

# Share Capital

AS OF 31 DECEMBER 2015, THE SHARE CAPITAL OF THE COMPANY AMOUNTED TO RUB 6,961,200.2525, INCLUDING 2,574,914,954 ORDINARY SHARES (STATE REGISTRATION NUMBER OF THE SECURITIES ISSUE 10100124A OF 10 NOVEMBER 1993) AND 209,565,147 CLASS A PREFERRED SHARES (STATE REGISTRATION NUMBER OF THE SECURITIES ISSUE 20100124A OF 10 NOVEMBER 1993) AND WITH A NOMINAL VALUE OF RUB 0.0025 EACH.

The following changes in the share capital of the Company were made in 2015: on 1 October 2015, 94,289,347 ordinary shares and 33,266,322 preferred shares of PJSC Rostelecom were cancelled due to the resolution of the 2014 Annual General Meeting of Shareholders of the Company. Before this cancellation, the Company's share capital amounted to RUB 7,280,089.4250, including 2,669,204,301 ordinary shares and 242,831,469 Class A preferred shares. Rostelecom did not place any additional shares in 2015. As of 31 December 2015, the Company was authorized to place, further to the distributed shares, additional shares authorized for issuance – 2,613,935,751 ordinary shares and 531 Class A preferred shares with a nominal value of RUB 0.0025 each.

As of 31 December 2015:

- the Russian Federation, via the Federal Agency For State Property Management (Rosimushchestvo) held 1,254,189,564 ordinary shares of the Company but did not hold any special rights – "Golden Share" – that would enable it to participate in the management of the Company;
- Rostelecom held 86,572 ordinary shares and 10,155 preferred shares in the Company;
- LLC MOBITEL controlled by Rostelecom held 387,706,769 ordinary shares and 64,519,345 of the Company's preferred shares;

- PJSC Central Telegraph controlled by Rostelecom held 2,647 of the Company's ordinary shares;
- OJSC Mobiltelecom controlled by Rostelecom held 1,074 of the Company's ordinary shares.

In 2015, Rostelecom did not receive any notices from shareholders in relation to the execution of shareholders' agreements in accordance with the Clause 4.1 Article 32.1 of Federal Law of 26 December 1995 № 208FZ "On Joint Stock Companies".



# The Rostelecom Share Structure

Holders of 2 % or more of the Company's share capital or ordinary (voting) shares of the Company (including nominee shareholders)

	As of 31 December 2014					As of 31 December 2015			
	Share in share capital		Share in ordinary shares	Share in preferred shares	Share in share capital		Share in ordinary shares	Share in preferred shares	
	RUB	%	%	%	RUB	%	%	%	
<b>Shareholders</b>									
Russian Federation (through Rosimushchestvo)	3,135,473.910	43.07	46.99	0.00	3,135,473.910	45.04	48.71	0.00	
LLC MOBITEL <sup>1</sup>	1,094,840.855	15.04	13.99	26.57	1,130,565.285	16.24	15.06	30.79	
Vnesheconombank <sup>1</sup>	275,901.895	3.79	4.13	0.00	275,901.895	3.96	4.29	0.00	
PJSC Rostelecom (treasury shares)	492,768.160	6.77	6.14	13.69	241.818	0.003	0.003	0.005	
LLC Russian Direct Investment Fund <sup>1,2</sup>	75,666.338	1.04	1.13	0.00	-	-	-	-	
<b>Nominee shareholders</b>									
National Settlement Depository	3,033,437.018	41.67	39.80	62.14	3,217,114.785	46.21	44.08	72.40	

## Structure of the Company's Shareholders by categories

	As of 31 December 2014				As of 31 December 2015			
	Number of entities registered in register	Share in share capital, %	Share in ordinary shares, %	Share in preferred shares, %	Number of entities registered in register	Share in share capital, %	Share in ordinary shares, %	Share in preferred shares, %
<b>Legal entities:</b>	728	93.83	94.64	84.93	713	93.70	94.57	82.95
Nominee shareholders	39	41.80	39.95	62.14	38	46.35	44.23	72.40
Resident	593	52.00	54.66	22.77	580	47.31	50.30	10.54
Non-resident	96	0.03	0.03	0.01	95	0.03	0.03	0.02
<b>Individuals:</b>	155,613	6.17	5.36	15.07	154,411	6.30	5.43	17.05
Resident	155,366	6.16	5.35	15.03	154,165	6.28	5.41	16.99
Non-resident	247	0.02	0.02	0.05	246	0.02	0.02	0.06

<sup>1</sup> The shares wholly or partially are accounted on nominee accounts.

<sup>2</sup> Controlled by Vnesheconombank.