i>Factor</i>	<i>Factor importance rating</i>
A wide range of telecommunication services	<i>1</i>
Developed infrastructure	<i>2</i>
Low level of rates for communication services	<i>3</i>

1 - a high importance rate

3- a lower importance rate

3.2.9. Data on the Fact that the Issuer Holds Licenses

License: 22791

Date of issue: 11.07.2002

Period: till 11.07.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Telematic services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: 22792

Date of issue: 11.07.2002

Period: till 11.07.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Data transmission services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: 23224

Date of issue: 1.08.2002

Period: till 01.08.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Leasing out communication channels in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: 23225

Date of issue: 1.08.2002

Period: till 01.08.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Long-distance and international telephone communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: 23226

Date of issue: 14.11.2002

Period: till 14.11.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Telegraph communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: 23227

Date of issue: 4.10.2002

Period: till 4.10.2012

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of local and intra-zone telephone communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod and Pskov Oblasts, Nenets Autonomous Area, and Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: **24074**

Date of issue: **14.11.2002**

Period: **till 01.02.2006**

Authority issuing the license: **Ministry of the Russian Federation on Communication and Informatization**

Areas of activities: **provision of cellular radio telephone communication services in the 450 MHz band in the territory of Arkhangelsk Oblast**

The Issuer's forecast as to the license extension probability: **favourable**

License: **24658**

Date of issue: **30.12.2002**

Period: **till 30.12.2007**

Authority issuing the license: **Ministry of the Russian Federation on Communication and Informatization**

Areas of activities: **provision of wired network sound broadcasting in the territory of Arkhangelsk, Vologda, Kaliningrad, Murmansk, Novgorod and Pskov Oblasts, the Republic of Karelia and the Nenets Autonomous Area**

The Issuer's forecast as to the license extension probability: **favourable**

License: **3166**

Date of issue: **24.01.1997**

Period: **till 01.07.2006**

Authority issuing the license: **Ministry of Communication of the Russian Federation**

Areas of activities: **Local and long-distance telephone communication services (with Annexes Nos.1-5) in the territory of Leningrad Oblast**

The Issuer's forecast as to the license extension probability: **favourable**

License: **D 341184(GS-2-781-02-21-0-7808020593-000627-1)**

Date of issue: **25.07.2002**

Period: **till 25.07.2007**

Authority issuing the license: **State Committee of RF for Construction and Housing and Communal Services**

Areas of activities: **design of 1st and 2nd responsibility level buildings and facilities in compliance with the state standard in the territory of RF**

The Issuer's forecast as to the license extension probability: **favourable**

License: **D 341156 (GS-2-781-02-22-0-7808020593-000628-1)**

Date of issue: **25.07.2002**

Period: **till 25.07.2007**

Authority issuing the license: **State Committee of RF for Construction and Housing and Communal Services**

Areas of activities: **construction of 1st and 2nd responsibility level buildings and facilities in compliance with the state standard in the territory of RF**

The Issuer's forecast as to the license extension probability: **favourable**

License: **PI #2-6254**

Date of issue: **15.11.2002**

Period: **without limitation of the period**

Authority issuing the license: **Ministry of RF for Press, Telecasting, Broadcasting and Mass Media**

Areas of activities: **Certificate of registration of the edition Ves Peterburg. A reference periodical. Distributed in St. Petersburg and Leningrad Oblast**

The Issuer's forecast as to the license extension probability: **there is no need to have the license's period extended, as the license is for an unlimited period.**

License: **12972**

Date of issue: **8.10.1999**

Period: **till 08.10.2004**

Authority issuing the license: **The State Committee of the Russian Federation on Telecommunication (Annexes - by the Ministry of the Russian Federation of Communication and Informatization)**

Areas of activities: *provision of services in telecasting and broadcasting of programmes and transmission of extra information (with addenda Nos. 1-5) in the territory of Arkhangelsk Oblast*
In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 5, registration date: 30/12/2002.)

The Issuer's forecast as to the license extension probability: *favourable (the Issuer has submitted documents for re-issue of the said license)*

License: **12842**

Date of issue: **9.09.1999**

Period: *till 09.09.2004*

Authority issuing the license: *The State Committee of the Russian Federation on Telecommunication (Annexes - by the Ministry of the Russian Federation of Communication and Informatization)*

Areas of activities: *License for provision of cable network telecasting (with addenda Nos. 1-3) in the territory of the city of Vologda.*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 3, registration date: 30/12/2002.)

The Issuer's forecast as to the license extension probability: *favourable (the Issuer has submitted documents for re-issue of the said license)*

License: **14799**

Date of issue: **21.04.2000**

Period: *till 21.04.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of cable network telecasting (with addenda Nos. 1-3) in the territory of the city of the village of Lovozero, Murmansk Oblast*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 3, registration date: 30/12/2002.)

The Issuer's forecast as to the license extension probability: *favourable*

License: **14838**

Date of issue: **21.04.2000**

Period: *till 21.04.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of services in telecasting and broadcasting of programmes and transmission of extra information (with addenda Nos. 1-4) in the territory of Murmansk Oblast*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 4, registration date: 30/12/2002.)

The Issuer's forecast as to the license extension probability: *favourable*

License: **15664**

Date of issue: **21.04.2000**

Period: *till 21.04.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of services in telecasting of programmes (with addenda Nos. 1-2) in the territory of communities of Pskov Oblast*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 2, registration date: 30/12/2002.)

The Issuer's forecast as to the license extension probability: *favourable*

License: **1535**

Date of issue: **02.06.2003**

Period: *till 02.06.2008*

Authority issuing the license: *Board of Russian Federal Security Service for Saint Petersburg and Leningrad oblast*

Areas of activities: *carrying out work related to the use of data considered a state secret*

The license is applicable to:

- No. 1535/1 - Long-Distance and International Telephone and Telegraph of the Petersburg Telephone Network Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/2 - Electrosvyaz of Pskov Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/3 - Petrozavodsk-50 communication centre of the Kondopoga communication centre of Electrosvyaz of the Republic of Karelia Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/4 - Main Office, Electrosvyaz of Vologda Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/5 - Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/6 - Electrosvyaz of Kaliningrad Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/7 - Long-Distance and International Telephone and Telegraph of the Petersburg Telephone Network Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/8 - LTC of Sokolsky Inter-district communication centre of Electrosvyaz of Vologda Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/9 - junction point of the production and technical department of Electrosvyaz of Vologda Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/10 - Cherepovetselectrosvyaz Branch of the Open Joint-Stock Company North-West Telecom (in the end of 2003 – beginning of 2004 the Cherepovetselectrosvyaz Branch of the Open Joint-Stock Company "North-West Telecom" was liquidated and annexed to the Electrosvyaz of Vologda Oblast Branch);*
- No. 1535/11 - Nyandoma communication centre of Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/12 - Velsk communication centre of Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/13 - Electrosvyaz of the Republic of Karelia Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/14 - Murmanelectrosvyaz Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/15 - Novgorodtelecom Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1535/16 - Okulovka district communication centre of Novgorodtelecom Branch of the Open Joint-Stock Company North-West Telecom*

The Issuer's forecast as to the license extension probability: *favourable*

License: **1536**

Date of issue: **02.06.2003**

Period: *till 02.06.2008*

Authority issuing the license: **Board of Russian Federal Security Service for Saint Petersburg city and Leningrad oblast**

Areas of activities: *measures and/or services of state secrets protection*

The Issuer's forecast as to the license extension probability: *favourable*

The license is applicable to:

- No. 1536/1 - Petersburg Telephone Network Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/2 - Electrosvyaz of Pskov Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/3 - Electrosvyaz of the Republic of Karelia Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/4 - Electrosvyaz of Vologda Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/5 - Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/6 - Electrosvyaz of Kaliningrad Oblast Branch of the Open Joint-Stock Company North-West Telecom;*
- No. 1536/7 - Novgorodtelecom Branch of the Open Joint-Stock Company North-West Telecom.*

License: **24459**

Date of issue: **15.12.2002**

Period: *till 15.12.2007*

Authority issuing the license: **Ministry of the Russian Federation on Communication and Informatization**

Areas of activities: *mobile radiotelephone communication services "Altay" in the territories of Vologda, Veliky Novgorod, Kaliningrad, Arkhangelsk, Saint Petersburg*

The Issuer's forecast as to the license extension probability: *favourable*

License: **24460**

Date of issue: **15.12.2002**

Period: *till 15.12.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Personal radio call services in the territories of the Novgorod and Murmansk oblasts*

The Issuer's forecast as to the license extension probability: *favourable*

License: **30205**

Date of issue: **30.12.2003**

Period: *till 30.12.2013*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *mobile radio communication services in the 450 MHz band (IMT-MC 450 technology) in the territory of Arkhangelsk Oblast*

The Issuer's forecast as to the license extension probability: *favourable*

License: **853x**

Date of issue: **15.03.2004**

Period: *till 15.03.2009*

Authority issuing the license: *The Centre of the Federal Security service for licensing, certification and state secret protection*

Areas of activities: *maintenance of encoding (cryptographic) facilities*

The license is applicable to:

Artecom of Arkhangelsk Oblast, Murmanelektrosvyaz, Novgorodtelecom, Petersburg Telephone Network, Elektrosvyaz of Vologda Oblast, Elektrosvyaz of Kaliningrad Oblast, Electrosvyaz of the Republic of Karelia, Electrosvyaz of Pskov Oblast Branches of the Open Joint-Stock Company North-West Telecom.

The Issuer's forecast as to the license extension probability: *favourable*

License: **854r**

Date of issue: **15.03.2004**

Period: *till 15.03.2009*

Authority issuing the license: *The Centre of the Federal Security service for licensing, certification and state secret protection*

Areas of activities: *promotion of encoding (cryptographic) facilities*

The license is applicable to:

Artecom of Arkhangelsk Oblast, Murmanelektrosvyaz, Novgorodtelecom, Petersburg Telephone Network, Elektrosvyaz of Vologda Oblast, Elektrosvyaz of Kaliningrad Oblast, Electrosvyaz of the Republic of Karelia, Electrosvyaz of Pskov Oblast Branches of the Open Joint-Stock Company North-West Telecom.

The Issuer's forecast as to the license extension probability: *favourable*

License: **855u**

Date of issue: **15.03.2004**

Period: *till 15.03.2009*

Authority issuing the license: *The Centre of the Federal Security service for licensing, certification and state secret protection*

Areas of activities: *information coding services*

The license is applicable to:

Artecom of Arkhangelsk Oblast, Murmanelektrosvyaz, Novgorodtelecom, Petersburg Telephone Network, Elektrosvyaz of Vologda Oblast, Elektrosvyaz of Kaliningrad Oblast, Electrosvyaz of the Republic of Karelia, Electrosvyaz of Pskov Oblast Branches of the Open Joint-Stock Company North-West Telecom.

The Issuer's forecast as to the license extension probability: *favourable*

License: **278M**

Date of issue: **23.12.2003**

Period: *till 02.06.2008*

Authority issuing the license: *The Centre of the Federal Security service for licensing, certification and state secret protection*

Areas of activities: *measures and/or services in the field of state secrets protection (maintenance and keeping of cryptographic facilities)*

The Issuer's forecast as to the license extension probability: *favourable*

License: *56-DG-000041*

Date of issue: *19.04.2002*

Period: *till 19.04.2007*

Authority issuing the license: *Federal Mining and Industrial Supervisory Authority of Russia (Gosgortekhnadzor of Russia)*

Areas of activities: *maintenance of gas networks*

The Issuer's forecast as to the license extension probability: *favourable*

3.2.10. Issuer's Joint Activity

Issuer's subsidiaries founded with investments by third parties:

1. Polycomp Limited Liability Company

Amount of investments: *4,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

2. Artelecom Service Limited Liability Company

Amount of investments: *62,052,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

3. St. Petersburg Telecommunication Centre Closed Joint-Stock Company

Amount of investments: *2,151,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

4. Novgorod Datacom Limited Liability Company

Amount of investments: *52,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

5. Kolatelecom Open Joint-Stock Company

Amount of investments: *75,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

6. Bona Limited Liability Company

Amount of investments: *2,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

The Company is being liquidated.

Cooperation with other organizations:

FORE Closed Joint-Stock Company

Amount of investments: *4,055,000 roubles*

Goal of investments: *gaining profit*

The financial result obtained for the year 2003: *0*

for 9 months of the year 2004: *0*

As of the date of signing of the Quarterly Report, no joint business was pursued:

The Joint Business Agreement provided for “setting up a production of bread and related products”. The Issuer as the successor of OJSC SPbMMT did not consent to being a party of the special partnership agreement, and two other parties, CJSC FORE and FGUP State Obukhovskiy Factory, also did not enter into any arrangement to retain the special partnership agreement. With regard to the above, the Issuer deems the Joint Business Agreement to be terminated as per the RF Civil Code from the OJSC SPbMMT restructuring date, i.e. from 28.12.2000).

3.2.13. Extra Requirements for Issuers Whose Key Activities Consist in Provision of Communication Services

License: *22791*

Date of issue: *11.07.2002*

Period: *till 11.07.2007*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Telematic services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The main requirements for the business:

1) OJSC NWT (the Licensee) may provide telematic services of a public communication network (e-mail, informant resource access, facsimile messages, information/inquiry, message handling, speech information transmission, voice message, audio conference, and video conference) in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod and Pskov Oblasts, Nenets Autonomous District and Saint Petersburg.

2) The services shall be provided using the Licensee’s telematic service engineering facilities.

The Licensee’s telematic service installed subscriber capacity shall provide for connection, by the end of the license term of validity, of at least 500,000 users (of which, at least 100,000 users by the end of 2003).

The capacity of the Licensee’s speech information transmission telematic service shall ensure provision of at least 5,000 simultaneous conversations by the end of the license term of validity. The number of users simultaneously participating in an audio or video conference session shall be at least 100 (of which, at least 10 by the end of 2003).

3) The Licensee shall provide services in the licensed territory to any person requesting them, subject to appropriate engineering facilities.

4) The licensee may connect data transmission equipment to a public telephone communication network, to the portion of the Iskra network used for commercial purposes, and to the AT/Telex telegraph network, and use communication channels and physical circuits of a public communication network.

The Licensee’s data transmission equipment may only be connected to a public telephone communication network, to the portion of the Iskra network used for commercial purposes, and to the AT/Telex telegraph network as subscriber devices.

5) Connection of the Licensee’s speech information transmission telematic service to a public telephone communication network or to the portion of the Iskra network used for commercial purposes, and use of communication channels and physical circuits of a public communication network shall be based on an agreement with the operators of the respective public communication networks and on tariffs effective for the relevant category of users.

6) The capacity of the subscriber (connecting) multiple trunks used to connect the Licensee’s equipment for speech information transmission telematic services to switch stations of the public telephone communication network shall meet the effective requirements for the maximum load in busy hours (BH) per subscriber (connecting) line. Where a local telephone communication network has adequate facilities, the BH maximum load values may be updated by agreement between the local telephone communication network operator and the telematic service operator.

7) The Licensee may not provide its speech information transmission telematic service equipment for inter-exchange or inter-network connections on public telephone communication networks.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

License: 22792

Date of issue: 11.07.2002

Period: till 11.07.2007

Authority issuing the license: ***Ministry of the Russian Federation on Communication and Informatization***

Areas of activities: ***Data transmission services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg***

The main requirements for the business:

- 1) ***Data transmission services shall be provided using the licensee's data transmission network.***
- 2) ***The Licensee's network installed subscriber capacity shall provide for connection, by the end of the license term of validity, of at least 1000 users (of which, at least 500 users by the end of 2003).***
- 3) ***The Licensee shall provide services in the licensed territory to any person requesting them, subject to appropriate engineering facilities.***
- 4) ***The licensee may connect data transmission equipment to a public telephone communication network, to the portion of the Iskra network used for commercial purposes, and to the AT/Telex telegraph network, and use communication channels and physical circuits of a public communication network.***
- 5) ***The Licensee's data transmission equipment may only be connected to a public telephone communication network, to the portion of the Iskra network used for commercial purposes, and to the AT/Telex telegraph network as subscriber devices.***
- 6) ***International telex traffic generated by users may only be transmitted via the international station of the Telex network of the Russian Federation.***

Wireless data transmission equipment operating in the 2400-2483.5 MHz frequency range may be used subject to permission by the State Radio Frequency Service of the RF Ministry of Communication and Information Technologies.

- 7) ***The Licensee shall provide the communication services covered by this license daily, 24 hours a day, without interruption, except for necessary preventive maintenance and repair, which shall be scheduled so as to cause the least inconvenience to the user.***

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

License: 23225

Date of issue: 1.08.2002

Period: till 01.08.2007

Authority issuing the license: ***Ministry of the Russian Federation on Communication and Informatization***

Areas of activities: ***Long-distance and international telephone communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg***

The main requirements for the business:

- 1) ***The Licensee's network capacity is 5 payphones and 50 call offices.***
- 2) ***Long-distance and international telephone communication services shall be provided to users with the payphones and call office terminal facilities connected to local telephone networks of the appropriate public network operators, and of other operators licensed to provide local telephone services in the given territory, at the subscriber device level, under a joint business agreement.***

Local, long-distance and international telephone communication services via payphone equipment shall be provided in compliance with the "Concept of a Uniform Payphone Card of Russia".

3) By the end of the third year, the Licensee shall ensure commissioning of at least 70% of the network capacity as specified in paragraph 1.

4) Communication channels and physical circuits of a public communication network may be used to transmit telecommunication signals under an agreement with operators of the appropriate public communication networks and at the rates effective for the given category of users.

5) The Licensee shall provide the communication services covered by this license daily, 24 hours a day, without interruption, except for necessary preventive maintenance and repair, which shall be scheduled so as to cause the least inconvenience to the user.

6) The Licensee shall provide the users with communication services of a quality meeting the standards, regulations, certificates, and terms of the communication service contract.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: 23226

Date of issue: 14.11.2002

Period: till 14.11.2007

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *Telegraph communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod, Pskov Oblasts, Nenets Autonomous District and Saint Petersburg*

The main requirements for the business:

1) The telegraph communication services shall be provided using the Licensee's engineering facilities.

The installed capacity of the telegraph switching and transmission facilities owned by the Licensee should ensure full meeting of the demand for telegraph communication in the licensed area.

2) The Licensee shall provide services in the licensed territory to any person requesting them, subject to appropriate engineering facilities.

3) The Licensee may connect telegraph communication equipment to a public telegraph network (TG-P) and to an AT/Telex network, and lease communication channels and physical circuits of a public communication network.

4) The Licensee's telegraph communication equipment may be connected to a public telegraph network (TG-P) at the level of terminal devices and message switch centers.

The Licensee's equipment may be connected to an AT/Telex network at the level of subscriber devices and channel switch stations.

AT/Telex networks may be used to transmit telegrams via a public telegraph network subject to the Issuer documenting information on the transmitting subscriber terminal, time of sending, and text of the telegram. The accounts for telegraph traffic passed via a public telegraph network (TG-P) or an AT/Telex network shall be settled in the established procedure.

5) The Licensee shall provide the communication services covered by this license daily, 24 hours a day, without interruption, except for necessary preventive maintenance and repair, which shall be scheduled so as to cause the least inconvenience to the user.

6) The Licensee shall comply with the requirements of the Communications Administration of the Russian Federation as to the traffic handling and service provision procedure.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: 23227

Date of issue: 4.10.2002

Period: till 04.10.2012

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of local and intra-zone telephone communication services in the territory of the Republic of Karelia, Komi Republic, Arkhangelsk, Vologda, Kaliningrad, Leningrad, Murmansk, Novgorod and Pskov Oblasts, Nenets Autonomous Area, and Saint Petersburg*

The main requirements for the business:

1) *The Licensee shall provide to its network users access to long-distance and international telephone communication services via a public network.*

2) *The total installed capacity of the Licensee's communication network shall be at least 4,156,030 numbers, of which:*

<i>in the territory of the Republic of Karelia</i>	<i>189,600 lines</i>
<i>in the territory of the Komi Republic</i>	<i>280,870 lines</i>
<i>in the territory of Nenets Autonomous District and Arkhangelsk Oblast</i>	<i>296,260 lines</i>
<i>in the territory of Vologda Oblast</i>	<i>301,880 lines</i>
<i>in the territory of Kaliningrad Oblast</i>	<i>163,520 lines</i>
<i>in the territory of Leningrad Oblast</i>	<i>415,150 lines</i>
<i>in the territory of Murmansk Oblast</i>	<i>273,470 lines</i>
<i>in the territory of Novgorod Oblast</i>	<i>167,140 lines</i>
<i>in the territory of Pskov Oblast</i>	<i>145,240 lines</i>
<i>in the territory of Saint-Petersburg city</i>	<i>1,922,900 lines</i>

3) *Long-distance and international telephone communication services are provided using the Licensee's facilities, via a public network and a long-distance exchange of the appropriate geographic numbering zone, under agreements with OJSC Rostelecom, Russian Federation public long-distance and international communication operator.*

4) *The Licensee shall provide services in the licensed territory to any person requesting them, subject to appropriate engineering facilities.*

5) *The Licensee shall issue to other operators technical requirements for connection to its network, provided that they have licenses for public local / zonal communication services in the licensed area of the Licensee and in compliance with the effective rules and regulations of the RF Ministry of Communication and Information Technologies, meeting the applicable traffic handling rules and regulations.*

6) *Local / zonal communication services using radio relay transmission systems may be provided subject to a permit to use the operating frequencies according to industrial regulatory documents.*

7) *Subscriber lines of public telephone networks shall not be used as connecting lines.*

8) *The numbering in the Licensee's communication network shall correspond to the numbering plan of the RF public communication network.*

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: 24074

Date of issue: 14.11.2002

Period: till 01.02.2006

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of cellular radio telephone communication services in the 450 MHz band in the territory of Arkhangelsk Oblast*

The main requirements for the business:

1) Mobile communication services may be provided using the Licensee's communication network, which shall form a part of the Russian Federation integrated cellular network SPS-450.

2) The installed capacity of the network, and the percentage of coverage of the area specified in this license, subject to a sufficient allocated frequency resource supported by a calculation, shall be at least 9,000 numbers and 12%, respectively, as of 01.01.2006.

The area coverage percentage may be updated during the implementation of this license's requirements.

3) Each subscriber of the federal SPS-450 network, irrespective of their place of registration and the place of purchase of their subscriber equipment, shall be entitled to the use of the Licensee-created SPS-450 network.

4) The SPS-450 network shall ensure incoming and outgoing connections between the SPS-450 network subscribers and the subscribers of the RF public communication network.

5) The Licensee's activity aimed at integration of the SPS-450 network built thereby with foreign NMT-standard networks shall be approved by the RF Ministry of Communication and Information Technologies, or by a body authorized by the Ministry.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: **24658**

Date of issue: **30.12.2002**

Period: *till 30.12.2007*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of wired network sound broadcasting in the territory of Arkhangelsk, Vologda, Kaliningrad, Murmansk, Novgorod and Pskov Oblasts, the Republic of Karelia and the Nenets Autonomous Area*

The main requirements for the business:

1) The Licensee's network is designed for broadcasting audio programs of Russian national state-owned regional companies. Other programs may be broadcast subject to a license for TV and radio broadcasting and under an appropriate agreement with the licensee broadcaster.

2) The Licensee shall provide the users with communication services of a quality meeting the standards, regulations, certificates, and terms of the license for TV and radio broadcasting and communication service contract.

3) The engineering facilities shall be operated as per the applicable GOST standards, industry rules and regulations, and meeting the occupational safety and fire safety rules and the Building Codes (SNiP).

4) Communication equipment may be used subject to an issued certificate of compliance of the Svyaz required certification system.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: **3166**

Date of issue: **24.01.1997**

Period: *till 01.07.2006*

Authority issuing the license: *Ministry of Communication of the Russian Federation*

Areas of activities: *Local and long-distance telephone communication services (with Annexes Nos.1-4) in the territory of Leningrad Oblast*

The main requirements for the business:

1) This license authorizes OJSC NWT to provide local and long-distance telephone communication services via a public network in the territory of Leningrad Oblast.

The total installed capacity of the Licensee's communication network shall be at least 50,100 numbers.

2) Communication network capacity distribution:

Leningrad oblast:

Vsevolozhsk District 37,000 numbers

Gatchina District 10,000 numbers

Vyborg District 2,500 numbers

Tosno District 300 numbers

Lomonosov District 300 numbers

3) The Licensee's communication network may be connected to public communication networks of the Russian Federation at the level of local telephone network of St. Petersburg and Leningrad Oblast, to specifications of the appropriate public communication network operators, and in compliance with the general plan of development of Leningrad Oblast.

4) Other communication networks shall not be connected to the Licensee's communication network within the licensed area to provide networks of access to public communication networks of the Russian Federation to their users.

5) The Licensee's communication network equipment may be connected to the RF public communication network and operated in compliance with applicable regulatory documents of the RF Ministry of Communication.

6) Radio extenders may be used in a subscriber area for the 330 MHz frequency range only, subject to a permit for operating frequency use from the RF communication supervision service.

7) The numbering in the Licensee's communication network shall correspond to the numbering plan of the RF public communication network.

8) Long-distance and international telephone communication services may be provided to the Licensee's network users via a public communication network only.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: *12972*

Date of issue: *8.10.1999*

Period: *till 8.10.2004 (by this moment, the documents for extension of the license term of validity have been submitted to the authorized body)*

Authority issuing the license: *The State Committee of the Russian Federation on Telecommunication (Annexes - by the Ministry of the Russian Federation of Communication and Informatization)*

Areas of activities: *provision of services in telecasting and broadcasting of programmes and transmission of extra information (with addenda Nos. 1-5) in the territory of Arkhangelsk Oblast)*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 5, registration date: 30/12/2002.)

The main requirements for the business:

1) The borders of the licensed area are defined by the range of the rated level of the Licensee's transmitting stations.

2) Transmission of additional information is understood for the purposes of the license as transmission of teletext and personal radio calls with channel multiplexing via a VHF FM network.

A special license shall be issued for the services of teletext and personal radio call.

In these cases, authorization to operate the transmitter used shall be issued specifying the additional parameters.

Provision of additional information services shall not affect the quality of the TV and radio broadcast programmes.

3) The engineering facilities shall be operated as per the applicable GOST standards, industry rules and regulations, and meeting the occupational safety and fire safety rules and the Building Codes (SNiP).

A health certificate shall be issued for radio broadcasting stations with an overall transmitter capacity of 100W or higher, subject to the effective standards.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: **12842**

Date of issue: **9.09.1999**

Period: *till 09.09.2004*

Authority issuing the license: *The State Committee of the Russian Federation on Telecommunication (Annexes - by the Ministry of the Russian Federation of Communication and Informatization)*

Areas of activities: *License for provision of cable network telecasting (with addenda Nos. 1-3) in the territory of the city of Vologda.*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 3, registration date: 30/12/2002.)

The main requirements for the business:

1) TV program translation services shall be provided via a cable TV network having the following characteristics:

Network capacity up to 75,000 subscribers

Frequency channels - 7/3, SK-1, SK-3, 37/SK-5, SK-8, 9/8, 4/10, SK-11, SK-13, SK 14,SK-16, SK-18, SK-19, SK-21, SK-24, SK-26, SK-29, SK-31, SK-34, SK-37, 21, 25, 27, 28, 29, 33, 35, 29, 41, 43, 45, 47,49,51,53,55,57,59

Frequency band 5-30 MHz

2) The RF Ministry of Communication and Information Technologies reserves the right to update this frequency plan in case of any changes in the frequency plan of air operation of radio electronic facilities.

3) The Licensee shall take actions to avoid interferences with mobile radio communication services for SK channels operation in the cable TV network, which occur due to the Licensee's equipment, according to instructions by the State Radio Frequency Service of the RF Ministry of Communication and Information Technologies.

4) The borders of the Licensee's network service area shall be determined according to the cable TV development plan for the given community as agreed with the local administration.

5) TV (audio) programs may be broadcast subject to a license for TV and radio broadcasting.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: **14799**

Date of issue: **21.04.2000**

Period: *till 21.04.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of cable network telecasting (with addenda Nos. 1-3) in the territory of the city of the village of Lovozero, Murmansk Oblast*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 3, registration date: 30/12/2002.)

The main requirements for the business:

1) TV program translation services shall be provided via a cable TV network having the following characteristics:

Network capacity

up to 2,000 subscribers

Frequency channels

- 4/2, 3, SK-1, SK-5, 6,8,10,12, SK-11, SK-12

The borders of the Licensee's network service area may vary according to the cable TV development plan for the given community as agreed with the local administration.

2) Should any interference occur interferences with mobile radio communication services for SK channels operation in the cable TV network due to the equipment used to provide services, the Licensee shall take actions to remove them as per instructions of the Gossvyaznadzor supervision service.

The users shall be able to use any broadcast programs of Russian national TV and radio broadcasters and state-owned regional TV and radio companies.

3) Communication equipment may be used subject to an issued certificate of compliance of the Electrosvyaz required certification system.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

License: *14838*

Date of issue: *21.04.2000*

Period: *till 21.04.2005*

Authority issuing the license: *Ministry of the Russian Federation on Communication and Informatization*

Areas of activities: *provision of services in telecasting and broadcasting of programmes and transmission of extra information (with addenda Nos. 1-4) in the territory of Murmansk Oblast*

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 4, registration date: 30/12/2002.)

The main requirements for the business:

1) The borders of the licensed area are defined by the range of the rated level of the Licensee's transmitting stations.

2) Transmission of additional information is understood for the purposes of the license as transmission of teletext and personal radio calls with channel multiplexing via a VHF FM network.

A special license shall be issued for the services of teletext and personal radio call.

In these cases, authorization to operate the transmitter used shall be issued specifying the additional parameters.

Provision of additional information services shall not affect the quality of the TV and radio broadcast programmes.

3) The engineering facilities shall be operated as per the applicable GOST standards, industry rules and regulations, and meeting the occupational safety and fire safety rules and the Building Codes (SNiP). A health certificate shall be issued for radio broadcasting stations with an overall transmitter capacity of 100W or higher, subject to the effective standards.

4) Communication equipment may be used subject to a certificate of compliance of the Elektrosvyaz required certification system and a permit by the RF State Communication Supervision Service (Gossvyaznadzor) for its operation.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

License: **15664**

Date of issue: **21.04.2000**

Period: **till 21.04.2005**

Authority issuing the license: **Ministry of the Russian Federation on Communication and Informatization**

Areas of activities: **provision of services in telecasting of programmes (with addenda Nos. 1-2) in the territory of communities of Pskov Oblast**

In the restructuring in the form of takeover accomplished on 31.10.2002, this license was re-documented for the Issuer (Addendum No. 2, registration date: 30/12/2002.)

The main requirements for the business:

The borders of the licensed area are defined by the range of the rated level of the Licensee's transmitting stations having the following characteristics:

Equipment installation site	Frequency channel	Transmitter capacity
Dno	50 TVC	50W
OPOCHKA	9 TVC	50W
OPOCHKA	12 TVC, carrier offset: plus 7.8 kHz	10W

2) The Licensee shall provide the users with communication services of a quality meeting the standards, regulations, certificates, and terms of the license for TV and radio broadcasting and communication service contract.

3) The engineering facilities shall be operated as per the applicable GOST standards, industry rules and regulations, and meeting the occupational safety and fire safety rules and the Building Codes (SNiP).

A health certificate shall be issued for radio broadcasting stations with an overall transmitter capacity of 100W or higher, subject to the effective standards.

4) Communication equipment may be used subject to a certificate of compliance of the Elektrosvyaz required certification system and a permit by the RF State Communication Supervision Service (Gossvyaznadzor) for its operation.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

License: **24459**

Date of issue: **15.12.2002**

Period: **till 15.12.2007**

Authority issuing the license: **Ministry of the Russian Federation on Communication and Informatization**

Areas of activities: **mobile radiotelephone communication services "Altay" in the territories of Vologda, Veliky Novgorod, Kaliningrad, Arkhangelsk, Saint Petersburg**

The main requirements for the business:

1. Maximum number of subscribers to the Licensee's network: 6,100.

2. The Licensee's communication network shall be built using radio telephone communicant equipment operated on the frequencies as per the Main Radio Frequency Center's Radio Frequency Permits No. 14-06-21/47659 of 10.11.2002, No. 14-06-21/47486 of 10.11.2002, No. 14-06-21/16455 of 07.04.2003, No. 14-06-21/47661 of 10.11.2002, No. 14-06-21/47660 of 10.11.2002 and No. 14-06-21/7269 of 13.02.2003.

3. Provision of communication services with the use of a communication facility under this license may only be started subject to a permit to operate such communication facility issued by the RF bodies of governmental supervision of communication and information technologies.

4. The network shall be designed and built in such a way that the percentage of failures inside the network in busy hours would not exceed 5% at the design load of 0.025 Erl per subscriber.

5. The Licensee's communication network may be connected to the RF public communication network at the local telephone network level, to specifications of the operators licensed to provide local telephone communicant services in the given territory.

6. Communication network equipment may be connected to the RF public communication network and operated in compliance with applicable regulatory documents of the RF Ministry of Communication and Information Technologies.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

License: **24460**

Date of issue: **15.12.2002**

Period: **till 15.12.2005**

Authority issuing the license: ***Ministry of the Russian Federation on Communication and Informatization***

Areas of activities: ***Personal radio call services in the territories of the Novgorod and Murmansk oblasts***

The main requirements for the business:

1. Maximum number of subscribers to the Licensee's communication network: 15,000.

2. The network shall be built using the following radio frequencies:

Novgorod Oblast - 159,500 MHz

Murmansk Oblast - 164,900 MHz

3. The Licensee shall provide services in the licensed territory to any person requesting them, subject to appropriate engineering facilities.

4. The Licensee's communication network may be connected to the RF public communication network at the local telephone network level, to specifications of the operators licensed to provide local telephone communicant services in the given territory.

5. The Licensee shall provide the communication services covered by this license daily, 24 hours a day, without interruption, except for necessary preventive maintenance and repair, which shall be scheduled so as to cause the least inconvenience to the subscriber.

6. The Licensee's network may only be set up subject to design documentation developed in compliance with the Building Codes and the Industrial Process Design Regulations (SNIp and VNTP applicable in the RF and duly approved).

7. The IMT-MC 450 federal mobile network shall ensure incoming and outgoing connections between the IMT-MC 450 network subscribers and the subscribers of the RF public communication network.

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Issuer's commitments to create a subscriber base under the said license: ***all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume***

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

License: **30205**

Date of issue: **30.12.2003**

Period: **till 30.12.2013**

Authority issuing the license: Ministry of the Russian Federation on Communication and Informatization
 Areas of activities: *mobile radio communication services in the 450 MHz band (IMT-MC 450 technology) in the territory of Arkhangelsk Oblast*

The main requirements for the business:

1. *OJSC North-West Telecom (the Licensee) is authorized by this license to provide services of digital cellular radio telephone communicant via a public communicant network in the range of 450 MHz using the IMT-MC 450 technology in the territory of Arkhangelsk Oblast.*

2. *The licensee shall, apart from provision of services using the IMT-MC 450 technology, support the operability of its NMT-450 standard network (retain the coverage area without impairing the communication quality) till the decision of the RF Communications Administration concerning the closing of the federal NMT-450 standard cellular network.*

3. *In order to provide services by the IMT-MC 450 technology, the Licensee shall, at its own expense:*
 - *organize development of frequency distribution rules, and determine on their basis the terms of joint use of IMT-MC 450 networks and radio electronic facilities (REF) for civil and military purposes before the start of provision of the services;*

- *ensure release of continuous portions of the spectrum inside the range allocated by the State Radio Frequency Committee for this technology (453.00...457.4 MHz/463.0...467.4 MHz), for stage-by-stage implementation of the IMT-MC 450-1x,2x technology;*

by the start of provision of the services: One carrier, including the guard spaces;

*1.25+2*0.26= 1.77 MHz;*

by the end of the second year of operation: 2 carriers

*2*1.25+2*0.26=3.02 MHz.*

4. *The installed network capacity in the area specified in paragraph 1 shall be, as of 31.12 of each year accordingly, at least:*

2007 - 30,000 numbers

2013 - 100,000 numbers

The Licensee shall ensure provision of the services to at least 50% of the residents of the territory specified in the license by the end of the year 2007. The resident's coverage percentage may be updated during the implementation of this license's requirements.

Factors that may have an adverse effect on the Issuer's performance of its commitments under the license, and possibilities of their occurrence:

There are no such factors

Terms and feasibility of extension of the license term of validity:

The Issuer intends to extend the term of validity of the license

Issuer's commitments to create a subscriber base under the said license: *all obligations of creating the subscriber base and other terms of license are fulfilled within the established time and in the full volume*

b) Communication Networks

The telecommunication network of OJSC NWT includes the following basic constituents:

- *Local stationary telephone networks, including city and rural networks;*
- *Elements of the long-distance and international telephone network;*
- *Wireless communication networks, including cellular mobile communication networks, mobile radio telephone (trunking) communication, personal radio call, and subscriber radio access;*
- *Document telecommunication networks, including traditional telegraph communication networks and data transmission and telematic services networks;*
- *Wired radio networks;*
- *Primary networks:*
 - *local;*
 - *intra-zone.*

The radio frequencies used by OJSC NWT to provide communication services, and permits for the use thereof

Frequency range, MHz	Permit No.	Frequency range, MHz	Permit No.
8000	1024179	11000	092-06-18/32042
300	14-06-21/7269	11000	092-06-18/32043

160	14-16-20/10964	8000	092-06-18/32790
14000	092-06-18/32776	11000	092-06-18/32788
13000	092-06-18/32777	11000	092-06-18/32789
1880-1900	17-03-33/14069	300	14-06-21/47486
8000	15-18-18/14471	300	14-06-21/47659
8000	15-18-18/14470	160	092-06-18/32134
1880-1900	17-03-33/14071	8000	15-18-18/22221
300	14-06-21/16455	11000	092-06-18/32610
160	03-09582	11000	092-06-18/32611
160	03-09722	8000	092-06-18/32794
13000	092-06-18/32687	11000	092-06-18/32795
8000	15-18-18/14388	11000	092-06-18/32796
300	14-06-21/47661	8000	092-06-18/32855
14000	15-20-18/52224	8000	092-06-18/32854
11000	092-06-18/33414	11000	092-06-18/32856
14000	092-06-18/33415	2000	092-06-18/32820
11000	092-06-18/33416	11000	092-06-18/32821
2441	092-06-18/33413	11000	092-06-18/32822
11000	092-06-18/32826	11000	092-06-18/32850
11000	092-06-18/32824	11000	092-06-18/32851
8000	092-06-18/32825	2000	092-06-18/32852
160	081-04-03/31591	160	081-04-03/27163
8000	092-06-18/32529	8000	1018505
11000	092-06-18/32531	450	1027063
8000	092-06-18/32530	450	1027059
8000	092-06-18/32605	450	1027072
8000	092-06-18/32603	450	1027071
8000	092-06-18/32604	450	1027073
160	081-04-03/32139	450	1027068
160	081-04-03/32138	450	1027058
160	081-04-03/32137	450	1027067
160	081-04-03/32135	450	1027065
160	081-04-03/32136	450	1027064
400	14-18-19/11618	450	1027069
400	14-18-19/11620	450	1026153
400	14-18-19/11622	450	1026155
8000	15-18-18/26120	450	1027070
160	081-04-03/27165	450	1027062
160	081-04-03/27164	450	1026154
18000	1008977	450	1027055
8000	15-18-18/14396	450	1027377
8000	15-18-18/14397	8000	15-18-18/14345
18000	15-18-18/14394	450	1020942
18000	15-18-18/14395	450	1027074
18000	15-18-18/14532	450	1027074
18000	15-18-18/14531	450	1027074
18000	15-18-18/14533	450	1027074
11000	092-06-18/32686	450	1027074
160	092-06-18/32041	300	14-06-21/47660
		2000	1024362

Types of channels leased, essential data of the channel lessor, and periods of the lease contracts.

Channel types (enlarged)	Essential data of the lessor			Number of channels	Period of contract
	Region of operation:	Name	Address:		
Tone frequency communication channels	Russia	Rostelecom OJSC	5, ul. Delegatskaya, Moscow, 103091	5515	unlimited, till termination subject to a notice of termination sent at least 1 month in advance
	Murmansk oblast	Kolatelecom OJSC	5/23, ul. Vorovskogo, Murmansk, 186038	25	unlimited since 01.09.98
	Leningrad oblast	Lensvyaz OJSC	61, ul. B. Morskaya, St. Petersburg, 190000	398	effective since 01.04.99, unlimited
Digital channels	Russia	Rostelecom OJSC	5, ul. Delegatskaya, Moscow, 103091	806	unlimited
	St. Petersburg	Peterstar CJSC	24, ul. B. Morskaya, St. Petersburg	6	2 years, extendable by default
	North-West	Delta Telecom CJSC	22, ul. Bolshaya Morskaya, St. Petersburg	210	1 year, extendable by default
	North-West	Satellite communication operators (Comin, Teleport, Zondesvyaz)		122	Contract with Zond-Holding has been in force since 01.06.1998 - terminated on 01.05.04, .contract with Teleport OJSC has been in force since 12.09.97, expires on 01.09.04, contract with Comin OJSC has been in force since 01.11.96, expires on 01.09.04.
	Leningrad oblast	Lensvyaz OJSC	61, ul. Bolshaya Morskaya, St. Petersburg	8.65	1 year, extendable by default
	North-West	North-West Branch of MegaFon OJSC	1, ul. Artilleriyskaya, St. Petersburg, 191104	4	till 30.04.05
	Kaliningrad	Ekstel CJSC	41/1-11 ul Butkova, Kaliningrad	8	till 31.12.04, extendable by default
	Kaliningrad	Kaliningrad TransTeleCom	1 ul. Kievskaya, Kaliningrad	12	till the complete fulfillment by the Parties of their obligations
	Murmansk oblast	Kolatelecom OJSC	5/23, ul. Vorovskogo, Murmansk, 186038	24	unlimited since 01.09.98
	North-West	Rascom CJSC	93A, nab. Obvodnogo kanala, St. Petersburg	210	unlimited
	North-West	SeverTransTelecom CJSC	9 ul. Chaikovskogo, Yaroslavl	6	till 31.12.2004, extendable by default
	Komi	OJSC Mobilnye TeleSistemy Branch in Syktyvkar	72, ul. Sovetskaya, Syktyvkar	22	unlimited

Description of communication channels:

A telecommunication channel is assigned a name depending on the communication network type, such as telephone (communication) channel, telegraph (communication) channel, or data transmission channel.

In territorial terms, telecommunication channels are classified as:

- long-distance,*
- zonal,*
- local.*

Tone frequency communication channels:

A tone frequency communication channel (voice frequency transmission circuit) is a type analog channel for data transmission within a frequency band of 300 Hz to 3400 Hz.

1. A channel is called composite for transit TF operation, and plain, for no transit operation.

2. Where a composite TF channel has portions designed for both cable and radio relay transmission systems, such a channel is called combined.

The characteristics of the channels shall comply with the "Standards for Electric Parameters of TF Channels for Trunk and Zonal Primary Networks" approved by Order No. 43 of the RF Ministry dated 15.04.1996.

Digital channels.

An allocated digital communication channel is a set of facilities and propagation medium with a "point-to-point" connection type intended for simultaneous two-way transmission of a telecommunication signal in a digital format.

The characteristics of the channel shall comply with the "Standards for Electric Parameters of Digital Channels and Paths for Trunk and Zonal Primary Networks" approved by Order No. 92 of the RF Ministry of Communications dated 10.08.1996. The parameters of the channel and its equipment used at the interfaces of the Lessee's and the Lessor's equipment (channels) shall comply with ITU-T Recommendations M.2100, G.703.

The price of digital channel provision is set subject to their bit rate capacity (from 9.6 kbit/s to 2048 kbit/s, etc.)

The price of leasing of trunk or zonal channels of long-distance telephone communication is set subject to the channel length, per complete or incomplete hour of lease (further graduated for certain periods of use or round-the-clock use)

3.4. Plans of Issuer's Future Operation

The OJSC NWT development strategy is aimed at spreading to the telecommunication services market throughout the North-Western region of Russia.

The key tasks to be tackled by the Issuer within the five years to come include:

- satisfying citizens' applications for installation of telephone lines;*
- transition to the time-based call billing system throughout the North-Western District of Russia;*
- development of extra services (Internet, data transmission, complete set services to business clients);*
- increasing the company's share in the markets of new services.*

Solving these tasks will require much effort in developing the communication networks infrastructure.

The key areas of developing telecommunication networks of OJSC NWT are:

- telephone network digitalization;*
- creating intelligent networks;*
- creating multiservice networks for provision of integrated services;*
- digitalization of primary public networks.*

At the moment, besides the up-to date digital equipment of telephone centers, digital equipment of telephone exchanges and data transmission systems, OJSC NWT has a lot of obsolete equipment. The obsolete and worn out equipment does not make it possible to make a qualitatively new step in the development of OJSC NWT's network – transition to the digital network with a wide range of new services. In this connection, OJSC NWT's strategy will be aimed at restructuring the network topology and at replacing the obsolete equipment. To solve that task, renovation and re-equipment of switching systems and line structures are planned, as well as expansion of the existing telephone exchanges, renovation of technical premises and other operations aimed at replacement and improvement of the obsolete and worn out equipment.

OJSC NWT's financial plans for the next five years provide for:

- ***increasing receipts through increasing the volume of provided services;***
- ***reducing the specific value of expenses;***
- ***significantly reducing and liquidating the accounts receivable for communication services;***
- ***pursuing a flexible rate policy;***
- ***attracting new investment.***

Sources of Future Income

Issuer's Principal Activity

Plans for Organizing, Expanding or Curtailing New Operating Facilities

There are no plans for organization of new operating facilities or their curtailment. The Issuer will continue its operation under the existing licenses.

Design of New Product Types.

No design of new product types is planned by OJSC NWT: the Issuer is planning to do its business in the framework of the active licenses.

Upgrading and Renovation of Key Assets

To introduce new equipment, upgrade the obsolete equipment and to improve the operating processes, OJSC NWT is purchasing and installing modern digital equipment for new electronic type automatic telephone exchanges.

Possible changes in Issuer's business field

OJSC NWT does not plan any changes in the field of its principal business - provision of communication services

3.5. Participation of the Issuer in Industrial, Banking and Financial Groups, Holdings, Concerns and Associations

Organization: ***Iskra - the Association of Operators of the Federal Business Servicing Network (BSN)***

Place and functions of the Issuer in the association: ***OJSC NWT is a participant in the Iskra BSN Association from November 28, 2001***

As a member of the Association, the Issuer performs the following functions:

- 1. Participation in the management of the Association***
- 2. Representing the Association in its operation regions***
- 3. Paying annual target fees in due time, the amount of the fees being determined by the General Meeting of the Members***
- 4. Providing information required to resolve issues related to the operation of the Association***

According to the Articles of Association, the basic tasks of the Association are:

Facilitating the development of a Mutually Coordinated Communication Network of the Russian Federation

Facilitating the development of the leased Federal Business Servicing Network Iskra (hereinafter referred to as Iskra BSN).

Facilitating the provision of the needed volume and quality of up-to-date communication services rendered to customers in Russia

Facilitating the development of the research, technical, economic and organizational bases of Iskra BSN

Facilitating the distribution of standardized solutions in creating the Iskra BSN

Studying and facilitating the coordination of the interests of domestic developers, suppliers and consumers of Iskra BSN's services

Distributing the advanced experience of digital networks organization in Russia and abroad

Developing proposals on development of Iskra BSN

Facilitating the development of the Russian market of communication services, finding the needs of consumers, advertising the capacities and advantages of Iskra BSN

Organization: *Association of Operators of the Federal Cellular Network NMT-450*

The Issuer is a member of the Association from the year 2002.

Place and functions of the Issuer in the organization: *The Association was established for the purpose of facilitating the development of the federal public network of mobile radio telephone communication of Russia. OJSC North-West Telecom is a member of the Association.*

As a member of the organization, the Issuer performs the following functions:

1. *Paying annual membership fees in due time*
2. *Facilitating the solution of issues of developing the Federal Cellular Network NMT-450*
3. *Organizing interaction with local and federal authorities*

Organization: *Association of the Documentary Telecommunication*

The Issuer is a member of the Association from the year 2002.

Place and functions of the Issuer in the organization: *The Association was founded for the purpose of facilitating the implementation of the state policy in the field of telecommunication, facilitating the study of users' needs, agreeing upon and coordinating their interests with the interests of information and telecommunication systems manufactures and operators, facilitating the creation of a legislatively grounded standard and law mechanism of developing the information and telecommunication technologies and their applications, facilitating the integration of Russian telecommunication and information systems into the European and world infrastructures. OJSC North-West Telecom is a member of the Association.*

As a member of the Association, the Issuer performs the following functions:

1. *Paying annual membership fees in due time*
2. *Facilitating the implementation of decisions taken by the state authority in the field of telecommunications*
3. *Facilitating the cooperation of departments and organizations in creating and using telecommunication networks*
4. *Facilitating the design and implementation of programmes for the development of data transmission networks and systems, telematic services, etc.*

3.6. Issuer's Subsidiaries and Affiliates

Full and abbreviated official name: *Pagetelecom Limited Liability Company, Pagetelecom LLC*

Place of business: *6, pr. Stroiteley, Cherepovets, Vologda Oblast, Russia*

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: *100 %*

Share of the party in the Issuer's authorized capital: *none*

Percentage of the Issuer's common stock held by the said subsidiary: *none*

Basic areas of business of the company: *Personal radio call services*

Meaning of the Company for the Issuer's business: *participation in the company makes it possible to satisfy the consumers' demand of the residents of the city of Cherepovets and Cherepovets District for paging communication services*

Full and abbreviated official name: *Tsentrumb Limited Liability Company, Tsentrumb LLC*

Place of business: *22, ul. Antikainena, Petrozavodsk, the Republic of Karelia*

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: *100 %*

Share of the party in the Issuer's authorized capital: *no share*

Percentage of the Issuer's common stock held by the said subsidiary: *no share*

Basic areas of business of the company: *Trading and agency, including production and sales of foodstuffs for public catering*

Meaning of the Company for the Issuer's business: *social efficiency of participation: providing uninterrupted high-quality meals for the working team of the regional branch.*

Full and abbreviated official name: *AMT Limited Liability Company, AMT LLC*

Place of business: *k.201, d.14, Sinopskaya nab., St. Petersburg, 193167, Russia*

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***100 %***

Share of the party in the Issuer's authorized capital: ***0.29741%***

Percentage of the Issuer's common stock held by the said subsidiary: ***0.302486%***

Basic areas of business of the company: ***Operation in the securities market within the limits established by the active law.***

Meaning of the Company for the Issuer's business: ***participation in organizing a secondary market of Issuer's securities***

Full and abbreviated official name: ***RSU-Telecom Limited Liability Company, RSU-Telecom LLC***

Place of business: ***18, pr. Stachek, block 2, letter B, Saint Petersburg, Russia***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***100 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***construction, operation and renovation of production, social, cultural and utility facilities, including communication facilities.***

Meaning of the Company for the Issuer's business: ***The Company was established in the process of separation of non-essential businesses from the OJSC NWT structure***

Full and abbreviated official name: ***Recreation and Disease Prevention Centre "Svyazist" Limited Liability Company, RDPC "Svyazist" LLC***

Place of business: ***poselok Petrovskoye, Priozersky rayon, Leningrad oblast, Russia***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***100 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***provision of services in health centre and resort treatment and care***

Meaning of the Company for the Issuer's business: ***The Company was established in the process of separation of non-essential businesses from the OJSC NWT structure***

Full and abbreviated official name: ***Polycomp Limited Liability Company, Polycomp LLC***

Place of business: ***20 ul. B. Morskaya, St. Petersburg, 191186 Russia***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***90 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***publishing***

Meaning of the Company for the Issuer's business: ***making various forms and advertising products for the issuer.***

Full and abbreviated official name: ***Artecom Service Limited Liability Company, Artecom Service LLC***

Place of business: ***the Russian Federation, the city of Arkhangelsk***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***77 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***local telephone communication services, organization of hotel services and consumer services; sporting, health-improving, tourist and other services; organization and commercial operation of public catering outlets: restaurants, cafes, bars and other facilities.***

Meaning of the Company for the Issuer's business: ***The Issuer provides unified management of the communication network of the city of Arkhangelsk, there is a single centre for settlements with subscribers for communication services of the two networks.***

Full and abbreviated official name: ***St. Petersburg Telecommunication Centre Closed Joint-Stock Company, SPb Telecommunication Centre CJSC***

Place of business: ***24, Bolshhevikov pr., St. Petersburg, 193232, the Russian Federation***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***54.38 %***

Percentage of Company's common stock held by the Issuer: ***54.38 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***Further professional training of telecommunication specialists***

Meaning of the Company for the Issuer's business: ***The issuer maintains a high professional level of the employees with much lower expenses for further professional training***

Full and abbreviated official name: ***Novgorod Datacom Limited Liability Company, Novgorod Datacom LLC***

Place of business: ***22, ul. Industrialnaya, the settlement of Pankovka, Veliky Novgorod, 173526***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***52 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***Data transmission services; telematic services; Voice communication services of telematic voice data transmission services***

Meaning of the Company for the Issuer's business: ***cooperation in foundation and development of data transmission network and telematic services centre in the territory of Novgorod Oblast.***

Full and abbreviated official name: ***Bona Limited Liability Company, Bona LLC***

Place of business: ***45, Troitsky prospekt, Arkhangelsk, 163061***

Ground, on which the company is considered a subsidiary of the issuer:

Prevailing interest in the authorized capital of the company

Issuer's share in the authorized capital of the corporation: ***51 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***No operation, under liquidation***

Full and abbreviated official name: ***Kolatelecom Open Joint-Stock Company, Kolatelecom OJSC***

Place of business: ***the city of Murmansk***

Ground, on which the company is considered a subsidiary of the issuer:

The Issuer may determine decisions made by the Company

Issuer's share in the authorized capital of the corporation: ***50 %***

Percentage of Company's common stock held by the Issuer: ***50 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of the Issuer's common stock held by the said subsidiary: ***no share***

Basic areas of business of the company: ***Services of long-distance and international communication via dedicated network; Leasing out of communication channels; Data transmission services; Telematic services; Services of broadcasting TV and sound programmes via a cable TV network***

Meaning of the Company for the Issuer's business: ***cooperation in the construction of a broadband cable TV network with a backward channel***

Full and abbreviated official name: ***NEVA KABEL Closed Joint-Stock Company, NEVA KABEL CJSC***

Place of business: ***8 proyезд, 9 kvartal, Promyshlennaya zona Parnas, St. Petersburg, Russia***

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: ***48.97 %***

Percentage of Company's common stock held by the Issuer: ***48.97 %***

Share of the party in the Issuer's authorized capital: ***no share***

Percentage of Issuer's common stock held by the company: ***no share***

Basic areas of business of the company: ***Production and sales of telephone cables***

Meaning of the Company for the Issuer's business: ***supply of cable products to the Issuer***

Full and abbreviated official name: **Commercial Television and Radio Closed Joint-Stock Company, Com TV CJSC**

Place of business: **3, Academician Pavlov ul., St. Petersburg, 197022**

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: **40 %**

Percentage of Company's common stock held by the Issuer: **40 %**

Share of the party in the Issuer's authorized capital: **no share**

Percentage of Issuer's common stock held by the company: **no share**

Basic areas of business of the company: **No operation, under liquidation**

Full and abbreviated official name: **Medexpress Insurance Closed Joint-Stock Company, Medexpress ICJSC**

Place of business: **2, ul. Malaya Konyushennaya, St. Petersburg, 191186**

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: **34.59 %**

Percentage of Company's common stock held by the Issuer: **34.59 %**

Share of the party in the Issuer's authorized capital: **no share**

Percentage of Issuer's common stock held by the company: **no share**

Basic areas of business of the company: **Voluntary medical insurance: all varieties of personal and proprietary insurance**

Meaning of the Company for the Issuer's business: **insurance of the Issuer's employees**

Full and abbreviated official name: **WestBaltTelecom Closed Joint-Stock Company, WBT CJSC**

Place of business: **2, pl. Vasilevskogo, Kaliningrad, 236016, the Russian Federation**

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: **28 %**

Percentage of Company's common stock held by the Issuer: **28 %**

Share of the party in the Issuer's authorized capital: **no share**

Percentage of Issuer's common stock held by the company: **no share**

Basic areas of business of the company: **Provision of local, long-distance and international telephone communication services**

Meaning of the Company for the Issuer's business: **cooperation in upgrade and development of telecommunications in Kaliningrad Oblast**

Full and abbreviated official name: **Octagon Technologies Closed Joint-Stock Company, OCTATECH CJSC**

Place of business: **pom. 12-H, 29, Ligovsky pr., St. Petersburg, 193036**

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: **26.4 %**

Percentage of Company's common stock held by the Issuer: **26.4 %**

Share of the party in the Issuer's authorized capital: **no share**

Percentage of Issuer's common stock held by the company: **no share**

Basic areas of business of the company: **no operations, the company is being liquidated**

Full and abbreviated official name: **Dancell, Saint Petersburg Closed Type Joint-Stock Company; CTJSC Dancell SPb**

Place of business: **51, Baltiyskaya ul., St. Petersburg, 198092**

Ground, on which the company is considered a dependent company of the issuer:

The issuer holds over 20% of voting shares

Issuer's share in the authorized capital of the corporation: **23.65 %**

Percentage of Company's common stock held by the Issuer: **23.65 %**

Share of the party in the Issuer's authorized capital: **no share**

Percentage of Issuer's common stock held by the company: **no share**

Basic areas of business of the company: **no operations, the company is being liquidated**

3.7. Composition, Structure and Value of Issuer's Fixed Assets, Information on Plans for Acquisition, Replacement and Retirement of Fixed Assets, and on all Facts of Issuer's Fixed Assets Burdening

3.7.1. Fixed Assets

As of 30.09.2004, roubles

No.	Group of fixed assets	Initial value, roubles	Amount of depreciation (negative values), roubles	Residual (less depreciation) value, roubles
1	Land plots and nature management sites	19,596,304		19,596,304
2	Buildings	4,148,463,765	-1,002,704,712	3,145,759,053
3	Communication lines	5,862,160,802	-3,410,056,082	2,452,104,720
4	Other facilities	561,965,763	-224,023,322	337,942,441
5	Transport facilities, except for social sphere	222,035,482	-120,837,895	101,197,587
6	Switchboards	4,913,188,844	-1,993,197,908	2,919,990,936
7	Other equipment of communication networks	5,668,640,767	-2,430,902,991	3,237,737,776
8	Computing and office facilities	770,737,324	-447,870,327	322,866,997
9	Other fixed assets, except for social sphere	1,316,146,133	-739,139,128	577,007,005
TOTAL		23,482,935,184	-10,368,732,365	13,114,202,819

Petersburg Telephone Network Branch of the Open Joint-Stock Company North-West Telecom

Date of re-evaluation **1.01.2000**

Full balance value of fixed assets prior to re-evaluation: **6,880,458 thousand roubles**

Residual (less wear) value of fixed assets prior to re-evaluation: **4,106,628 thousand roubles**

Full balance value of fixed assets taking into account re-evaluation: **8,107,876 thousand roubles**

Residual (less wear) value of fixed assets taking into account to re-evaluation: **5,204,986 thousand roubles**

Revaluation method: **direct recalculation on the basis of the data confirmed by documents**

Explanations to the re-valuation method (including the valuation technique):

Evaluation of buildings and facilities was mainly carried out by the index method - using the indices of rise in prices of construction and installation in industrial engineering in the region as of December 1999.

The basic information for using the indices of rise in prices normally consists in data on the estimate value of facilities or on actually incurred expenses for their construction as included in the inventory list of fixed assets during commissioning. In the case of absence of the said information valuation was performed based on the functional purpose, construction volume or area of the site, using the standard values of the comparison unit cost in basic prices.

To determine the complete replacement value of the produced equipment, as well as other fixed assets, information on market prices for valuation objects or their functional analogues in the region as of December 1999 was used. If and when necessary, such information was adjusted for the existing differences between the valuation object and its functional analogues.

Name of the group of fixed assets	Full value prior to revaluation, thousand roubles	Residual (less depreciation) value prior to revaluation, thousand roubles	Date of revaluation	Full value after revaluation, thousand roubles	Residual (less depreciation) value after revaluation, thousand roubles
Land plots	2,930	1,749	1.01.2000	2,930	1,749
Buildings	931,157	555,765	1.01.2000	2,547,270	1,635,304
Facilities	2,099,294	1,252,972	1.01.2000	2,099,299	1,347,714
Machines and equipment	3,821,537	2,280,899	1.01.2000	3,433,677	2,204,362
Transport facilities	16,759	10,002	1.01.2000	16,326	10,482

Production and economic implements	8,710	5,199	1.01.2000	8,272	5,310
Other types of fixed assets	71	42	1.01.2000	102	65
Total:	6,880,458	4,106,628		8,107,876	5,204,986

On 31.10.2002, OJSC NWT was restructured in the form of takeover of the following companies:

*NovgorodTelecom OJSC,
Electrosvyaz of Pskov oblast OJSC,
Electrosvyaz of the Republic of Karelia OJSC,
Electrosvyaz of Kaliningrad Oblast OJSC,
Cherepovtselectrosvyaz OJSC,
Electrosvyaz of Vologda Oblast OJSC,
Murmanelectrosvyaz OJSC,
Artecom of Arkhangelsk oblast OJSC.*

All assets and liabilities of the above companies had been transferred to OJSC NWT by the date of takeover, i.e. 31.10.2002, as to the successor of the companies, under an assignment statement valuated at their depreciated cost.

No fixed assets reassessment data for the merged companies is presented here due to the fact that the companies performed the reassessment before the takeover date when still functioning as independent legal entities. The Issuer has no reliable information as to the date of reassessment, or the full and depreciated cost of the fixed assets subject to the reassessment, as of the date of such reassessment.

Plans for acquisition, replacement or withdrawal of fixed assets, the value of which is 10 and more per cent of the value of fixed assets of the Issuer and other fixed assets at the Issuer's discretion: **none**

Facts of Issuer's fixed assets burdening (with the indication of the nature of burdening, the moment when the burdening arises, its period and other terms at the Issuer's discretion):

No.	Nature of burdening	Supplier / Holder of pledge	Contract (date of contract)	Period of contract	Assessed value of the collateral (burdening), roubles	Type of collateral
1	Pledge	North-West Bank of the Savings Bank of Russia (OJSC)	110704-z of 10.08.2004	05.11.2004	95,295,600.20	Pledge of telecommunication equipment
2	Pledge	North-West Bank of the Savings Bank of Russia (OJSC)	110804-z of 17.08.2004	11.02.2005	219,281,833.64	Pledge of telecommunication equipment
3	Pledge	North-West Bank of the Savings Bank of Russia (OJSC)	110904-z of 24.08.2004	23.08.2005	229,981,410.94	Pledge of telecommunication equipment
4	Pledge	JSCB AVTOBANK - NIKOIL OJSC	083/04-R-RK of 17.09.2004	16.09.2005	94,097,935.23	Pledge of telecommunication equipment
5	Pledge	Siemens	Pledge under the contracts of supply 01/06/12/95 (of 06.12.1995), XX/01137103 (of 14.02.1997), 075-0401-07 (of 24.02.1998)	30.06.2008	104,457,675.50	Telecommunication equipment
6	Pledge	FTB Vneshtorgbank Open Joint-Stock Company	Contract of pledge No.1 of 03.12.2002	till the fulfillment of the obligations	11,605,802.00	to the contract of bank guarantee No.14-P of 03.12/2002. Equipment of Alcatel under the contract No. ZRV/B56/007/02
		Pledges, total:	X		754,720,257.51	X

3.7.2. Value of Issuer's Real Estate

As of 30.09.2004, roubles

No.	Real estate	Initial value, roubles	Amount of depreciation (negative values), roubles	Residual (less depreciation) value, roubles
	Real estate in RF	9,304,749,428	-3,901,585,811	5,403,163,617
	TOTAL	9,304,749,428	-3,901,585,811	5,403,163,617

During 12 months before the date of the end of the quarter under report, no valuation of real estate owned or leased by the Issuer on a long-term basis.

IV. Data on Financial and Economic Operation of the Issuer

4.1. Results of the Financial and Economic Operation of the Issuer

4.1.1. Profit and Loss

Indices showing profitability and unprofitability of the issuer for the respective period under report:

No.	Index	Unit of measurement	3 rd quarter of 2003 as the cumulative sum from the start of the year	3 rd quarter of 2004 as the cumulative sum from the start of the year
1	Returns from sales of goods, products, works, services	thousand roubles	8,828,955	10,273,950
2	Sale profit	thousand roubles	2,437,660	2,411,050
3	Net profit (retained profit (uncovered loss))	thousand roubles	1,059,366	1,059,023
4	Working efficiency	thousand roubles/person	297.64	380.28
5	Capital productivity	%	75.92	78.34
6	Profitability of assets	%	6.51	5.48
7	Profitability of own capital	%	8.90	8.52
8	Profitability of products (sales)	%	27.61	23.47
9	The value of uncovered loss as of the date under report	thousand roubles	none	none
10	Ratio of uncovered loss as of date under report and balance currency	thousand roubles	none	none

4.1.2. Factors That Have Influenced the Change of the Amount of Receipts from Issuer's Sales of Goods, Products, Jobs, Services and Profits (Losses) of the Issuer from the Principal Activity

Key factors that have influenced the change of the amount of receipts from the principal activity.

	<i>% of the total change of the amount of receipts</i>
<i>Change of the amount of receipts from communication services for 9 months of the year 2004 as compared to the same period of the previous year, including that through:</i>	<i>100%</i>
<i>Change of the amount of receipts from the local communication, including</i>	<i>44.40%</i>
<i> change of the rates for the local communication services</i>	<i>41.41%</i>
<i> increase of OTA</i>	<i>3.00%</i>
<i>Change of the amount of receipts from the long-distance and international communication, including</i>	<i>1.08%</i>
<i> change of the rates for the long-distance communication</i>	<i>-17.23%</i>
<i> change of the rates for the international communication</i>	<i>18.31%</i>
<i>Change of the amount of receipts from provision of direct lines and trunk lines of city and rural telephone networks for use</i>	<i>24.13%</i>
<i>Change of the amount of receipts from provision of Internet services</i>	<i>11.89%</i>
<i>Change of the amount of receipts from other communication services</i>	<i>18.49%</i>

4.2. Issuer's Liquidity

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>3rd quarter of the year 2004</i>
<i>Own circulating assets, thousand roubles</i>	<i>- 3,085,952</i>	<i>- 3,460,207</i>	<i>- 4,496,830</i>
<i>Financial dependence ratio</i>	<i>0.48</i>	<i>0.49</i>	<i>0.56</i>
<i>Own assets autonomy ratio</i>	<i>0.67</i>	<i>0.67</i>	<i>0.64</i>
<i>Availability of own circulating assets for reserves</i>	<i>-8.68</i>	<i>-7.24</i>	<i>-19.66</i>
<i>Fixed assets index</i>	<i>1.25</i>	<i>1.28</i>	<i>1.36</i>
<i>Current liquidity ratio</i>	<i>0.78</i>	<i>0.81</i>	<i>0.59</i>
<i>Quick liquidity ratio</i>	<i>0.56</i>	<i>0.50</i>	<i>0.34</i>

The liquidity ratios describe the company's ability to fulfil its current liabilities, and are based on the principle of balance of a part of circulating assets and short-term liabilities.

The own circulating assets are understood as the part of own capital allocated to circulating asset funding. The negative value of own circulating assets shows that investment is partially financed from borrowed funds.

The financial dependence factor shows the amount of attracted funds per 1 rouble of the own capital. The borrowed funds portion in the Company's liabilities structure slightly increased in the 3rd quarter of 2004 to make 55.6% of the equity capital.

The debt-and-own capital ratio is lower than the critical value of 80%, which indicates that the Company's financial stability is high.

The asset equity ratio shows the equity share in the assets, its minimum rated value being 0.5 to 0.6. As compared to the 1st and 2nd quarters the asset equity ratio decreased from 67% to 64%. The ratio value exceeds the rated figure, which describes the financial independence from creditors as high.

As the non-circulating assets of the company are partially financed from borrowed funds, availability index of own circulating funds for reserves is negative.

The fixed assets index for the analyzed period is higher than the recommended value (0.9), while the value has been calculated for enterprises with medium capital coefficient. Communication enterprises are considered to be enterprises with a high capital coefficient.

The current liquidity ratio shows the general availability of circulating funds for the short-term debt of the enterprise, the recommended value for Russian enterprises being from 1 to 2. In the 2nd quarter of 2004 the segment of short-term credits in the balance structure increased, and respectively, the level of the liquidity ratio slightly decreased (to 0.6), which is lower than recommended minimum value. However, the current liquidity ratio complies, as before, with the Company creditor banks' requirements (more than, or equal to 0.6).

In 2004 a treasury system have been implemented by the Company, resulting in a better management efficiency and cash flow control of the Company, and in borrowing optimization.

The quick liquidity ratio also had a negative trend as of 01.10.04, for example, in the 1st quarter the index value was 0.56, in the 2nd - 0.50, in the 3rd - 0.34, which is attributable to a lower cash balance and increasing the volume of short-term liabilities.

After the Company implemented the treasury system, i.e. centralized management of the Company's cash flow, it has succeeded in improving the efficiency of cash utilization, and in reducing the balances on the subsidiaries' accounts. The Company's liquidity is maintained not by balances on settlement accounts, but rather by availability of banks' opened quotas for current business funding, which is much more favorable for the Company. As of this day, the amount of confirmed quotas enables funding of the required monthly expenses.

The ratio analysis proves the retaining of the Company's financial standing to be stable. The Company's solvency is maintained at a high level, which is proved by the low level of overdue credit and loan debts and avoided delays of current payments.

4.3. Amount, Structure and Sufficiency of Issuer's Capital and Circulating Funds

4.3.1. Amount and Structure of Issuer's Capital and Circulating Funds

Amount of own capital, thousand roubles

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>3rd quarter of the year 2004</i>
<i>Authorized capital</i>	937,940	937,940	937,940
<i>Added capital</i>	6,854,918	6,842,592	6,837,879
<i>Capital reserves</i>	46,897	46,897	46,897
<i>Retained Net Profit (Uncovered Loss)</i>	4,277,150	4,405,572	4,538,340
<i>Total amount of capital</i>	12,116,905	12,233,001	12,361,056

Structure of Own Capital

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>3rd quarter of the year 2004</i>
<i>Authorized capital</i>	7.7%	7.7%	7.6%
<i>Added capital</i>	56.6%	55.9%	55.3%
<i>Capital reserves</i>	0.4%	0.4%	0.4%
<i>Retained Net Profit (Uncovered Loss)</i>	35.3%	36.0%	36.7%
<i>Total amount of capital</i>	100.0%	100.0%	100.0%

The share of own capital in the assets in the 3rd quarter of 2004 was 64%. Therefore, the amount of the own capital is sufficient to ensure the required level of financial independence from creditors.

The structure of the own capital did not change any noticeably in the period under analysis.
The amount of the reserve fund as from 01.01.2004 complies with the level required by the Federal Law on Joint-Stock Companies, i.e. 5% of the authorized capital.

Amount of circulating assets, thousand roubles

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>
<i>Stock</i>	<i>355,384</i>	<i>477,996</i>	<i>421,804</i>
<i>Value added tax on acquired values</i>	<i>424,346</i>	<i>468,009</i>	<i>590,494</i>
<i>Accounts receivable (expected in over 12 months after the reporting date)</i>	<i>43,522</i>	<i>41,288</i>	<i>39,775</i>
<i>Accounts receivable (expected within 12 months after the reporting date)</i>	<i>1,528,713</i>	<i>1,445,993</i>	<i>1,247,757</i>
<i>Short-term financial investments</i>	<i>206,528</i>	<i>10,768</i>	<i>5,768</i>
<i>Monetary funds</i>	<i>263,629</i>	<i>155,683</i>	<i>145,036</i>
<i>Other current assets</i>	<i>1,608</i>	<i>4,297</i>	<i>2,401</i>
<i>Total amount of circulating assets</i>	<i>2,823,730</i>	<i>2,604,034</i>	<i>2,453,035</i>

Structure of circulating assets, thousand roubles

<i>Index</i>	<i>1st quarter of the year 2004</i>	<i>2nd quarter of the year 2004</i>	<i>3rd quarter of the year 2004</i>
<i>Stock</i>	<i>12.6%</i>	<i>18.4%</i>	<i>17.2%</i>
<i>Value added tax on acquired values</i>	<i>15.0%</i>	<i>18.0%</i>	<i>24.1%</i>
<i>Accounts receivable (expected in over 12 months after the reporting date)</i>	<i>1.5%</i>	<i>1.6%</i>	<i>1.6%</i>
<i>Accounts receivable (expected within 12 months after the reporting date)</i>	<i>54.1%</i>	<i>55.5%</i>	<i>50.9%</i>
<i>Short-term financial investments</i>	<i>7.3%</i>	<i>0.4%</i>	<i>0.2%</i>
<i>Monetary funds</i>	<i>9.3%</i>	<i>6.0%</i>	<i>5.9%</i>
<i>Other current assets</i>	<i>0.1%</i>	<i>0.2%</i>	<i>0.1%</i>
<i>Total amount of circulating assets</i>	<i>100%</i>	<i>100%</i>	<i>100%</i>

The high capital coefficient of communication services being a specific feature of the industry, the share of circulating assets in the overall assets is insignificant: in the 3rd quarter the circulating assets decreased by 13%, as a result of which their portion in the overall assets decreased by 3% to 12.7%.

Accounts receivable predominate in the circulating asset structure, which is also related to specific features of the industry. The Company's circulating asset policy is primarily aimed at lower accounts receivable, their higher quality (reduction of the overdue debt portion), and higher turnover rate.

As of 01.10.2004, the accounts receivable share in the circulating assets was 52.5%, the portion of long-term accounts receivable not exceeding 1.6%. The cash segment in the circulating assets decreased (from 9.3% to 5.9%), which is attributable to a lower cash balance. After the Company implemented the treasury system, i.e. centralized management of the Company's cash flow, it has succeeded in improving the efficiency of cash utilization, and in reducing the balances on the subsidiaries' accounts. The Company's liquidity is maintained not by balances on settlement accounts, but rather by availability of banks' opened quotas for current business funding, which is much more favorable for the Company. As of this day, the amount of confirmed quotas enables funding of the required monthly expenses, and fulfilment of the Company's current liabilities.

4.3.2. Issuer's Capital and Circulating Assets Adequacy

The Company's short-term liabilities as of 01.10.2004 were 4,139,880 thousand roubles and amounted to 33.5% of the own capital, that is, the value of the own capital is sufficient for fulfilling short-term liabilities.

The amount of the Company's average daily operating debt service expenses (per cent of payment, lines 070 and 100 of form 2) for the 3rd quarter of 2004 was 4,191.6 thousand roubles. The amount of circulating assets (as of 01.10.2004 - 2,453,035 thousand roubles) is sufficient for covering expenses for payment for interest (119,883 thousand roubles), planned in the 3rd quarter.

4.3.3. Monetary Funds

The Company's monetary funds requirement for the 4th quarter of 2004 is 7,904,987 thousand roubles.

Monetary funds are expected to be received from the following sources:

- *receipt of funds from operating activities (provision of communication services) -5,446,770 thousand roubles;*
- *receipt of funds from investment activities (use of non-current assets) - 38,449 thousand roubles;*
- *external funding (receipt of credits and loans) - 2,305,537 thousand roubles.*

External borrowing is required for funding of Company's investment programmes and for re-payment of earlier obtained short-term bank loans.

Within the amount of external borrowing, receipt of short-term credits worth of 469,000 thousand roubles, long-term borrowing worth of 1.836.537 thousand roubles is planned.

The Company's monetary funds requirement for the 1st quarter of 2005 is 8,671,135 thousand roubles

Monetary funds are expected to be received from the following sources:

- *receipt of funds from operating activities (provision of communication services) - 5,217,131 thousand roubles;*
- *receipt of funds from investment activities (use of non-current assets) - 2,000 thousand roubles;*
- *external funding (receipt of credits, loans, tied credits, leasing) - 3,452,004 thousand roubles.*

External borrowing is required for funding of Company's investment programmes and for re-payment of earlier obtained short-term bank loans.

The Company's monetary funds requirement for the year 2005 is 27,314,665 thousand roubles

Monetary funds are expected to be received from the following sources:

- *receipt of funds from operating activities (provision of communication services) - 23,640,539 thousand roubles;*
- *receipt of funds from investment activities (use of non-current assets) - 62,000 thousand roubles;*
- *external funding (receipt of credits and loans, bonds floatation) - 3,732,455 thousand roubles.*

The Issuer is not planning any loans from companies able to influence the Issuer in virtue of a predominating interest in it Authorized Capital, or of an agreement signed between them, or otherwise.

Factors that may affect the Issuer's need for cash funds, and prospects of their obtainment:

To attract a sufficient scope of investment resources, the Issuer uses and intends to use bank credits (short-term and long-term), and a bonded debt.

Considering the Issuer's plans to expand its business (increased amount of capital investments), and as a result, a higher amount of investments of borrowed funds, setting of credit limits (risk limits for the Issuer) has currently been agreed with commercial banks. The amount of such set limits is equivalent to 4.48 billion roubles.

In addition to bank crediting, the Company's stable financial standing enables it to borrow necessary funds on financial markets both in and outside of Russia with the aid of other instruments, such as: Credit Linked Notes (CLN), promissory note programs, etc. The scope and instruments of fund borrowing by the Company are selected subject to the opportunities currently existing on any particular borrowing market.

Currently, to achieve its goals, the Issuer is planning to place a third bonded debt of 3 billion roubles in the 4th quarter of 2004 – 1st half of 2005. Prior to the floatation of the bond issue, the Issuer will fund its investment program through credits ("bridge" credits) from commercial banks within the currently set credit limits, to be repaid with moneys received from the bond floatation. The Issuer's principal crediting

partners are: *Savings Bank of Russia (OJSC), BVT OJSC Vneshtorgbank, CJSC Citibank, OJSC AVTOBANK-NIKOIL, and OJSC JSCB MDM-Bank.*

As of the end of the reporting period, no balance of distrained bank accounts was recorded for the Issuer.

As of the end of the reporting period, the Issuer had no accounts payable as recorded on bank files.

4.3.4. Issuer's Financial Investment

Amount of all financial investment of the issuer as of the end of the last quarter under report: **168,667 thousand roubles**

List of the Issuer's financial investments amounting to 10 or more percent of all of its financial investments as of the end of the last fiscal year before the end of the reporting period:

Investments in issued securities:

Type, category and form of securities: *common registered non-documentary share*

Full official name of the securities issuer: *Medexpress Insurance Closed Joint-Stock Company (this company is a subsidiary of the issuer)*

Abbreviated name of the securities issuer: *Medexpress ICJSC*

Place of business: *2, ul. Malaya Konyushennaya, St. Petersburg, 191186*

Data on issues of securities of this category held by the issuer:

Date of issue registration by the state	State registration number of the issue	Authority of state registration of the issue
28.12.1998	MF 72-1-02856	finance authorities
23.11.1999	MF 72-1-03276	finance authorities

Number of securities owned by the Issuer: **154 416**

Total face value of the securities owned by the Issuer: **4,014,816 roubles**

Total balance value of financial investments: **21,361,473.2 roubles**

Data on income yielded by the securities:

No dividends on common registered non-documentary shares have been calculated and paid.

Information of reserves created for devaluation of the securities:

No reserves for depreciation of the securities have been created.

Information on the amount of potential losses related to bankruptcy of an issuer of securities of this type and category (the party obliged under the securities):

The amount of potential losses related to bankruptcy of the party obliged under the financial investment is equal to its total balance value - 21,361,473.2 roubles.

Type, category and form of securities: *common registered non-documentary shares*

Full official name of the securities issuer: *Telecominvest Open Joint-Stock Company*

Abbreviated official name of the securities issuer: *Telecominvest OJSC*

Place of business: *24, ul. B. Morskaya, St. Petersburg, 191186*

Data on issues of securities of this category held by the issuer:

Date of issue registration by the state	State registration number of the issue	Authority of state registration of the issue
30.09.2004 *	1-01-00040-D	Regional Division of the Federal Securities Board in the North-Western Federal District

** - on the basis of Instruction No. 2785 of the Regional Division of the Federal Securities Board in the North-Western Federal District dated September, 2004, the State Reg. Nos. of securities issues were cancelled, and new State Reg. Nos. were assigned in accordance with the requirements of the Procedure of Assignment of State Registration Numbers to Securities Issues (Notice No. 559 of the Regional Division of the Federal Securities Board in the North-Western Federal District dated 30.09.2004 on assignment of state registration numbers to securities issues).*

Number of securities owned by the Issuer: **2 449 990**

Total face value of the securities owned by the Issuer: **24,499,900 roubles**

Total balance value of financial investments: **24,499,900 roubles**

Data on income yielded by the securities:

No dividends on common registered non-documentary shares have been calculated and paid.

Information of reserves created for devaluation of the securities:

No reserves for depreciation of the securities have been created.

Information on the amount of potential losses related to bankruptcy of an issuer of securities of this type and category (the party obliged under the securities):

The amount of potential losses related to bankruptcy of the party obliged under the financial investment is equal to its total balance value - 24,499,900 roubles.

Financial investments in non-issued securities: *none*

Other financial investments:

Full and abbreviated official name: *Artelecom Service Limited Liability Company, Artelecom Service LLC (this company is a subsidiary of the issuer)*

Place of business: *the Russian Federation, the city of Arkhangelsk*

TIN: *2901005600*

Amount of investment in per cent of the authorized capital: *77 %*

Amount of investment in monetary terms: *62,052 thousand roubles*

Information on the amount of potential losses related to bankruptcy of the said company:

The amount of potential losses related to bankruptcy of the party obliged under the financial investment is equal to its total balance value - 62,052 thousand roubles.

Amount of income from the financial investment object or the procedure of its determining, payment period:
The Issuer has no income from this financial investment

The Issuer's assets placed on demand deposit or other accounts in banks or other crediting organizations whose licenses have been suspended or revoked, or where a ruling exists as to their restructuring or winding up, or bankruptcy procedure initiation, or on recognizing such organizations as insolvent (bankrupts): none.

The amount of potential losses from financial investments as recorded in the Issuer's accounts in the period from the beginning of the reporting year till the end of the reporting quarter is, in the Issuer's opinion, limited by the book value of the assets.

The accounting standards (rules) in compliance with which the Issuer made the calculations shown in this clause:

The calculations shown in this clause were made in compliance with the standards set in Order No. 126n "Approval of PBU (Accounting Rules) No. 19/02 "Accounting of Financial Investments"" dated December 10, 2002.

4.3.5. Issuer's intangible Assets

As of 30.09.2004

No.	Name of the intangible asset	Initial value, roubles	Amount of depreciation (negative values), roubles	Residual (less depreciation) value, roubles
1	Trademark	55,127	-2,293	52,834
2	Trademark	22,500	-563	21,937
3	Exclusive rights to the programme	528,022	-102,671	425,351
4	Trademark of the Telephone Guide series of reference books	2,650	-1,128	1,522
5	Communication cards trademark	2,901	-1,112	1,789
6	Certification of Pskovelectrosvyaz ASR (automatic billing system)	303,570	-303,570	0
TOTAL		914,770	-411,337	503,433

4.4. Data on the Policy and Expenses of the Issuer in the Field of Scientific and Technical Development, in Respect of Licenses and Patents, New Designs and Research

Issuer's policy in the field of scientific and technical development:

Data on the Issuer's expenses for R & D financed from its own funds, thousand roubles:

1999: 9,876

2000: 3,791

2001: 40,696

*2002: 35,555**

2003: 0

* merged companies included (OJSC NWT was restructured on October 31, 2002 by taking over a number of telecommunication companies in the North-West of Russia. The audited accounts of OJSC NWT for 2002 include data on the merged companies starting from November 1, 2002).

Information on legal protection of principal items of intangible property as established and obtained by the Issuer:

1. Certificate for the trade mark (service mark) No. 207969

Title Holder: OJSC NWT

Registered in the RF State Register of Trade Marks and Service Marks on April 28, 2004

The term of registration will expire on November 13, 2013.

2. Certificate for the trade mark (service mark) No. 214929

Title Holder: Murmancelectrosvyaz OJSC; The Certificate has been amended due to the change of the title holder, i.e. OJSC NWT.

Date of the amendment: 29.09.2003

Registered in the RF State Register of Trade Marks and Service Marks on June 17, 2002

The term of registration will expire on July 13, 2010.

3. Certificate for the trade mark (service mark) No. 222672

Title Holder: Murmancelectrosvyaz OJSC; The Certificate has been amended due to the change of the title holder, i.e. OJSC NWT.

Date of the amendment: 29.09.2003

Registered in the RF State Register of Trade Marks and Service Marks on September 24, 2002

The term of registration will expire on July 10, 2010.

4. Certificate for the trade mark (service mark) No. 214913

Title Holder: Murmancelectrosvyaz OJSC; The Certificate has been amended due to the change of the title holder, i.e. OJSC NWT.

Date of the amendment: 29.09.2003

Registered in the RF State Register of Trade Marks and Service Marks on June 17, 2002

The term of registration will expire on July 13, 2010.

5. Certificate for the trade mark (service mark) No. 166618

Title Holder: Murmancelectrosvyaz OJSC; The Certificate has been amended due to the change of the title holder, i.e. OJSC NWT.

Date of the amendment: 29.09.2003

Registered in the RF State Register of Trade Marks and Service Marks on July 31, 1998

The term of registration will expire on April 10, 2007.

Certificate for the trade mark (service mark) No. 120674

Title Holder: Open Type Joint-Stock Company Petersburg Telephone Network (on 13.07.2000 the name was changed to Open Joint-Stock Company Petersburg Telephone Network);

The Certificate has been amended due to the change of the title holder, i.e. OJSC NWT.

Date of the amendment: 13.09.2004

Registered in the Federal Service for Intangible Property, Patents and Trademarks on 22.06.1994

The term of registration will expire on 22.06.2014

Main areas and results of the use of the Issuer's essential items of intangible property: **The Issuer holds the title to such intangible property items as:**

- "Telephone Directories" trade mark

- "Communication cards" trademark

The Issuer uses these intangible property items to individualize the goods sold under the said trade marks. telephone directories and plastic cards to pay for communication services provided by the Company.

The risk factors related to possible expiry of the terms of patents and licenses for the use of trade marks essential for the Issuer: are evaluated by the Issuer as minimal.

4.5. Analysis of the Development Trends in the Field of the Issuer's Principal Activity

For many years, the Russian communication industry has been showing positive business trends. Growing demand for communication services, and growing scopes of services provided have been recorded. Against the background of economic growth in all segments of the communication service market, the industry's investment activity is increasing.

In the 1st half of 2003, the process of restructuring of telecommunication operators affiliated to OJSC Svyazinvest was finalized. As a result, 7 regional communication operators were established that are comparable to Eastern Europe's fixed communication operators in several parameters. The finalization of the legal procedure of OJSC Svyazinvest companies restructuring was the initial phase of the reform in the telecommunication sector. Currently, corporate restructuring of the united communication companies is underway. Main trends in the communication industry for the next few years:

- *switchover to time-based rating of local outgoing calls,*
- *drastic improvement of the tariff policy,*
- *enhancement of the technical level of public telephone networks.*

An important line of the industry's development in the years to come is radical improvement of the tariff policies of telecommunication companies by bringing the communication service charge rates to the level of economically feasible costs, and by minimizing the limits of communication service cross-subsidizing. In particular, the communication service pricing reform implies higher rates for local telephone communication and avoidance of local communication service subsidizing at the expense of long-distance communication. The OJSC Svyazinvest holding, RF Ministry of Information Technology and Communication, and Federal Antitrust Service jointly worked to revise the tariff policy.

The investment policy of interregional telecommunication companies shows a trend of saving large amounts of capital investment in public telephone and data transmission network expansion and updating, which is intended to reduce the telephone installation waiting lists and to improve the network digitization level.

According to analysts, on the average, Russian interregional communication companies cost 35 to 40 percent lower than similar companies on developing markets in terms of the company value-to-sales ratio (EV/S). Due to this, a leading growth of Russian telecommunication companies is forecast compared to similar foreign operators, which is attributable to their lower current market valuation.

The Issuer's business development is in line with the industry's overall trends.

Forecast of a possible change of the situation

The communication industry development complies with general positive trends in Russian economy. Besides, the industry has been steadily growing over the last several years: novel technologies and new services are emerging, and demand for communication services is growing. The Issuer's business is also aimed at providing the full range of telecommunication services to a broad group of users.

Factors and conditions influencing the Issuer's business and its results:

The main risk factors considered by the Company in pursuing its business are:

1) On January 1, 2004, the new Federal Law on Joint-Stock Companies came into effect, which establishes the legal basis for Russian communication industry's activity, and determines the industrial status of governmental bodies. The law may increase the extent of the Company business regulation, and until its appropriate by-law regulations are adopted, a period of contradictions and uncertainty related to interpretations of the law by regulatory bodies is inevitable.

According to the new law, the Company shall set equal conditions of telecommunication network connection and traffic passing for communication operators providing similar services, and provide connection and traffic passing services to such operators on the same terms and of the same quality as for its own structural units and affiliated persons.

Also in compliance with the new law "On Communication", local telephone connections shall be paid for at the (individual) subscriber's discretion, using either the subscription or time-based payment system.

The Management cannot predict the effect of the new law on the Company.

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Also in compliance with the new law "On Communication", local telephone connections shall be paid for at the (individual) subscriber's discretion, using either the subscription or time-based payment system.

The Management cannot predict the effect of the new law on the Company.

2) Ongoing processes of alternative telecommunication companies integration into large international holdings.

Forecast for duration of the above risk factors and conditions:

It is difficult to forecast the duration of the principal adverse factors, as it is impossible to forecast the lifetime of the basic law regulating the telecommunication business. The alternative operators integration process is very dynamic and will last for several years.

Actions taken and intended to be taken by the Issuer in the future for efficient use of these factors and conditions:

The key competitive advantages will be used.

Material events/factors that may most adversely affect the Issuer's ability to achieve similar or higher results in the future compared to the results obtained in the last reporting period:

In the future, the main adverse effects should be expected from aggravating competition, especially by operators using the IP telephony technology, which enables to provide services at lower price rates, which reduces the traffic for traditional operators, and accordingly has an adverse effect on their earning trends.

Probability of occurrence of such events (factors): *The probability of serious competition on the side of operators using the telephony technology is very high, since they are aggressively penetrating into all the regional markets.*

Material events/factors that may improve the Issuer's business results: *The overall growth of Russia's economy and increase of the communication industry's segment in GDP are favorable for the Company's business.*

V. Detailed Data on the Parties Who are Members of the Issuer's Management Bodies, Issuer's Bodies for Control over its Financial and Economic Operation, and Brief Data on the Workers (Employees) of the Issuer

5.1. The Data on Issuer's Structure and Terms of Reference of the Management Body

In accordance with Articles 12, 13, 14, and 15 of the Articles of Association, the Issuer's controlling bodies are:

The general meeting of the shareholders is the supreme management body of the company.

Board of Directors – the Company's collegiate controlling body providing supervision of the Company's activities. The Company's Board of Directors is annually elected at the annual general meeting of shareholders by cumulative voting in the number of 11 persons.

Management Board - the Company's collegiate executive body ensuring the execution of decisions taken by the General Meeting of the Shareholders and by the Board of Directors of the Company.

General Manager - sole executive body managing the current operation of the Company.

Terms of reference of the general meeting of the Issuer's shareholders according to its Articles of Association (paragraph 12.2 of article 12 of the Issuer's Articles of Association):

The terms of reference of the general meeting of the shareholders include the following issues that cannot be handed over for consideration by the Board of Directors, General Manager or Management Board of the Company:

1) introducing amendments and additions to the Articles of Association or approving the Articles of Association of the Company in a new version (except for the cases provided for by the Federal Law On Joint-Stock Companies), decisions being taken by at least three fourths of the votes of the shareholders

holding the Company's voting shares and taking part in the meeting);

2) re-organization of the Company, decisions being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

3) liquidation of the Company, appointing the liquidation committee and approval of the intermediate and final balance sheets, the decision being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

4) electing members of the Board of Directors by cumulative voting;

5) early termination of the powers of Members of the Board of Directors, the decision being taken by the majority of votes of the shareholders holding the voting shares and taking part in the meeting;

6) determining the number, face value and category of stated shares of the Company and the rights granted by those shares, the decisions being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

7) increasing the Company's authorized capital by increasing the face value of shares, the decision being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

8) increasing the authorized capital of the Company by floating extra shares through public subscription in case the number of extra floated shares is more than 25 per cent of the common stock earlier floated by the Company, the decision being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

9) increasing the Company's authorized capital by floating extra shares through closed subscription, the decision being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

10) reducing the Company's authorized capital by reducing the face value of shares, through the Company acquiring a part of shares for the purpose of reducing their total number, as well as by retiring shares acquired or redeemed by the Company, the decision being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

11) electing the members of the Auditing Committee of the Company and early termination of their powers, the decisions being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

12) approving the auditor of the Company, the decision being taken by the majority of votes of the shareholders holding the voting shares and taking part in the meeting;

13) approving annual reports, annual accounts of the Company, including profit and loss reports (profit and loss accounts) of the Company, as well as distribution of profit, including payment (statement) of dividend, and losses of the Company on the basis of the results of the fiscal year, the decisions being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

14) determining the procedure of holding the general meeting of the shareholders of the Company, the decision being taken by the majority of votes of the shareholders holding the voting shares and taking part in the meeting;

15) splitting and consolidating shares, the decisions being taken by the majority of votes of the shareholders holding the voting shares and taking part in the meeting;

16) taking a decision on approval of party-related transactions, the decision being taken in the cases and according to the procedure provided for by chapter XI of the Federal Law On Joint-Stock Companies;

17) taking a decision on approval of big transactions related to acquisition, alienation or possibility of alienation by the Company directly or indirectly of any property, the value of which is more than 50% of the balance value of the Company's assets as determined on the basis of its accounts as of the last reporting date, except for transactions performed in the course of normal economic operation of the Company, transactions related to floatation of common stock of the Company through subscription (realization), as well as transactions related to floatation of issued securities convertible into the Company's common stock, the decision being taken by the majority of three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

18) taking a decision on participation in holding companies, financial and industrial groups, associations and other unions of commercial organizations, the decision being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

19) approving by-laws regulating the operation of the Company's bodies, the decision being taken by the majority of votes of the shareholders holding the voting shares and taking part in the meeting;

20) floatation by the Company of bonds convertible into shares, and other issued securities

convertible into shares, if the said bonds (or other issued securities) are floated through closed subscription or through public subscription, when in case of public subscription convertible bonds (or other issued securities) may be converted into common shares of the Company, making more than 25 per cent of the earlier floated common shares, the decision being taken by at least three fourths of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

21) taking a decision on making up for the Company's account expenses for preparation and holding of an extraordinary general meeting of the Company's shareholders in the case when, contrary to the requirements of the active law of the Russian Federation, the Board of Directors has not taken a decision on convoking an extraordinary meeting and the meeting is convoked by other parties. The decision is taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

22) relieving a party, who, independently or jointly with its affiliated parties, has acquired 30 and more per cent of floated common stock of the Company, from the duty of acquiring shares from other shareholders of the Company, the decision being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting, except for the votes granted by the shares held by the said party and its affiliated parties;

23) taking a decision on transferring the powers of the single executive body of the Company to a managing organization or to a manager, the decision being taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting;

24) deciding other issues provided for by the Federal Law On Joint-Stock Companies and by the Articles of Association.

The general meeting of shareholders may pass resolutions on matters provided in subparagraphs 2, 7, 8, 9, 15-19, and 23 of paragraph 12.2 of the Articles of Association exclusively when introduced by the Board of Directors. In these cases, other persons entitled under applicable laws of the Russian Federation to enter items on the agenda of an annual or extraordinary general meeting of shareholders may not demand from the Board of Directors entering the listed matters on the meeting's agenda.

The general meeting of shareholders may not review or pass resolutions on matters that are not within its frame of reference according to the Federal Law "On Joint-Stock Companies".

The general meeting may not pass resolutions on matters that are not on the agenda, or revise the agenda.

Terms of reference of the Issuer's Board of Directors according to its Articles of Association (paragraph 13.4 of article 13 of the Issuer's Articles of Association):

The terms of reference of the Company's Board of Directors include the following issues:

1) determining the priority areas of the Company's activities, including approval of the annual budget, medium- and long-term budgets, strategies and programmes of the Company's development, introducing amendments to the said documents, considering the results of their fulfillment;

2) preliminarily approving operations which are beyond the framework established by the annual budget of the Company;

3) convoking the annual and extraordinary General Meetings of the Company Shareholders, except for the cases provided for by clause 8 of article 55 of the Federal Law On Joint-Stock Companies;

4) approving the agenda of the General Meeting of the Shareholders;

5) setting the date for making up the list of the shareholders entitled to participation in the General Meeting of the Shareholders, and other issues included in the terms of reference of the Board of Directors in compliance with chapter VII of the Federal Law On Joint-Stock Companies and related to preparation and holding of the General Meeting of the Shareholders;

6) preliminarily approving the annual report of the Company;

7) increasing the authorized capital of the Company by the Company floating extra shares within the limits of the number of stated shares as established by the Articles of Association, except for the cases provided for by subclauses 8 and 9 of clause 12.2 of the Articles of Association;

8) floatation by the Company of bonds and other issued securities in the case when, under the terms of floatation of such bonds and other issued securities, they are not convertible into Company's shares;

9) floatation by the Company of bonds convertible into shares, and other issued securities convertible into shares, if such bonds (other issued securities) are floated through public subscription and the convertible bonds (other issued securities) can be converted into common stock of the Company making 25 and less per cent of earlier floated common stock;

10) determining the price (monetary valuation) of the property, floatation and redemption price of

issued securities in the cases provided for by the Federal Law On Joint-Stock Companies;

11) approving decisions on the issue of securities, offering circulars of securities issue, reports on the results of Company's securities issue, reports on the results of Company's shares acquisition for the purpose of retiring them;

12) acquisition of shares, bonds and other securities floated by the Company in the cases provided for by the Federal Law On Joint-Stock Companies;

13) approval of the Company's registrar and the terms of the contract with him, as well as taking a decision on terminating the contract with him;

14) recommendations on the amount of dividend earned by shares, the form and time of its payment, and approval of a bylaw on dividend earned by shares of the Company;

15) the use of the reserve and other funds of the Company;

16) control over the use of internal control procedures;

17) recommendations on the amount of remunerations and reimbursements paid to the members of the Company's Auditing Committee, approval of the terms of the contract made with the auditor, including the determination of his remuneration;

18) approval of the Provisions on the Structural Division of the Company Exercising Internal Control, agreeing upon candidates for the position of its manager and consideration of other issues, decisions on which must be taken by the Board of Directors in compliance with the Provisions on the said Division;

19) approval of transactions related to acquisition, alienation or possibility of alienation by the Company directly or indirectly of any property, the value of which is from 0.75 to 25% of the balance value of the Company's assets as determined on the basis of its accounts as of the last reporting date;

20) approval of transactions related to acquisition, alienation or possibility of alienation by the Company directly or indirectly of any property, the value of which is from 25 to 50 % of the balance value of the Company's assets as determined on the basis of its accounts as of the last reporting date, except for transactions made in the course of normal economic operation of the Company, transactions related to floatation of shares of the Company through subscription (realization), as well as transactions related to floatation of issued securities convertible into the Company's shares;

21) approval of party-related transactions in the cases provided for by chapter XI of the Federal Law On Joint-Stock Companies;

22) determining the basic principles of constructing the organizational structure of the Company;

23) creating branches, opening and liquidating representative offices, approving Provisions on them;

24) preliminarily agreeing upon candidates for positions of branch and representative office managers and dismissal of such managers;

25) determining the priority areas of the branches activities;

26) appointing the single executive body (General Manager), establishing the term of its office, and early termination of its powers;

27) electing (re-electing) the Chairperson of the Board of Directors of the Company and his/her deputy;

28) forming the collective executive authority (Management Board), establishing the term of its office, and early termination of the powers of the Management Board members;

29) agreeing upon combining positions in management bodies of other organizations by the person acting as the single executive body of the Company and by members of the Company's Management Board;

30) permitting to work for and receive wages from other organizations for the person acting as the single executive body;

31) forming standing or provisional (to resolve certain issues) committees of the Board of Directors, working teams etc. and approving the Provisions on them;

32) appointing and dismissing the corporate Secretary of the Company, and approving the Provisions on the corporate Secretary of the Company and the staff of the corporate Secretary of the Company;

33) approving terms of contracts (additional agreements) made with the General Manager, Members of the Management Board, managers of branches and representative offices, the manager of the Company's structural division exercising the internal control, with the Corporate Secretary of the Company, and considering issues, the decisions on which must be taken by the Board of Directors in compliance with the said contracts;

34) taking decisions on participation (affiliation as a participant, termination of participation, change of the share of participation) of the Company in other organizations through purchasing or selling stock or

shares of other organizations and through investing extra contributions to the authorized capitals of such organizations;

35) taking decisions on Company's participation in nonprofit organizations, except for the cases provided for by subclause 18 of clause 12.2 of the Articles of Association, by affiliation as a participant, termination of participation, by investing extra contributions (fees) related to participation of the Company in nonprofit organizations;

36) taking decisions on the issues of the agenda of general meetings of subsidiaries (supreme management bodies of other organizations), in which the Company is the only participant;

37) determining the procedure of the Company's interaction with organizations in which the Company participates;

38) approving the bylaw on the issues of disclosing information on the Company;

39) approving other bylaws of the Company, besides the ones provided for in clause 13.4 of the Articles of Association, that regulate the issues included in the terms of reference of the Company's Board of Directors, except for the bylaws, the approval of which is included by the Company's Articles of Association in the terms of reference of the general meeting of the shareholders and executive bodies of the Company;

40) other issues provided for by the Federal Law On Joint-Stock Companies and by the Articles of Association;

41) approving the Code of Corporate Behaviour of the Company.

Matters referred to frame of reference of the Board of Directors of the Company may not be delegated to a collegiate or sole executive body of the Company.

Resolutions on the matters listed under subparagraphs 7 and 20 of paragraph 13.4 of these Articles of Association shall be passed unanimously by all the members of the Board of Directors except for the votes of dropped-out members of the Board of Directors.

Where unanimity of the Company's Board of Directors has not been achieved in matters listed under subparagraphs 7 and 20 of paragraph 13.4 of these Articles of Association, such matters may be presented to the general meeting of shareholders for resolution by decision of the Board of Directors. The decision in these cases is taken by the majority of the votes of the shareholders holding the Company's voting shares and taking part in the meeting.

Decisions on the issues indicated in subparagraph 21 of paragraph 13.4 of these Articles of Association shall be taken by the majority of votes of independent directors who are not interested in making the transaction.

Items other than those listed in paragraph 13.6 of the Articles of Association and classified in the frame of reference of the Board of Directors by the Federal Law "Joint-Stock Companies" and by these Articles of Association shall be passed by the majority of votes of the members of the Company's Board of Directors attending the session.

Terms of reference of the Issuer's collegiate executive bodies according to their Articles of Association (paragraph 14.4 of article 14 of the Issuer's Articles of Association):

The terms of reference of the Company's Management Board include the following issues of managing the current activities of the Company:

1) developing proposals on the priority areas of the Company's activities, including draft annual budgets, medium- and long-term budgets, strategies and programmes of the Company's development, proposals on introducing amendments to the said documents;

2) developing and approving internal control procedures;

3) determining the personnel and social policy of the Company;

4) considering and taking a decision on making collective agreements and covenants, and approving the bylaw regulating the general provisions on labour incentives;

5) preparing materials and draft decisions on issues to be considered by the general meeting of the shareholders and the Board of Directors, and presenting the materials to committees of the Board of Directors;

6) working out the engineering, financial, economic and rate policy of the Company and its branches, strategies and programmes for development of branches;

7) working out the accounting policy, control over improvement of the methodology of book-keeping and managerial accounting, as well as over the introduction of reporting according to international accounting standards in the Company and branches;

- 8) *working out the methodology of planning, budgeting and controlling of the Company and its branches;*
- 9) *working out the policy of ensuring the Company's and branches security;*
- 10) *determining the amount, form and procedure of endowing branches with property and withdrawing it from them;*
- 11) *determining the number of the members of collective executive bodies of branches and appointing them, as well as early termination of their powers, approving the Provisions on the Collective Executive Body of a Branch;*
- 12) *preliminarily agreeing upon candidates for the positions of deputy managers and chief accountants or branches and representative offices and dismissal of the said officials;*
- 13) *approving terms of contracts (additional agreements) made with members of collective executive bodies of branches, with deputy managers, and chief accountants or branches and representative offices, and considering issues, the decisions on which are to be taken by the Management Board in compliance with the above agreements;*
- 14) *approving annual and quarterly budgets of branches, introducing amendments to the said documents and considering the results of fulfilling them;*
- 15) *analysis of the results of the operation of Company's structural divisions, including separate divisions, and working out obligatory instructions for improvement of their operation;*
- 16) *approving the bylaws regulating the issues included in the terms of reference of the Company's Management Board, except for the bylaws approved by the general meeting of the shareholders and by the Board of Directors of the Company.*
- 17) *Approving the organizational structure of the Company, including the basic functions.*

The terms of reference of the Board of Directors include the following issues (article 15 of the Issuer's Article of Association):

The General Manager shall take decisions on issues that are not included by the Articles of Association in the terms of reference of the general meeting of the shareholders, the Board of Directors and the Management Board of the Company.

The General Manager acts as the Chairperson of the Management Board.

The General Manager acts without a power of attorney on behalf of the Company, including representation of its interests, making transactions on behalf of the Company, approving the manning table, issuing orders and instructions obligatory for execution by all employees of the Company.

The General Manager is responsible for managing any information constituting a state secret.

Data on availability of an issuer's bylaw establishing the rules of issuer's corporate behaviour:

By the decision of the Board of Directors of the North-West Telecom Open Joint-Stock Company of September 22, 2004, the Corporate Governance Code (Set of Rules) of OJSC NWT (Appendix 1) was approved.

Internet page where the full text of the Issuer's Code of Conduct (Corporate Governance Code) is published for free access:

<http://www.nwtelecom.ru/pubsas/test--DC56A1C75A46A890B1D77FDE96BAE3/index.html>

The Issuer's Articles of Association (with amendments and additions) and bylaws regulating the operation of the Issuer's executive bodies:

1. *The Issuer's Articles of Association with amendments and additions thereto (Appendix 8);*
2. *Amendments No. 1 to the Issuer's Articles of Association, registered on December 25, 2003 (Appendix 8);*
3. *Amendments No. 2 to the Issuer's Articles of Association, registered on May 7, 2004 (Appendix 8);*
4. *Amendments No. 3 to the Issuer's Articles of Association, registered on July 19, 2004 (Appendix 8);*
5. *Amendments No. 4 to the Issuer's Articles of Association, registered on June 30, 2004 (Appendix 8);*
6. *Amendments No. 6 to the Issuer's Articles of Association, registered on August 20, 2004 (Appendix 8);*
7. *Provisions on the General Meeting of the Issuer's Shareholders (Appendix 9);*
8. *Provisions on the Issuer's Board of Directors (Appendix 10);*
9. *Amendments No. 1 to the Provisions on the Issuer's Board of Directors, approved by the general meeting of the shareholders (Minutes no. 02-04 of 05/07/2004) (Appendix 10);*
10. *Provisions on the Issuer's Management Board (Appendix 11);*
11. *Amendments No. 1 to the Provisions on the Issuer's Management Board, approved by the general meeting of the shareholders (Minutes no. 02-04 of 05/07/2004) (Appendix 11);*

5.2. Information on Members of the Issuer's Management Bodies

Members of the Issuer's Board of Directors:

Chairperson: *Valery Nikolayevich Yashin*

Education: *Higher*

Members of the Board of Directors:

1) Valery Nikolayevich Yashin

Year of birth: *1941*

Posts for the recent 5 years:

Period: *1996 – till now*

Organization: *Telecom-Soyuz Non-Governmental Pension Fund*

Position: *Chairperson of the Fund Council*

Period: *1997 - 2000*

Organization: *St. Petersburg Long-Distance International Telephone Open Joint-Stock Company*

Position: *Member of the Supervisory Board*

Period: *1998 – till now*

Organization: *St. Petersburg Payphones Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1998 – till now*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1999 - 2002*

Organization: *Open Joint-Stock Company North-West Telecom*

(before 2001 - Petersburg Telephone Network Open Joint-Stock Company)

Position: *Member of the Board of Directors*

Period: *1999 – till now*

Organization: *Investment Communication Company - Open Joint-Stock Company*

Position: *General Manager*

Period: *1999 – till now*

Organization: *Investment Communication Company - Open Joint-Stock Company*

Position: *Chairperson of the Management Board*

Period: *2000 - 2003*

Organization: *Mobile Telecommunications Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2000 – till now*

Organization: *Moscow City Telephone Network Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2000 – till now*

Organization: *Rostelecom Open Joint-Stock Company for long-distance and international electric communication*

Position: *Chairperson of the Board of Directors*

Period: *2000 – till now*

Organization: *Electrosvyaz of Moscow Oblast Open Joint-Stock Company*

(since 2001 – Central Telecommunication company – Open Joint-Stock Company)

Position: *Chairperson of the Board of Directors*

Period: **2001 - 2002**
Organization: ***Svyazinvest-Media Open Joint-Stock Company***
Position: ***Chairperson of the Board of Directors***

Period: **2001 - 2004**
Organization: ***RTComm.RU Open Joint-Stock Company***
Position: ***Chairperson of the Board of Directors***

Period: **2001 - 2002**
Organization: ***Electricheskaya svyaz Open Joint-Stock Company in Oryol Oblast***
Position: ***Chairperson of the Board of Directors***

Period: **2001 - 2003**
Organization: ***Rostelecom-Garantiya Non-Governmental Pension Fund***
Position: ***Chairperson of the Fund Council***

Period: **2001 – till now**
Organization: ***National Payphone Network Open Joint-Stock Company***
Position: ***Chairperson of the Board of Directors***

Period: **2002 – till now**
Organization: ***Open Joint-Stock Company North-West Telecom***
Position: ***Chairperson of the Board of Directors***

Period: **2002 – till now**
Organization: ***The Russian Foundation of the History of Communications***
Position: ***member of the Management Board***

Period: **2003 – till now**
Organization: ***FC Zenith Closed Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: **2004 – till now**
Organization: ***Medexpress Insurance Closed Joint-Stock Company***
Position: ***member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: **0.1726%**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

2) *Alexandr Vyacheslavovich Ikonnikov*

Year of birth: **1971**

Education: ***Higher***

Posts for the recent 5 years:

Period: **1999 - 2000**

Organization: ***National Association of stock market members***

Position: ***Deputy Chairperson of Executive Council***

Period: **2000 - 2001**

Organization: ***Smolensksvyazinform Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2000 - 2001**
Organization: ***Kirovsvyazinform Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: **2000 - 2001**
Organization: ***Saratovenergo Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: **2002 – till now**
Organization: ***National Association of independent directors***
Position: ***Chairperson of the Management Board***

Period: **2002 – till now**
Organization: ***Association for Investors' Rights Protection***
Position: ***Director***

Period: **2002 – till now**
Organization: ***Central Telecommunication Company - Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: **2002 – till now**
Organization: ***Open Joint-Stock Company North-West Telecom***
Position: ***member of the Board of Directors***

Share in the Issuer's authorized capital: ***no share***

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: ***none***

Shares in the Issuer's subsidiaries/affiliates: ***no shares***

Percentage of common stock in the Issuer's subsidiaries/affiliates: ***no shares***

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: ***none***

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: ***none***

3) Ivan Ivanovich Rodionov

Year of birth: ***1953***

Education: ***Higher***

Posts for the recent 5 years:

Period: ***1997 – till now***

Organization: ***Representative office, AIG-Brunswick Capital Management Limited Company***

Position: ***Managing director***

Period: ***1998 – till now***

Organization: ***IBS Company***

Position: ***member of the Board of Directors***

Period: ***2001 - 2002***

Organization: ***Artelecom Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: ***2001 - 2002***

Organization: ***Electrosvyaz of the Republic of Karelia Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: ***2002 – till now***

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***member of the Board of Directors***

Share in the Issuer's authorized capital: **no share**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

4) Dmitry Vladimirovich Levkovsky

Year of birth: **1965**

Education: **Higher**

Posts for the recent 5 years:

Period: **1995 – till now**

Organization: **"NCH Advisors, Inc"**

Position: **Vice-President**

Period: **2000 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Board of Directors**

Period: **2002 – till now**

Organization: **Uralsvyazinform Open Joint-Stock Company**

Position: **member of the Board of Directors**

Share in the Issuer's authorized capital: **no share**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

5) Sergey Alexandrovich Orlov

Year of birth: **1962**

Education: **Higher**

Posts for the recent 5 years:

Period: **1999-2001**

Organization: **The Ministry of Foreign Affairs of Russia**

Position: **First Secretary**

Period: **2001-2001**

Organization: **Investment Communication Company - Open Joint-Stock Company**

Position: **Deputy Director of the Department for International cooperation**

Period: **2001 – till now**

Organization: **Investment Communication Company - Open Joint-Stock Company**

Position: **Executive Manager – Director of the Department for International cooperation**

Period: **2002-2002**

Organization: **UdmurtTelecom Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2002-2002**
Organization: ***Electrosvyaz Open Joint-Stock Company in Volgograd***
Position: ***member of the Board of Directors***

Period: **2002-2002**
Organization: ***Svyazinform of Chuvash Republic Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: **2004 – till now**
Organization: ***Open Joint-Stock Company North-West Telecom***
Position: ***member of the Board of Directors***

Share in the Issuer's authorized capital: ***no share***
Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: ***none***
Shares in the Issuer's subsidiaries/affiliates: ***no shares***
Percentage of common stock in the Issuer's subsidiaries/affiliates: ***no shares***
Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: ***none***
Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: ***none***

6) Irina Mikhailovna Ragozina

Year of birth: ***1950***
Education: ***Higher***

Posts for the recent 5 years:
Period: ***1996 – till now***
Organization: ***Open Joint-Stock Company North-West Telecom***
(before 2001 - Petersburg Telephone Network Open Joint-Stock Company)
Position: ***member of the Board of Directors***

Period: ***1998 - 2001***
Organization: ***Kamchatsvyazinform Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: ***1998 - 2002***
Organization: ***Svyazinform of Chelyabinsk Oblast Open Joint-Stock Company***
Position: ***Chairperson of the Board of Directors***

Period: ***1999 - 2000***
Organization: ***Lensvyaz Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: ***1999 – till now***
Organization: ***Investment Communication Company - Open Joint-Stock Company***
Position: ***Corporate Management Department Director***

Period: ***2000 – till now***
Organization: ***Moscow City Telephone Network Open Joint-Stock Company***
Position: ***member of the Board of Directors***

Period: ***2000 - 2000***
Organization: ***St. Petersburg Long-Distance International Telephone Open Joint-Stock Company***
Position: ***member of the Supervisory Board***

Period: ***2001 - 2002***
Organization: ***Kamchatsvyazinform Open Joint-Stock Company***
Position: ***Chairperson of the Board of Directors***

Period: **2001 - 2002**

Organization: ***Electrosvyaz of Kurgan Oblast Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2002 – till now**

Organization: ***Rostelecom Open Joint-Stock Company for long-distance and international electric communication***

Position: ***member of the Board of Directors***

Share in the Issuer's authorized capital: ***no share***

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: ***none***

Shares in the Issuer's subsidiaries/affiliates: ***no shares***

Percentage of common stock in the Issuer's subsidiaries/affiliates: ***no shares***

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: ***none***

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: ***none***

7) *Alexandr Alexandrovich Gogol*

Year of birth: ***1946***

Education: ***Higher***

Posts for the recent 5 years:

Period: ***1998 – till now***

Organization: ***Prof. M.A. Bonch-Bruyevich Saint Petersburg State University of Telecommunication***

Position: ***Rector***

Period: ***1999 - 2003***

Organization: ***St. Petersburg Telecommunication Centre Closed Joint-Stock Company***

Position: ***Chairperson of the Board of Directors***

Period: ***2003 – till now***

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***member of the Board of Directors***

Period: ***2004 – till now***

Organization: ***St. Petersburg Telecommunication Centre Closed Joint-Stock Company***

Position: ***member of the Board of Directors***

Share in the Issuer's authorized capital: ***no share***

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: ***none***

Shares in the Issuer's subsidiaries/affiliates: ***no shares***

Percentage of common stock in the Issuer's subsidiaries/affiliates: ***no shares***

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: ***none***

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: ***none***

8) *Vladimir Alexandrovich Akulich*

Year of birth: ***1956***

Education: ***Higher***

Posts for the recent 5 years:

Period: ***1997 - 2000***

Organization: ***Transtelecom Open Joint-Stock Company***

Position: *member of the Board of Directors*

Period: *1997 - 2000*

Organization: *Web Plus Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1998 - 2000*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1998 - 2000*

Organization: *Neva-Line Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1998 - 2000*

Organization: *PeterStar Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1998 – till now*

Organization: *Prof. M.A. Bonch-Bruyevich Saint Petersburg State University of Telecommunication*

Position: *Chairperson of the State Examination Board, of the State Certification Board*

Period: *1999 - 2000*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *member of the Management Board*

Period: *2000 - 2000*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *Deputy General Manager*

Period: *2000 - 2000*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *member of the Management Board*

Period: *2000 - 2001*

Organization: *Globus-Telecom Closed Joint-Stock Company*

Position: *member of the Management Board*

Period: *2000 - 2001*

Organization: *Petersburg Transit Telecom Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2000 - 2002*

Organization: *St. Petersburg International Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2000 - 2002*

Organization: *St. Petersburg International Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2001- 2001*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Manager of the Long-Distance International Telephone branch*

Period: *2001- 2002*

Organization: *Novgorodtelecom Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001- 2002*

Organization: *Electrosvyaz Open Joint-Stock Company of Pskov Oblast*

Position: *member of the Board of Directors*

Period: *2002- 2002*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Long-Distance International Communication Manager – Manager of the Long-Distance International Telephone Telegraph Centre of Petersburg Telephone Network branch*

Period: *2002- 2002*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Period: *2002- 2003*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Deputy General Manager in charge of strategic development and technical policy*

Period: *2002- 2003*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Period: *2002- 2003*

Organization: *Giprosvyaz Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *RTDC Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Delta Telecom Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Kaliningrad Mobile Networks Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Vologda Cellular Communication Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2003- 2004*

Organization: *OK GROS Limited Liability Company*

Position: *Vice-President*

Period: *2004 – till now*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Sky Link Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*

Organization: *Inter-regional Transit Telecom Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Moscow City Telephone Network Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Delta Telecom Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*

Organization: *Moscow Cellular Communication Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *General Manager, Chairperson of the Management Board*

Share in the Issuer's authorized capital: *no share*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

9) Dmitry Georgiyevich Yefimov

Year of birth: *1962*

Education: *Higher*

Posts for the recent 5 years:

Period: *1993 – till now*

Organization: *Association for Investors' Rights Protection*

Position: *Head of the Corporate Management Department*

Period: *1999 - 2002*

Organization: *Self-controlled organization "National Association of Stock Market Members"*

Position: *chief specialist*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Board of Directors*

Share in the Issuer's authorized capital: *no share*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

10) Stanislav Nikolayevich Panchenko

Year of birth: *1945*

Education: *Higher*

Posts for the recent 5 years:

Period: *1998 – till now*

Organization: *Investment Communication Company - Open Joint-Stock Company*

Position: *Deputy General Manager*

Period: *1998 – till now*

Organization: *Investment Communication Company - Open Joint-Stock Company*

Position: *member of the Management Board*

Period: *1999 – till now*

Organization: *Rostelecom Open Joint-Stock Company for long-distance and international electric communication*

Position: *member of the Board of Directors*

Period: *1999 - 2004*

Organization: *Lensvyaz Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1999 - 2000*

Organization: *Saint Petersburg Telegraph Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1999 - 2000*

Organization: *St. Petersburg Long-Distance International Telephone Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1999 - 2001*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1999 - 2000*

Organization: *Moscow Long-Distance International Telephone Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001 - 2002*

Organization: *Electrosvyaz of Vladimir Oblast Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001 - 2002*

Organization: *Lipetskelectrosvyaz Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2001 - 2002*

Organization: *Nizhegorodsvyazinform Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001 - 2002*

Organization: *Open Joint-Stock Company Electrosvyaz of Stavropol Kray*

Position: *Chairperson of the Board of Directors*

Period: *2001 - 2002*

Organization: *Electrosvyaz of Rostov Oblast Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001 – till now*

Organization: *Dagsvyazinform Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2002 - 2002*

Organization: *Voronezhsvyazinform Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2002 - 2002*

Organization: *Electrosvyaz of Vladimir Oblast Open Joint-Stock Company*
Position: *Member of the Board of Directors, Chairperson of the Board of Directors*

Period: *2003 – till now*

Organization: *Southern Telecommunication Company - Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*
Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Uralsvyazinform Open Joint-Stock Company*
Position: *member of the Board of Directors*

Share in the Issuer's authorized capital: *no share*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

11) Oxana Valeryevna Petrova

Year of birth: *1973*

Education: *Higher*

Posts for the recent 5 years:

Period: *1999 – 1999*

Organization: *Ministry of Russian Federation for Antimonopoly Policy and Support of Business*
Position: *State position of the Leading specialist*

Period: *1999 – till now*

Organization: *Investment Communication Company - Open Joint-Stock Company*
Position: *Leading Specialist, Chief Specialist, Deputy Head of the Division, Corporate Management Department*

Period: *2000-2001*

Organization: *Electrosvyaz of Moscow Oblast Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2001 – till now*

Organization: *Central Telecommunication Company - Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2000-2002*

Organization: *Chelyabinskvyazinform Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2001-2002*

Organization: *Electrosvyaz of Kostroma Oblast Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2001-2002*

Organization: *Electrosvyaz of Tver Oblast Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: **2004 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Member of the Board of Directors**

Share in the Issuer's authorized capital: **no share**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

Issuer's Collegiate executive management body

1) Vladimir Alexandrovich Akulich

Year of birth: **1956**

Education: **Higher**

Posts for the recent 5 years:

Period: **1997 - 2000**

Organization: **Transtelecom Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **1997 - 2000**

Organization: **Web Plus Closed Joint-Stock Company**

Position: **Chairperson of the Board of Directors**

Period: **1998 - 2000**

Organization: **Petersburg Telephone Network Open Joint-Stock Company**

Position: **Chairperson of the Board of Directors**

Period: **1998 - 2000**

Organization: **Neva-Line Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **1998 - 2000**

Organization: **PeterStar Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **1998 – till now**

Organization: **Prof. M.A. Bonch-Bruyevich Saint Petersburg State University of Telecommunication**

Position: **Chairperson of the State Examination Board, of the State Certification Board**

Period: **1999 - 2000**

Organization: **Petersburg Telephone Network Open Joint-Stock Company**

Position: **member of the Management Board**

Period: **2000 - 2000**

Organization: **Telecominvest Open Joint-Stock Company**

Position: **Deputy General Manager**

Period: **2000 - 2000**

Organization: **Telecominvest Open Joint-Stock Company**

Position: **member of the Management Board**

Period: **2000 - 2001**

Organization: **Globus-Telecom Closed Joint-Stock Company**

Position: *member of the Management Board*

Period: *2000 - 2001*

Organization: *Petersburg Transit Telecom Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2000 - 2002*

Organization: *St. Petersburg International Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2000 - 2002*

Organization: *St. Petersburg International Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2001- 2001*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Manager of the Long-Distance International Telephone branch*

Period: *2001- 2002*

Organization: *Novgorodtelecom Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2001- 2002*

Organization: *Electrosvyaz Open Joint-Stock Company of Pskov Oblast*

Position: *member of the Board of Directors*

Period: *2002- 2002*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Long-Distance International Communication Manager – Manager of the Long-Distance International Telephone Telegraph Centre of Petersburg Telephone Network branch*

Period: *2002- 2002*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Period: *2002- 2003*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Deputy General Manager in charge of strategic development and technical policy*

Period: *2002- 2003*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Period: *2002- 2003*

Organization: *Giprosvyaz Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *RTDC Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Delta Telecom Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Kaliningrad Mobile Networks Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Vologda Cellular Communication Closed Joint-Stock Company*
Position: *Chairperson of the Board of Directors*

Period: *2003- 2004*
Organization: *OK GROS Limited Liability Company*
Position: *Vice-President*

Period: *2004 – till now*
Organization: *Telecominvest Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2004 – till now*
Organization: *Sky Link Closed Joint-Stock Company*
Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*
Organization: *Inter-regional Transit Telecom Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2004 – till now*
Organization: *Moscow City Telephone Network Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2004 – till now*
Organization: *Open Joint-Stock Company North-West Telecom*
Position: *member of the Board of Directors*

Period: *2004 – till now*
Organization: *Delta Telecom Closed Joint-Stock Company*
Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*
Organization: *Moscow Cellular Communication Open Joint-Stock Company*
Position: *member of the Board of Directors*

Period: *2004 – till now*
Organization: *Open Joint-Stock Company North-West Telecom*
Position: *General Manager, Chairperson of the Management Board*

Share in the Issuer's authorized capital: *no share*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

2) Nikolay Gennadyevich Bredkov

Year of birth: *1953*

Education: *Higher*

Posts for the recent 5 years:

Period: *1999 - 2000*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *Deputy Economics and Finance Director - Manager of the Labour Organization and Remuneration Department of the Financial Economic Service of the Central Directorate*

Period: **2000 - 2002**

Organization: ***Electrosvyaz of the Republic of Karelia Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2000 - 2002**

Organization: ***Artelecom Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2001 - 2002**

Organization: ***Electrosvyaz of Vologda Oblast Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2001 - 2002**

Organization: ***Cherepovetsectrosvyaz Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2001 - 2002**

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***Manager in charge of structural reorganization***

Period: **2002 – till now**

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***member of the Management Board***

Period: **2002 – till now**

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***Deputy General Manager - Manager in charge of corporate management***

Period: **2003 - 2004**

Organization: ***Lensvyaz Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2003 - 2004**

Organization: ***WestBaltTelecom Closed Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2003 - 2004**

Organization: ***Vologda Cellular Communication Closed Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2003 - 2004**

Organization: ***Tele-Nord Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2003 - 2004**

Organization: ***TD-Telecom Closed Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: **2004 – till now**

Organization: ***“Svyazist” Recreation and Disease Prevention Centre” Limited Liability Company***

Position: ***member of the Board of Directors***

Period: **2004 – till now**

Organization: ***Artelecom Service Limited Liability Company***

Position: ***member of the Board of Directors***

Period: **2004 - 2004**

Organization: ***Svyaz Open Joint-Stock Company of the Komi Republic.***

Position: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **0.0039 %**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

3) Maya Mikhailovna Semchenko

Year of birth: **1967**

Education: **Higher**

Posts for the recent 5 years:

Period: **1995 - 2000**

Organization: **Delta Telecom Closed Joint-Stock Company**

Position: **Chief Accountant, Financial Manager**

Period: **2000 - 2002**

Organization: **Open Joint-Stock Company North-West Telecom**

(before 2001 - Petersburg Telephone Network Open Joint-Stock Company)

Position: **Chief Accountant, Accounting Board Manager**

Period: **2000 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

(before 2001 - Petersburg Telephone Network Open Joint-Stock Company)

Position: **member of the Management Board**

Period: **2001 - 2003**

Organization: **The St. Petersburg Bank of Reconstruction and Development Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2002 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Chief Accountant**

Share in the Issuer's authorized capital: **no share**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

4) Evgeny Borisovich Stepanov

Year of birth: **1978**

Education: **Higher**

Posts for the recent 5 years:

Period: **1997 - 2000**

Organization: **Telecominvest Closed Joint-Stock Company**

Position: **Assistant Personnel Contacts Manager**

Period: **2000 - 2003**

Organization: **Telecominvest Closed Joint-Stock Company**

Position: **Personnel Manager**

Period: **2003 – till now**
Organization: **Open Joint-Stock Company North-West Telecom**
Position: **Director in charge of personnel management**

Period: **2003 – till now**
Organization: **St. Petersburg Telecommunication Centre Closed Joint-Stock Company**
Position: **member of the Board of Directors**

Period: **2003 – till now**
Organization: **Open Joint-Stock Company North-West Telecom**
Position: **member of the Management Board**

Share in the Issuer's authorized capital: **no share**
Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**
Shares in the Issuer's subsidiaries/affiliates: **no shares**
Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**
Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**
Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

5) Elena Vladimirovna Umnova

Year of birth: **1954**

Education: **Higher**

Posts for the recent 5 years:

Period: **1999 - 2003**

Organization: **Bank MENATEP Saint Petersburg Open Joint-Stock Company**

Position: **Deputy Branch Manager in Voronezh**

Period: **2003 – till now**

Organization: **Investment Communication Company Open Joint-Stock Company**

Position: **Finance Department Manager**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Period: **2004 – till now**

Organization: **Central Telecommunication Company - Open Joint-Stock Company**

Position: **member of the Board of Directors**

Share in the Issuer's authorized capital: **no share**
Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**
Shares in the Issuer's subsidiaries/affiliates: **no shares**
Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**
Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**
Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

6) Ilya Vladimirovich Kravchuk

Year of birth: **1975**

Education: **Higher**

Posts for the recent 5 years:

Period: **1998 - 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **Securities Department Manager, Marketing and Services Sale Department Manager**

Period: **2002 - 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **Commercial Manager**

Period: **2002 - 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Assistant General Manager**

Period: **2003 - 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Acting Deputy General Manager – Manager in charge of operational management and business development**

Period: **2003 - 2004**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager – Manager in charge of operational management and business development**

Period: **2004 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager – Commercial Manager**

Period: **2003 – till now**

Organization: **SPIK Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Share in the Issuer's authorized capital: **no share**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

7) Oleg Anatolyevich Semanov

Year of birth: **1967**

Education: **Higher**

Posts for the recent 5 years:

Period: **1998 - 2002**

Organization: **Artelecom of Arkhangelsk Oblast Open Joint-Stock Company**

Position: **Communication Network Operation and Operational Technical Management Director**

Period: **2002 - 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy Regional Operation Director of the Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom**

Period:

2003 – till now

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager - Manager in charge of strategic development and technical policy**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Share in the Issuer's authorized capital: **0.0025 %**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

8) Grigory Borisovich Chernyak

Year of birth: **1949**

Education: **Higher**

Posts for the recent 5 years:

Period: **1994 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

(before 2001 - Petersburg Telephone Network Open Joint-Stock Company)

Position: **member of the Management Board**

Period: **1994 - 2001**

Organization: **Petersburg Telephone Network Open Joint-Stock Company**

Position: **General Issues Manager**

Period: **2001 - 2004**

Organization: **U Krasnogo Mosta Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2001 – till now**

Organization: **Medexpress Insurance Closed Joint-Stock Company**

Position: **member of the Supervisory Board**

Period: **2001 - 2002**

Organization: **Zenith Football Club Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2002 - 2002**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General manager in charge of common issues**

Period: **2002 - 2004**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **member of the Management Board**

Period: **2002 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager - manager in charge of property management**

Period: **2002 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: *General Issues Manager of the Petersburg Telephone Network branch*

Period: *2002 – till now*

Organization: *The Russian Foundation of the History of Communications Nonprofit Partnership*

Position: *Member of the Board of the Partnership*

Period: *2003 – till now*

Organization: *Neva Kabel Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003 – till now*

Organization: *Traffic safety Foundation “OBDD-Neva” Nonprofit Partnership*

Position: *member of the Board of Promoters*

Period: *2004 – till now*

Organization: *RSU-Telecom Limited Liability Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *RDPC Svyazist Limited Liability Company*

Position: *member of the Board of Directors*

Period: *2004 - 2004*

Organization: *Svyaz Open Joint-Stock Company of the Komi Republic.*

Position: *member of the Board of Directors*

Share of the party in the Issuer's authorized capital: *0.04 %*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

9) Vladimir Ivanovich Shumeiko

Year of birth: *1956*

Posts for the recent 5 years:

Period: *1999 - 2002*

Organization: *Electrosvyaz of the Republic of Karelia Open Joint-Stock Company*

Position: *First Deputy General Manager*

Period: *2002 - 2003*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *First Deputy Regional Manager of the Branch Electrosvyaz of the Republic of Karelia*

Period: *2003 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *First Deputy General Manager*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Share in the Issuer's authorized capital: *0.00013 %*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

10) Venera Adykhmovna Khusnutdinova

Year of birth: **1973**

Posts for the recent 5 years:

Period: **1998 - 2000**

Organization: **Telecominvest Open Joint-Stock Company**

Position: **Head of the Investment Department**

Period: **2000 - 2002**

Organization: **Povolzhye-Avtosnab Limited Liability Company**

Position: **Leading specialist in charge of economics and finance**

Period: **2002 - 2003**

Organization: **Closed Joint-Stock Company Kommerzbank (Eurasia)**

Position: **The specialist of the investment banking activities department**

Period: **2003 - 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Adviser of General Manager in charge of Economics and Finance**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager- Director in charge of Economics and Finance**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Share in the Issuer's authorized capital: **no shares**

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: **none**

Shares in the Issuer's subsidiaries/affiliates: **no shares**

Percentage of common stock in the Issuer's subsidiaries/affiliates: **no shares**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

11) Vladimir Ivanovich Belokaminskiy

Year of birth: **1949**

Posts for the recent 5 years:

Period: **1994 - 2002**

Organization: **Artelecom of Arkhangelsk Oblast Open Joint-Stock Company**

Position: **General Manager**

Period: **2002 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Regional Manager of Artelecom of Arkhangelsk Oblast Branch of the Open Joint-Stock Company North-West Telecom**

Period: **2004 – till now**

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Management Board*

Period: *2004 – till now*

Organization: *TD-Telecom Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Northern Clearing Chamber Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Share in the Issuer's authorized capital: *0.0811 %*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

Person acting as the sole executive body of the Issuer:

Vladimir Alexandrovich Akulich

Year of birth: *1956*

Education: *Higher*

Posts for the recent 5 years:

Period: *1997 - 2000*

Organization: *Transtelecom Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1997 - 2000*

Organization: *Web Plus Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1998 - 2000*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *1998 - 2000*

Organization: *Neva-Line Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1998 - 2000*

Organization: *PeterStar Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *1998 – till now*

Organization: *Prof. M.A. Bonch-Bruyevich Saint Petersburg State University of Telecommunication*

Position: *Chairperson of the State Examination Board, of the State Certification Board*

Period: *1999 - 2000*

Organization: *Petersburg Telephone Network Open Joint-Stock Company*

Position: *member of the Management Board*

Period: *2000 - 2000*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *Deputy General Manager*

Period: **2000 - 2000**

Organization: **Telecominvest Open Joint-Stock Company**

Position: **member of the Management Board**

Period: **2000 - 2001**

Organization: **Globus-Telecom Closed Joint-Stock Company**

Position: **member of the Management Board**

Period: **2000 - 2001**

Organization: **Petersburg Transit Telecom Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2000 - 2002**

Organization: **St. Petersburg International Closed Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2000 - 2002**

Organization: **St. Petersburg International Closed Joint-Stock Company**

Position: **Chairperson of the Board of Directors**

Period: **2001- 2001**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Manager of the Long-Distance International Telephone branch**

Period: **2001- 2002**

Organization: **Novgorodtelecom Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2001- 2002**

Organization: **Electrosvyaz Open Joint-Stock Company of Pskov Oblast**

Position: **member of the Board of Directors**

Period: **2002- 2002**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Long-Distance International Communication Manager – Manager of the Long-Distance International Telephone Telegraph Centre of Petersburg Telephone Network branch**

Period: **2002- 2002**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Period: **2002- 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Deputy General Manager in charge of strategic development and technical policy**

Period: **2002- 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Management Board**

Period: **2002- 2003**

Organization: **Giprosvyaz Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2003- 2004**

Organization: **RTDC Open Joint-Stock Company**

Position: **member of the Board of Directors**

Period: **2003- 2004**

Organization: **Delta Telecom Closed Joint-Stock Company**

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Kaliningrad Mobile Networks Closed Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2003- 2004*

Organization: *Vologda Cellular Communication Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2003- 2004*

Organization: *OK GROS Limited Liability Company*

Position: *Vice-President*

Period: *2004 – till now*

Organization: *Telecominvest Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Sky Link Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*

Organization: *Inter-regional Transit Telecom Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Moscow City Telephone Network Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Delta Telecom Closed Joint-Stock Company*

Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*

Organization: *Moscow Cellular Communication Open Joint-Stock Company*

Position: *member of the Board of Directors*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *General Manager, Chairperson of the Management Board*

Share in the Issuer's authorized capital: *no share*

Number of issuer's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer's options held by it: *none*

Shares in the Issuer's subsidiaries/affiliates: *no shares*

Percentage of common stock in the Issuer's subsidiaries/affiliates: *no shares*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

5.3. Data on the Amount of Remuneration, Privileges and/or Reimbursement of Expenses for Each of the Issuer's Management Bodies:

Aggregate amount of remuneration paid to the members of the Board of Directors for the year 2003 (the amount of payment is given by all the members of the Board of Directors who held the respective positions in 2003)

Wages (roubles): **1,640,364**

Bonuses (roubles): **1,380,241**

Commission (roubles): **7,724,860**

Privileges and/or reimbursement of expenses (roubles): **3,356,316**

Other property compensations (roubles): **0**

Total (roubles): **14,101,781**

Data on existing agreements in respect of such payments in the current fiscal year:

According to the article 7 of Provisions of the Board of Directors of OJSC NWT the remuneration to the members of the Board of Directors consists of a quarterly and an annual remunerations.

Quarterly remuneration for each member of the Board of Directors is established as a percentage of the Company's proceeds from sales of goods, products, jobs or services for the reporting quarter according to the data of the Company's accounts and reports.

The remuneration of the Chairperson of the Board of Directors shall have a factor of 1.3.

The remuneration of a member of the Board of Directors shall be reduced by:

30% - in case of his/her presence at less than half of the meetings of the Board of Directors held in the form of joint attendance;

100% - in case of his/her participation in less than half of all held meetings of the Board of Directors.

The remuneration of a member of the Board of Directors for the quarter, in which reelection of the Board of Directors took place, shall be paid in proportion to the time worked in the quarter.

The annual remuneration to the entire Board of Directors of the Company shall be established as a percentage of the Company's net profit for the year under report according to the data of the Company's accounts and reports.

The amount of the annual remuneration to each member of the Board of Directors is established by a decision of the Company's Board of Directors at the same time with preliminarily approving the annual report of the Company.

Aggregate amount of remuneration paid to the members of the Management Board for the year 2003 (the amount of payment is given by all the members of the Management Board who held the respective positions in 2003):

Wages (roubles): **16,275,329**

Bonuses (roubles): **8,906,294**

Commission (roubles): **4,991,075**

Privileges and/or reimbursement of expenses (roubles): **4,428,271**

Other property compensations (roubles): **1,857**

Total (roubles): **34,602,826**

Data on existing agreements in respect of such payments in the current fiscal year:

In compliance with the chapter 6 of the Provisions on the Management Board of OJSC NWT the remuneration is established as a percentage of the Company's net profit for the reporting quarter according to the Company's accounts and reports and paid quarterly.

The amount of the paid remuneration and its distribution among the members of the Management Board are established by a decision of the Company's Board of Directors upon proposal of the Chairperson of the Management Board.

5.4. Data on the Structure and Terms of Reference of the Bodies of Control over Financial and Economic Operation of the Issuer

To exercise control over financial and economic operation, the Company creates an Auditing Committee, a special structural division exercising the internal control functions, and independent auditor is invited.

The Auditing Committee is an independent control body of the Company, elected at the annual general meeting of the shareholders for a period till the next annual general meeting of the shareholders, with 7 members.

The terms of reference of the Auditing Committee include (article 17, clause 17.2.2 of the Issuer's Articles of Association):

- checking the reliability of the data contained in the reports and other financial documents of the Company;*
 - revealing any facts of violation of the procedure for book-keeping and submission of financial reports, established by the legal acts of the Russian Federation;*
 - checking the observance of the legal standards in tax calculation and payment;*
 - revealing any facts of violation of the legal acts of the Russian Federation, in compliance with which the Company performs its financial and economic operations;*
 - evaluating the economic advisability of financial and economic operations of the Company.*
- Bylaw regulating the operation of the Issuer's body of control over its financial and economic activities:*

Provisions on the Auditing Committee of OJSC NWT (Appendix 12)

Starting from December 2002 the Internal Audit Department started functioning in OJSC NWT.

The following persons are the members of the Department:

Alexandr Nikolayevich Levashev

Larisa Alexandrovna Smirnova

Tatiana Arkadyevna Romanova

Basic functions of the Internal Audit Department (in compliance with Provisions on the Internal Audit Department):

- periodic control of the compliance of financial and economic operations transacted by the Company, its branches and other structural units with the interests of the Company, protection of Company's assets;*
- independent appraisal and analysis of Company's financial state on the whole, of the financial state of its branches and other structural units;*
- periodic control of the observance by the Company, its branches and other structural units of legislative and other standard acts (including bylaws) regulating their activities, as well as of decisions of the General Meeting of the Shareholders of the Company, the Board of Directors of the Company, the single and joint executive bodies of the Company;*
- checking the efficiency of the internal control system, control over cash flows and over related-party transactions, proving the reliability of accounts and reports and operational information of the Company its branches and other structural units;*
- consulting on issues of financial and tax legislation;*
- interaction with external auditors, representatives of tax and other supervision authorities.*

Interaction of the Internal Audit Department with the executive bodies of the Issuer and with the Board of Directors:

In compliance with paragraph 16 of subparagraph 13.4 of article 13 the active Articles of Association of the Company, the Board of Directors shall exercise control over the application of internal audit procedures.

In compliance with paragraph 4.14 of Provisions on the Internal Audit Department a report on audits is submitted to the Board of Directors (upon request) and to the General Manager of the Company.

In compliance with paragraph 4.1 of Provisions on the Internal Audit Department planned audits shall be conducted in compliance with the annual auditing plan approved by the General Manager.

Interaction of the Internal Audit Department and the external auditor:

In compliance with paragraph 3.2 of Provisions on the Internal Audit Department the Internal Audit Department employees, for proper performance of their tasks and functions, have the right to receive reports on the independent audit results.

Data on availability of an issuer's bylaw establishing the rules to prevent the use of classified (insider) information: *none*

5.5. Information on Members of the Bodies for Control over the Financial and Economic Activities of the Issuer

Personal composition of the Auditing Committee and other Issuer's bodies for control over its financial and economic activities:

1) Full name: *Natalia Vladimirovna Fedorova*

Year of birth: *1962*

Education: *Higher*

Posts for the recent 5 years:

Period: *1998 - 2002*

Organization: *Electrosvyaz Open Joint-Stock Company of Pskov Oblast*

Position: *Chief Accountant*

Period: *2002 - 2004*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Chief accountant of the Electrosvyaz of Pskov Oblast branch, OJSC Nort-West Telecom*

Period: *2004 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Deputy Chief Accountant*

Period: *2003 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Auditing Committee*

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): *0.018287*

Percentage of issuer's common stock held by the said party (%): *0.022265*

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: *none*

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): *0*

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): *0*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

2) Full name: *Andrey Yakovlevich Lang*

Year of birth: *1970*

Education: *Higher*

Posts for the recent 5 years:

Period: *1999 - 2001*

Organization: *Industry and Construction Bank Saint Petersburg Open Joint-Stock Company*

Position: *Deputy Manager of the Planning and Budget Department – Head of the Financial Management Sector*

Period: *2001 - 2002*

Organization: *Industry and Construction Bank Saint Petersburg Open Joint-Stock Company*

Position: *Manager of the Planning and Budget Department – Head of the Financial Management Sector*

Period: *2002 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *Deputy General Manager in charge of Economics and Finance*

Period: *2003 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Auditing Committee*

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

3) Full name: **Alexey Evgenievich Kopyev**

Year of birth: **1966**

Education: **Higher**

Posts for the recent 5 years:

Period: **2003 – till now**

Organization: **Investment Communication Company Open Joint-Stock Company**

Position: **Leading Specialist of the Internal Audit Department**

Period: **2004 – till now**

Organization: **Central Telecommunication Company - Open Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **RTComm.RU Open Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **Dagsvyazinform Open Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **Telecom-Alania Closed Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **Uralcom Limited Liability Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **TsentrTelecom-Service Closed Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **TsentrTelecom-Service of Moscow Oblast Closed Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **SteK GSM Closed Joint-Stock Company**

Position: **member of the Auditing Committee**

Period: **2004 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **member of the Auditing Committee**

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

4) Full name: ***Irina Viktorovna Prokofyeva***

Year of birth: ***1968***

Education: ***Higher***

Posts for the recent 5 years:

Period: ***1998 - 2001***

Organization: ***Telecominvest Open Joint-Stock Company***

Position: ***Taxation specialist***

Period: ***2001 - 2001***

Organization: ***Investment Communication Company Open Joint-Stock Company***

Position: ***Deputy Manager of the Department of Internal Audit and Economic Analysis***

Period: ***2001 - 2003***

Organization: ***Investment Communication Company Open Joint-Stock Company***

Position: ***Deputy Director - Manager of the Unit of Internal Audit of the Department of Internal Audit and Economic Analysis***

Period: ***2003 – till now***

Organization: ***Yermak RMS Closed Joint-Stock Company***

Position: ***Member of the Board of Directors***

Period: ***2003 – till now***

Organization: ***Investment Communication Company Open Joint-Stock Company***

Position: ***Manager of the Department of Internal Audit***

Period: ***2003 – till now***

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Central Telecommunication Company - Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Uralsvyazinform Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2002 – till now***

Organization: ***Sibirtelecom Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: *Southern Telecommunication Company - Open Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Lensvyaz Open Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *Giprosvyaz Open Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Stack GSM Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Yugsvyazstroy Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Orenburg – GSM Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *JSCIB Pochtobank Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – 2004*

Organization: *Primtelephone Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Teleross - Kubanelectrosvyaz Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *WestBaltTelecom Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *Health-Improvement Centre Orbita Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Volgogradsky – GSM Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *CMTO Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Vestelcom Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *South-Ural Cellular Telephone Limited Liability Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Armavir communication plant - DCJSC*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *Rostelecom Open Joint-Stock Company for long-distance and international electric communication*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *Moscow City Telephone Network Open Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2004 – till now*

Organization: *Tatincom - T Open Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2004 – till now*

Organization: *Baikalwestcom Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2004 – till now*

Organization: *Tvertelecom Limited Liability Company*

Position: *member of the Auditing Committee*

Period: *2003 - 2004*

Organization: *Yuzhno-Sibirskaya Cellular Communication Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2004 – till now*

Organization: *Nizhegorodskaya Cellular Communication Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Period: *2003 – till now*

Organization: *STARTCOM Closed Joint-Stock Company*

Position: *member of the Auditing Committee*

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

5) Full name: *Gennady Ivanovich Kovalenko*

Year of birth: *1946*

Education: *Higher*

Posts for the recent 5 years:

Period: *1999 – till now*

Organization: *Investment Communication Company Open Joint-Stock Company*

Position: *Head of the Division, Legal Support Department*

Period: *2001- 2002*

Organization: *Open Joint-Stock Company Electrosvyaz of Chita Oblast*
Position: *Chairperson of the Board of Directors*

Period: *2004 – till now*
Organization: *Sibirtelecom Open Joint-Stock Company*
Position: *Member of the Board of Directors*

Period: *2004 – till now*
Organization: *Open Joint-Stock Company North-West Telecom*
Position: *member of the Auditing Committee*

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): *0*

Percentage of issuer's common stock held by the said party (%): *0*

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: *none*

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): *0*

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): *0*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

6) Full name: *Sergey Ivanovich Alekhin*

Year of birth: *1977*

Education: *Higher*

Posts for the recent 5 years:

Period: *1998 - 1999*

Organization: *Craft Limited Liability Company*

Position: *Chief accountant*

Period: *1999 - 2000*

Organization: *NPP Energoresurs Closed Type Joint-Stock Company*

Position: *Chief accountant*

Period: *2000 - 2000*

Organization: *Avista-S Limited Liability Company*

Position: *Chief accountant*

Period: *2000 - 2000*

Organization: *Editorial Board of the Glavbukh Magazine Closed Joint-Stock Company*

Position: *expert editor*

Period: *2000 - 2003*

Organization: *Investment Communication Company Open Joint-Stock Company*

Position: *Leading Specialist of the Unit of Internal Audit of the Department of Internal Audit and Economic Analysis*

Period: *2003 – till now*

Organization: *Investment Communication Company Open Joint-Stock Company*

Position: *Leading Specialist of the Internal Audit Department*

Period: *2003 – till now*

Organization: *Open Joint-Stock Company North-West Telecom*

Position: *member of the Auditing Committee*

Period: *2001 – 2004*

Organization: *Sibirtelecom Open Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – 2004*
Organization: *Dalsvyaz Open Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – till now*
Organization: *Tsentrallyy Telegraph Open Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – 2004*
Organization: *VSNET Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – 2004*
Organization: *TeleRoss-Ekaterinburg Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – till now*
Organization: *Nizhegorodskaya Cellular Communication Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – till now*
Organization: *Novocom Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 – till now*
Organization: *Mobile Telecommunications Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2004 – till now*
Organization: *VolgaTelecom Open Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2004 – till now*
Organization: *Orenburg-GSM Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2004 – till now*
Organization: *IKS OMRIKS Open Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 - 2004*
Organization: *Yuzhno-Sibirskaya Cellular Communication Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 - 2004*
Organization: *TeleRoss-Novosibirsk Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Period: *2003 - 2004*
Organization: *Volgograd-Mobile Closed Joint-Stock Company*
Position: *member of the Auditing Committee*

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

7) Full name: ***Konstantin Vladimirovich Belyaev***

Year of birth: ***1968***

Education: ***Higher***

Posts for the recent 5 years:

Period: ***1996 - 2001***

Organization: ***Artelecom of Arkhangelsk Oblast Open Joint-Stock Company***

Position: ***Deputy Chief accountant, Chief accountant***

Period: 2001 – till now

Organization: ***Investment Communication Company Open Joint-Stock Company***

Position: ***Chief accountant***

Period: ***2002 - 2002***

Organization: ***Artelecom of Arkhangelsk Oblast Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: ***2002 - 2002***

Organization: ***Yaroslavl Telecommunication Network – Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: ***2003 – 2003***

Organization: ***Inter-Regional Commercial Bank of Communication and Information Support Development Open Joint-Stock Company***

Position: ***member of the Board of Directors***

Period: ***2003 – till now***

Organization: ***VolgaTelecom Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Open Joint-Stock Company North-West Telecom***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Central Telecommunication Company - Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Moscow City Telephone Network Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Dalsvyaz Open Joint-Stock Company***

Position: ***member of the Auditing Committee***

Period: ***2003 – till now***

Organization: ***Rostelecom Open Joint-Stock Company for long-distance and international electric communication***

Position: ***member of the Auditing Committee***

Participation of the member of the issuer's body for control over its financial and economic activities in the issuer's authorized capital (%): **0.000632**

Percentage of issuer's common stock held by the said party (%): **0.000563**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the issuer's body for control over its financial and economic activities in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

Personal composition of Internal Audit Department:

1) Full name: **Alexandr Nikolayevich Levashev**

Year of birth: **1972**

Education: **Higher**

Posts for the recent 5 years:

Period: **1995 - 2000**

Organization: **Elf Limited Liability Company**

Position: **Expert**

Period: **2000 - 2001**

Organization: **Budimir Limited Liability Company**

Position: **Consultant**

Period: **2001 - 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **Leading Accountant**

Period: **2002 - 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **Deputy Chief Accountant**

Period: **2002 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Manager of the Internal Audit Department**

Participation of the member of the Internal Audit Department in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the Internal Audit Department in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

2) Full name: **Larisa Alexandrovna Smirnova**

Year of birth: **1975**

Education: **Higher**

Posts for the recent 5 years:

Period: **1999 – 2002**

Organization: **Financial Control Department of the Ministry of Finance of RF for the Kingisepp District and Ivan Gorod**

Position: **Treasurer**

Period: **2002 – 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **Economist of the Zapadny (“Western”) branch**

Period: **2002 – 2002**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **1st Category Economist of the Treasury**

Period: **2002 – 2003**

Organization: **Lensvyaz Open Joint-Stock Company**

Position: **1st Category Economist of the Financial Department**

Period: **2003 – 2003**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **1st Category Specialist of the Internal Audit Department**

Period: **2003 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Leading Specialist of the Internal Audit Department**

Participation of the member of the Internal Audit Department in the issuer's authorized capital (%): **0**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: **none**

Participation of the member of the Internal Audit Department in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): **0**

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): **0**

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: **none**

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: **none**

3) Full name: **Tatiana Arkadyevna Romanova**

Year of birth: **1955**

Education: **Higher**

Posts for the recent 5 years:

Period: **1996 – 2001**

Organization: **St. Petersburg Long-Distance International Telephone Open Joint-Stock Company**

Position: **Leading Specialist of the Planning and Forecasting Department**

Period: **2001 – 2004**

Organization: **Open Joint-Stock Company North-West Telecom, Petersburg Telephone Network Branch**

Position: **Deputy Chief Accountant of the Main Long-Distance International Telephone Telegraph Centre**

Period: **2004 – till now**

Organization: **Open Joint-Stock Company North-West Telecom**

Position: **Leading Specialist of the Internal Audit Department**

Participation of the member of the Internal Audit Department in the issuer's authorized capital (%): **0.000018**

Percentage of issuer's common stock held by the said party (%): **0**

Number of issuer's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer's options held by it: *none*

Participation of the member of the Internal Audit Department in the authorized capital (unit investment fund) of the issuer's subsidiaries and dependent companies (%): *0*

Percentages of issuer's subsidiary or dependent company's common stock held by the said party (%): *0*

Number of issuer subsidiary's or dependent company's shares of each category, that may be acquired by such a party as a result of exercising the rights granted by the issuer subsidiary's or dependent company's options held by it: *none*

Nature of any kinship with other persons who are members of the issuer's management bodies and/or bodies of control over financial and economic activities of the issuer: *none*

5.6. Data on the Amount of Remuneration, Privileges and/or Reimbursement of Expenses for the Body of Control over the Financial and Economic Activities of the Issuer (Auditing Committee) for the year 2003:

Wages (roubles): *2,366,653*

Bonuses (roubles): *1,718,485*

Commission (roubles): *2,043,314*

Privileges and/or reimbursement of expenses (roubles): *340,503*

Other property compensations (roubles): *0*

Total (roubles): *6,468,955*

Data on existing agreements in respect of such payments in the current fiscal year:

In compliance with the Provisions on the Auditing Committee of the Company:

During their term of office each member of the Auditing Committee shall be paid a quarterly remuneration in the amount of 150,000 roubles.

The quarterly remuneration of the Chairperson of the Auditing Committee shall have a factor of 1.3.

The remuneration of a member of the Auditing Committee for the quarter, in which reelection of the Auditing Committee took place, shall be paid in proportion to the time worked in the quarter.

Aggregate amount of remuneration paid to other issuer's bodies for control over its financial and economic activities:

Wages (roubles): *850,879*

Bonuses (roubles): *337,177*

Commission (roubles): *0*

Privileges and/or reimbursement of expenses (roubles): *409,864*

Other property compensations (roubles): *0*

Total (roubles): *1,597,920*

5.7. Data on the Number of and Generalized Data on the Education and Composition of the Issuer's Workers (Employees) and on Any Changes in the Number of the Issuer's Workers (Employees)

No.	Index	Unit of measurement	the 3 rd quarter of 2004
1	Average number of employees	persons	26,266

Data on the amount of deductions for wages and social security

Index	3 rd quarter of 2004
Amount of cash, allocated for wages, roubles	726,819,847
Amount of cash, allocated for social security, roubles	69,059,888
Total amount of cash spent, roubles	795,879,735

5.8. Data on Any Obligations of the Issuer to Workers (Employees) Concerning the Possibility of their Participation in the Authorized Capital (Unit Investment Fund) of the Issuer

No agreements or obligations of the issuer have been provided for concerning the possibility of Issuer's workers (employees) participation in its authorized capital (unit investment fund).

VI. Data on the Issuer's Participants (Shareholders) and on Party-Related Transactions Made by the Issuer

6.1. Data on the Issuer's Total Number of Shareholders (Participants)

Issuer's total number of participants as of the date of the end of the quarter under report:
35801

Total number of parties registered in the shareholders register of the issuer as of the date of the end of the last quarter under report:
35801

Total number of nominal holders of issuer's shares:
37

6.2. Data on the Issuer's Participants (Shareholders) Holding at Least 5 Per Cent of its Authorized Capital (Unit Investment Fund) or at Least 5 Per Cent of its Common Stock, as Well as Data on Participants (Shareholders) of Such Parties, Holding at Least 20 Per Cent of the Authorized Capital (Unit Investment Fund) or at Least 20 Per Cent of Their Common Stock

Full official name: *Investment Communication Company - Open Joint-Stock Company*

Abbreviated official name: *Svyazinvest OJSC*

Place of business: *55, ul. Plyushchikha, building 2, Moscow, Russia, 119121*

TIN: *7710158355*

Share in the Issuer's authorized capital: *39.893 %*

Percentage of common shares: *50.8443 %*

Parties, holding at least 20 per cent of the authorized capital or at least 20 per cent of the common stock of an issuer's shareholder:

Full name: *MUSTCOM LIMITED*

Abbreviated name: *MUSTCOM LIMITED*

Place of business: *Julia House 3 Themistoklis Dervis Street CY-1066 Nicosia, Cyprus*

TIN: *none (Non-resident)*

Share in the authorized capital of the Issuer's shareholder (participant): *25% + 1 share*

Percentage of common shares: *25% + 1 share*

Percentage of the party in the Issuer's authorized capital: *none*

Percentage of common shares held thereby: *none*

Full name: *Ministry of Proprietary Relations of the Russian Federation*

Abbreviated name: *MinImushchestvo of RF*

Place of business: *9, Nikolsky per., Moscow, 103685*

TIN: *7710144747*

Share in the authorized capital of the Issuer's shareholder (participant): *50 % + 1 share*

Percentage of common shares: *50 % + 1 share*

Percentage of the party in the Issuer's authorized capital: *0.0007%*

Full name: *Russian Federation represented by Russian Fund of Federal Property*

Abbreviated name: *RFFI*

Place of business: *9, Leninsky pr-t, Moscow, 119049*

TIN: *7704097841*

Share in the authorized capital of the Issuer's shareholder (participant): *25% -2 shares*

Percentage of common shares: *25% -2 shares*

Percentage of the party in the Issuer's authorized capital: *the Russian Federal Property Fund was not on the register of OJSC NWT shareholders as of the reporting date.*

Percentage of common shares held thereby: *the Russian Federal Property Fund was not on the register of OJSC NWT shareholders as of the reporting date.*

Data on the share of the state or the municipal unit in the authorized capital of the Issuer is given in paragraph 6.3 of the Report.

Full official name: ***Brunswick UBS Warburg Nominees Closed Joint-Stock Company***

Abbreviated official name: ***Brunswick UBS Warburg Nominees CJSC***

Place of business: ***2/2, Paveletskaya square, Moscow, 115054***

TIN: ***7711080038***

Share in the Issuer's authorized capital: ***16.113 % (nominal holder)***

Percentage of common shares: ***16.293 % (nominal holder)***

Parties, holding at least 20 per cent of the authorized capital or at least 20 per cent of the common stock of an issuer's shareholder:

Name: ***Brunswick Warburg (Russia) Ltd.***

Place of business: ***The issuer has no data***

TIN: ***none (Non-resident)***

Share in the authorized capital of the Issuer's shareholder: ***100 %***

Percentage of the party in the Issuer's authorized capital: ***none***

Percentage of common shares held thereby: ***none***

Full official name: ***Depository Clearing Company – Closed Joint-Stock Company***

Abbreviated official name: ***DCC CJSC***

Place of business: ***13, ul. 1-ya Tverskaya-Yamskaya, Moscow, 125047***

TIN: ***7710021150***

Share in the Issuer's authorized capital: ***9.958 % (nominal holder)***

Percentage of common shares: ***7.594 % (nominal holder)***

Parties, holding at least 20 per cent of the authorized capital (unit investment fund) or at least 20 per cent of the common stock of an issuer's shareholder (participant):

The issuer has no data

Full official name: ***ING-Bank (Eurasia) Closed Joint-Stock Company***

Abbreviated official name: ***ING Bank (Eurasia) CJSC***

Place of business: ***31, ul. Krasnaya Presnya, Moscow, 123022***

TIN: ***7712014310***

Share in the Issuer's authorized capital: ***5.329 % (nominal holder)***

Percentage of common shares: ***6.125 % (nominal holder)***

Parties, holding at least 20 per cent of the authorized capital (unit investment fund) or at least 20 per cent of the common stock of an issuer's shareholder (participant):

The issuer has no data

6.3. Data on the Share of the State or the Municipal Unit in the Authorized Capital (Unit Investment Fund) of the Issuer and on Availability of a Special Right ("Golden Share")

Data on the share of the state (municipal entity) in the Issuer's authorized capital and special rights:

Name of the state or municipal holding manager / party performing the functions of the Issuer's shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal entity: ***Ministry of Proprietary Relations of the Russian Federation***

Place of business of the state or municipal holding manager / party performing the functions of the Issuer's shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal entity: ***9, Nikolsky pereulok, Moscow, 103685***

The portion of the authorized capital being state (federal or RF subject territorial) or municipal property: ***0.0007%***

Name of the state or municipal holding manager / party performing the functions of the Issuer's shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal

entity: ***The State Regional Institution “Property Fund of Novgorod Oblast”***

Place of business of the state or municipal holding manager / party performing the functions of the Issuer’s shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal entity: ***office 161, pl. Sofiyskaya, Veliky Novgorod, Novgorod Oblast, 173005***

The portion of the authorized capital being state (federal or RF subject territorial) or municipal property: ***0.000098%***

Name of the state or municipal holding manager / party performing the functions of the Issuer’s shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal entity: ***Vologda Oblast represented by the Department of Proprietary Relations of Vologda Oblast***

Place of business of the state or municipal holding manager / party performing the functions of the Issuer’s shareholder on behalf of the Russian Federation, a subject territory of the Russian Federation, or a municipal entity: ***Vologda city***

The portion of the authorized capital being state (federal or RF subject territorial) or municipal property: ***0.000012%***

A special right of participation for the Russian Federation, entities of the Russian Federation or municipal entities in managing the Issuer ('golden share'):

no such special right is provided for

Share of the Federal State Unitary Enterprise “All-Russia State Telecasting and Broadcasting Company” (19/21, 5th ul. Yamskogo Polya, Moscow, 125124) in the Issuer's authorized capital is 0.00365%

6.4. Data on Restrictions for Participation in the Authorized Capital (Unit Investment Fund) of the Issuer

If any restrictions of the number of shares held by one shareholder and/or their aggregate face value, and/or the maximum number of votes granted to one shareholder are established by the Articles of Association of the issuer, which is a joint-stock company, then such restrictions must be listed: ***no such restrictions have been provided for by the Articles of Association of the issuer.***

If any restrictions of the share of foreign parties participation in the authorized capital of the issuer have been established by the legislation of the Russian Federation or by other standard legal acts of the Russian Federation, then such restrictions must be listed or it must be stated that there are no such restrictions: ***there are no such restrictions***

Other restrictions related with Participation in the Authorized Capital (Unit Investment Fund) of the Issuer: ***there are no other restrictions***

6.5. Data on Changes in the Composition and Size of Participation of the Issuer’s Participants (Shareholders) Holding at Least 5 Per Cent of its Authorized Capital (Unit Investment Fund) or at Least 5 per cent of its Common Stock

Compositions of the issuer's participants (shareholders) holding at least 5 per cent of its authorized capital (unit investment fund), and, for issuers being joint-stock companies - also at least 5 per cent of issuer’s common stock as determined as of the date of the list of parties entitled to participation in each general meeting of the shareholders (participants) of the issuer, held for the 5 recent completed fiscal years preceding the date of the end of the quarter under report.

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: ***27.04.1999***

Issuer’s shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: ***Investment Communication Company - Open Joint-Stock Company***

Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the Issuer's authorized capital (%): **41.800**
Percentage of Issuer's common stock held by the said party (%): **51.005**

Full official name: **Stotter Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the Issuer's authorized capital (%): **15.698**
Percentage of Issuer's common stock held by the said party (%): **17.574**

Full official name: **Machaon Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the Issuer's authorized capital (%): **6.832**
Percentage of Issuer's common stock held by the said party (%): **8.336**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **03.04.2000**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: **Investment Communication Company - Open Joint-Stock Company**
Abbreviated official name: **Svyazinvest OJSC**

Share of the party in the Issuer's authorized capital (%): **41.800**
Percentage of Issuer's common stock held by the said party (%): **51.005**

Full official name: **Stotter Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the Issuer's authorized capital (%): **13.768**
Percentage of Issuer's common stock held by the said party (%): **15.220**

Full official name: **Machaon Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **6.832**
Percentage of Issuer's common stock held by the said party (%): **8.336**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **20.04.2000**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: **Investment Communication Company - Open Joint-Stock Company**
Abbreviated official name: **Svyazinvest OJSC**

Share of the party in the Issuer's authorized capital (%): **41.017**
Percentage of Issuer's common stock held by the said party (%): **50.940**

Full official name: **Stotter Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the Issuer's authorized capital (%): **10.932**
Percentage of Issuer's common stock held by the said party (%): **12.299**

Full official name: **Machaon Limited**
Abbreviated official name: **the issuer has no data**

Share of the party in the Issuer's authorized capital (%): **5.424**
Percentage of Issuer's common stock held by the said party (%): **6.737**

Full official name: ***DCL-KF Corporation***
Abbreviated official name: ***the issuer has no data***

Share of the party in the Issuer's authorized capital (%): **4.400**
Percentage of Issuer's common stock held by the said party (%): **5.465**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **02.04.2001**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: ***Investment Communication Company - Open Joint-Stock Company***
Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the Issuer's authorized capital (%): **41.017**
Percentage of Issuer's common stock held by the said party (%): **50.940**

Full official name: ***Stotter Limited***
Abbreviated official name: ***the issuer has no data***

Share of the party in the Issuer's authorized capital (%): **10.932**
Percentage of Issuer's common stock held by the said party (%): **12.299**

Full official name: ***Machaon Limited***
Abbreviated official name: ***the issuer has no data***

Share of the party in the Issuer's authorized capital (%): **5.424**
Percentage of Issuer's common stock held by the said party (%): **6.737**

Full official name: ***DCL-KF Corporation***
Abbreviated official name: ***the issuer has no data***

Share of the party in the Issuer's authorized capital (%): **4.400**
Percentage of Issuer's common stock held by the said party (%): **5.465**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **01.10.2001**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: ***Investment Communication Company - Open Joint-Stock Company***
Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the Issuer's authorized capital (%): **41.017**
Percentage of Issuer's common stock held by the said party (%): **50.940**

Full official name: ***Stotter Limited***
Abbreviated official name: ***the issuer has no data***

Share of the party in the Issuer's authorized capital (%): **10.932**
Percentage of Issuer's common stock held by the said party (%): **12.299**

Full official name: ***Machaon Limited***

Abbreviated official name: *the issuer has no data*

Share of the party in the Issuer's authorized capital (%): **5.424**
Percentage of Issuer's common stock held by the said party (%): **6.737**

Full official name: **DCL-KF Corporation**
Abbreviated official name: *the issuer has no data*

Share of the party in the Issuer's authorized capital (%): **4.400**
Percentage of Issuer's common stock held by the said party (%): **5.465**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **08.05.2002**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: **Investment Communication Company - Open Joint-Stock Company**
Abbreviated official name: **Svyazinvest OJSC**

Share of the party in the Issuer's authorized capital (%): **41.017**
Percentage of Issuer's common stock held by the said party (%): **50.940**

Full official name: **Stotter Limited**
Abbreviated official name: *the issuer has no data*

Share of the party in the Issuer's authorized capital (%): **10.932**
Percentage of Issuer's common stock held by the said party (%): **12.299**

Full official name: **Machaon Limited**
Abbreviated official name: *the issuer has no data*

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **5.424**
Percentage of Issuer's common stock held by the said party (%): **6.737**

Full official name: **DCL-KF Corporation**
Abbreviated official name: *the issuer has no data*

Share of the party in the Issuer's authorized capital (%): **4.400**
Percentage of Issuer's common stock held by the said party (%): **5.465**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **16.12.2002**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: **Investment Communication Company - Open Joint-Stock Company**
Abbreviated official name: **Svyazinvest OJSC**

Share of the party in the Issuer's authorized capital (%): **39.893**
Percentage of Issuer's common stock held by the said party (%): **50.844**

Full official name: **Stotter Limited**
Abbreviated official name: *The issuer has no data*

Share of the party in the Issuer's authorized capital (%): *The issuer has no data*
Percentage of Issuer's common stock held by the said party (%): **7.906**

Full official name: ***Lindsell Enterprises Limited***
Abbreviated official name: ***Lindsell Enterprises Ltd***

Share of the party in the Issuer's authorized capital (%): **5.424**
Percentage of Issuer's common stock held by the said party (%): **4.756**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **05.05.2003**

Issuer's shareholders holding at least 5 per cent of its authorized capital or at least 5 per cent of the common stock:

Full official name: ***Investment Communication Company - Open Joint-Stock Company***
Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the Issuer's authorized capital (%): **39.893**
Percentage of Issuer's common stock held by the said party (%): **50.844**

Full official name: ***Lindsell Enterprises Limited***
Abbreviated official name: ***Lindsell Enterprises Ltd***

Share of the party in the Issuer's authorized capital (%): **6.633**
Percentage of Issuer's common stock held by the said party (%): **6.298**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **27.02.2004**

Issuer's participants (shareholders) holding at least 5 per cent of its authorized capital (unit investment fund), and, for issuers being joint-stock companies - also at least 5 per cent of issuer's common stock:

Full official name: ***Investment Communication Company Open Joint-Stock Company***
Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **39.893**
Percentage of Issuer's common stock held by the said party (%): **50.844**

Full official name: ***Lindsell Enterprises Limited***
Abbreviated official name: ***Lindsell Enterprises Ltd***

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **4.13**
Percentage of Issuer's common stock held by the said party (%): **5.6**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **14.05.2004**

Issuer's participants (shareholders) holding at least 5 per cent of its authorized capital (unit investment fund), and, for issuers being joint-stock companies - also at least 5 per cent of issuer's common stock:

Full official name: ***Investment Communication Company Open Joint-Stock Company***
Abbreviated official name: ***Svyazinvest OJSC***

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **39.893**
Percentage of Issuer's common stock held by the said party (%): **50.844**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **19.07.2004**

Issuer's participants (shareholders) holding at least 5 per cent of its authorized capital (unit investment fund), and, for issuers being joint-stock companies - also at least 5 per cent of issuer's common stock:

Full official name: *Investment Communication Company Open Joint-Stock Company*

Abbreviated official name: *Svyazinvest OJSC*

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **39.893**

Percentage of Issuer's common stock held by the said party (%): **50.844**

Date when the list of parties entitled to participation in the general meeting of the shareholders (participants) of the issuer was made up: **21.07.2004**

Issuer's participants (shareholders) holding at least 5 per cent of its authorized capital (unit investment fund), and, for issuers being joint-stock companies - also at least 5 per cent of issuer's common stock:

Full official name: *Investment Communication Company Open Joint-Stock Company*

Abbreviated official name: *Svyazinvest OJSC*

Share of the party in the authorized capital (unit investment fund) of the issuer (%): **39.893**

Percentage of Issuer's common stock held by the said party (%): **50.844**

6.6. Data on Related-Party Transactions Made by the Issuer

Total amount of related-party transactions approved by each management body of the issuer, based on the results of the last quarter under report:

3,315,152.92 conventional units and

7,013,430.2 roubles

Transaction (a group of interrelated transactions) with the price of 5 and more per cent of the balance value of the issuer's assets as determined based on the data of its accounts and reports as of the last reporting date: **there have been no such transactions in the period under report**

Party-related transaction (a group of interrelated transactions), the decision on approving which was not taken by the Board of Directors (Supervisory Board) or the general meeting of the shareholders (participants) of the issuer in the cases when such approval was obligatory according to the laws of the Russian Federation: **there have been no such transactions in the period under report**

6.7. Data on the Amount of Accounts Receivable

Data on the amount of accounts receivable as of 30.09.2004, roubles

Type of accounts receivable	Period in which the debt arises					TOTAL
	from 0 to 45 days	from 45 to 90 days	from 90 to 180 days	from 180 days to 1 year	more than 1 year	
Accounts receivable (line 230), including:						
buyers and customers, roubles	5,897,809	x	x	x	x	5,897,809
advances distributed, roubles	2,046,876	x	x	x	x	2,046,876
other debtors, roubles	31,830,089	x	x	x	x	31,830,089
Total, roubles:	39,774,774	0	0	0	0	39,774,774
Accounts receivable (line 240), including:						x
overdue one, roubles	172,981,842	83,031,803	79,727,072	192,698,113	435,991,459	964,430,289
Buyers and customers, roubles (except for the overdue accounts receivable)	883,445,477	233,171	6,661	431,038	482,237	884,598,584
advances distributed, roubles	76,901,174	5,626,566	1,941,804	16,299,519	164,169	100,933,232
other debtors, roubles	83,579,790	12,305,802	679,522	1,648,901	1,528,463	99,742,478
Total, roubles:	1,216,908,283	101,197,342	82,355,059	211,077,571	438,166,328	2,049,704,583

1,247,757,436
(sum less the reserve)

Explanation of the accounts receivable

	Line of form No.1 (of the Balance sheet)	Current amount of accounts receivable as of the date under report (data is entered with a “-“ sign)	Including the overdue accounts receivable, roubles, as of the date under report (data is entered with a “+“ sign)	
			Less than 3 months, roubles	More than 3 months, roubles
accounts receivable, including:	240	2,049,704,583	256,013,645	708,416,644
1. buyers and customers TOTAL	241	1,849,028,873	256,013,645	708,416,644
2. advances distributed TOTAL	242	100,933,232		
3. other debtors TOTAL	243	99,742,478		

As of 01.07.2004, an Accounts Receivable reserve was built in the Regional Uniform Accounting System in the amount of

801,947,147

VII. Issuer’s Accounts and Reports and Other Financial Information

7.1. Issuer’s Annual Accounts and Reports

Not submitted for this period in the report

7.2. Issuer’s Quarterly Accounts and Reports for the Last Completed Quarter under Report

BALANCE SHEET

		Form No.1 under OKUD		CODES
as of	September 30, 2004	Date (year, month, day)		0710001
Organization:	OJSC North-West Telecom (Inter - regional Company)	under OKPO		01166228
Taxpayer Identification Number	7808020593	TIN		7808020593
Area of activities	communication	under OKVED		64.20.11,12,22,3,21 55.23.1
Organizational & Legal form/Form of Ownership:	Open Joint-Stock Company	under OKOPF/OKFS		47/34
Unit of measurement:	thousand roubles	under OKEI		384
Address:		Date of the approval		
		Date of mailing (acceptance)		

ASSETS	Explanations	Index code	Line code	As of the beginning of the period under report	As of the end of the period under report
1	1a	2	2a	3	4
I. NON-CIRCULATING ASSETS					
Intangible assets		110	110	10	503
Fixed Assets		120	120	13,491,196	13,114,203
Capital investments		130	130	576,821	1,796,986
Profitable investment in stocks of materials and capital equipment		135	135		
Long-term financial investments including:		140	140	163,369	162,899
Investment in subsidiaries			141	77,204	77,171
Investment in associate companies			142	33,092	32,806
Investment in other companies			143	30,047	30,133
other long-term financial investments			144	23,026	22,789
Deferred tax assets		145	145	261,047	457,778

Other non-circulating assets		150	150	736,193	1,356,182
Total for section I		190	190	15,228,636	16,888,551

ASSETS	Explanations	Index code	Line code	As of the beginning of the period under report	As of the end of the period under report
1	1a	2	2a	3	4
II. CURRENT ASSETS					
Stocks		210	210	315,681	421,804
<i>including:</i>					
raw materials, materials and other similar values		211	211	220,214	264,951
expenditures in work-in-process (turnover costs)		213	213	582	1,299
finished products and goods for resale		214	214	10,953	11,061
shipped goods		215	215		
deferred expenses		216	216	83,932	144,493
other stock and expenses		217	217		
Value added tax on acquired values		220	220	615,000	590,494
Accounts receivable (expected in over 12 months after the reporting date)		230	230	46,601	39,775
<i>including:</i>					
buyers and customers		231	231	6,218	5,898
advances distributed			232	2,123	2,047
other debtors			233	38,260	31,830
Accounts receivable (expected within 12 months after the reporting date)		240	240	1,121,575	1,247,757
<i>including:</i>					
buyers and customers		241	241	971,548	1,047,082
advances distributed			242	62,953	100,933
other debtors			243	87,074	99,742
Short-term financial investments		250	250	6,841	5,768
Monetary funds		260	260	279,988	145,036
Other current assets		270	270	507	2,401
Total for section II		290	290	2,386,193	2,453,035
BALANCE (sum of lines 190 + 290)		300	300	17,614,829	19,341,586

LIABILITIES	Explanations	Index code	Line code	As of the beginning of the period under report	As of the end of the period under report
1	1a	2	2a	3	4
III. CAPITAL AND RESERVES					
Authorized capital		410	410	937,940	937,940
Added capital		420	420	6,859,040	6,837,879
Capital reserves		430	430	46,897	46,897
Own shares purchased from the shareholders		411	440		
Retained profit (uncovered loss) of previous years.		470	460	3,592,779	3,479,317
Retained profit (uncovered loss) of the period under report		470	470	X	1,059,023
Total for section III		490	490	11,436,656	12,361,056
IV. LONG-TERM LIABILITIES					
Credits and loans		510	510	830,764	1,520,336
<i>including:</i>					
credits			511		

loans			512	830,764	1,520,336
Deferred tax liabilities		515	515	400,511	490,135
Other long-term liabilities		520	520	1,093,761	830,179
Total for section IV		590	590	2,325,036	2,840,650
V. SHORT-TERM LIABILITIES					
Credits and loans		610	610	963,764	1,380,922
<i>including:</i>					
credits			611		733,564
loans			612	963,764	647,358
Accounts payable		620	620	2,469,900	2,178,880
<i>including:</i>					
suppliers and contractors		621	621	1,496,755	1,123,738
advances received		625	622	275,147	282,778
wage arrears		622	623	60,555	119,740
indebtedness to state out-of-the-budget funds		623	624	26,627	56,370
Debt in respect of taxes and fees		624	625	253,041	314,813
other creditors		625	626	357,775	281,441
Indebtedness to participants (promoters) on income payment		630	630	15,981	52,296
Deferred income		640	640	30,895	70,440
Reserves for forthcoming costs		650	650	372,597	457,342
Other short-term liabilities		660	660		
Total for section V		690	690	3,853,137	4,139,880
BALANCE (sum of lines 490+590+690)		700	700	17,614,829	19,341,586

Availability statement of valuables recorded on off-balance accounts

Index	Explanations	Index code	Line code	As of the beginning of the period under report	As of the end of the period under report
1	1a	2	2a	3	4
Leased fixed assets		910	901	877,310	886,808
including those under leasing		911	911	313,535	300,824
Inventories accepted for custody		920	902	12,833	47,841
Goods accepted for commission		930	903	2,654	3,609
Insolvent debtors' indebtedness written-off to loss		940	904	670,707	691,509
Received liability and payment collaterals		950	905	23,748	22,651
Received liability and payment collaterals		960	906	1,033,253	1,477,817
Wear of residential fund		970	907	7,526	5,066
Wear of external improvements and other similar facilities		980	908	2,983	2,982
Funds for payment for communication services			909		

Statement on the net assets value

Index	Explanations	Index code	Line code	As of the beginning of the period under report	As of the end of the period under report
1	1a	2	2a	3	4
Net assets			1000	11,467,551	12,431,496

Manager _____ V.A. Akulich
(signature)

Chief accountant _____ M.M. Semchenko
(signature)

(explanation of the signature)

(explanation of the signature)

PROFIT AND LOSS REPORT

for:

9 months of 2004

Organization:

OJSC North-West Telecom (Inter - regional Company)

Taxpayer Identification Number

7808020593

Area of activities

communication

Organizational & Legal form/Form of Ownership:

Open Joint-Stock Company

Unit of measurement:

thousand roubles

	Form No.02 under OKUD	CODES
	Date (year, month, day)	0710002
	under OKPO	01166228
	TIN	7808020593
	under OKVED 1	64.20.11,12,22,3,2 55.23.1
	under OKOPF/OKFS	47/34
	under OKEI	384

Index	Explanations	Index code	Line code	For the period under report	For the same period of the previous year
1	1a	2	2a	3	4
I. Income from and expenses for normal activities (Net) returns from sale of goods, products, works, services (less the VAT, excise taxes and similar obligatory fees)		010	010	10,273,950	8,828,955
including that from the sales: of communication services			011	9,885,205	8,560,855
Prime cost of sold goods, products, works and services		020	020	(7,862,900)	(6,391,295)
including: of communication services			021	(7,699,320)	(6,274,276)
Profit (loss) from sales (lines 010 - 020)		050	050	2,411,050	2,437,660
II. OPERATING INCOME AND EXPENSES					
Interest receivable		060	060	20,653	5,913
Interest payable		070	070	(217,643)	(146,406)
Income from participation in other organizations		080	080	262	645
Other operating income		090	090	452,506	191,643
Other operating expenses		100	100	(914,099)	(690,285)
III. INCOME AND EXPENSES FROM SOURCES OTHER THAN SALES					
Income from sources other than sales		120	120	242,895	161,219
Expenses for purposes other than sales		130	130	(467,105)	(429,132)
Profit (loss) before taxes (lines 050+060-070+080+090-100+120-130)		140	140	1,528,519	1,531,257
Expenses for the profit tax (lines -151+/-152+/-153) including:			150	(470,917)	(467,954)
Deferred tax liabilities		142	151	(89,587)	(164,267)
Deferred tax assets		141	152	40,538	5,040
Current profit tax		150	153	(421,868)	(308,727)
Profit (loss) from normal activities (lines 140 - 150)			160	1,057,602	1,063,303
IV. EXTRAORDINARY INCOME AND EXPENSES					
Extraordinary income			170	1,947	172
Extraordinary expenses			180	(526)	(4,109)

Net profit (retained profit (loss) of the period under report) (lines 160 + 170 - 180)	190	190	1,059,023	1,059,366
FOR REFERENCE				
Contingent expenses /income for the profit tax		201	(367,186)	(370,784)
Fixed tax liabilities	200	202	(110,386)	(141,531)
Fixed tax assets	200	203	6,655	44,361

Index	Explanations	Index code	Line code	For the period under report	For the same period of the previous year
1	1a	2	2a	3	4
Base profit (loss) per share			301	X	X
Watered profit (loss) per share			302	X	X

* To be filled in the annual accounting report

Explanation of profit and loss items

Index	Index code	Line code	For the period under report		For the same period of the previous year	
			Profit	Loss	Profit	Loss
1	1a	2	3	4	5	6
Fines, penalties and forfeits, which have been acknowledged or for which (arbitration) court awards on recovery have been received		401	13,284	(4,272)	5,448	(1,942)
Profit (loss) of previous years		402	137,157	(154,208)	23,692	(25,520)
Indemnification for losses inflicted by failure to fulfil or to fulfil duly the obligations		403	1,670	(880)	9,080	(3,787)
Exchange rates differences of foreign currency transactions		404	41,185	(24,834)	107,035	(123,458)
Deductions for estimate reserves		405	94,404	(176,922)		(250,781)
Writing off accounts receivable and payable		406	822	(11,077)	93	(2,355)

Manager _____ V.A. Akulich
(signature) (explanation of the signature)

Chief accountant _____ M.M. Semchenko
(signature) (explanation of the signature)

7.3. Issuer's Summary Accounts for the Three Last Completed Fiscal Years or for Each Completed Fiscal Year

Grounds of not submitting:

The duty of an organization to make up summary accounts is established by clause 91 of the Order of the Ministry of Finance of RF No. 34n "On Approving the Provisions on Book-Keeping and Reporting in the Russian Federation" of 29.07.98.

In compliance with the said order, if an organization has subsidiaries or dependent companies, summary accounts are to be made up besides own accounting report, including the reporting indices of such companies situated in the territory of the Russian Federation and outside the Russian Federation, according to the procedure established by the Ministry of Finance of the Russian Federation.

Meanwhile, no procedure for making up summary (consolidated) reports has been established by the Ministry of Finance of the Russian Federation by today. The only document concerning making up such reports is the Order of the Ministry of Finance No. 112 of 30th December 1996. "On Methodological Recommendations for Making up and Submitting Summary Accounts". Meanwhile, this act is not a normative act (according to the resolution of the Ministry of Justice of the Russian Federation of 19th March 1997, No. 07-02-285-97, this order of the Ministry of Finance does not require state registration), is of purely methodological nature, and, besides, that document does not establish a procedure, but just determines the general approaches towards making up summary accounts. There are no explanations or instructions in respect of applying that order.

At the same time, according to clause 8 of the Order, a Group may abstain from making up summary accounts according to the rules provided for by the standard acts and methodological instructions on book-keeping of the Ministry of Finance of the Russian Federation, if the following conditions are simultaneously observed:

- the summary accounts have been made up on the basis of the International Accounting Standards (IAS) prepared by the International Accounting Standards Committee;*
- the Group must ensure reliability of the summary accounts made up on the basis of IAS;*
- the explanatory note to the summary accounts contains the list of applied accounting requirements, discloses the book-keeping methods, including evaluations differing from the rules provided for by the standard acts and methodological instructions on accounting of the Ministry of Finance of the Russian Federation.*

7.4. Data on the Total Amount of Exports and on the Share of Exports in the Total Volumes of Sales

The issuer neither deals with sales of products or goods, nor performs jobs, nor provides services outside the Russian Federation.

7.5. Data on Any Essential Changes that Have Taken Place in the Composition of Issuer's Property after the Date of Expiry of the Last Completed Fiscal Year

There have been no essential changes in the composition of issuer's property after the date of expiry of the last completed fiscal year.

7.6. Data on Issuer's Participation in Any Court Proceedings, if Such Participation May Materially Affect Financial or Economic Operation of the Issuer

As of 30 September 2004 and during the three years preceding that date, OJSC North-West Telecom did not take part in any court proceedings, the results of which might materially affect the financial and economic operation of the Issuer and results of current court proceedings. Among other things, in the said period the Issuer did not take part in any court cases related to contesting the rights to Issuer's licenses, related to recognizing the Issuer and/or its subsidiaries and/or affiliates bankrupt, to alienation of Issuer's property (assets) or to exacting a debt in respect of taxes or fees to the budget or non-budgetary funds in any significant amount.

VIII. Extra Data on the Issuer and the Issued Securities Floated by the Issuer

8.1. Extra Data on the Issuer

8.1.1. Data on the Amount and Structure of the Authorized Capital (Unit Fund) of the Issuer

Amount of the Issuer's authorized capital as of the date of the expiry of the last quarter under report (roubles): **937 940 010**

Breakdown of the authorized capital by share categories:

Common stock:

Total (roubles): **735 917 222**

Share in the Issuer's authorized capital: **78.461012 %**

Preferred stock:

Total (roubles): **202 022 788**

Share in the Issuer's authorized capital: **21.538988 %**

Category of stock circulating outside the Russian Federation: **common registered non-documentary**

Percentage of stock circulating outside the Russian Federation in the total number of the stock of the respective category: **4.8%**

Name and location of the foreign issuer whose securities certify the rights in respect of issuer's stock of the respective category: *JPMorgan Chase Bank is the issuer under the 1st level ADR programme of OJSC NWT.*

Brief description of the programme (type of programme) for the issue of foreign issuer's securities certifying the rights in respect of the stock of the respective category: *1st level ADR*

Data on obtaining a permission from the Federal Commission for circulation of issuer's stock of the respective category outside the Russian Federation (if applicable): *Resolution No. 701/r of 11th August 2001, Resolution No. 1590/r of 3rd January 2002.*

Name of foreign organizer of trade (organizer of trade) through whom foreign issuer's securities certifying the rights in respect of issuer's shares circulate (if there is such a circulation): *according to the circulation conditions in the framework of 1st level ADR programme, trade is effected in the off-exchange market only*

8.1.2. Data on Changes in the Amount of the Authorized Capital (Unit Fund) of the Issuer

Period starting date: *January 1, 1999*

		Amount of AC, roubles	AC structure	Issuer's management body taking the decision on changing the amount of AC	No and date of making up the minutes of the meeting (session) of the management body taking the decision on changing the amount of AC.	Amount of AC after each change, roubles
As of	01.01.2000	466,474,800	Common stock - - 382,288,800 pc. Preferred stock - - 84,186,000 pc.	---	---	466,474,800
As of	01.01.2001	466,474,800	Common stock - - 382,288,800 pc. Preferred stock - 84,186,000 pc.	General meeting of the shareholders	Minutes No. 1 of 03/04/2000	587,497,817
As of	01.01.2002	587,497,817	Common stock - - 473,056,966 pc. Preferred stock - 114,440,851 pc.	—	—	587,497,817
As of	01.01.2003	587,497,817	Common stock - 473,056,966 pc. Preferred stock - 114,440,851 pc.	General meeting of the shareholders	Minutes No. 1 of 28/11/2002	937,940,010
As of	01.01.2004	937,940,010	Common stock - 735,917,222 pc. Preferred stock - 202,022,788 pc.	---	---	937,940,010

8.1.3. Data on Formation and Use of the Reserve and other Funds of the Issuer

In compliance with the Articles of Association, the Issuer forms a reserve in the amount of 5 per cent of the authorized capital.

As of 01.01.03, a reserve had been formed in the amount of 29,375 thousand roubles, which amounted to 3.13 per cent of the authorized capital.

As of 01.10.03, 17,522 thousand roubles were deducted to the reserve, as a result of which the amount of the reserve as of 01.10.03 was 46,897 thousand roubles, or 5% of the Issuer's authorized capital.

As of 30.09.04 the amount of the reserve fund is 46,897 thousand roubles or 5% of the Issuer's authorized capital.

8.1.4. Data on the Procedure of Convoking and Holding the Meeting (Session) of the Supreme Management Body of the Issuer

Name of the supreme management body of the issuer: *General meeting of the shareholders*

Procedure of notifying the shareholders (participants) on holding the meeting (session) of the supreme management body of the issuer (in compliance with article 12 of the Articles of Association of the Issuer):

1. A notification on holding a general meeting of the shareholders must be provided not later than 20 days in advance, while a notification on holding a general meeting of the shareholders, the agenda of which contains an issue of Company re-organization must be provided not later than 30 days before the date it is to be held.

If the proposed agenda of an extraordinary general meeting of the shareholders contains the issue of electing the Board of Directors of the Company, a notification on holding an extraordinary general meeting of the shareholders must be provided not later than 50 days before the date of holding it.

Within the time specified, the notification on holding a general meeting of the shareholders must be sent to each person indicated in the list of those entitled to participation in the general meeting of the shareholders by registered mail or delivered to each of said persons against signature, or published in the Izvestiya newspaper.

2. The notification on holding a general meeting of the shareholders must contain:

full official name of the Company and location of the Company;

form of holding the general meeting of the shareholders (meeting or absentee voting);

date, place and time of holding the general meeting of the shareholders, and the mailing address to which filled in ballots may be sent, or, in case of holding the general meeting of the shareholders in the form of absentee voting, the date of finishing the acceptance of voting ballots and the mailing address to which filled in ballots are to be sent;

starting time of registration of the persons (their representatives) taking part in the general meeting of the shareholders;

date when the list of parties entitled to participation in the general meeting of the shareholders was made up;

agenda of the general meeting of the shareholders;

procedure of confirming their powers by representatives of those entitled to participation in the general meeting of the shareholders;

procedure of getting familiarized with the information (materials) to be provided to those entitled to participation in the general meeting during preparation for the general meeting, and the address(es) at which it is possible to get familiarized with it (address (location) of the single executive body of the Company, as well as addresses of other places where the information (materials) will be provided).

3. The notification to shareholders on holding a general meeting of the shareholders, the agenda of which includes issues, the voting on which may entail the right of demanding redemption of shares by the Company, must contain, besides the information listed in 2, the following information:

on whether the shareholders holding the voting shares of the Company are entitled to demand redemption of their shares by the Company, if they vote against taking a decision or do not take part in the voting on such issues;

on the price and procedure of shares redemption.

4. The notification to shareholders on holding an extraordinary general meeting of the shareholders, the agenda of which includes the issue of electing the Company's Board of Directors, must contain, besides the information listed in 2, also information on the procedure and timing of proposing candidates to the Company's Board of Directors by the shareholder(s) holding in the aggregate not less than 2 per cent of the Company's voting shares.

5. Besides the information listed in 2 – 4, the notification on holding a general meeting of the shareholders may contain other information on the procedure of shareholders participation in the general meeting of the shareholders.

Parties (bodies) entitled to convoke (demand holding) an extraordinary meeting (session) of the issuer's supreme management body, and procedure of sending (presenting) such demands (articles 12, 13 of the Articles of Association of the Issuer):

An extraordinary general meeting of the shareholders shall be held upon decision of the Board of Directors on the basis of its own initiative, a demand of the Company's Auditing Committee, Company's Auditor, or shareholder(s) holding at least 10 per cent of the Company's voting shares as of the date the demand is presented. An extraordinary general meeting of the shareholders upon demand of the Auditing Committee of the Company, auditor of the Company or the shareholder(s) holding not less than 10 per cent of the voting shares of the Company must be convoked by the Company's Board of Directors.

An extraordinary general meeting of the shareholders convoked upon demand of the Auditing Committee of the Company, auditor of the Company or the shareholder(s) holding not less than 10 per cent of the voting shares of the Company must be held within 40 days from the moment the demand on holding an extraordinary general meeting of the shareholders is presented.

An extraordinary general meeting of the shareholders convoked upon demand of the Auditing Committee of the Company, auditor of the Company or the shareholder(s) holding not less than 10 per cent of the voting shares of the Company, the agenda of which contains the issue of electing the Company's Board of Directors, must be held within 70 days from the moment the demand on holding an extraordinary general meeting of the shareholders is presented.

Demands on holding an extraordinary general meeting may be presented by:
sending them by mail to the address (location) of the single executive body of the Company as indicated in the single state register of legal entities;
delivering against signature to the person acting as the single executive body of the Company, to the Chairperson of the Board of Directors of the Company, Corporate Secretary of the Company or to another person entitled to accept written mail sent to the Company;
faxing.

Procedure of fixing the date of holding the meeting (session) of the supreme management body of the issuer (article 12 of the Issuer's Articles of Association):

The date, place and time of holding the general meeting of the shareholders, and the mailing address to which filled in ballots may be sent, or, in case of holding the general meeting of the shareholders in the form of absentee voting, the date of finishing the acceptance of voting ballots and the mailing address to which filled in ballots are to be sent are determined by the Board of Directors of the Company

1. An annual general meeting of the shareholders shall be held not earlier than four months and not later than six months upon expiry of the fiscal year.

2. An extraordinary general meeting of the shareholders convoked upon demand of the Auditing Committee of the Company, auditor of the Company or the shareholder(s) holding not less than 10 per cent of the voting shares of the Company must be held within 40 days from the moment the demand on holding an extraordinary general meeting of the shareholders is presented.

3. An extraordinary general meeting of the shareholders convoked upon demand of the Auditing Committee of the Company, auditor of the Company or the shareholder(s) holding not less than 10 per cent of the voting shares of the Company, the agenda of which contains the issue of electing the Company's Board of Directors, must be held within 70 days from the moment the demand on holding an extraordinary general meeting of the shareholders is presented.

4. If the number of the members of the Board of Directors of the Company becomes less than the quorum required for holding sessions of the Company's Board of Directors, an extraordinary general meeting of the shareholders convoked upon decision of the Company's Board of Directors on the basis of its own initiative to decide the issue of electing the Board of Directors of the Company must be held within 70 days from the moment the decision to hold it is taken by the Board of Directors of the Company.

5. Except for the case mentioned in 4, an extraordinary general meeting of the shareholders convoked upon decision of the Company's Board of Directors on the basis of its own initiative to decide any issues within the terms of reference of the general meeting of the shareholders, including the issues of:

- early termination of the powers of the Company's Board of Directors and electing the Company's Board of Directors (when the number of the members of the Board of Directors of the Company is not less than the quorum required for holding sessions of the Company's Board of Directors),

- electing the Company's Board of Directors (if the Board of Directors has not been elected for a certain reason),

must be held within the time fixed by the Company's Board of Directors, taking into account the requirements of the active law and the Articles of Association of the Company.

Parties entitled to put forward motions to the agenda of the meeting (session) of the supreme management body of the issuer, procedure of putting forward such motions (article 12 of the Articles of Association of the Issuer):

The shareholder(s) holding in the aggregate at least 2 per cent of the Company's voting shares are entitled to include issues in the agenda of the Annual General Meeting of the Shareholders and to propose candidates to the management and control bodies of the Company, elected at the General Meeting of the shareholders. In the preparation of an extraordinary general meeting of shareholders with election of the Company's Board of Directors on its agenda, the said shareholder(s) may enter nominations for the Company's Board of Directors.

The shareholder(s) holding in the aggregate at least 10 percent of the Company's voting shares are entitled to demand convoking of an extraordinary general meeting of shareholders from the Company's Board of Directors. Should the Company's Board of Directors fail to decide on convoking of an extraordinary general meeting of shareholders within the period required by applicable laws of the Russian Federation or these Articles of Association, or decide on denial of its convoking, such extraordinary meeting may be convoked by the said shareholders.

Parties entitled to get familiarized with the information (materials) provided for preparation and holding of the meeting (session) of the supreme management body of the issuer, and procedure of getting familiarized with such information (materials) (article 12 of the Articles of Association of the Issuer):

The list of persons entitled to participation in the general meeting of the shareholders is made up on the basis of the data from the Company's shareholders register.

The following information (materials) is provided to the persons entitled to participation in the general meeting of the shareholders according to the procedure and to the address(es) indicated in the notification on holding the general meeting of the shareholders:

- *annual accounts and reports, including the conclusion of the auditor and the conclusion of the Auditing Committee of the Company on the results of the inspection of the annual accounts and reports;*
- *data on candidates to the Company's Board of Directors and the Company's Auditing Committee;*
- *draft amendments and additions to the Articles of Association of the Company or draft Articles of Association in a new version;*
- *draft bylaws of the Company;*
- *other draft documents, the adoption of which is provided for by draft decisions of the general meeting of the shareholders;*
- *draft decisions of the general meeting of the shareholders;*
- *other information (materials) required for submission in compliance with the active law;*
- *other information (materials) for taking decisions on the issues of the agenda of the general meeting of the shareholders, included by the Board of Directors in the list of information (materials) provided to shareholders during preparation for the general meeting of the shareholders.*

A notification on holding a general meeting of the shareholders must be provided not later than 20 days in advance, while a notification on holding a general meeting of the shareholders, the agenda of which contains an issue of Company re-organization must be provided not later than 30 days before the date it is to be held.

Within the time specified, the notification on holding a general meeting of the shareholders must be sent to each person indicated in the list of those entitled to participation in the general meeting of the shareholders by registered mail or delivered to each of said persons against signature, or published in the Izvestiya newspaper.

8.1.5. Data on Commercial Organizations, in Which the Issuer Holds not Less Than 5 Per Cent of the Authorized Capital (Unit Fund) or at Least 5 Per Cent of Common Stock

Full official name: *RSU-Telecom Limited Liability Company*

Abbreviated official name: *Repair and Construction Board (RSU) - Telecom LLC*

Place of business: *18, pr. Stachek, block 2, letter B, Saint Petersburg, Russia, 198095*

Issuer's share in the authorized capital of the corporation: *100 %*

Share of the party in the Issuer's authorized capital: *none*

Percentage of issuer's common stock held by the said party: *none*

Officials:

Sergey Grigoryevich Bukin

Year of birth: *1965*

Duties of the official: *Sole executive body*

Share of the party in the Issuer's authorized capital: *none*

Board of Directors:

Grigory Borisovich Chernyak

Year of birth: *1949*

Duties of the official: *Chairperson of the Board of Directors*

Share of the party in the Issuer's authorized capital: *0.04 %*

Alexander Alexandrovich Shkryl

Year of birth: **1966**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **0.00068 %**

Andrey Alexeyevich Kulazhenkov

Year of birth: **1964**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body (management, directorate) - **not provided in the Articles of Association of the legal entity**

Full official name: **Recreation and Disease Prevention Centre "Svyazist" Limited Liability Company**

Abbreviated official name: **Recreation and Disease Prevention Centre "Svyazist" LLC**

Place of business: **poselok Petrovskoye, Priozersky rayon, Leningrad oblast, 188732, Russia**

Issuer's share in the authorized capital of the corporation: **100 %**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Officials:

Yuri Nikolayevich Vinogradov

Year of birth: **1946**

Duties of the official: **Sole executive body**

Share of the party in the Issuer's authorized capital: **0.00006%**

Board of Directors:

Grigory Borisovich Chernyak

Year of birth: **1949**

Duties of the official: **Chairperson of the Board of Directors**

Share of the party in the Issuer's authorized capital: **0.04 %**

Nikolay Gennadyevich Bredkov

Year of birth: **1953**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **0.0039 %**

Tatiana Alexandrovna Shuyskaya

Year of birth: **1949**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **0.00158 %**

Collegiate executive body (management, directorate) - **not provided in the Articles of Association of the legal entity**

Full official name: **AMT Limited Liability Company**

Abbreviated official name: **AMT LLC**

Place of business: **k.201, d.14, Sinopskaya nab., St. Petersburg 193167**

Issuer's share in the authorized capital of the corporation: **100 %**

Share of the party in the Issuer's authorized capital: **0.258649 %**

Percentage of issuer's common stock held by the said party: **0.302486%**

Officials:

Vadim Vladimirovich Kotov

Year of birth: **1965**

Duties of the official: **Sole executive body**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Board of Directors (supervisory board) - **not provided in the Articles of Association of the legal entity.**

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Pagetelecom Limited Liability Company***

Abbreviated official name: ***Pagetelecom LLC***

Place of business: ***6, pr. Stroiteley, Cherepovets, Vologda Oblast, Russia***

Issuer's share in the authorized capital of the corporation: ***100 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Vladimir Vasilyevich Nikandrov

Year of birth: ***1956***

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***0.00217 %***

Board of Directors (supervisory board) - ***not provided in the Articles of Association of the legal entity.***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Tsentrum Limited Liability Company***

Abbreviated official name: ***Tsentrum LLC***

Place of business: ***22, ul. Antikainena, Petrozavodsk, the Republic of Karelia***

Issuer's share in the authorized capital of the corporation: ***100 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Raisa Stepanovna Fomina

Year of birth: ***1954***

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***none***

Board of Directors (supervisory board) - ***not provided in the Articles of Association of the legal entity.***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Polycomp Limited Liability Company***

Abbreviated official name: ***Polycomp LLC***

Place of business: ***20, ul. Bolshaya Morskaya, St. Petersburg, 191186, Russia***

Issuer's share in the authorized capital of the corporation: ***90 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Alla Antonovna Sergeyeva

Year of birth: ***1951***

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***none***

Board of Directors (supervisory board) - ***not provided in the Articles of Association of the legal entity.***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Artelecom Service Limited Liability Company***

Abbreviated official name: ***Artelecom Service LLC***

Place of business: ***the Russian Federation, the city of Arkhangelsk***

Issuer's share in the authorized capital of the corporation: ***77 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Elvira Ravilovna Sadykova

Year of birth: ***1961***

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***none***

Board of Directors:

Sergey Arkadyevich Surovtsev

Year of birth: ***1961***

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.01945 %***

Oleg Stanislavovich Shedenkov

Year of birth: ***1967***

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Nikolay Gennadyevich Bredkov

Year of birth: ***1953***

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.0039 %***

Alla Victorovna Ionina

Year of birth: ***1959***

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Alexandr Alexandrovich Vavilin

Year of birth: ***1958***

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.018 %***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***St. Petersburg Telecommunication Centre Closed Joint-Stock Company***

Abbreviated official name: ***SPb TC CJSC***

Place of business: ***24, Bolshevikov pr., St. Petersburg, 193232, the Russian Federation***

Issuer's share in the authorized capital of the corporation: ***54.38 %***

Percentage of common stock held by the Issuer: ***54.38%***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Board of Directors:

Gogol Alexandr Alexandrovich

Year of birth: ***1946***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Vitaliy Ivanovich Danilov

Year of birth: ***1960***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Alexandr Alexandrovich Vavilin

Year of birth: ***1958***

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.018 %***

Evgeny Borisovich Stepanov

Year of birth: **1978**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Alexey Victorovich Bykov

Year of birth: **1958**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Daniil Yuryevich Kulikov

Year of birth: **1964**

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***none***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Novgorod Datacom Limited Liability Company***

Abbreviated official name: ***Novgorod Datacom LLC***

Place of business: ***22, ul. Industrialnaya, pos. Pankovka, Novgorod district, Novgorod Oblast, 173526***

Issuer's share in the authorized capital of the corporation: ***52 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Sergey Fyodorovich Makarov

Year of birth: **1962**

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: ***0.00025 %***

Board of Directors (supervisory board) - ***not provided in the Articles of Association of the legal entity.***

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***Bona Limited Liability Company***

Abbreviated official name: ***Bona LLC***

Place of business: ***45, Troitsky prospekt, Arkhangelsk, 163061***

Issuer's share in the authorized capital of the corporation: ***51 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Board of Directors (supervisory board) - ***not provided in the Articles of Association of the legal entity.***

Single and collective executive bodies have not been elected due to the fact that the organization is under liquidation

Full official name: ***Kolatelecom Open Joint-Stock Company***

Abbreviated official name: ***Kolatelecom OJSC***

Place of business: ***the city of Murmansk***

Issuer's share in the authorized capital of the corporation: ***50 %***

Percentage of common stock held by the Issuer: ***50 %***

Share of the party in the Issuer's authorized capital: ***none***

Percentage of issuer's common stock held by the said party: ***none***

Officials:

Board of Directors:

Andrey Yakovlevich Lang

Year of birth: **1970**

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Marina Alexandrovna Smoleva

Year of birth: **1957**

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **0.0041 %**

Nina Yakovlevna Troshina

Year of birth: **1953**

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **0.00026%**

Alexandr Alexeyevich Khlyzov

Year of birth: **1948**

Duties of the official: ***Member of the Board of Directors, Sole executive body***

Share of the party in the Issuer's authorized capital: **none**

Nikolay Borisovich Korzenev

Year of birth: **1971**

Duties of the official: ***member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body (management, directorate) - ***not provided in the Articles of Association of the legal entity***

Full official name: ***NEVA KABEL Closed Joint-Stock Company***

Abbreviated official name: ***CJSC NEVA KABEL***

Place of business: ***8 proyezd, 9 kvartal, Promyshlennaya zona Parnas, St. Petersburg, Russia***

Issuer's share in the authorized capital of the corporation: **48.97 %**

Percentage of common stock held by the Issuer: **48.97 %**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Officials:

Yury Lvovich Matveyev

Year of birth: **1963**

Duties of the official: ***Sole executive body***

Share of the party in the Issuer's authorized capital: **none**

Board of Directors:

Stefan Vidomski

Year of birth: ***The issuer has no data***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Timo Piekkari

Year of birth: ***The issuer has no data***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Toivo Erik Victor Lindfors

Year of birth: ***The issuer has no data***

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Grigory Borisovich Chernyak

Year of birth: **1949**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **0.04 %**

Yury Konstantinovich Rudov

Year of birth: **1965**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body (management, directorate) - **not provided in the Articles of Association of the legal entity**

Full official name: **Commercial Television and Radio Closed Joint-Stock Company**

Abbreviated official name: **Com TV CJSC**

Place of business: **3, Academician Pavlov ul., St. Petersburg, 197022**

Issuer's share in the authorized capital of the corporation: **40 %**

Percentage of common stock held by the Issuer: **40 %**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

The Board of Directors, single and collective executive bodies have not been elected due to the fact that the organization is under liquidation

Full official name: **Medexpress Insurance Closed Type Joint-Stock Company**

Abbreviated name: **Insurance CJSC Medexpress**

Place of business: **2, ul. Malaya Konyushennaya, St. Petersburg, 191186**

Issuer's share in the authorized capital of the corporation: **34.59 %**

Percentage of common stock held by the Issuer: **34.59 %**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Officials:

Board of Directors:

Grigory Borisovich Chernyak

Year of birth: **1949**

Duties of the official: **Chairperson of the Supervisory Board**

Share of the party in the Issuer's authorized capital: **0.04 %**

Frieder Booble

Year of birth: **The issuer has no data**

Duties of the official: **Member of the Supervisory Board**

Share of the party in the Issuer's authorized capital: **none**

Valery Nikolayevich Yashin

Year of birth: **1941**

Duties of the official: **Member of the Supervisory Board**

Share of the party in the Issuer's authorized capital: **0.1726 %**

Wand Wolfgang

Year of birth: **The issuer has no data**

Duties of the official: **Member of the Supervisory Board**

Share of the party in the Issuer's authorized capital: **none**

Gerhard Jurka

Year of birth: **The issuer has no data**

Duties of the official: **Member of the Supervisory Board**

Share of the party in the Issuer's authorized capital: **none**

Nataliya Yuryevna Shumilova

Year of birth: **1973**

Duties of the official: **Member of the collegiate executive body, sole executive body**

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body:

Vladimir Grigoryevich Kaufman

Year of birth: **1955**

Duties of the official: *Member of the collegiate executive body*
Share of the party in the Issuer's authorized capital: *none*

Lidiya Tomovna Beryozka

Year of birth: *1966*

Duties of the official: *Member of the collegiate executive body*
Share of the party in the Issuer's authorized capital: *none*

Yury Alexandrovich Samovarov

Year of birth: *1963*

Duties of the official: *Member of the collegiate executive body*
Share of the party in the Issuer's authorized capital: *none*

Alexey Alexandrovich Krasnoyartsev

Year of birth: *1960*

Duties of the official: *Member of the collegiate executive body*
Share of the party in the Issuer's authorized capital: *none*

Full official name: *WestBaltTelecom Closed Joint-Stock Company*

Abbreviated official name: *WBT CJSC*

Place of business: *2, pl. Vasilevskogo, Kaliningrad, 236016, the Russian Federation*

Issuer's share in the authorized capital of the corporation: *28 %*

Percentage of common stock held by the Issuer: *28 %*

Share of the party in the Issuer's authorized capital: *none*

Percentage of issuer's common stock held by the said party: *none*

Officials:

Board of Directors:

Vladislav Yuryevich Smyslov

Year of birth: *1975*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Oleg Stanislavovich Shedenkov

Year of birth: *1967*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Samoil Davidovich Moldavskiy

Year of birth: *1952*

Duties of the official: *Member of the Board of Directors, Sole executive body*
Share of the party in the Issuer's authorized capital: *0.00118 %*

Sergey Stepanovich Savchuk

Year of birth: *1957*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Andrey Yevgenyevich Patoka

Year of birth: *1950*

Duties of the official: *Chairperson of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Collegiate executive body: *not provided in the Company's Articles of Association.*

Full official name: *Octagon Technologies Closed Joint-Stock Company*

Abbreviated official name: *OCTATECH CJSC*

Place of business: *pom. 12-H, 29, Ligovsky pr., St. Petersburg, 193036*

Issuer's share in the authorized capital of the corporation: *26.4 %*

Percentage of common stock held by the Issuer: *26.4 %*

Share of the party in the Issuer's authorized capital: *none*
Percentage of issuer's common stock held by the said party: *none*
The Board of Directors, single and collective executive bodies have not been elected due to the fact that the organization is under liquidation

Full official name: ***Dancell Closed Type Joint-Stock Company***
Abbreviated official name: ***Dancell, SPb CTJSC***
Place of business: ***51, Baltiyskaya ul., St. Petersburg, 198092***
Issuer's share in the authorized capital of the corporation: ***23.65 %***
Percentage of common stock held by the Issuer: ***23.65 %***
Share of the party in the Issuer's authorized capital: *none*
Percentage of issuer's common stock held by the said party: *none*
The Board of Directors, single and collective executive bodies have not been elected due to the fact that the organization is under liquidation

Full official name: ***Non-bank crediting organization Northern Clearing Chamber Closed Joint-Stock Company***
Abbreviated official name: ***Northern Clearing Chamber CJSC***
Place of business: ***8, ul. Voskresenskaya, Arkhangelsk, 163061***
Issuer's share in the authorized capital of the corporation: ***19.98 %***
Percentage of common stock held by the Issuer: ***19.98 %***
Share of the party in the Issuer's authorized capital: *none*
Percentage of issuer's common stock held by the said party: *none*
Officials:

Board of Directors:

Stanislav Vladimirovich Potyomkin

Year of birth: ***1946***

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: *none*

Vera Albertovna Lycheva

Year of birth: ***1968***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: *none*

Alexandr Ivanovich Gladkov

Year of birth: ***1962***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: *none*

Lyudmila Petrovna Karpova

Year of birth: ***1970***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: *none*

Vladimir Ivanovich Belokaminskiy

Year of birth: ***1949***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.0811 %***

Vladimir Anatolyevich Strezhnev

Year of birth: ***1957***

Duties of the official: ***Member of the Board of Directors, Sole executive body***

Share of the party in the Issuer's authorized capital: *none*

Vitaliy Lvovich Chebotov

Year of birth: ***1967***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: *none*

Collegiate executive body (Management Board):

Vladimir Anatolyevich Sterzhnev

Year of birth: ***1957***

Duties of the official: ***Chairperson of the Management Board***

Share of the party in the Issuer's authorized capital: ***none***

Sergey Removich Malitsyn

Year of birth: ***1965***

Duties of the official: ***member of the Management Board***

Share of the party in the Issuer's authorized capital: ***none***

Galina Evgenyevna Morozova

Year of birth: ***1959***

Duties of the official: ***member of the Management Board***

Share of the party in the Issuer's authorized capital: ***none***

Full official name: ***Telecominvest Open Joint-Stock Company***

Abbreviated official name: ***Telecominvest Open Joint-Stock Company***

Place of business: ***54, Nevsky pr., St. Petersburg, 191011, Russia***

Issuer's share in the authorized capital of the corporation: ***15 %***

Percentage of common stock held by the Issuer: ***15 %***

Share of the party in the Issuer's authorized capital: ***0.007 %***

Officials:

Board of Directors:

Valery Nikolayevich Yashin

Year of birth: ***1941***

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.1726 %***

Vladimir Alexandrovich Akulich

Year of birth: ***1956***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Sergey Vladimirovich Soldatenkov

Year of birth: ***1963***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0.00249 %***

Sergey Ivanovich Kuznetsov

Year of birth: ***1953***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***0, 00142 %***

Piter Bernard Schuchardt

Year of birth: ***1938***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Martti Huttonen

Year of birth: ***1959***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Yury Alexandrovich Bilibin

Year of birth: ***1972***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Nikolay Vladimirovich Pevtsov

Year of birth: **1941**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **0.0135 %**

Saku Berk

Year of birth: ***The issuer has no data***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Michael Bemke

Year of birth: ***The issuer has no data***

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: ***none***

Maxim Yurievich Gorokhov

Year of birth: **1968**

Duties of the official: ***Member of the Board of Directors, Sole executive body***

Share of the party in the Issuer's authorized capital: ***none***

Collegiate executive body: ***not provided in the Company's Articles of Association.***

Full official name: ***North-West Telecombank Closed Joint-Stock Company***

Abbreviated official name: ***North-West Telecombank CJSC***

Place of business: ***12, Baskov per., St. Petersburg, 191014***

Issuer's share in the authorized capital of the corporation: **14.23 %**

Percentage of common stock held by the Issuer: **14.23 %**

Share of the party in the Issuer's authorized capital: **0.044 %**

Officials:

Board of Directors:

Yury Alexandrovich Bilibin

Year of birth: **1971**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: ***none***

Irina Vladimirovna Golovchenko

Year of birth: **1959**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: ***none***

Venera Adykhamovna Khusnutdinova

Year of birth: **1973**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: ***none***

Maxim Yurievich Gorokhov

Year of birth: **1968**

Duties of the official: ***Chairperson of the Supervisory Board***

Share of the party in the Issuer's authorized capital: ***none***

Alexandr Anatolyevich Barunin

Year of birth: **1972**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: ***none***

Sergey Victorovich Ivanov

Year of birth: **1962**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: **0.00043 %**

Mikhail Grigoryevich Trufanov

Year of birth: **1959**

Duties of the official: ***Member of the Supervisory Board***

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Collegiate executive body:

Vera Ivanovna Korotayeva

Year of birth: **1959**

Duties of the official: ***Member of the collegiate executive body***

Share of the party in the Issuer's authorized capital: **none**

Sergey Victorovich Ivanov

Year of birth: **1962**

Duties of the official: ***Member of the collegiate executive body, sole executive body***

Share of the party in the Issuer's authorized capital: **0.00043 %**

Olga Dmitriyevna Volodina

Year of birth: **1957**

Duties of the official: ***Member of the collegiate executive body***

Share of the party in the Issuer's authorized capital: **none**

Irina Mikhailovna Sudakova

Year of birth: **1945**

Duties of the official: ***Member of the collegiate executive body***

Share of the party in the Issuer's authorized capital: **none**

Full official name: ***FORE Closed Joint-Stock Company***

Abbreviated official name: ***CJSC FORE***

Place of business: ***6, ul. Marata, St. Petersburg, 191002***

Issuer's share in the authorized capital of the corporation: **13.3 %**

Percentage of common stock held by the Issuer: **13.3 %**

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Officials:

Board of Directors:

Natalya Mikhailovna Puzyryova

Year of birth: **1954**

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Alexandr Alexandrovich Klyushkin

Year of birth: **1966**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Mikhail Izralyevich Fux

Year of birth: **1952**

Duties of the official: ***Member of the Board of Directors, Sole executive body***

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body: ***not provided in the Company's Articles of Association.***

Full official name: ***VISA Closed Joint-Stock Company***

Abbreviated official name: ***CJSC VISA***

Place of business: ***11, Sapyorny per., St. Petersburg, 191014***

Issuer's share in the authorized capital of the corporation: **10 %**

Percentage of common stock held by the Issuer: **10 %**
Share of the party in the Issuer's authorized capital: **none**
Percentage of issuer's common stock held by the said party: **none**

Officials:

Board of Directors:

Alexandr Viktorovich Rozov

Year of birth: **1957**

Duties of the official: ***Member of the Board of Directors, Sole executive body***

Share of the party in the Issuer's authorized capital: **none**

Nikolay Valeryevich Sivach

Year of birth: **1965**

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Alexey Valeryevich Bulygin

Year of birth: **1955**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Gennady Ivanovich Vlasov

Year of birth: **1947**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Sergey Yurievich Vetlugin

Year of birth: **1951**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body: ***not provided in the Company's Articles of Association.***

Full official name: ***Rostelegraph Closed Joint-Stock Company***

Abbreviated official name: ***Rostelegraph CJSC***

Place of business: ***7, ul. Tverskaya, Moscow, 103375***

Issuer's share in the authorized capital of the corporation: ***11.76%***

Percentage of common stock held by the Issuer: ***11.76 %***

Share of the party in the Issuer's authorized capital: **none**

Percentage of issuer's common stock held by the said party: **none**

Officials:

Board of Directors:

Vaagn Artavazdovich Martirosyan

Year of birth: **1961**

Duties of the official: ***Chairperson of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Anatoly Viktorovich Grib

Year of birth: **1964**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Oleg Valentinovich Mamontov

Year of birth: **1957**

Duties of the official: ***Member of the Board of Directors***

Share of the party in the Issuer's authorized capital: **none**

Nikolay Vladimirovich Martynenko

Year of birth: **1960**

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Victor Ivanovich Prilipko

Year of birth: *1948*

Duties of the official: *Member of the Board of Directors, Sole executive body*
Share of the party in the Issuer's authorized capital: *none*

Olga Matveyevna Rybakina

Year of birth: *1951*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Yury Vasilyevich Kuzmenko

Year of birth: *1962*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Vladimir Viktorovich Nozdrin

Year of birth: *1957*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *none*

Sergey Andreyevich Tokarenko

Year of birth: *1965*

Duties of the official: *Member of the Board of Directors*
Share of the party in the Issuer's authorized capital: *0 %*

Collegiate executive body: *not provided in the Company's Articles of Association.*

Full official name: *Kit Closed Type Joint-Stock Company*

Abbreviated official name: *KIT CTJSC*

Place of business: *7, ul. Pochtamtskaya, St. Petersburg, 103375*

Issuer's share in the authorized capital of the corporation: *6, 97 %*

Percentage of common stock held by the Issuer: *6.97 %*

Share of the party in the Issuer's authorized capital: *none*

Percentage of issuer's common stock held by the said party: *none*

The Board of Directors, single and collective executive bodies have not been elected due to the fact that the organization is under liquidation

Full official name: *TD-Telecom Closed Joint-Stock Company*

Abbreviated official name: *TD-Telecom CJSC*

Place of business: *8, Voskresenskaya ul. 6th floor, Arkhangelsk, 163061*

Issuer's share in the authorized capital of the corporation: *6.72 %*

Percentage of common stock held by the Issuer: *6.72 %*

Share of the party in the Issuer's authorized capital: *none*

Percentage of issuer's common stock held by the said party: *none*

Officials:

Board of Directors:

Vladimir Ivanovich Belokaminskiy

Year of birth: *1949*

Duties of the official: *Member of the Board of Directors*

Share of the party in the Issuer's authorized capital: *0, 0811 %*

Nina Ivanovna Bakina

Year of birth: *1960*

Duties of the official: *Member of the Board of Directors*

Share of the party in the Issuer's authorized capital: *none*

Nikolay Mikhaylovich Vanichev

Year of birth: **1953**

Duties of the official: **Member of the Board of Directors, Sole executive body**

Share of the party in the Issuer's authorized capital: **0.00005 %**

Nataliya Sergeevna Sinkova

Year of birth: **1957**

Duties of the official: **Member of the Board of Directors**

Share of the party in the Issuer's authorized capital: **none**

Collegiate executive body: **not provided in the Company's Articles of Association.**

8.1.6. Data on Material Transactions Made by the Issuer

Material transactions (groups of interrelated transactions) the amount of commitments under which is 10 and more per cent of the balance value of the issuer's assets according to its accounts for the last completed period under report, preceding the date of the transaction: **none**

8.1.7. Data on Credit Ratings of the Issuer

Object of assigning the rating: **issuer**

Rating	Period				
	1999	2000	2001	2002	2003
International credit rating	-	-	CCC/stable	CCC/stable	B- / stable
Date of assigning the credit rating	-	-	11.12.2000	11.12.2001	02.04.2003

Credit rating as of the date of the end of the quarter under report: **B-/ positive**

Date of assigning the rating: **12.05.2004**

Full and abbreviated official names of the organization that gave the credit rating: **Representative office of Standard & Poors International Services, Inc.; Standard & Poors International Services, Inc.**

Place of business of the organization that gave the credit rating: **k.2, d, 4/7, ul. Vozdvizhenka, 7th floor, business centre "Mokhovaya", Moscow, 125009 (Moscow representative office)**

Other information on the credit rating specified by the Issuer at its discretion: **none**

Object of assigning the rating: **issuer's securities**

Type, category, series, form and other identification characteristics of securities: **Series 01 documentary interest-bearing bonds payable to bearer**

The state registration No. of the securities issue: **4-01-00119-A**

Date of state registration: **March 6, 2002**

Rating	Period	
	2002	2003
Credit rating according to the Russian scale	ruBB	ruBBB
Date of assigning the credit rating	25.03.2002	05.08.2003

It is impossible to indicate the credit rating as of the date of the end of the quarter under report, as all bonds of the issue have been retired.

Full and abbreviated official names of the organization that gave the credit rating: **Representative office of Standard & Poors International Services, Inc.; Standard & Poors International Services, Inc.**

Place of business of the organization that gave the credit rating: **k.2, d, 4/7, ul. Vozdvizhenka, 7th floor, business centre "Mokhovaya", Moscow, 125009 (Moscow representative office)**

Other information on the credit rating specified by the Issuer at its discretion: **none**

Object of assigning the rating: **issuer's securities**

Type of securities: **series 02 documentary non-convertible interest-bearing bonds payable to bearer, with obligatory centralized care**

The state registration No. of the securities issue: **4-02-00119-A**

Date of state registration: **July 8, 2003**

Rating	Period	
	2003	as of the date of the end of the quarter under report
Credit rating according to the Russian scale	ruBBB	ruBBB+
Date of assigning the credit rating	05.08.2003	12.05.2004

Full and abbreviated official names of the organization that gave the credit rating: **Representative office of Standard & Poors International Services, Inc.; Standard & Poors International Services, Inc.**

Place of business of the organization that gave the credit rating: **k.2, d, 4/7, ul. Vozdvizhenka, 7th floor, business centre "Mokhovaya", Moscow, 125009 (Moscow representative office)**

Other information on the credit rating specified by the Issuer at its discretion: **none**

Brief description of the method of assigning the credit rating:

Depending on categories of issuers and type of rating, there are different methods of Standard & Poor's rating assignment. Thus, in the case of companies, the characteristics of the business (market, position in competition, management and strategy) are analyzed, as well as the financial profile (financial policy, profitability, capital structure, cash flow indices, financial flexibility); in the case of regional and local authorities - the economic position, development predictability, and stability of the support of the state and municipal finance system, management quality and institutional nature of procedures, financial flexibility, fulfillment of the budget, liquidity and debt management, debt load, contingent liabilities are analyzed, and in the case of banks - business factors (market position, ownership structure, strategy and management) and financial factors (quality of assets, profitability, funding and liquidity management, and capital) are analyzed.

More detailed information on the ratings assigned by Standard & Poors International Services, Inc. can be obtained from the site at <http://www.standardandpoors.ru>

8.2. Data on Each Category of Issuer's Shares

Stock category: **common**

Face value (roubles): **1**

Number of shares in circulation (number of shares that are not retired or cancelled) (pcs.): **735,917,222**

Number of shares of the extra issue(s), for which there has been no state registration of the report of the results of their issue: **145,128,211**

Number of stated shares (in compliance with the Issuer's Article of Association): **145,134,309**

(number of stated shares (corrected by the amount of the additional shares placed. State registration of the appropriate reports on the issue results has not been finalized as of the reporting date): **6,098**)

Number of shares on the issuer's balance sheet: **0**

Number of extra shares that may be floated as a result of converting floated securities convertible into shares or as a result of fulfilling the obligations under issuer's options: **0**

The state registration No: **1-02-00119-A**

Date of state registration: **September 9, 2003**

Data on state registration of extra issues of the securities:

Date of state registration: **12.08.2004**

The state registration No: **1-02-00119-A-011D**

Date of state registration: **12.08.2004**

The state registration No: **1-02-00119-A-012D**

Rights granted by shares to their holders (according to article 7 of the Issuer's Article of Association):

Each common share of the Company grants equal volumes of rights to the shareholders holding them.

Each shareholder – the holder of common stock of the Company has the following rights:

- to participate in the general meeting of the Company's shareholders according to the procedure provided for by the active law of the Russian Federation;

- to receive dividend according to the procedure provided for by the active law of the Russian Federation and the Company's Articles of Association, in case of their statement by the Company;

- to get a part of the Company's property remaining after its liquidation in proportion to the number of the shares held by him;

- to get access to documents mentioned in paragraph 1 of article 89 of the Federal Law On Joint-Stock Companies according to the procedure provided for by article 91 of the said law, and getting their copies on a paid basis;

- to demand from the Company's Registrar confirmation of the shareholder's title to the shares by issuing to such shareholder an extract from the register of the Company's shareholders;

- to obtain from the Company's registrar information on all the records on its personal account, or other information provided by statutory acts of the Russian Federation setting the procedure of keeping a register of shareholders;

- alienating shares held by him without consent of other shareholders and the Company thereto;

- in cases provided in applicable laws of the Russian Federation, defend its violated civil right in court, and in particular, claim damages from the Company;

- to demand redemption all or part of their shares by the Company in the cases and according to the procedure provided for by the active law of the Russian Federation;

- to sell the shares to the Company if the Company has decided to purchase the said shares;

- to demand from the Company an extract from the list of persons authorized to participate in the General Meeting of Shareholders containing information on a shareholder;

- priority right of acquiring extra shares and issued securities convertible into shares, floated through public subscription, in the amount proportionate to the number of the shares;

Shareholder holding more than 1 per cent of the Company's voting shares are entitled to demand from the Company's Registrar information on the names of shareholders listed in the register of shareholders, and on the number, category, and denomination of the shares owned thereby (This information shall be provided omitting the shareholders' names).

Shareholder(s) holding in the aggregate at least 1 per cent of the Company's floated shares are entitled to bring a lawsuit against a member of the Company's Board of Directors, or against its managing organization or its manager, claiming damages incurred by the Company as a result of culpable acts (omission) of the above persons, if other grounds and extent of responsibility are not provided in federal laws.

Shareholders holding at least 1 percent of votes at the General meeting of shareholders may demand from the Company the list of persons authorized to participate in the Meeting. In this case, the data of the documents and the mail addresses of the shareholders on the list may only be provided by their consent.

The shareholder(s) holding in the aggregate at least 2 per cent of the Company's voting shares are entitled to include issues in the agenda of the Annual General Meeting of the Shareholders and to propose candidates to the management and control bodies of the Company, elected at the General Meeting of the shareholders. In the preparation of an extraordinary general meeting of shareholders with election of the Company's Board of Directors on its agenda, the said shareholder(s) may enter nominations for the Company's Board of Directors.

The shareholder(s) holding in the aggregate at least 10 percent of the Company's voting shares are entitled to demand convoking of an extraordinary general meeting of shareholders from the Company's Board of Directors. Should the Company's Board of Directors fail to decide on convoking of an extraordinary general meeting of shareholders within the period required by applicable laws of the Russian Federation or the Articles of Association, or decide on denial of its convoking, such extraordinary general meeting may be convoked by the said shareholders.

Shareholder(s) holding in the aggregate at least 10 per cent of the Company's voting shares are entitled to demand an inspection of the Company's financial and economic operation at any time.

Shareholder(s) holding in the aggregate at least 25 per cent of the Company's voting shares are entitled to access to, and to copies of accounting documents and session minutes of the collegiate executive body of the Company.

Shareholders holding common stock have other rights as provided in applicable laws of the Russian Federation and the Articles of Association.

Stock category: *preferred type A*

Face value (roubles): *1*

Number of shares in circulation (number of shares that are not retired or cancelled): *202,022,788*

Number of shares of the extra issue(s), for which there has been no state registration of the report of the results of their issue: *48,346,549*

Number of stated shares (in compliance with the Issuer's Article of Association): *48,379,035*

(number of stated shares (corrected by the amount of the additional shares placed. State registration of the appropriate reports on the issue results has not been finalized as of the reporting date): *32,486*)

Number of shares on the issuer's balance sheet: *0*

Number of extra shares that may be floated as a result of converting floated securities convertible into shares or as a result of fulfilling the obligations under issuer's options: *0*

The state registration No: *2-02-00119-A*

Date of state registration: *September 9, 2003*

Data on state registration of extra issues of the securities:

Date of state registration: *12.08.2004*

The state registration No: *2-02-00119-A-011D*

Date of state registration: *12.08.2004*

The state registration No: *2-02-00119-A-012D*

Rights granted by shares to their holders (according to article 7 of the Issuer's Article of Association):

Company's preferred shares of one type grant to the shareholders holding them equal volumes of rights and have equal face value.

The owners of type A preferred shares are entitled to receiving an annual fixed dividend except for the cases provided for by the Company's Articles of Association. Total amount paid as dividend on each preferred type A share is established as 10 per cent of the Company's net profit based on the results of the last fiscal year, divided by the number of shares that make 25 per cent of the Company's authorized capital. If the total amount of dividend paid by the Company on each common share in a certain year exceeds the amount to be paid as dividend on each preferred type A share, then the amount of dividend paid on the latter shares must be increased to the amount of dividend paid on common shares.

The owners of type A preferred shares are entitled to participate in the general meeting of the shareholders with the right of vote on all issues of re-organization and liquidation of the Company and also on the issues of introducing additions and amendments to the Company's Articles of Association in the case when these amendments are restricting the rights of the said shareholders.

The owners of type A preferred shares are entitled to participate in the general meeting of the shareholders with the right of vote on all issues of the agenda of the meeting in the case when the meeting of shareholders irrespective of the reasons did not take a decision on dividend payment or took a decision on incomplete payment of dividend under the preferred shares of A type. The owners of type A preferred shares will acquire this right starting from the Meeting next to the annual General meeting of shareholders that did not pass a resolution on payment of the dividend, and shall lose this right from the day of the first payment of dividend on such shares in full.

The owners of type A preferred shares have the rights provided for by Clauses 7.2.3, 7.2.4, 7.2.5, 7.2.6, 7.2.7, 7.2.8, 7.2.10, 7.2.11, 7.2.12 of the Company's Articles of Association for the owners of the Company's common shares. These rights are granted to shareholders – the owners of type A preferred shares in the case when these shares are not voting.

The owners of type A preferred shares have the rights provided for by Articles 7.3, 7.6, 7.7, 7.8, 7.9 of the Company's Articles of Association in the case when preferred type A shares have the right to vote on all issues of the terms of reference of the general meeting of the Company's shareholders.

The owners of type A preferred shares are entitled to demand redemption all or part of their shares by the Company in the cases and according to the procedure provided for by the active law of the Russian Federation;

The owners of type A preferred shares holding at least 1 percent of votes at the General meeting of shareholders may demand from the Company the list of persons authorized to participate in the Meeting. In this case, the data of the documents and the mail addresses of the shareholders on the list may only be provided by their consent.

Shareholders holding preferred type A stock have other rights as provided in applicable laws of the Russian Federation, other statutory acts of the Russian Federation, and the Articles of Association.

8.3. Data on Any Previous Issues of Issuer's Securities, Except for Issuer's Stock

8.3.1. Data on Issues, All Securities of Which Have Been Retired (Cancelled)

Type, series (category), form and other identification characteristics of securities: *Series 01 documentary interest-bearing bonds payable to bearer*

Data on registration of the issue by the state:

The state registration No: *4-01-00119-A*

Date of registration: *6.03.2002*

Authority of state registration: *Federal Commission for Securities Market of Russia*

Data on state registration of the report on the results of the issue:

Date of registration: **15.05.2002**

Authority of state registration: **Federal Commission for Securities Market of Russia**

Number of issued securities: **300 000**

Face value of one of the securities of the issue (roubles): **1 000**

Total volume of issue at the face value (roubles): **300 000 000**

Current state of the issue: **all securities have been retired**

Paying date for the securities of the issue: **April 9, 2004**

A ground for retirement of the securities of the issue: **Execution of the obligations under the securities**

8.3.2. Data on Issues, the Securities of Which are Circulating

Data on Issuer's bonds.

Type of securities: **bonds**

Series: **02**

Category: **interest-bearing non-convertible**

Form of securities: **documentary, payable to bearer, with obligatory centralized care**

Data on registration of the issue by the state:

The state registration No: **4-02-00119-A**

Date of registration: **8.07.2003**

Authority of state registration: **Federal Commission for Securities Market of Russia**

Data on state registration of the report on the results of the issue:

Date of registration: **14.11.2003**

Authority of state registration: **Federal Commission for Securities Market of Russia**

Number of issued securities: **1 500 000**

Face value of one of the securities of the issue (roubles): **1 000**

Total volume of issue at the face value (roubles): **1 500 000 000**

Current state of the issue: **floatation is over**

Number of actually placed securities in compliance with the registered report on the results of the issue (pcs):
1 500 000

Rights granted by each of the securities of the issue: **The Bond Holder is entitled to get 30% (thirty per cent) of the face value of the Bonds on the 1092nd (one thousand ninety second) day from the day of the Bonds floatation start.**

The Bond Holder is entitled to get 30% (thirty per cent) of the face value of the Bonds on the 1274th (one thousand two hundred seventy fourth) day from the day of the Bonds floatation start.

The Bond Holder is entitled to get 40% (forty per cent) of the face value of the Bonds at retirement on the 1456th (one thousand four hundred fifty sixth) day from the day of the Bonds floatation start.

A Bond holder is entitled to get the interest of the Bond face value (coupon yield), fixed in the Bond, the procedure of determining such interest being described in Actions of a bond Holder in the case of the Issuer's refusal to fulfil the commitments under the Bonds are shown in sub-item 8.3 of the Decision on the issue and in sub-item 56.11 of the Bonds Prospectus.

A Bond Holder is entitled to demand that the Issuer acquire Bonds within the period established by the Decision on the issue, which is at least 7 (seven) last days of the eighth coupon period at the price and according to the procedure established by the Decision on the issue.

A Bond holder is entitled to get the face value of the Bond that has not been paid off by the Issuer in case of liquidation of the Issuer in the sequence established by article 64 of the Civil Code of the Russian Federation.

The face value of the Bond, that has not been paid off by the Issuer, means above and hereinafter the difference between the face value of each Bond of the issue and the part of the face value of the Bond, that has been paid off by the Issuer in compliance with the Decision on the Issue and the Offering Circular.

A Bond holder is entitled to freely sell or otherwise alienate the Bond. Bond Holders who bought Bonds at the floatation shall not be entitled to make transactions with Bonds prior to registration of the report on the results of the Bonds issue in compliance with the legislation of the Russian Federation.

A Bond holder is entitled to present a Bond of the issue for retirement and to demand immediate reimbursement of the nominal debt under the Bonds in the following cases:

- 1) a court award on bankruptcy of the Issuer takes effect;*
- 2) a decision on liquidation of the Issuer is taken by the Issuer's body authorized to take such a decision;*
- 3) a court award on bankruptcy of the Warrantor takes effect;*
- 4) a decision on liquidation of the Warrantor is taken by the Warrantors body authorized to take such a decision;*
- 5) the Issuer does not fulfil its obligation to pay the coupon yield under the Bonds of this issue upon expiry of 10 (ten) working days from the date of payment of the respective coupon yield established in compliance with the conditions of the issue.*
- 6) other cases expressly provided for by the legislation of the Russian Federation.*

The Issuer undertakes to transfer in due time and in the full volume respective amounts required to fulfil the payment commitments in compliance with the Decision on the Bonds Issue to the Payment Agent under this Bond issue.

Actions of a bond Holder in the case of the Issuer's refusal to fulfil the commitments under the Bonds are shown in item 8.6 of this Decision on the issue and item 56.11 of the Bonds Prospectus.

A Bond holder is entitled to exercise other rights provided for by the laws of the Russian Federation.

Conditions and procedure of redemption:

The face value of Bonds shall be retired in parts on the following dates (hereinafter referred to as the "Dates of retiring a part of the face value of Bonds"):

- 1. 1092nd (one thousand ninety second) day from the day of the Bonds Issue floatation start – 30% (thirty per cent) of the face value of the Bonds;*
- 2. 1274th (one thousand two hundred seventy fourth) day from the day of the Bonds Issue floatation start – 30% (thirty per cent) of the face value of the Bonds;*
- 3. 1456th (one thousand four hundred fifty sixth) day from the day of the Bonds Issue floatation start – 40% (forty per cent) of the face value of the Bonds.*

Retirement of a part of the Bonds face value is effected by the payment agent upon instructions of the Issuer (hereinafter referred to as Payment Agent) – its duties are entrusted to:

Full official name of the organization: North-West Telecombank Closed Joint-Stock Company

Abbreviated official name: Telecombank CJSC

Place of business: 12, Baskov per., St. Petersburg, Russia

Mailing address: 12, Baskov per., St. Petersburg, 191014

General license for banking operations: №168

Date of issue: 22.03.2000

Period: without limitation of the period

Authority issuing the license: Bank of Russia

The Issuer may appoint extra payment agents and cancel such appointments. Official announcement of the Issuer on the said actions is to be published by the Issuer within 10 (ten) working days before the date of such appointments or their cancellation in the newspapers Izvestiya and/or Vedomosti (the regional St. Petersburg circulation).

A part of the Bonds face value is retired in the currency of the Russian Federation by a non-cash transaction to depositors of NDC (National Depository Centre) which deals with centralized care of the issued Bonds in favour of Bond Owners.

Retirement of the part of the Bonds face value is effected in favour of Bond Owners who are such Owners as of the and of NDC's operation day preceding the sixth day before the day of Bonds retirement (hereinafter referred to as the Date of Making up the List of Bond Holders for Retirement of a Part of the

Bonds Face Value).

The above list of Bond Holders shall include:

1) NDC's depositors, if:

- said parties are owners of the Bonds of the issue;
- said parties are authorized by owners of the Bonds of the issue to receive monetary funds during retirement of a part of the issued Bonds face value;

2) Bond owners who are not NDC's depositors and who have not authorized NDC's depositors dealing with the accounting of the Bonds held by the owners to receive money when a part of the issued Bonds face value is retired.

It is presumed that nominal holders who are NDC's depositors are authorized to receive Bonds retirement money. Not later than on the 3rd (third) working day before the Date of retirement of the part of Bonds face value, NDC's depositors, who are nominal holders and who are not authorized by their clients to receive retirement amounts under the Bonds, shall transfer to the NDC the list of Bond owners, that must contain all the details indicated below in the List of Bond Holders for the retirement of a part of Bonds face value.

A Bond Owner, if it/he/she is not a depositor of NDC may authorize a Bond holder who is a depositor of NDC to receive amounts from the Bond yield payment and retirement of a part of the Bonds face value.

On the basis of the data available and/or submitted by depositors, NDC shall make up the List of Bond Holders for retirement of a part of the face value, which List shall be submitted to the Issuer and/or to the Payment Agent not later than on the 2nd (second) working day before the Date of the retirement of a part of the Bonds face value. The List of Bond Holders for Retirement of a Part of the Face Value shall include the following details:

a) full official name (official name for non-profit organizations, full personal name for an individual) of the Owner or nominal holder authorized by the Owner to receive the retirement amounts under the Bonds;

b) the number of Bonds registered on the custody account of the Owner or on the inter-depository account of the nominal Bonds holder authorized by the Owner to receive the retirement amounts under the Bonds;

c) location and mailing address of the Owner or nominal holder authorized by the Owner to receive the retirement amounts under the Bonds;

d) bank account details of the Owner or nominal holder authorized by the Owner to receive the retirement amounts under the Bonds, viz:

- No. of the bank account;

- name of the bank, with which the account is opened;

- correspondent account of the bank, with which the account is opened;

- location and mailing address of the bank;

- bank identification code of the bank, with which the account is opened;

e) tax-payer's identification No. (INN, or TIN) of the Owner or nominal holder authorized by the Owner to receive the retirement amounts under the Bonds;

f) tax status of the Owner or nominal holder authorized by the Owner to receive the retirement amounts under the Bonds (resident, non-resident with a permanent representative office in the Russian Federation, non-resident without a permanent representative office in the Russian Federation, etc.).

The Holder independently monitors the completeness and actuality of bank account details provided by it to NDC. Should the said details fail to be submitted, or fail to be submitted in due time to NDC, execution of such obligations shall be effected in favour of a person submitting the claim to obligations execution and being the owner of Bonds as of the date of submitting the claim. In such a case the Issuer fulfils the obligations under the Bonds on the basis of NDC's data.

Not later than on the 2nd (second) working day before the Date of retirement of a part of the Bonds face value, the Issuer shall transfer the required monetary funds to the Payment Agent's account. On the basis of the list of Bond Holders, provided by the NDC, the Payment Agent calculates the amounts of money to be paid to each of the Bond Holders authorized to receive Bond retirement amounts.

On the date of Bonds face value partial retirement, the Payment Agent transfers the appropriate monies to accounts of Bond Holders in favour of Bond Owners.

If one person is authorized to receive Bond redemption amounts for several Bond Owners, then the entire amount is transferred to such a person without breakdown for each Bond Owner.

Should On the date of Bonds face value partial retirement fall on a day off, irrespective of whether it is a national holiday or a day off for settlement operations, then payment of the due amount shall be effected on the first working day following the day off. The bond holder is not entitled to demand any

interest or any other compensation for such a delay in payment.

Execution of the obligations under the Bonds in respect of a party included in the List of Bond Holders for Bonds face value partial retirement shall be considered as due and proper also in case of alienation of Bonds after the date on which the above List was made up.

Interest yield, or procedure of determining it:

Coupon (interest) period		Coupon (interest) yield
The start date	The completion date	

1. Coupon: 1

<p>The date of the Bonds floatation start</p>	<p>91st day from the day when floatation of the Bonds starts</p>	<p>The interest rate of the first coupon is determined by holding an auction among potential buyers of Bonds on the first day of the primary distribution of the issued Bonds. On the day when the auction to determine the interest rate of the first coupon of the Bond is held, Members of the Section of MMVB submit applications for the auction, using the trading system of MMVB both for their own account and for the account and on behalf of clients. The time for submitting applications for the auction to determine the interest rate of the first coupon is established by MMVB upon agreement with the Issuer and the Underwriters. Applications for acquisition of Bonds by Members of the MMVB Section are to be sent to one of the Underwriters with the indication of the following significant conditions:</p> <ol style="list-style-type: none"> 1) Purchase price: 100% (one hundred per cent) of the face value; 2) Number of Bonds, that the potential buyer would like to acquire, if the Issuer assigns the interest rate of the first coupon as greater or equal to the acceptable interest rate indicated in the application. 3) Interest rate of the first coupon acceptable for the investor. The term “Acceptable interest ” means the minimum interest rate of the first coupon, which, if announced by the Issuer, would make the potential investor ready to buy the number of Bonds indicated in the application at the price of 100% (one hundred per cent) of the face value. The acceptable interest rate must be expressed in per cent per annum accurate to a hundredth of per cent. Money must be reserved in the amount sufficient for complete payment of the Bonds stated in the applications, taking into account the MMVB's commission fee. <p>Applications, in which one or several of the above significant conditions do not comply with the requirements set forth in items 1-3, and applications that are not secured by money as provided for in the previous paragraph are not permitted for participation in the auction to determine the interest rate of the first coupon. Upon expiry of the period for filing applications for auction to determine the interest rate of the first coupon, MMVB makes up the summary list of entered applications filed to each of the</p>
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		<p>Underwriters and hands it over to the Issuer and the Underwriters.</p> <p>On the basis of the analysis of the summary list of applications submitted for participation in the auction, the Issuer takes a decision on the interest rate of the first coupon and advises the Underwriters and MMVB in writing on the decision taken.</p> <p>The organizer shall publish a notice on the interest rate of the first coupon using the trading system of Moscow Interbank Currency Exchange (MMVB) by sending electronic messages to all Members of the Section.</p>
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2. Coupon: 2

91 st day from the day when floatation of the Bonds starts	182 nd day from the day when floatation of the Bonds starts	The amount of coupon rate for the second coupon equals to the amount of coupon rate for the first coupon.
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3. Coupon: 3

182 nd day from the day when floatation of the Bonds starts	273 rd day from the day when floatation of the Bonds of the issue starts	The amount of coupon rate for the third coupon equals to the amount of coupon rate for the first coupon.
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4. Coupon: 4

273 rd day from the day when floatation of the Bonds of the issue starts	364 th day from the day when floatation of the Bonds of the issue starts	The amount of coupon rate for the fourth coupon equals to the amount of coupon rate for the first coupon.
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5. Coupon: 5

364 th day from the day when floatation of the Bonds of the issue starts	455 th day from the day when floatation of the Bonds of the issue starts	<p>The coupon rate for the fifth coupon shall be determined according to the following formula:</p> $C(5) = C(1) - 1$ <p>where C(1) is the interest rate of the first coupon, in per cent per annum; and C(5) is the interest rate of the fifth coupon, in per cent per annum;</p>
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6. Coupon: 6

455 th day from the day when floatation of the Bonds of the issue starts	546 th day from the day when floatation of the Bonds starts	The amount of coupon rate for the sixth coupon equals to the amount of coupon rate for the fifth coupon.
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7. Coupon: 7

546 th day from the day when floatation of the Bonds starts	637 th day from the day when floatation of the Bonds starts	The amount of coupon rate for the seventh coupon equals to the amount of coupon rate for the fifth coupon.
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8. Coupon: 8

637 th day from the day when floatation of the Bonds starts	728 th day from the day when floatation of the Bonds starts	The amount of coupon rate for the eighth coupon equals to the amount of coupon rate for the fifth coupon.
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9. Coupon: 9

728 th day from the day when floatation of the Bonds starts	819 th day from the day when floatation of the Bonds starts	The interest rate of the ninth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the
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		information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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10. Coupon: 10

819 th day from the day when floatation of the Bonds starts	910 th day from the day when floatation of the Bonds starts	The interest rate of the tenth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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11. Coupon: 11

910 th day from the day when floatation of the Bonds starts	1001 st day from the day when floatation of the Bonds starts	The interest rate of the eleventh coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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12. Coupon: 12

1001 st day from the day when floatation of the Bonds starts	1092 nd day from the day when floatation of the Bonds starts	The interest rate of the twelfth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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13. Coupon: 13

1092 nd day from the day when floatation of the Bonds starts	1183 rd day from the day when floatation of the Bonds starts	The interest rate of the thirteenth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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14. Coupon: 14

1183 rd day from the day when floatation of the Bonds starts	1274 th day from the day when floatation of the Bonds starts	The interest rate of the fourteenth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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15. Coupon: 15

1274 th day from the day when floatation of the Bonds starts	1365 th day from the day when floatation of the Bonds starts	The interest rate of the fifteenth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the
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		regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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16. Coupon: 16

1365 th day from the day when floatation of the Bonds starts	1456 th day from the day when floatation of the Bonds starts	The interest rate of the sixteenth coupon is established by the Issuer's Board of Directors and brought to the notice of all interested parties by publishing the information in the newspaper Vedomosti and/or the newspaper Izvestiya (the regional edition of St. Petersburg) not later than 14 (fourteen) working days before the date of expiry of the eighth coupon period.
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The Bonds coupon yield for the first, second, third, fourth, fifth, sixth, seventh, eighth, ninth, tenth, eleventh and twelfth coupon periods is calculated according to the following procedure:

$$K_i = C_i * N_i * (t_i - T_i) / 365 / 100\%$$

where i is the sequence number of the coupon, i= 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12,

K_i is the amount of coupon payment on each Bond

C_i is the coupon interest rate

N is the face value of one Bond

t_i is the expiry date of the i-th coupon period

T_i is the starting date of the i-th coupon period.

The Bonds coupon yield for the thirteenth and fourteenth coupon periods is calculated according to the following procedure:

$$K_i = C_i * 0.7 * N * (t_i - T_i) / 365 / 100\%$$

The Bonds coupon yield for the fifteenth and sixteenth coupon periods is calculated according to the following procedure:

$$K_i = C_i * 0.4 * N * (t_i - T_i) / 365 / 100\%$$

The amount of yield on the coupon is calculated accurate to one kopeck (the second decimal place being rounded off according to the mathematical rounding-off rules, viz.: if the third decimal place is greater than or equal to 5, the second decimal place is increased by one, and if the third decimal place is less than 5, the second decimal place is not changed).

Note

According to the results of the auction held among potential buyers of Bonds on the first day of the primary floatation of the Bonds of the issue at the Moscow Interbank Currency Exchange, the coupon rate from the first to the fourth amounted to 14.2% per annum in compliance with the conditions of the issue. According to the procedure for determining the coupons, described above, the coupon rate from the fifth to the eighth will amount to 13.2% per annum. The procedure of assessment of the 10th to 16th coupon interest is described above.

Procedure and conditions of payment of coupon yield:

Payment of the Bond yield is effected in the currency of the Russian Federation by transfer in favour of Bond Owners who are such Owners as of the and of NDC's working day preceding the sixth day before the day of Bond yield payment (hereinafter referred to as the Date of Making up the List of Bond Holders for Coupon Yield Payment).

The above list of Bond Holders shall include:

1) NDC's depositors, if:

- said parties are owners of the Bonds of the issue;

- said parties are authorized by owners of the Bonds of the issue to receive monetary funds during payment of the coupon yield under the issued Bonds;

2) Bond owners who are not NDC's depositors and who have not authorized NDC's depositors dealing with the accounting of the Bonds held by the owners to receive money when the coupon yield under the issued Bonds is paid.

It is presumed that nominal holders who are NDCs depositors are authorized to receive money when the coupon yield under the Bonds is paid. Not later than on the 3rd (third) working day before the date of payment of the coupon yield under the Bonds, NDC's depositors, who are nominal holders and who are not authorized by their clients to receive Bonds coupon yield payment money, shall transfer to the NDC the list of Bond owners, that must contain all the details indicated below in the List of Bond Holders for coupon yield payment.

A Bond Owner, if it/he/she is not a depositor of NDC may authorize a Bond holder who is a depositor of NDC to receive amounts from the Bond yield payment and Bond redemption.

On the basis of the data available and/or submitted by depositors, NDC shall make up the List of Bond Holders for coupon yield payment, which List shall be submitted to the Issuer and/or to the Payment Agent not later than on the 2nd (second) working day before the Date of the Bonds coupon yield payment. The List of Bond Holders for coupon yield payment shall include the following details:

a) full official name (official name for non-profit organizations, full personal name for an individual) of the Owner or nominal holder authorized by the Owner to receive the yield amounts under the Bonds;

b) number of Bonds registered on the custody account of the Owner or on the inter-depository account of the nominal Bonds holder authorized by the Owner to receive the retirement amounts under the Bonds;

c) location and mailing address of the Owner or nominal holder authorized by the Owner to receive the yield amounts under the Bonds;

d) bank account details of the Owner or nominal holder authorized by the Owner to receive the yield amounts under the Bonds, viz:

- No. of the bank account;

- name of the bank, with which the account is opened;

- correspondent account of the bank, with which the account is opened;

- location and mailing address of the bank;

- bank identification code of the bank, with which the account is opened;

e) tax-payer's identification No. (INN, or TIN) of the Owner or nominal holder authorized by the Owner to receive the yield payment amounts under the Bonds;

f) tax status of the Owner or nominal holder authorized by the Owner to receive the amounts of Bonds yield payment (resident, non-resident with a permanent representative office in the Russian Federation, non-resident without a permanent representative office in the Russian Federation, etc.).

The Holder independently monitors the completeness and actuality of bank account details provided by it to NDC. Should the said details fail to be submitted, or fail to be submitted in due time to NDC, execution of such obligations shall be effected in favour of a person submitting the claim to obligations execution and being the owner of Bonds as of the date of submitting the claim. In such a case the Issuer fulfils the obligations under the Bonds on the basis of NDC's data.

Within two working days before the date of Bond Yield payment, the Issuer transfers the appropriate money to the Payment Agent's account.

On the basis of the list of Bond Holders, provided by the Depository, the Payment Agent calculates the amounts of money to be paid to each of the Bond Holders authorized to receive Bond Yields.

On the date of Bond Yield payment, the Payment Agent transfers the appropriate monies to the accounts of Bond Holders in favour of Bond Owners.

If one person is authorized to receive Bond Yields for several Bond Owners, then the entire amount is transferred to such a person without breakdown for each Bond Owner.

No coupon yield on unfloated Bonds shall be accrued or paid.

Issuer's obligations to pay the respective coupon yield under the Bonds shall be considered as executed and fulfilled from the moment the money is written off from the Issuer's account and/or from the correspondent account of the Payment Agent for payment of the coupon yield in favour of the Bond Holders.

Execution of the obligations under the Bonds in respect of a party included in the List of Bond Holders for coupon yield payment shall be considered as due and proper also in case of alienation of Bonds after the date on which the above List was made up.

Security on bonds of the issue: The acquisition of Bonds means that the acquirer of Bonds makes a contract, under which a security of the Bonds issue is provided. With the passage of the title to the Bond, the acquirer also receives the rights under the said Contract in the same scope and on the same conditions that exist as of the moment of the passage of the title to the Bond.

An Offer of Providing a Security in the Form of a Surety for the Purposes of the Bonds Issue by

OJSC North-West Telecom shall serve as the document confirming the provision by the Trubsnab limited liability company of a security for the purposes of the Bonds issue.

Depository providing centralized care of issuer's securities:

Name: ***National Depository Centre Nonprofit Partnership***

Abbreviated name: ***NDC***

Place of business: ***1/13 Sredniy Kislovskiy per., building 4, Moscow***

Tel: ***(095) 956-2790, (095) 956-2791*** Fax: ***(095) 956-2792***

e-mail: ***none***

License:

No. of license: ***177-03437-000010***

Date of issue: ***4.12.2000***

Period: ***not determined***

Authority issuing the license: ***Federal Commission for Securities Market***

8.3.3. Data on the Issues, the Issuer's Commitments under the Securities of Which Have not Been Fulfilled (Default)

There are no liabilities either not met or improperly met by the Issuer (default).

8.4. Data on the Person(s) Providing Security for the Bonds of the Issue

The security has been provided for the interest-bearing documentary non-convertible bonds payable to bearer, with obligatory centralized care, series 02, state registration No. of the issue 4-02-00119-A of July 8, 2003.

The party providing security:

Full name: ***Trubsnab Limited Liability Company***

Abbreviated name: ***Trubsnab LLC***

TIN: ***2320099881***

Place of business: ***2/1, per. Trunova, Central district, Sochi, Krasnodar krai, 354057***

Mailing address: ***2/1, per. Trunova, Central district, Sochi, Krasnodar krai, 354057***

8.5. Conditions of Ensuring Fulfilment of Commitments under the Bonds of the Issue

The security has been provided for the interest-bearing documentary non-convertible bonds payable to bearer, with obligatory centralized care, series 02, state registration No. of the issue 4-02-00119-A.

Type of security (method of security provided):

surety

Amount of security (roubles): ***1 500 000 000***

Procedure of presenting claims to the warrantor to bond holders:

In compliance with articles 810 and 811 of the Civil Code of Russia, the Issuer must return to the owners during retirement of Bonds their face value and must pay the coupon yield under the Bonds within the time and according to the procedure provided for by the terms and conditions of the Decision on the Bonds issue and the Offering Circular.

Each Bond Holder is entitled to declare his Bonds of this issue as due to retirement and to demand immediate return of the face value of the Bonds, that has not been paid by the Issuer, in the following cases:

1) a court award on bankruptcy of the Issuer takes effect;

2) a decision on liquidation of the Issuer is taken by the Issuer's body authorized to take such a decision;

3) a court award on bankruptcy of the Warrantor takes effect;

4) a decision on liquidation of the Warrantor is taken by the Warrantors body authorized to take such a decision;

5) the Issuer does not fulfil its obligation to pay the coupon yield under the Bonds of this issue upon expiry of 10 (ten) working days from the date of payment of the respective coupon yield established in compliance with the conditions of the issue.

6) other cases expressly provided for by the legislation of the Russian Federation.

In case of Issuer's refusal to fulfil the obligations under the Bonds, Bond Owners may apply to the court (court of arbitration), suing the Issuer and demanding to retire a Bond and to pay the income accrued on it, as well as to pay interest for failure to retire the Bond in due time in compliance with articles 395 and 811 of the Civil Code of Russia.

Should the Issuer refuse to fulfil the obligations under the Bonds, the Bond Owners and/or nominal Bond Holders shall be entitled to apply to the party providing security for the Bonds issue with a demand to perform Issuer's obligations under the Bonds of the issue for the Issuer in compliance with the terms and conditions of the offer on provision of a security in the form of a surety for the purpose of the Bonds issue.

Should the Issuer fail to fulfil the obligations in respect of repaying the face value of the Bonds and/or payment of the interest yield on the Bonds, the Issuer's obligations to Bond Owners in respect of repaying the face value of the Bonds and/or payment of the interest yield on the Bonds shall be fulfilled for the Issuer by the Trubsnab limited liability company (hereinafter referred to as Company) as follows:

Bond Owners and/or nominal Bond Holders shall present to the Company written requests for the Company to pay the face value of the Bonds and to pay the interest yield on the Bonds (hereinafter referred to as the Demand to Fulfil the Obligations).

The Demand to Fulfil the Obligations shall meet the following conditions:

- it shall be presented to the Company in writing and signed by the Bond Owner (or its authorized representatives);*
- indicated in it shall be: full personal or official name of the Bond Owner, his/its tax-payer's No. (INN - TIN), tax status, place of residence (location), bank account details, Volume of Outstanding Obligations in respect of the Bond Owner sending such a Demand to Fulfil the Obligations;*
- it shall be indicated in the Demand to Fulfil the Obligations that the Issuer has not paid to the Bond Owner or has not paid in full within the time established by the Documents of the Issue:*
 - the principal amount of the debt in retirement of the Bonds;*
 - the coupon yield in the form of interest on the face value of the Bonds;*
 - public irrevocable obligations of the Issuer to redeem its Bonds.*

the Demand to Fulfil the Obligations shall be presented to the Company not later than 90 (ninety) days from the respective due date of Issuer's obligations execution in respect of the Bond Owner sending such a Demand to Fulfil the Obligations;

The Demand to Fulfil the Obligations shall be accompanied by a statement of custody account with NDC or with depositaries being depositors of NDC to confirm the rights of the Bond Owner to his Bonds; The Demand to Fulfil the Obligations and documents enclosed thereto shall be sent to the Company by registered mail, by messenger mail or express mail.

The Company shall consider the Demand to Fulfil the Obligations within 14 (fourteen) days from the day of expiry of the period of 90 (ninety) days from the respective due date of Issuer's obligations execution in respect of the Bond Owner sending such a Demand to Fulfil the Obligations. If the Company chooses to satisfy the Demand to Fulfil the Obligations, the Company shall notify the Bond Owner thereof and, within 30 (thirty) days from the day of expiry of the period for consideration of the Demand to Fulfil the Obligations), shall effect payment in compliance with the terms and conditions of the Offer to the Bond Owner's bank account, the details of which are indicated in the Demand to Fulfil the Obligations.

Should the Warrantor fail to fulfil its obligations in compliance with the terms and conditions of the above offer of providing a security in the form of a surety for the purpose of the Bonds issue or should the Issuer fail to fulfil the obligations to pay the yield and to retire the Bonds, the owners shall be entitled to apply to the court (court of arbitration), suing the Issuer or the Warrantor and demanding to pay the face value and/or the yield accrued on the Bonds and to indemnify them for losses.

The procedure of Bond Owners and/or nominal holders action in case of Issuer's refusal to fulfil its obligations under the Bonds of the issue is also described in clause 11 of the Decision on Issue.

Value of Issuer's net assets as of the date of providing a security:

11,232,245 thousand roubles

Value of the net assets of the legal entity providing a guarantee securing the execution of Issuer's obligations under the Bonds as of the date of providing a security (according to the data of the Company's accounting as of 31.03.2003):

200,239 thousand roubles

8.6. Data on Organizations Registering Titles to Issuer's Securities

The party keeping the Issuer's register of registered securities holders - **registrar**.

Registrar:

Full and abbreviated official names:

Registrar-Svyaz Closed Joint-Stock Company

Registrar-Svyaz CJSC

Place of business: **15a, ul. Kalanchevskaya, Moscow, 107078**

Tel: **(095) 975-36-05** Fax: **(095) 933-42-21**

e-mail: **regsw@asvt.ru**

License:

No. of license: **10-000-1-00258**

Date of issue: **1.10.2002**

Period: **without limitation of the period**

Authority issuing the license: **Federal Commission for Securities Market of Russia**

Date since which the Issuer's registered securities register is kept by the said registrar: **18.07.2002**

Issuer's documentary securities with obligatory centralized care are circulating.

Depository dealing with the centralized care:

Full official name: **National Depository Centre Nonprofit Partnership**

Abbreviated official name: **NDC**

Place of business: **1/13 Sredniy Kislovskiy per., building 4, Moscow**

No. of license: **1 177-03431-000100**

Date of issue: **4.12.2000**

Period: **license without fixed period**

Licensing authority: **Federal Commission for Securities Market of Russia**

8.7. Data on Legislative Acts Regulating the Issues of Import and Export of Capital That may Influence the Payment of Dividend, Interest and Other Amounts to Non-Residents

Regulatory document	Comments
1. Federal Law of October 9, 1992 No. 3615-1 "On Currency Regulation and Currency Control" (in the version of Federal Laws No. 192-FZ of 29.12.1998, No. 128-FZ of 05.07.1999, No. 72-FZ of 31.05.2001, No. 130-FZ of 08.08.2001, No. 196-FZ of 30.12.2001, No. 187-FZ of 31.12.2002, No. 192-FZ of 31.12.2002, No. 28-FZ of 27.02.2003, No. 116-FZ of 07.07.2003 with amendments introduced by the Ruling of 04.03.1999 No. 50-O of the RF Constitution Court)	---
2. Provisions of December 21, 2000 No. 129-P of the RF Central Bank "On the Issue by the RF Central Bank Territorial Offices of Permits for Certain Currency Transactions Related to Cash Flow to Resident Legal Entities"	Securities floatation by non-residents in the RF, or by residents outside the RF
3. Instruction of July 9, 1999 No. 318 of the RF Ministry of Trade approving investments by legal entities and individuals outside the RF	Floation of securities by RF residents outside the RF
4. Provisions of July 5, 2001 No. 142-P of the RF Central Bank "On the Procedure of Currency Transactions Related to Direct Investments in CIS Countries by Resident Legal Entities"	Floation of securities in CIS by RF residents
5. Provisions of June 29, 1992 No. 7 of the RF Central Bank "On the Procedure of Required Sale of a Part of Hard Currency Proceeds via Authorized Banks by Corporations, Associations, and Organizations, and Transactions on the RF Domestic Currency Market" (with amendments of 18.06.1999)	Hard currency dividends received by residents
6. Provisions of October 12, 2000 No. 93-I of the RF Central Bank "On the Procedure of Opening of Non-Resident Bank Accounts in the RF Currency by Authorized Banks, and Transactions via such Accounts" (with amendments of 29.11.2000)	---
7. Provisions of December 28, 2000 No. 96-I of the RF Central Bank "On Special Type C Non-Resident Accounts" (in the version of 25.02.2003)	---
8. Federal Law of 17.07.1999 No. 167-FZ "On ratification of the Agreement between the Government of the Russian Federation and the Government of the Republic of Cyprus on Avoidance of Double Taxation in Respect of Income and Equity Taxes"	---

8.8. Description of the Taxation Procedure for Income under Issuer's Securities That have been Floated and are to be Floated

The active law provides for the following taxation procedure for income on shares depending on the category of the share holder:

Taxation of earnings of natural persons (RF residents, or non-residents receiving earnings from sources in the RF).

As per Article 208 of the RF Tax Code, dividends and interests received from a Russian organization, and earnings from sales of the Issuer's securities in and outside the RF are earnings subject to the individual income tax.

If a Russian organization is the source of the tax-payers income gained in the form of dividend, such organization is considered the fiscal agent and establishes the amount of tax separately for each tax-payer in respect of each payment of the said income at a rate of 6 per cent in compliance with article 275 of the Tax Code of RF.

The tax amount is calculated on the basis of the total tax amount and each taxpayer's share in the total amount of the dividend. The total tax amount is defined as the product of the tax rate and the difference of the dividend amount to be distributed among the shareholders in the current tax period less the dividend amounts payable by the tax agent to a foreign organization and/or an individual non-resident of the RF in the current tax period, and the dividend amount received by the tax agent itself in the current reporting (tax) period).

Where a Russian organization as a tax agent pays dividends to an individual non-resident of the RF, the 30% tax rate is applicable to such payments as per paragraph 3 of Article 224 of the RF Tax Code.

In compliance with Article 214 of the RF Tax Code, the taxable base for each securities transaction or transaction involving futures contract financial instruments where the basic asset is securities (futures and option stock exchange deals) shall be assessed separately. In this case, earnings received from the following transactions are included:

- *purchase and sale of securities circulating in the organized securities market;*
- *purchase and sale of securities that are not circulating in the organized securities market.*
- *involving futures contract financial instruments where the basic asset is securities;*
- *purchase and sale of investment shares of unit investment trusts, including their cancellation;*
- *involving futures contract financial instruments where the basic asset is securities, and made by the asset manager in favor of an individual founder of asset management.*

Under paragraph 3 of article 214 of the Tax Code of RF, the income (loss) from operations of sale and purchase of securities is determined as the sum of income from the aggregate of transactions with securities of the respective category, made during the taxation period, less the total amount of losses. The income (loss) is determined as the difference between the amounts gained from the sale of securities and the expenses for acquisition, sale and storage of securities, or property deductions assumed to reduce the earnings from the securities purchase and sale transaction.

The income from a transaction of sale and purchase of securities circulating in the organized securities market is reduced by the amount of interest paid for the use of attracted monetary funds, within the amounts calculated proceeding from the effective re-financing rate of the Central Bank of the Russian Federation. The loss from such a transaction is determined taking into account the limit of securities market price fluctuation. Securities circulating in the organized securities market include securities permitted for circulation among trade organizers having a license of the federal authority dealing with the securities market regulation.

When expenses cannot be included directly in expenses for acquisition, sale and storage of particular securities, the said expenses shall be distributed in proportion to the value estimate of the securities, to which the said expenses are related. If tax-payers expenses cannot be proven by documents, he is entitled to exercise the property tax deduction provided for by paragraph 1 of sub-clause 1 of clause 1 of article 220 of Tax Code of RF.

The property tax deduction, or the deduction in the amount of actually incurred expenses proven by respective documents shall be provided to the tax-payer when the tax is calculated and paid to the budget at

the income payment source or upon expiry of the tax period when the tax return is submitted to the taxation authority. If there are several income payment sources, the property tax deduction shall be provided only at one income payment source at tax-payer's discretion.

When the taxation base for operations of purchase and sale of the securities is determined, it should be taken into account that the loss from operations with securities circulating in the organized securities market reduces the taxation base for operations of purchase and sale of the securities of the category. Income from operations of purchase and sale of the securities that are not circulating in the organized securities market and that, as of the moment of their acquisition, were meeting the requirements established for securities circulating in the organized securities market, may be reduced by the amount of loss from operations of purchase and sale of the securities circulating in the organized securities market.

The taxation base for transactions involving futures contract financial instruments is defined as difference of the positive and negative results obtained upon reassessment of liabilities and legal claims for the transactions executed and execution of involving futures contract financial instruments, allowing for compensation to services of stock exchange intermediaries and the stock exchange in opening the positions and keeping the accounts of the individual. In such cases, the taxation base will be increased by the amount of option money received for option transactions, and reduced by the amount of premiums paid under the said transactions.

When assessing the taxation base for securities transactions made by an asset manager, the taxpayer's costs shall also include sums paid to the asset manager as compensation, and reimbursement of its costs incurred in the securities transactions.

Where transactions involving different categories of securities are made during asset management, or where other kinds of earnings appear (such as dividend or interest), the taxation base will be assessed separately for each securities category and each kind of earnings. Any costs that cannot be directly classified as reduction of earnings from transactions in securities of the appropriate category or as reduction of the appropriate kind of earnings shall be distributed in proportion to the share of each kind of earnings.

The taxation base for securities purchase and sale transactions and transactions involving futures contract financial instruments shall be assessed upon termination of the tax period (i.e. year). Calculation and payment of the tax is effected by the fiscal agent upon expiry of the tax period or when it pays money to the tax-payer before the expiry of the respective tax period. In this case, the tax shall be paid from the share of earnings corresponding to the actual amount of the moneys paid. When payments are effected more than once in a tax period, the tax amount is calculated as a progressive total allowing for previously paid tax amounts.

The asset manager shall be recognized as tax agent for earnings from securities transactions executed by such manager. The taxation base for such transactions is assessed as of the tax period termination date, or as of the date of payment of the moneys before the tax period termination. In this case, the tax shall be payable within one month from the tax period termination date or from the date of payment of the moneys (or transfer of securities). Where payments are made from assets under asset management before the expiry of the asset management agreement, or before the tax period termination, the tax will be paid from the portion of the earnings corresponding to the actual amount of moneys paid to the founder of such asset management.

If it is impossible for the income payment source to deduct the calculated amount of tax from the taxpayer, the fiscal agent shall, within a months time from the moment such a circumstance arises, notify in writing the taxation authority in the location where it is registered on the impossibility to effect the deduction and on the amount of the tax-payers debt. The tax in this case will be paid in two installments in equal proportions, the 1st installment payable within 30 days from the date of the tax payment notice served by the tax authority, and the 2nd installment, within 30 days from the 1st installment date.

The procedure of tax assessment for earnings from securities transactions is described in paragraph 1 of Article 225 of the RF Tax Code, according to which, the tax amount shall be assessed as a taxable basis percentage corresponding to the tax rate (30% or 6%).

Taxation of legal entities (both Russian and non-Russian organizations pursuing their business in the RF through permanent offices, or receiving earnings from sourced in the RF).

In compliance with paragraph 1 of Article 250 of the RF Tax Code, earnings from interests in other organizations (as dividends), and earnings received from transactions involving futures contract financial instruments shall be considered as taxable non-sale earnings. In such cases, the date of receipt of earnings shall be the date of the moneys' receipt on the account (by the cash office) of the taxpayer.

In compliance with paragraph 1 of Article 265 of the RF Tax Code, costs in the form of interest on debt liabilities of any kind (including that on securities and other liabilities issued by the taxpayer),

expenses of management of its own securities issue, servicing of its own securities, information supplied to the shareholders, and costs related to servicing of securities purchased by the taxpayer shall be considered as non-sale costs reducing the taxable base of the profit tax. The date of incurring of non-sale costs related to purchase of securities shall be the date of sale or other disposal of such securities.

The specific details of taxable base assessment for earnings received from interest in other organizations (dividends) are set forth in Article 275 of the RF Tax Code.

If a Russian organization is the source of income, such organization is considered the fiscal agent and establishes the amount of tax. In such cases, the tax amount deductible from the dividend recipient's earnings shall be assessed by the tax agent based on the total tax amount and the share of each taxpayer in the total dividend amount. The total tax amount is defined as the product of the 6% tax rate and the difference of the dividend amount to be distributed among the shareholders in the current tax period less the dividend amounts payable by the tax agent to foreign organizations and/or an individual non-resident of the RF in the current tax period, and the dividend amount received by the tax agent itself in the current tax period. When the difference is negative, no tax payment obligation occurs, and no deduction is made from the budget.

Where a Russian organization as a tax agent pays dividends to a non-Russian organization and/or individual non-resident of the RF, the taxation base of the dividend recipient taxpayer shall be defined as the sum of dividends paid, with the rate of 15% or 30%, respectively, applicable thereto.

The specific details of taxation base assessment for securities transactions are set forth in Article 280 of the RF Tax Code.

The taxpayer's earnings from transactions of sale or other disposal of securities (cancellation included) are assessed based on the price of sale or other disposal of the securities, and the sum of accumulated interest (coupon) income paid by the buyer to the taxpayer, and the sum of interest (coupon) income paid by the Issuer (maker) to the taxpayer. In this case, the income does not include the amounts of interest (coupon) income previously considered in the taxation.

Expenses related to the sale/other withdrawal of securities are determined proceeding from the securities acquisition price, sale costs, and the amount of the accrued interest (coupon) yield, paid by the tax-payer to the securities seller. In this case, the income does not include the amounts of interest (coupon) income previously considered in the taxation.

The actual price of sale or other disposal of the securities within the interval between the maximum and minimum price of transactions with the said securities registered by the trade administrator on the securities market as of the date of execution of the appropriate transaction, shall be deemed the market price for the taxation purposes. Where any securities traded on the securities market are sold below the minimum price on an established securities market, the minimum transaction price on an established securities market shall be assumed in the assessment of the financial result.

In respect of securities not traded on an established securities market, the actual price of sale or other disposal of the securities shall be assumed for taxation purposes, subject to meeting at least one of the following conditions:

- 1. if the actual price of the appropriate transaction is within the price interval for a similar security registered by the trade administrator on the securities market as of the date of execution of the appropriate transaction, if the trading in these securities was held by the trade administrator at least once in the last 12 months;*
- 2. if the deviation of the actual price of the appropriate transaction is within 20% up or down from the weighted average price of similar securities calculated by the trade administrator according to the rules set thereby, based on the trade results as of the date of execution of such transaction, or as of the date of the nearest trading completed before the day of execution of the appropriate transaction, if the trading in these securities was held by the trade administrator at least once in the last 12 months;*

The taxation base for securities transactions shall be assessed by the taxpayer separately. The taxation base for operations with securities circulating in the organized securities market is determined separately from the taxation base for operations with securities that are not circulating in the organized securities market.

In case of sales or other disposal of securities, the taxpayer shall, independently and in accordance with the accounted policy adopted for taxation purposes, select one of the following methods of writing the cost of the disposed-of securities off to expenses:

- 1. according to the cost of the earliest acquisitions;*
- 2. according to the cost of the latest acquisitions;*
- 3. according to the cost of a unit.*

Taxpayers at a loss from securities transactions in the preceding tax period(s) may reduce the taxation base gained in securities transactions in the reporting (tax) period. In this case, the losses from transactions in securities not traded on an established securities market, which were incurred in the preceding tax period, may be used to reduce the taxation base from transactions in such securities, as such base was assessed in the reporting (tax) period. The losses from transactions in securities traded on an established securities market, which were incurred in the preceding tax period, may be used to reduce the taxable base from transactions of sale of this category of securities.

Income gained from operations with securities circulating in the organized securities market may not be lessened by expenses or losses from operations with securities that are not circulating in the organized securities market. Income gained from operations with securities that are not circulating in the organized securities market may not be lessened by expenses or losses from operations with securities circulating in the organized securities market.

As per Article 286 of the RF Tax Code, the tax is defined as the percentage of the taxation base corresponding to the tax rate. The tax amount for the tax period results shall be named by the taxpayer independently.

Based on the results of each reporting (tax) period, tax-payers calculate the amount of advance payment, proceeding from the tax rate and the taxable profit calculated as progressive total from the start of the taxation period until the end of the reporting (taxation) period. During the reporting period, taxpayers shall calculate the amount of the monthly advance payment.

If the taxpayer is a foreign organization receiving earnings from sources in the RF not related to a permanent office in the RF, the responsibility of assessment of the tax amount, deduction of this amount from the taxpayer's earnings, and transfer of the tax to the budget, shall be with the Russian organization paying the said earnings to the taxpayer. The tax agent assesses the tax amount for each payment (transfer) of moneys, or other receipt of earnings. If the source of the taxpayer's earnings in the form of dividend is a Russian organization, the responsibility of deduction of the tax from the taxpayer's earnings and its transfer to the budget shall be with this source of earnings. Furthermore, the tax advance payments shall be deducted tax from the taxpayer's earnings at each payment of such earnings. For earnings paid by the taxpayer in the form of dividend, the tax deducted at the payment of such earnings shall be transferred to the budget by the tax agent effecting the payment within 10 days from such payment.

The tax on earnings received from securities transactions shall be paid upon termination of the tax period, within the deadline set for submission of tax declarations for the appropriate tax period (not later than the 28th March of the year next after the terminated tax period). Advance payments by the results of the tax period shall be paid within the deadline set for submission of tax declarations for the appropriate tax period (within 28 days from the day of termination of the relevant tax period).

Monthly advance payments payable within the reporting period shall be paid within the 28th day of each month of such reporting period. Taxpayers calculating their monthly advance payments on the basis of actually received earnings shall pay such advance payments within the 28th day of the month next to the month by the results of which the tax is calculated.

8.9. Data on Stated (Accrued) and Paid Dividend under Issuer's Shares, and on Income Yielded by Issuer's Bonds

Data on stated (accrued) and paid dividend under issuer's shares:

	1999	2000	2001	2002	2003
Stock category	Common				
Amount of stated (accrued) dividend per share, roubles	0.012	0.119	0.077	0.064	0.083
Amount of stated (accrued) dividend in the aggregate for all shares, roubles	4,587,465.60	56,293,779.55*	36,425,386.37	47,098,702.21	61081145.18**
name of the Issuer's management body taking the decision on (stating) payment of dividend	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders

<i>date of holding the meeting taking the decision on payment (stating) of dividend</i>	09/06/2000	25/05/2001	25/06/2002	23/06/2003	30/06/2004
<i>date of holding and No. of the minutes of the meeting taking the decision on payment (stating) of dividend</i>	Minutes No. 1 of 09/06/2000	Minutes No. 1 of 25/05/2001	Minutes No. 01-02 of 25/06/2002	Minutes No. 02-03 of 07/07/2003	Minutes No. 02-04 of 30/06/2004
<i>time fixed for payment of the stated dividend</i>	The dividends shall be paid within 60 days from the day of resolution on their payment.	The approved dividend payment date is from September 1, 2001	Dividend are paid from 15/08/2002 till 31/12/2002	Dividend are paid from 15/08/2003 till 31/12/2003	Dividend are paid from 15/08/2004 till 31/12/2004
<i>form and other conditions of payment of the stated dividend</i>	Monetary form	Monetary form	Monetary form	Monetary form	Monetary form
<i>Period under report (year, quarter), for which the stated dividend are paid (were paid):</i>	1999	2000	2001	2002	2003
<i>total amount of dividend paid under all shares, roubles</i>	_***	_****	_****	45,340,206.18	37,671,968.33
<i>Category, type of stock</i>	Preferred type A				
<i>Amount of stated (accrued) dividend per share, roubles</i>	0.079	0.257	0.248	0.140	0.357
<i>Amount of stated (accrued) dividend in the aggregate for all shares, roubles</i>	6,650,694.00	29,411,299.10*	28,381,331.04	28,283,190.32	72,122,144.44**
<i>name of the Issuer's management body taking the decision on (stating) payment of dividend</i>	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders	Annual general meeting of the shareholders
<i>date of holding the meeting taking the decision on payment (stating) of dividend</i>	09/06/2000	09/06/2000	25/06/2002	23/06/2003	30/06/2004
<i>date of holding and No. of the minutes of the meeting taking the decision on payment (stating) of dividend</i>	Minutes No. 1 of 09/06/2000	Minutes No. 1 of 09/06/2000	Minutes No. 01-02 of 25/06/2002	Minutes No. 02-03 of 07/07/2003	Minutes No. 02-04 of 30/06/2004
<i>time fixed for payment of the stated dividend</i>	The dividends shall be paid within 60 days from the day of resolution on their payment.	The approved dividend payment date is from September 1, 2001	Dividend are paid from 15/08/2002 till 31/12/2002	Dividend are paid from 15/08/2003 till 31/12/2003	Dividend are paid from 15/08/2004 till 31/12/2004
<i>form and other conditions of payment of the stated dividend</i>	Monetary form	Monetary form	Monetary form	Monetary form	Monetary form

<i>Period under report (year, quarter), for which the stated dividend are paid (were paid):</i>	1999	2000	2001	2002	2003
<i>total amount of dividend paid under all shares, roubles</i>	..***	..****	..****	28,259,106.22	40,941,771.2

** The calculation was made as follows:*

- the amount of dividend calculated per shareholder was determined separately for each type and category of shares by multiplying the dividend per share by the number of shares owned by the shareholder.

- the amount of dividend calculated for each type and category of shares (in respect of each shareholder) containing fractions of a kopeck was rounded according to the rules of mathematics to whole kopeck.

***The amount of calculated dividend shall be determined as per the dividend calculation procedure adopted by the Issuer as stated in the "Provisions on Dividend Payment" approved by the decision of the Board of Directors (Minutes No. 34-02 (05) of August 30, 2002).*

** The calculation is made as follows:*

- the amount of dividend calculated per shareholder is determined separately for each type and category of shares by multiplying the dividend per share by the number of shares owned by the shareholder.

- the amount of dividend calculated for each type and category of shares containing fractions of a kopeck is rounded according to the rules of mathematics to whole kopeck.

****The Issuer did not keep record of dividend payments for 1999 as itemized into dividends on common and preferred stock (see the table below)*

****The Issuer did not keep record of dividend payments for 2000 and 2001 as itemized into dividends on common and preferred stock, and as itemized by the specified years (see the table below)*

	1999	2000	2001
<i>Total amount of dividend paid under common and preferred stock, roubles</i>	11,069,052.26	138,982,002.07	

Reasons of incomplete payment of declared dividends for 2000-2002:

The payment of declared dividends for 2000-2002 was incomplete due to the fact that the Issuer's register of shareholders contained obsolete data as regards the bank data and addresses of certain shareholders.

The payment of declared dividends for 2003 was incomplete because the deadline of the dividend payment has not been reached (the payment deadline is 31.12.2004).

Data on yield paid under the Issuer's Bonds:

Type of securities: *bonds*

Series: *01*

Category: *interest-bearing*

Form of securities: *documentary, payable to bearer*

Data on registration of the issue by the state:

The state registration No: *4-01-00119-A*

Date of registration: *6.03.2002*

Authority of state registration: *Federal Commission for Securities Market of Russia*

Data on state registration of the report on the results of the issue:

Date of registration: *15.05.2002*

Authority of state registration: *Federal Commission for Securities Market of Russia*

Number of issued securities: *300 000*

Face value of one of the securities of the issue (roubles): *1 000*

Total volume of issue at the face value (roubles): *300 000 000*

Current state of the issue: *all Bonds of the issue have been retired*

Number of actually placed securities in compliance with the registered report on the results of the issue (pcs): *300 000*

Type of income paid under the bonds of the issue: *interest (coupon)*

Amount of income to be paid under the bonds of the issue in terms of money per bond (roubles):

On the first coupon: **49.32**
On the second coupon: **47.37**
On the third coupon: **90.25**
On the fourth coupon: **79.78**
On the fifth coupon: **80.22**

Time fixed for payment of income under the bonds of the issue: **during 1 day**

Form and other conditions of payment of the income under the bonds of the issue: **monetary**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 10.04.02 till 10.07.02 (first coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **14,958,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 11.07.02 till 09.10.02 (second coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **14,211,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 10.10.02 till 10.04.03 (third coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **27,075,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 10.04.03 till 10.10.03 (fourth coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **23,934,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 10.10.03 till 09.04.04 (fifth coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **24,066,000**

Type of income paid under the bonds: **face value**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **09.04.04**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **300,000,000**

Other data on yield paid under the Bonds of the issue indicated by the Issuer at his own discretion. Obligations under the Bonds of the issue are satisfied in full.

Type of securities: **bonds**

Series: **02**

Category: **interest-bearing**

Form of securities: **documentary, payable to bearer**

(series 02 documentary non-convertible interest-bearing bonds payable to bearer, with obligatory centralized care)

Data on registration of the issue by the state:

The state registration No: **4-02-00119-A**

Date of registration: **8.07.2003**

Authority of state registration: **Federal Commission for Securities Market of Russia**

Data on state registration of the report on the results of the issue:

Date of registration: **14.11.2003**

Authority of state registration: **Federal Commission for Securities Market of Russia**

Number of issued securities: **1,500 000**

Face value of one of the securities of the issue (roubles): **1 000**

Total volume of issue at the face value (roubles): **1,500 000 000**

Current state of the issue: **floatation is over**

Number of actually placed securities in compliance with the registered report on the results of the issue (pcs):
1,500 000

Type of income paid under the bonds of the issue: **interest (coupon)**

Amount of income to be paid under the bonds of the issue in terms of money per bond (roubles):

On the first coupon: **35.4**

On the second coupon: **35.4**

On the third coupon: **35.4**

Time fixed for payment of income under the bonds of the issue: **during 1 day**

Form and other conditions of payment of the income under the bonds of the issue: **monetary**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 08.10.03 till 08.01.04 (first coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **53,100,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 08.01.04 till 07.04.04 (second coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **53,100,000**

Period under report (year, quarter), for which the income under the bonds of the issue was paid (is paid): **from 07.04.04 till 07.07.04 (third coupon period)**

Total amount of income paid under all bonds of the issue for each period under report, for which such income was paid (roubles): **53,100,000**

8.10. Other Data

none

APPROVED

by the Decision of the Board of Directors
of the Open Joint-Stock Company
North-West Telecom.

Minutes No. 33-04 of 22nd September 2004



Corporate Governance Code
(version 01-04)

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Introduction

The purpose of this Code is higher transparency of the Company and confirmation of the Company's commitment to the proper corporate governance standards by:

- responsible and efficient management,
- efficient work of the Board of Directors, the Managing Board, and the General Manager, which act for the benefit of the Company and its shareholders and create conditions for stable growth of the Company's stock price.
- proper information disclosure and transparency, and efficient risk management and internal control system.

Adopting this Code and strictly adhering to the provisions of the Code, Articles of Association, and other internal documents of the Company, the Company confirms its intention to promote development and improvement of the proper corporate governance practice. To further enhance the trust of its shareholders, employees, investors, and broad public, the Company, complying with imperative requirements of applicable Russian laws, adopts additional provisions in the development of this Code, which are based on corporate governance principles recognized by Russian and international practice, including the provisions of the Corporate Ethics Code recommended by the Federal Securities Board of Russia (hereafter "the FSB Code").

This Code is based on up-to-date recommendations of international and Russian corporate governance practice, and contains the philosophy and practice of corporate governance practice in the Company existing as of its effective date. The Company keeps up with new trends in corporate governance, and implements new progressive ideas and technologies of corporate governance without delay.

The Company's Code is a corpus of general corporate governance principles, which the Company adheres to or is willing to adhere to in its everyday business.

The Company assumes the obligations provided by this Code, and undertakes to ensure respect and adherence to its spirit and provisions and to do its best to apply these principles to its subsidiaries.

The Company's goal is to make compliance with corporate governance principles a part of its employees' corporate culture. To ensure implementation of these principles, the Company shall:

- provide regular monitoring of compliance with corporate governance principles,
- provide personnel training,
- take other actions enhancing its employees' commitment to corporate governance principles.

Information on the Company:

The North-West Telecom Open Joint-Stock Company provides telecommunication services in the North-Western Federal District under licenses issued thereto, and is one of Russia's largest telecommunication operators.

The Company's mission:

Assisting society development through enabling freedom of communications and access to information.

The Company's goals:

- promotion of the services offered to the markets of the North-Western Federal District that are not covered yet in compliance with its licenses,
- conditions created for each subscriber to be able to use all the services provided by OJSC NWT,
- bringing OJSC NWT to top positions among Russian telecommunication operators in terms of economic indicators, and retaining these positions,

The Company's corporate governance priorities are:

- equal chances for each shareholder in the exercise of their rights,
- ensuring the leading role of the Board of Directors in handling strategic goals and management control,

- striving for full and timely disclosure of information on the Company.

The Company's shares are traded at such exchanges as: CJSC MICE Stock Exchange, NP RTS Stock Exchange, CJSC St. Petersburg Currency Exchange, NP St. Petersburg Stock Exchange, and in the form of Level 1 American Depositary Receipts for common stock on the US off-exchange market.

This Corporate Governance Code was directed with direct involvement of the International Finance Corporation (IFC) and on the basis of materials provided thereby.

Part I. Compliance with Corporate Governance Principles

1. Definition and Principles

The Company defines corporate governance as structures and processes in the Company management and control of its business encompassing the entirety of relationships between the shareholders, the Board of Directors, and the executive bodies of the Company, and functioning to ensure long-term rise of the stock value. The Company views corporate governance as a tool for better availability and lower cost of borrowed capital, higher efficiency of operation, and higher reputation of the Company.

This Code contains provisions regulating the Company's corporate governance standards and is based on the Russian laws, including the FSB Code, and internationally recognized corporate governance principles such as corporate governance principles in the OECD countries.

The Company's corporate governance is based on the following principles:

- **Reporting:** The Code provides for reporting of the Company's Board of Directors to its shareholders, and serves as a guidance for the Board of Directors in its strategy development, management, and control over the activity of the Company's executive bodies.
- **Equality:** The Company shall protect its shareholders' rights and ensure equal treatment for all the shareholders. The Board of Directors provides efficient protection to all shareholders in case of violation of their rights.
- **Transparency** The Company shall ensure timely and reliable disclosure of information on all material facts related to the Company's business, including its financial standing, business results, structure of ownership and management of the Company, and free access to such information for all the parties concerned.
- **Liability** The Company shall respect the rights of other parties concerned in compliance with the law.
- **Ethical Conduct** The Company shall adhere to generally recognized standards of business ethics in its corporate governance and business activities.

The Company, its executives, and all of its employees shall be guided in their activity by the requirements of applicable laws, and by ethical standards recognized in the business community.

2. The Company's Bylaws

The corporate governance structures, procedures, and practices are regulated by the Articles of Association and the Company's bylaws, including:

- Provisions on the General Meeting of Shareholders,
- Provisions on the Board of Directors;
- Provisions on the Auditing Committee,
- Provisions on the Managing Board;
- Provisions on Dividends on Shares,
- Provisions on Committees of the Board of Directors,
- Provisions on the procedure of large transactions, related party transactions, and transactions requiring approval by the Board of Directors according to the Articles of Association of the Company,
- Provisions on the procedure of issue of documents to shareholders.

The above Company's bylaws were developed in compliance with the provisions of applicable laws and with regard to the essential provisions of the FSB Code and internationally recognized corporate governance principles. All the above documents are disclosed on the Company's website www.nwtelecom.ru for public access.

3. General Structure of Corporate Governance and Control

The corporate governance structure shall ensure strategic management and efficient control over the executive bodies by the Board of Directors, and reporting by the Company's Board of Directors to the General Meeting of Shareholders.

The general structure of the Company's corporate governance and control comprises:

- **General Meeting of Shareholders** – the supreme controlling body of the Company ensuring participation of shareholders in management of the Company and in its profit distribution.
- **Board of Directors** – the Company's controlling body responsible for development of the Company's strategy and providing supervision and control over the executive bodies' activities. The Company's Board of Directors establishes Committees implementing functions of corporate governance, strategic development, reporting, audit, compensations, etc.
- **General Manager and Managing Board** – the Company's executive bodies responsible for management of the Company's routine operation and implementation of the strategy formulated by the Board of Directors.
- **Auditing Committee** – the Company's inspecting body monitoring the Company's business and reporting directly to the General Meeting of Shareholders.
- **Corporate secretary** – the Company's executive ensuring compliance by the controlling bodies with the requirements of internal provisions and external regulation, promoting efficient information exchange between the controlling bodies and executive bodies, and performing consultant functions for members of the Board of Directors and the top management. The Articles of Association of the Company provides for the office of Corporate Secretary.
- **Internal Audit Department** – the Company's division responsible for development and verification of efficiency of the Company's internal business control systems. The Department reports to the General Manager, and submits reports on audit results to the General Manager, Auditing Committee, and Board of Directors of the Company. The Provisions on the Internal Audit Department are to be approved by the Board of Directors. The Board of Directors approves appointment of its manager.

4. Compliance with the Standards and Commitment to the Principles of Corporate Governance

Commitment to corporate governance principles is an integral part of the Company's business and business ethics, an important condition of growing capitalization of the Company, and therefore of higher earnings of its shareholders and employees.

The Company must have a high reputation and deserved prestige both with the Russian and international community, which is impossible without bona fide commitment to corporate governance principles setting a balance of interests of shareholders, managers, personnel, partners, creditors, and governmental authorities.

The Company is striving for adherence to high corporate governance standards, with due regard to international and Russian practice. The Company understands the importance of the corporate governance level not only for enhancement of its business reputation, but also for improvement of its financial standing.

Development, follow-up, and periodic revision of the corporate governance policy and practice are assigned to the relevant Committee of the Company's Board of Directors.

Part II. Proper Functioning of the Board of Directors and Executive Bodies

The Company considers an efficient, professional, and independent Board of Directors to be an important component of good corporate governance. The Board of Directors cannot be a substitute for talented executives or change the economic environment in which the Company operates. However, it can influence the performance, by providing general strategic supervision and control over operation of executive bodies for the benefit of the Company and its shareholders. The executive bodies responsible for control of the Company's current business play an important role in management processes. Efficient interaction between the controlling

bodies and executive bodies, and strict separation of their authorities are in the Company's opinion a key factor in implementing proper corporate governance practices.

1. The Board of Directors

a. Authority The frame of reference of the Board of Directors is determined by the Company's Articles of Association in compliance with applicable laws and recommendations of the FSB Code. Matters referred to frame of reference of the Board of Directors may not be delegated to a collegiate or sole executive body of the Company.

b. Number The number of the Board of Directors is determined in the Company's Articles of Association. The number may be revised in amendments made in the Articles of Association. In determining the number of the Board of Directors, the Company shall be guided by the fact that the professional level and successful combination of business qualities of Directors are more important than their total number on the Board's list.

c. Membership Criteria The Board of Directors shall, in compliance with principles recognized in the corporate governance practice, develop, approve, and subsequently annually revise the list of requirements for qualification of a Board member (as recommended by the relevant Committee of the Board of Directors).

d. Election, Term of Office, and Termination of Office Members of the Board of Directors are elected at an annual General Meeting of Shareholders by cumulative voting for a term of one year.

The Company believes that one and the same member of the Board of Directors may be elected for an unlimited number of terms if this meets the interests of the Company and its shareholders. Experienced members of the Board of Directors having good knowledge of the Company's business play a major role in providing proper governance.

The General Meeting of Shareholders may terminate the authority of the Board of Directors as a whole only.

e. Namelist and Independence The namelist of the Board of Directors is determined so as to ensure representation of different groups of shareholders, minority shareholders included.

The qualification, experience, and personal qualities of members of the Board of Directors ensure proper performance by the Board of its duties of control and development of key business and strategy lines for the Company. Each member of the Board of Directors has necessary experience, knowledge, qualification, and flawless reputation required to perform the duties of a Board member and to organize efficient functioning of the entire Board for the benefit of the Company and its shareholders. The namelist of the Board ensures representation of a broad spectrum of knowledge and experience as regards the Company's core business, the industry, and the geographic regions of operation. The Company will strive for its Board of Directors to represent also specialists in finance as non-executive and independent Directors.

The Company believes that the Board of Directors should be headed by a non-executive Director.

The Board of Directors shall not have more than 20% of executive Directors on its list.

In order to ensure unbiased decisions and to keep a balance of interests of different groups of shareholders, the Board shall have several independent Directors on its list. The FSB Code shall be the basis for assessment of independence of a Director.

The Company will recognize a member of the Board of Directors as independent if he/she:

- has not been an executive or employee of the Company for the last three years,
- is not an executive of another company where any of the Company's executives is a member of the Resources and Compensations Committee of the Board of Directors,
- is not an affiliated party of a Company executive,
- is not an affiliated party of the Company, or an affiliated party of such affiliated parties,
- is not a party in any liabilities to the Company, under which he/she may acquire property (receive moneys), the value of which is 10 or more percent of the total annual income of the said Director, apart from the compensation for participation in the activity of the Board of Directors,
- is not a large partner of the Company (a partner whose total amount of transactions with the Company over one year is 10 or more percent of the Company's assets book value),
- is not a representative of the government.

On the other hand, the Company acknowledges that an independent Director, after a 7-year term in the office of a member of the Company's Board of Directors may not be considered as independent.

f. *Committees* The Company establishes Committees of the Board of Directors implementing functions of corporate governance, strategic development, reporting, audit, compensations, etc.

The activity of each Committee is regulated by the Provisions on such Committee approved by the Board of Directors.

The Chairman of the Committee is appointed by the Board of Directors at one of its sessions after the election of its new list.

Each Committee submits interim recommendations on the most important matters within the frame of reference of the Board of Directors. After each of its sessions, the Committees submit the minutes of the session to the Secretariat of the Board of Directors.

g. *Working Procedure* The Board of Directors holds its sessions in accordance with an established schedule adopted in the beginning of the term of the new Board, which ensures proper performance of its duties. The Board of Directors holds its sessions at least 12 times a year, the maximum number of its sessions being unlimited.

Sessions of the Company's Board of Directors may be held in the form of joint attendance or by remote voting. The form of the session is determined with regard to the importance of the agenda items to be reviewed. Matters requiring detailed review such as budget approval, annual report pre-approval, approval of priority business lines and strategies of the Company, matters related to convening of a General Meeting of Shareholders or to election or re-election of the Chairman of the Board of Directors, and some other matters shall be reviewed at sessions held in the form of joint attendance.

The procedure of convening and conduct of sessions of the Board of Directors is regulated by the Provisions on the Board of Directors. The Secretary to the Board of Directors ensures timely supply to all of the Directors of comprehensive information, simultaneously with the notice of convening of a session of the Board, but not later than 14 days in advance of each session. This period shall be reduced in cases when the laws provide for shorter intervals between sessions of the Board of Directors. The above period may also be reduced when any matters have to be reviewed urgently, provided that none of the members of the Board objects. The package of documents shall comprise an agenda to be proposed by the Chairman of the Board of Directors, detailed materials on each of the agenda items as required to make a reasonable decision, and clear recommendation as to necessary actions.

The Board of Directors shall keep minutes of its sessions, with discussions of all items appropriately recorded. The minutes shall be signed by the Chairman of the Board and Secretary to the Board, and shall also contain the roll-call voting results. The Company shall keep all the minutes of sessions of the Board of Directors.

h. *Self-appraisal* The Board of Directors attaches serious importance to appraisal of its work, and shall do its best for annual performance of such appraisal. During the appraisal, both work of the Board as a whole and input of each particular member of the Board shall be addressed, as well as the impact of such work on the Company's business results. The appraisal process shall be organized by the relevant Committee of the Board of Directors, with its results subject to discussion at a session of the Board of Directors. The Board of Directors may invite independent consultants for assistance in the performance of such an appraisal.

i. *Instating and Inviting of Consultants* The Company offers to new-elected members of the Board of Directors an instating program for better knowledge of the Company's business, its segments etc., which may help new members of the Board of Directors in performing the duties assigned thereto. The Board of Directors and its Committees shall have resources to engage independent consultants in legal, financial, etc. matters advising the Board as necessary.

j. *Compensation* Compensation to members of the Board of Directors is related to the personal input of each member in the work of the Board of Directors and long-term development of the Company, where the mechanism of compensation should not impair the Directors' independence. The Board of Directors shall, subject to recommendation by the relevant Committee of the Board of Directors, present for review by the General Meeting of Shareholders the item of compensation to be paid to the Directors. All the members of the Board of Directors shall have a contract with the Company. The Company shall disclose to public the information on compensation to each member of the Board of Directors. The Company shall not grant loans or credits to members of the Board of Directors.

k. Duties and Responsibility Members of the Board of Directors shall act in good faith and with proper caution for the benefit of the Company and all of its shareholders on the basis of all the necessary information. Each Director shall attend all the sessions of the Board of Directors and of the Committees of which he is a member.

Members of the Board of Directors shall abstain from actions that will or may result in a conflict of interest of such member of the Board and the Company. Should such conflict occur, the member of the Board of Directors shall disclose the information on the conflict of interest to other members of the Board, and abstain from voting such items.

Members of the Board of Directors shall be supplied with all necessary information on items submitted for their review. Additional information shall be provided to members of the Board of Directors by request in the shortest possible time.

The Company does not forbid members of its Board of Directors to be members of the Board of Directors (Supervisory Boards) of other companies if performance by such Directors of other duties does not prevent them from performance of their duties to the Company.

2. Executive Bodies

The Company acknowledges that management of the Company's everyday activities requires a string leader as represented by a General Manager. The Company also acknowledges all the difficulties and challenges of such management, and the need for collegiate rather than individual approach to the handling of such challenges. Therefore, the Company forms a Managing Board with the General Manager as its chairperson in accordance with the Articles of Association.

a. Authority The General Manager and the Managing Board manage the everyday activities of the Company aimed at achieving the Company's goals and targets and implementation of the strategy adopted by the Board of Directors as per the provisions of the Company's internal documents.

b. Number The number and the namelist of the Managing Board are determined by a decision of the Company's Board of Directors subject to recommendations by the General Manager and members of the Board of Directors. Such decision shall be based on the conviction that the quality and personalities of managers are more important than their total number on the Managing Board's list. The Board of Directors shall be responsible to shareholders for worthy selection of nominees for the Managing Board of the Company.

c. Membership Criteria All the members of the Managing Board shall have the following qualities:

- Confidence of the Company's shareholders, members of the Board of Directors, and other executives and employees of the Company.
- Ability to consider interests of all shareholders and to make measured decisions.
- Professional experience and qualification required for an efficient manager.
- Knowledge of national features and trends, and knowledge of the market, services provided, and the Company's competitors.
- Ability to use experience and knowledge in decision-making related to the Company's business.

d. Election, Term of Office, and Termination of Office The Board of Directors elects a General Manager. The General Manager and members of the Board of Directors present nominees for the Managing Board to the Board of Directors for approval.

The General Manager is appointed for a term to be determined by the Company's Board of Directors. The Managing Board is elected for a term to be determined by the Company's Board of Directors at the appointment of its members.

The office of any (all) member(s) of the Company's Managing Board may be terminated prematurely by decision of the Board of Directors.

In case of premature termination of authority of individual Managing Board members, the authority of new-appointed members will remain valid till the end of the period of service of the existing Board.

e. Namelist of the Managing Board The namelist of the Managing Board (qualification, experience, and personal qualities of its members) shall ensure efficient management of the Company's everyday activities. Each member of the Managing Board, the General Manager included, shall have experience, knowledge, and qualification required for efficient performance of the duties of a Managing Board member.

f. *Working Procedure of the Managing Board* The Managing Board shall have regular meetings, its members being timely supplied with information on the meeting agenda items. The working procedure of the Managing Board shall be regulated by the Provisions on the Managing Board of the Company.

g. *Succession planning* The Managing Board shall select a list of standby nominees for manning temporarily unavailable or dropped out top managers of the Company. To provide for such process, the General Manager shall present to the Board of Directors a list of persons who are the most suitable for manning of the offices of dropped out Company managers, including the office of the General Manager.

h. *Compensation* Members of the Managing Board shall be paid a compensation, and their expenses related to performance of their functions of members of the Managing Board shall be recompensed during their term of office. Members of the Managing Board shall be entitled to option programs provided by the Company. The amount of compensation to members of the Managing Board shall be set by a decision of the Board of Directors.

i. *Duties and Responsibility* The General Manager and members of the Managing Board shall act in good faith and for the benefit of the Company.

The General Manager and members of the Managing Board shall abstain from actions that will or may result in a conflict of interest of such member of the Board and the Company. Should such conflict occur, the General Manager and members of the Managing Board shall disclose information on the conflict of interest to the Board of Directors.

3. *Interaction between the Board of Directors, General Manager, and Managing Board Role of the Corporate Secretary*

Proper corporate governance suggests an open dialog between the Board of Directors and the Company's executive bodies. The Board of Directors shall maintain continuous contacts with the Company's executive bodies and executives, to obtain most complete and reliable information, and to ensure efficient interaction of the Company's controlling and executive bodies. The Corporate Secretary plays a key role in the arrangement of this process.

The Corporate Secretary is appointed by the Board of Directors. The duty of the Corporate Secretary is to ensure compliance of the Company's bodies and executives of procedural requirements guaranteeing exercise of rights and protection of interests of the Company's shareholders. The Corporate Secretary shall have sufficient authority, as well as knowledge, needed to perform the functions assigned thereto, and enjoy confidence of the shareholders and members of the Board of Directors.

The Corporate Secretary reports and is subordinate to the Board of Directors. Appointment of a Corporate Secretary, and terms of the contract to be signed therewith, including the amount of compensation, is within the frame of reference of the Board of Directors.

In order to ensure efficient performance by the Corporate Secretary of his/her duties, it is advisable to establish an office of the Corporate Secretary. The number, namelist, structure, and duties of its personnel shall be set forth in the Provisions on the Corporate Secretary and Office of the Corporate Secretary.

The Corporate Secretary and his/her office shall ensure performance of the following functions related to corporate governance:

- proper procedure of preparation and conduct of general meetings of shareholders,
- interaction between the Company and its shareholders,
- preparation and conduct of sessions of the Board of Directors and its Committees,
- proper disclosure and submission of information on the Company as per applicable laws, and keeping of the Company's documents,
- assistance to members of the Board of Directors in performance of their functions,
- monitoring of adherence to the provisions of this Code, and of its compliance with applicable laws.

Until the appointment of a Corporate Secretary, his/her functions shall be performed by the Secretary to the Board of Directors and appropriate structural units of the Company.

Part III Rights of the Shareholders

All the shareholders have the right to participate in management of the Company and distribution of its profit. All their rights are regulated by the laws of the Russian Federation, and by the provisions of the Articles of Association and internal documents of the Company.

1. General Meeting of Shareholders

The Company has adopted Provisions on the General Meeting of Shareholders containing a detailed description of the procedure of preparation and conduct of a general meeting of shareholders and resolutions passed thereby.

a. Preparation Shareholders have the right to attend, and vote agenda items of, the General Meeting of Shareholders, timely get its notice and agenda, and reliable, unbiased, and up-to-date information sufficient to pass reasonable resolutions on the items on its agenda. Responsible for this process are the Company's executive bodies and Corporate Secretary.

In the preparation for a general meeting of shareholders, the Company shall, in the scope and within the dates provided by Russian laws, supply its shareholders with the following information enabling them to make justified decisions:

- materials, and draft resolutions on each agenda item,
- biographical data of each nominee for the Board of Directors and the Auditing Committee.

The Company provides for a fair and efficient procedure of entering proposed items of the agenda of the general meeting, including nominations for the Board of Directors.

The Company shall enable its shareholders to apply to the Corporate Secretary to get information on the meeting and materials for the meeting, and for interaction between shareholders and the Board of Directors and executive bodies of the Company.

b. Conduct of the General Meeting of Shareholders The Company shall take every action necessary to ensure participation of its shareholders in the general meeting and their active voting of the agenda items.

The place to hold the general meeting shall be selected with regard to its accessibility for the most of the shareholders. The registration procedure is convenient for the participants and ensures fast and unobstructed access to the place of the meeting.

The Company shall ensure presence of members of the Board of Directors, executive bodies, and Auditing Committee, and the external auditor's representative at the General Meeting of Shareholders, so that they might answer questions of the shareholders. Each shareholder may speak on the agenda items, enter appropriate proposals, and ask questions. The chairperson of the general meeting shall ensure prompt and efficient proceeding of the meeting.

Voting shall be performed with voting tickets. The ballot counting procedure of the general meeting is transparent for shareholders and prevents any tampering with voting results. The representative of the independent registrar performing the functions of a returning board provides for the proper conduct procedure of the general meeting.

c. Results The voting results shall, in the procedure and within the dates as stipulated in applicable statutory acts, be made known to the shareholders, and published on the Company's website www.nwtelecom.ru and in the mass media.

2. Protection of minority shareholders' rights

The Company strives for a system of making of strategic decisions and other decisions important for the Company enabling maximum consideration of minority shareholders' rights. For this purpose, in particular, the Company has developed a number of internal documents, such as Provisions on the procedure of issue of documents to shareholders and Provisions on the procedure of large transactions, related party transactions, and transactions requiring approval by the Board of Directors according to the Articles of Association of the Company. The Company has adopted a system of record of shareholders' applications and efficient settlement of corporate disputes.

a. Representatives in the Board of Directors Minority shareholders have their representatives in the Board of Directors, which is ensured by the cumulative voting procedure.

b. Independent Registrar The register of the Company's shareholders is kept by an independent registrar. Selection and appointment of an independent registrar having all necessary technical facilities and a

flawless reputation enable the Company to provide reliable and efficient registration of the titles to shares and other securities of the Company. The Company jointly with the independent registrar ensures reliable and efficient methods of record and re-registration of the titles to its shares.

3. Related Party Transactions and Large Transactions

The Company shall disclose information on its affiliated persons on the website www.nwtelecom.ru and publish it in the mass media and its annual report, and disclose detailed information on related party transactions (hereafter “interest transactions”) and large transactions.

The Company’s procedures in respect of large transactions and interest transactions are set forth in the Provisions on the OJSC NWT procedure of large transactions, related party transactions, and transactions requiring approval by the Board of Directors according to the Articles of Association of the Company.

4. Dividend Policy

The Company’s dividend policy is based on the Provisions on Dividends on Shares of OJSC NWT, and on the resolutions of General Meetings of Shareholders published as required by the law, in particular on the Company’s website www.nwtelecom.ru.

The procedure of dividend calculation on preferred shares shall not impair the rights of other shareholders.

The dividend policy of the Company shall:

- establish a transparent, clear, and predictable mechanism of dividend accounting and payment,
- provide a dividend payment procedure that is the most convenient and easiest for shareholders,
- provide for actions preventing incomplete or delayed payment of declared dividends.

5. Protection of ADR owners’ interests

In order to ensure the rights and lawful interests of its shareholders owning American Depositary Receipts (ADR), including their right to participate in management of the Company, the Company undertakes to do everything within its control to enable such shareholders to express their volition as regards the items on the agenda of the General Meeting of Shareholders.

In addition, the Company shall take every action necessary to ensure equal conditions for ADR owners as regards their access to information on the Company. In particular, but not limited to these actions, the Company shall prepare and place on its website www.nwtelecom.ru information and documents for shareholders and investors in English.

Part IV Information Disclosure and Transparency

Timely and reliable information disclosure is one of the essential principles of corporate governance for the Company. Thus, the Company provides easy access to information on any material facts, including such information as financial standing, business results, and ownership and management structure. On the other hand, the Company strives for a reasonable balance of transparency and protection of business interests of the Company. The Provisions on the issue of documents to shareholders regulating the information disclosure matters and prepared and approved by the Board of Directors is published on the Company’s website www.nwtelecom.ru.

The Company undertakes to give detailed answers to requests received within the dates stipulated by the law. In its answers to requests, the Company reserves the right to keep its commercial secrets.

1. Information Disclosure Policy and Practice

In compliance with the requirements of Russian laws and the Provisions on the issue of documents to OJSC NWT shareholders, the Company provides information (documents) by request of its shareholders. The Company publishes a detailed annual report including a ‘Corporate Governance’ section, and prepares other material documents, such as securities prospectuses, issuer’s quarterly reports, information on material facts, and any information that may have material influence on the value of the Company’s securities. The Company discloses information on its corporate governance practice, and timely publishes material information on its website www.nwtelecom.ru.

The Company ensures disclosure of information on the ownership structure, and in particular, information on shareholders owning 5 or more percent of the Company's shares. Any corporate relationships within the group of companies are also clearly indicated in information disclosed by the Company.

The Company takes actions to protect confidential information. Any information obtained by the Company's employees and members of its controlling bodies shall not be used thereby for their private purposes.

2. Financial Accounts

The Company attaches great importance to availability of its full and reliable accounts to all parties concerned.

The Company keeps its records and prepares a full set of financial accounts in compliance with Russian standards of accounting and reporting. In addition, the Company prepares accounts to International accounting standards (IAS), and publishes such accounts both in its annual report and on the Company's website www.nwtelecom.ru.

Attached to the accounts are detailed comments enabling the reader of such accounts to properly interpret the data of the Company's financial results. Financial information is supplemented with the Management's analysis and comments, and with the opinions of the external auditor and the Auditing Committee.

3. Internal Control and Audit

a. Auditing Committee The Company's Auditing Committee holds its sessions at least 4 times a year to perform its duties as per the Company's internal documents. The Auditing Committee consists of experienced specialists in finance.

The Auditing Committee verifies the legality of decisions and acts of the Company's executive bodies, checks the terms of the Company's transactions against the terms of transactions made under similar circumstances, makes an analysis of the Company's financial standing, and exercises other control over the Company's business and finance within its frame of reference.

b. Internal Audit The Company has an Internal Audit Department responsible for current internal control over the Company's business and finance. The Internal Audit Department is manned with employees of a flawless reputation, and reports directly to the General Manager. The Department submits reports on the audit results to the General Manager, Auditing Committee, and Board of Directors of the Company. The authority, structure, work procedure, and other matters of functioning of the Internal Audit Department are regulated by the Company's internal documents.

c. Committee of the Board of Directors One of the Committees focuses on several aspects of the Company's activity, and in particular, on three key aspects: financial and managerial reporting, risk management, and internal and external audit. This Committee is headed by an independent Director and consists of independent and non-executive Directors, each having sufficient knowledge in financial matters. The Committee's authority, structure, work procedure, and other matters are regulated by the Provisions on the respective Committee of the Board of Directors.

4. External Audit

The External Auditor audits the Company's financial accounts. The External Auditor is a recognized independent auditor firm. 'Independence' is understood as the Auditor's independence of the Company, its management, and its large shareholders. The auditor firm carries out its audits in compliance with International Auditing Standards. The Company provides periodic alternation of its External Auditor. The External Auditor is appointed by the General Meeting of Shareholders with regard to recommendations of the relevant Committee of the Board of Directors.

Conclusion

The Corporate Governance Code of the North-West Telecom Open Joint-Stock Company shall be approved by the Board of Directors of the Company, and becomes effective from the moment of its approval.

In compliance with applicable laws, the Board of Directors will regularly analyze the provisions of this Code and make amendments as necessary.

The Company will strive for improvements in this Code to be made as new standards and trends in Russian and international corporate governance practice.

Information on the Company's compliance with this Code will be disclosed in the Company's annual reports and via other information channels.