

## **Draft Decisions on agenda items of the Extraordinary General Meeting of shareholders of the OJSC “Company M.video”**

**Draft decision on item 1 of the Agenda:** «The amount, terms and way of dividends payment for the 2012 FY and 9 (nine) months 2013 FY results» - «According to the Company Board of director’s recommendation (Minutes №80/2013 dated 22.10.2013) to decide on payment (declaration) out of the net undistributed profit (on a cumulative total) for the 2012 FY and 9 (nine) months of 2013 FY results dividend in the amount of 13 (thirteen) rubles 80 (eighty) kopeeks per one placed ordinary non-documentary share of the Company with a nominal value of 10,00 (ten) rubles by money via wire transfer to the bank account of the shareholder and/or by registered mail delivery to the shareholder not later than December 31, 2013».

**Draft decision on item 2 of the Agenda:** «Approval of the Company’s Charter in a new edition» - «To approve the Company’s Charter in a new edition».

**Draft decision on item 3 of the Agenda:** «Approval of the interested party transactions which can be executed by the Company in the future in the ordinary course of its business» - «According to the Company Board of director’s recommendation (Minutes №80/2013 dated 22.10.2013) to approve the chain of interested parties transactions subject to the following conditions:

*Subject of the transactions – off-target loans*

*Parties of the transactions – OJSC “Company “M.Video” (Creditor) and LLC “M.Video Management” (Debtor)*

*Price of the transactions – in the amount not exceeding 5 000 000 000 (five billion) rubles*

*Interest rate – shall not be less or higher than 2% (two percent) of the refinancing interest rate of the Central Bank of Russia as at the execution date*

*Term of the transactions – not more than 5 years».*