

**National Settlement Depository  
(NSD)**

**MINUTES № 24**

of the Meeting of the National Settlement Depository Customer Committee  
(Central Securities Depository Customer Committee)

**Format of the meeting:** joint attendance

**Date of the meeting:** 4<sup>th</sup> of December, 2015.

**Venue for announcement of the voting results:** 12, Spartakovskaya St., Moscow 105066, Russia, conf. room 1.5-1.6

**Time of the meeting:** 10:20 – 12:55 PM, Moscow time.

**Date of the minutes:** 4<sup>th</sup> of December, 2015.

**Members present:**

1. Anatoly Matyukhin
2. Andrey Asyaev
3. Dmitry Zaliznyak
4. Ekaterina Pechenkina
5. Evgenia Klimova
6. Igor Zhelezny
7. Irina Aldyakova
8. Ivan Yakunin
9. Julia Shuvalova
10. Marina Sadovnikova
11. Sergey Danilin
12. Svetlana Kamasheva
13. Tatiana Popova
14. Vladislav Vlasenko
15. Yulia Burlakova

16. Yulia Umnova

**Members absent:**

1. Anastasia Povalyaeva
2. Anna Chernobelskaya
3. Igor Marich
4. Maria Nikulina
5. Olga Petrova
6. Polina Goloschapova
7. Vadim Protasenko
8. Vladimir Itunin
9. Youlia Tchernogorova

**Committee Members who presented their written opinions on the item of the Agenda:**

1. Anastasia Povalyaeva
2. Maria Nikulina
3. Olga Petrova
4. Polina Goloschapova
5. Vadim Protasenko
6. Youlia Tchernogorova

*The meeting of the Committee was called in accordance with paragraph 6.4 of the Regulations on the National Settlement Depository Customer Committee (Central Securities Depository Customer Committee) by the Committee Deputy Chairperson Evgenia Klimova.*

*The number of Committee members who attended the meeting and presented their opinions in written form was not less than half of the total number of the elected Committee Members. According to paragraph 7.5 of the Regulations on the Committee, a quorum was present.*

**Guests present:**

Alexey Volodarsky	Head of legal support of Payment system, NSD
Arman Melkumyan	Secretary of the Customer Committee, NSD
Elena Korischenko	Head of the tax administration of foreign securities, NSD
Irina Tissen	Head, Management of development and product development, NSD
Irina Veremeenko	Director, General Accountant, Board Member, NSD
Larisa Borisova	Head, Customer Interaction Management, NSD
Sergey Aristov	Director, Head of Client Relations, NSD
Sergey Suzdalcev	Chief Counsel, Department of Legal Support of Corporate Activities, NSD
Svetlana Gryanchenko	Director, Head of Operation department, NSD
Tatiana Kumirova	Head of customer support, NSD
Tatiana Shiryaeva	Director, Head of Compliance, NSD
Elena Strelnikova	The Chief Technologist, Advisor, NSD

### **Agenda:**

1. Amended and Restated Terms and Conditions of Depository Operations of National Settlement Depository

#### **Agenda item 1:**

Amended and Restated Terms and Conditions of Depository Operations of National Settlement Depository

*Total number of the Committee Members: 25.*

*The number of the Committee Members who were present and had submitted their written opinions on the issue: 22.*

*A quorum was present.*

*In accordance with paragraph 8.2 of the Regulations on the Committee, the resolution shall be adopted by a majority vote of the elected Committee Members. The resolution on approving the Terms and*

*Conditions of Depository Activities of NSD shall be considered adopted if the majority of the Committee Members representing the registrars vote for the section of the Terms providing a procedure of reconciliation with entities maintaining the register of securities owners with which NSD opened the CSD nominee accounts.*

**Presented a report on the issue:** Alexey Volodarsky, Elena Korischenko, Irina Veremeenko, Sergey Aristov, Svetlana Gryanchenko, Tatiana Shiryayeva, Elena Strelnikova.

**Presented their opinions on the issue:** Anatoly Matyukhin, Ekaterina Pechenkina, Evgenia Klimova, Irina Aldyakova, Dmitry Zaliznyak, Marina Sadovnikova, Sergey Danilin, Vladislav Vlasenko, Yulia Umnova.

**Subject–matters of the vote:**

1. To approve the amended and restated Terms and Conditions of Depository Operations of National Settlement Depository (attached).
2. To recommend that NSD's Supervisory Board approve the amended and restated Terms and Conditions of Depository Operations of National Settlement Depository.

**Voting results:**

"Aye" – 4

"Nay" – 9 (Anatoly Matyukhin, Dmitry Zaliznyak, Ekaterina Pechenkina, Igor Zhelezny, Marina Sadovnikova, Sergey Danilin, Svetlana Kamasheva, Vladislav Vlasenko, Yulia Umnova)

"Abstained" – 9 (Andrey Asyaev, Evgenia Klimova, Irina Aldyakova, Ivan Yakunin, Julia Shuvalova, Tatiana Popova, Yulia Burlakova, Anna Chernobelskaya, Anastasia Povalyaeva)

Where Yulia Burlakova, Anastasia Povalyaeva are representatives  
of Registrars

---

The resolution was not adopted.

**Appendixes:**

1. The amended and restated Terms and Conditions of Depository Operations of National Settlement Depository.

The Deputy Committee Chairperson \_\_\_\_\_ Evgenia Klimova