



Result of 2013 AGM

At the 2013 Annual General Meeting of the Volga Gas plc, held at 10:00am on Friday, 7 June 2013, at the offices of Akin Gump Strauss Hauer & Feld LLP, Eight Floor, 10 Bishops Square, London E1 6EG, all of the following resolutions were passed. Details of the voting for each resolution are set out below.

Ordinary Resolutions

1. THAT the Company's accounts for the year ended 31 December 2012 and the Directors' Report be received and accepted.
2. THAT Mikhail Ivanov, a Director retiring by rotation, be re-appointed a Director of the Company.
3. THAT Aleksey Kalinin, a Director retiring by rotation, be and is hereby re-appointed a Director of the Company.
4. THAT Vladimir Koshcheev, a Director retiring by rotation, be and is hereby re-appointed a Director of the Company.
5. THAT KPMG Audit plc be appointed as the Company's auditors until the conclusion of the next general meeting at which accounts are laid before the Company.
6. THAT the directors be authorised to determine the remuneration of the auditors of the Company.
7. THAT, the directors be empowered to exercise all the powers of the Company to allot shares in the Company and/or to grant rights to subscribe for or to convert any security for shares in the Company (together "Relevant Securities") up to a maximum aggregate nominal amount of £1,000,000 to such persons and at such times and on such terms as they think proper, provided that this authority shall expire the earlier of (i) fifteen months from the passing of this Resolution, or (ii) the conclusion of the Annual General Meeting of the Company to be held in 2014.

Special resolutions

8. THAT, the directors be and they are hereby empowered pursuant to Sections 570 and 573 of the Companies Act 2006 (the "Act") to allot equity securities (as defined in Section 560 of the Act) for cash; pursuant to the authority conferred by Resolution 7 as if Section 561 of that Act did not apply to any such allotment, provided that this power shall be limited to:
 - (a) the allotment of equity securities in connection with a rights issue, open offer or other offer of securities in favour of the holders of ordinary shares on the register of members at such record date(s) as the Directors may determine where the equity securities respectively attributable to the interests of the Ordinary shareholders are proportionate (as nearly as may be) to the respective numbers of ordinary shares held by them on any such record date(s), subject to such exclusions or other arrangements as the Directors may deem necessary or expedient to deal with fractional entitlements or legal or practical problems arising under the laws of any overseas territory or the requirements of any regulatory body or stock exchange or by virtue of shares being represented by depositary receipts or any other matter; and
 - (b) the allotment (otherwise than pursuant to sub-paragraph (a) above) to any person or persons of equity securities up to an aggregate nominal amount of £150,000.and the power conferred hereby shall expire upon the expiry of the general authority conferred by Resolution 7
9. THAT, the articles of association, produced to the meeting and initialled by the Chairman for the purposes of identification, be approved and adopted by the Company in substitution for, and to the exclusion of, the existing articles of association.



Voting record for each resolution

	For		Against		Withheld		Total	% of ISC
1	60,200,684	100%	-	0%	-	0%	60,200,684	74%
2	55,909,842	93%	-	0%	4,290,842	7%	60,200,684	74%
3	55,909,842	93%	-	0%	4,290,842	7%	60,200,684	74%
4	55,909,842	93%	-	0%	4,290,842	7%	60,200,684	74%
5	60,200,684	100%	-	0%	-	0%	60,200,684	74%
6	60,200,684	100%	-	0%	-	0%	60,200,684	74%
7	51,995,916	86%	8,204,768	14%	-	0%	60,200,684	74%
8	53,403,069	89%	6,797,615	11%	-	0%	60,200,684	74%
9	60,200,684	100%	-	0%	-	0%	60,200,684	74%