

APPROVED

By the Extraordinary General Meeting of
Shareholders of Mechel OAO
Minutes No. __ of the Extraordinary General
Meeting of Shareholders dated _____

Chairman of the Extraordinary General Meeting
of Shareholders

_____ (V. V. Proskurnya)

Secretary of the Meeting

_____ (O.A. Yakunina)

**AMENDMENTS
TO THE CHARTER OF
Mechel
Open Joint Stock Company
(hereinafter, the “Company”)**

1. **Clause 18.2. of the Company Charter is amended by deleting subclause 18.2.10 stating the following:**

“18.2.10 has not been a member of the Board of Directors for more than 5 years.”

Moscow, 2008