

**DRAFT RESOLUTIONS OF THE EXTRAORDINARY GENERAL SHAREHOLDERS'**  
**MEETING:**

Issue 1 on the Agenda:

“Determining number, nominal value, and category (type) of declared shares, and rights granted by such shares.”

Draft resolution: **“To determine that the number of the declared preferred registered book-entry shares of Mechel Open Joint Stock Company (the "Company") shall be 138,756,915 (one hundred thirty-eight million seven hundred fifty-six thousand nine hundred fifteen) shares with the nominal value of 10 (ten) rubles each in the total nominal amount of 1,387,569,150.00 (Russian Rubles One billion three hundred eighty-seven million five hundred sixty-nine thousand one hundred fifty even) rubles. The rights granted to the holders of the preferred registered book-entry shares of the Company declared by the Company for placement are stipulated by Article 11 of the Company's Charter.”**

Issue 2 on the Agenda:

“Introducing Amendments into the Company’s Charter.”

Draft resolution: **“To approve the proposed version of Amendments the Charter of Mechel Open Joint Stock Company.”**