

**Extract from the Minutes of the absentee voting No. 93/2014  
Of the Board of Directors of the Open Joint Stock Company «Company «M.video»  
(further referred to as the «Company»**

<b>Last date of the absentee ballots' receipt:</b>	October 27, 2014
<b>Place and time of Minutes' drafting:</b>	105066, Moscow, Nizhnyaya Krasnosel'skaya Str. 40/12, bld. 20; 17.00 p.m.
<b>Persons participated in the absentee ballot voting:</b>	
<b>Chairman of the Board of directors:</b>	Györfy Peter
<b>Members of the Board of directors:</b>	Breev Pavel Yurievich Burleton Adrian Creusen Utho Hamid David Koch Walter Kuchment Mikhail Lvovich Prisayzhnuk Alexander Mikhailovich Tynkovan Alexander Anatolievich

9 (nine) members of the Board of Directors out of 9 (nine) elected members of the Board participated in the absentee voting by ballots. Quorum on making the decisions on the items of the agenda was present.

**On item №1 of the Agenda – «Convention of the Extraordinary General Shareholders Meeting of the Company and determining of the date, place, form and time of the meeting».**

**Item put for voting:**

«To call the Extraordinary General Shareholders Meeting of the Company in the form of the joint presence of the shareholders or their authorised representatives at 10.30 a.m. **on December 05, 2014** at the following address: Russia, 105066, Moscow, 40/12, bld. 20, Nizhnyaya Krasnosel'skaya Str.».

**Voting results:** the Resolution is taken unanimously

**Resolution:** «To call the Extraordinary General Shareholders Meeting of the Company in the form of the joint presence of the shareholders or their authorised representatives at 10.30 a.m. **on December 05, 2014** at the following address: Russia, 105066, Moscow, 40/12, bld. 20, Nizhnyaya Krasnosel'skaya Str.».

**On item №2 of the Agenda – «Defining of the date, place and time (starting time) for the registration of shareholders entitled to participate in the Extraordinary General Shareholders Meeting of the Company».**

**Item put for voting:**

«To define – **December 05, 2014 at 09.00 a.m.** as the date and starting time for the registration of shareholders entitled to participate in the Extraordinary General Shareholders Meeting of the Company. To define – Russia, 105066, Moscow, 40/12, bld. 20, Nizhnyaya Krasnosel'skaya Str. – as the place for the registration.

**Voting results:** the Resolution is taken unanimously

**Resolution:** «To define – **December 05, 2014 at 09.00 a.m.** as the date and starting time for the registration of shareholders entitled to participate in the Extraordinary General Shareholders Meeting of the Company. To define – Russia, 105066, Moscow, 40/12, bld. 20, Nizhnyaya Krasnosel'skaya Str. – as the place for the registration.

**On item №5 of the Agenda – «Approval of the list of information to be provided to the persons entitled to participate in the Extraordinary General Shareholders' Meeting of the Company and way of its provision».**

**Item put for voting:**

«To approve the following documents:

- Draft decisions of the Extraordinary General Shareholders' Meeting of the Company;
- Explanatory note on the items of the Agenda;
- Extract from the Minutes of the Board of Directors' meeting of the Company on calling of the Extraordinary General Shareholders' Meeting, on Board of Directors' recommendation regarding the dividend amount per shares of the Company and recommendation on the closing date of the shareholders' Register for the purposes of drawing up the list of persons entitled to receive the dividend;
- Draft of the Company's Charter in a new edition (with comments related to the proposed amendments);
- Draft of the Company's Regulation on the general shareholders' meeting in a new edition (with comments related to the proposed amendments).

as the list of information (materials) to be provided to the shareholders entitled to participate in the Extraordinary General Shareholders' Meeting of the Company.

Persons entitled to participate in Extraordinary General Shareholders' Meeting of the Company, **starting from November 14, 2014 on working days from 10:00 till 18:00**, have an access to the information provided to them in the course of the preparation to the Extraordinary General Shareholders Meeting of the Company at the following addresses: Russia, Moscow, 105066, Nizhnaya Krasnoselskaya Str. 40/12, bld. 20, as well as on the official site of the Company in the Internet: <http://invest.mvideo.ru>.

The Company provides copies of the above mentioned documents upon request of a person entitled to participate in the Extraordinary General Shareholders' Meeting of the Company.

**Voting results:** the Resolution is taken unanimously

**Resolution:** «To approve the following documents:

- Draft decisions of the Extraordinary General Shareholders' Meeting of the Company;
- Explanatory note on the items of the Agenda;
- Extract from the Minutes of the Board of Directors' meeting of the Company on calling of the Extraordinary General Shareholders' Meeting, on Board of Directors' recommendation regarding the dividend amount per shares of the Company and recommendation on the closing date of the shareholders' Register for the purposes of drawing up the list of persons entitled to receive the dividend;
- Draft of the Company's Charter in a new edition (with comments related to the proposed amendments);
- Draft of the Company's Regulation on the general shareholders' meeting in a new edition (with comments related to the proposed amendments).

as the list of information (materials) to be provided to the shareholders entitled to participate in the Extraordinary General Shareholders' Meeting of the Company.

Persons entitled to participate in Extraordinary General Shareholders' Meeting of the Company, **starting from November 14, 2014 on working days from 10:00 till 18:00**, have an access to the information provided to them in the course of the preparation to the Extraordinary General Shareholders Meeting of the Company at the following addresses: Russia, Moscow, 105066, Nizhnaya Krasnoselskaya Str. 40/12, bld. 20, as well as on the official site of the Company in the Internet: <http://invest.mvideo.ru>.

The Company provides copies of the above mentioned documents upon request of a person entitled to participate in the Extraordinary General Shareholders' Meeting of the Company.

**On item №7 of the Agenda – Approval of the agenda of the Extraordinary General Shareholders' Meeting of the Company».**

**Item put for voting:**

«To approve the following agenda of the Extraordinary General Shareholders' Meeting of the Company:

1. The amount, terms and way of dividends payment for 9 (nine) months 2014 FY results.
2. Approval of the Company's Charter in a new edition.
3. Approval of the Company's Regulation on the General Shareholders' Meeting in a new edition».

**Voting results:** the Resolution is taken unanimously



**Resolution:** «To approve the following agenda of the Extraordinary General Shareholders' Meeting of the Company:

1. The amount, terms and way of dividends payment for 9 (nine) months 2014 FY results.
2. Approval of the Company's Charter in a new edition.
3. Approval of the Company's Regulation on the General Shareholders' Meeting in a new edition».

**On item №8 of the Agenda – «Recommendation to the Extraordinary General Shareholders' Meeting on the dividend amount per shares of the Company and terms of its payment».**

**Item put for voting:**

«To recommend the Extraordinary General Shareholders Meeting of the Company to take the following decisions:

1. To recommend the Extraordinary General Shareholders Meeting of the Company to pay out of the net profit for the 9 (nine) months 2014 financial year results extra dividend in the amount of 25 (twenty five) rubles per one placed ordinary non-documentary share with a nominal value of 10 (ten) rubles by money via wire transfer to the bank account of the shareholder and/or by registered mail delivery not later than January 29, 2015.
2. To define December 16, 2014 as the closing date of the shareholders' Registrar for the purposes of drawing up the list of persons entitled to receive the dividend per Company's shares».

**Voting results:** the Resolution is taken unanimously

**Resolution:** «To recommend the Extraordinary General Shareholders Meeting of the Company to take the following decisions:

1. To recommend the Extraordinary General Shareholders Meeting of the Company to pay out of the net profit for the 9 (nine) months 2014 financial year results extra dividend in the amount of 25 (twenty five) rubles per one placed ordinary non-documentary share with a nominal value of 10 (ten) rubles by money via wire transfer to the bank account of the shareholder and/or by registered mail delivery not later than January 29, 2015.
2. To define December 16, 2014 as the closing date of the shareholders' Registrar for the purposes of drawing up the list of persons entitled to receive the dividend per Company's shares».

**Person who counted the voting results:** Corporate secretary of the Company

**Date and place of Minutes:** October 27, 2014, 105066, Moscow, Nizhnyaya Krasnosel'skaya Str. 40/12, bld. 20

Chairman of the meeting

\_\_\_\_\_/Gyoerffiy Peter/

Secretary of the meeting

\_\_\_\_\_/Khavasova Y.S./

**Date of the Extract from the Minutes: November 11, 2014**

**The Extract is true.**

Corporate secretary  
OJSC «Company «M.video»



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