



**Magnitogorsk Iron and Steel Works
Open Joint Stock Company**

APPROVED BY
decision of the Board of Directors
of OJSC MMK dated, 14.02.2008 # 17
Chairman of the Board of Directors:

V.F.Rashnikov

REGULATIONS

on the Information Policy

**of the Magnitogorsk Iron and Steel Works
Open Joint Stock Company**

PD MMK 3-DIP-17-2008

Revision 1

Date of adoption

List of Registration of Amendments

# of amendment	Date of amendment	Section and paragraph amended	Name of holder of controlled copy, signature and date
1	2	3	4

1. Sphere of Application

- 1.1 These Regulations (“the Regulations”) determine:
- the rules and principles of information disclosure;
 - list of publicly accessible documents, information or materials subject to disclosure to all concerned parties regardless of the purpose of obtaining such information;
 - list of documents, information or materials to be provided to shareholders or their representatives;
 - methods and terms of disclosing documents and information(materials) and the procedure of submission thereof;
 - procedure of the use and protection of information which is not publicly accessible, from improper use;
 - responsibility for improper use of information which is not publicly accessible.
- 1.2 The Regulations define information classed as official or commercial secret, as well as general requirements for the use of such information.
- 1.3 These Regulations are mandatory for all of the Company’s departments and divisions.
- 1.4 These Regulations is a document within the Quality Management System.

2. References

- 2.1 These Regulations have been developed based on the following documents:
- **the Federal Law “On Information, Informatization and Protection of Information”** dated 20.02.1995, # 24-FZ;
 - **the Federal Law “On Commercial Secrets”** dated 29.07.2004, # 98-FZ;
 - **RF President’s Decree “On Approval of the List of Data of Confidential Nature”** dated 06.03.1997, # 188;
 - **Regulations on Additional Requirements for the Procedure of Preparing, Calling and Holding General Shareholders’ Meeting** approved by Resolution of the Russian Federal Securities Committee # 17/ps dated 31.05.2002;
 - **Recommendations for Supervision by Securities Market Trade Organizers of Join Stock Companies’ Compliance with the Provisions of the Corporate Behaviour Code**, approved by Resolution of the Russian Federal Securities Committee # 03-1169/p dated 18.06.2003;
 - **Corporate Behaviour Code** recommended for use by Resolution # 421/p dated 04.04.2002 of the Russian Federal Securities Committee;
 - **Charter of the Magnitogorsk Iron and Steel Works Open Joint Stock Company (OJSC MMK)** approved by decision of the OJSC MMK’s General Shareholders’ Meeting dated 21.04.2006 ;
 - **Regulations on the Board of Directors of the Magnitogorsk Iron and Steel Works Open Joint Stock Company** approved by decision of the OJSC MMK’s General Shareholders’ Meeting dated 21.04.2006 ;
- 2.2 The Regulations contain references to the following documents and sources:

- **the Federal Law “On Joint Stock Company”** dated 26.12.2006, # 208-FZ;
- **the Federal Law “On Securities Markets”** dated 22.04.1996, # 39-FZ;
- **Regulations on Disclosure of Information by Issuers of Securities** approved by Order of the Federal Financial Markets Service dated 10.10.2006, # 06-117/pz-n.

3. Terms, Definitions and Abbreviations

3.1 The following terms are used in these Regulations as defined herein:

Documented Information (Documents) – information on hard copy with attributes allowing to identify it.

Confidential Information – information in the form of documents access to which is restricted in accordance with the laws of the Russian Federation;

Persons Interested in Receiving Information – representatives of the investor community who have purchased or are about to purchase, the Company’s shares, or whose task is to secure the rights of investors and shareholders;

Material Information on the Company’s Activities – facts, data or information on the Company’s activities or securities in respect of which there exists significant probability that a reasonable investor will deem such facts, data or information important for making a decision regarding acquisition, sale or the retaining of such securities, or that such facts, data or information may have a significant effect on the market value of such securities.

The following shortened terms are used herein:

The Law – the Federal Law “On Joint Stock Companies” dated 26.12.1995, # 208-FZ.

The Company – the Magnitogorsk Iron and Steel Works Open Joint Stock Company.

4. General Provisions

4.1 The purpose of disclosing the Company’s documents, information (materials) is to protect the rights and legitimate interests of the Company’s shareholders, bring such information to the knowledge of all those interested in obtaining it in the amount necessary for making balanced decisions regarding participation in the Company or any other actions capable of affecting the Company’s financial and business activities.

4.2 The Company’s information policy is aimed at the fullest possible realization of the rights of shareholders to obtain information significant for making any investment or management decisions, as well as at the protection of any information on the Company which may cause damage to the Company or its shareholders.

4.3 The key principles of the Information Policy are as follows:

- providing the shareholders and interested parties with the possibility of receiving information in accordance with the applicable laws of the Russian Federation;
- equality of all shareholders and their representatives in gaining access to information which is to be made available, given the exceptions established by law;
- regular and prompt information disclosure;
- fullness and authenticity of information;
- maintaining confidentiality of information representing an official or commercial secret;
- maintaining a reasonable balance between the transparency of the Company, on the one hand, and confidentiality, on the other;

4.4 The Company shall provide access to the documents and information (materials) in the premises of the Company's Executive Body at the address: Ul.Kirova 93, Magnitogorsk, Chelyabinsk Region, 455000.

Documents and information (materials) in electronic form shall be placed in the Russian and English languages on the Company's Internet site www.mmk.ru.

The Company's shall provide information on its activities through the dailies MAGNITOGORSKY METALL and MAGNITOGORSKY RABOCHY and the MMK TV-IN television channel.

5. Publicly Accessible Documents and Information (Materials) Subject to Disclosure to All Interested Persons

5.1 Disclosure of information means ensuring its accessibility to all persons interested therein, regardless of the purpose of receiving such information, and according to a procedure ensuring location and receipt of such information.

On the securities/ stock markets, publicly accessible information means information not requiring any privileges for access thereto, or information subject to disclosure pursuant to the Federal Law "On the Securities Market" or the Regulation "On Disclosure of Information by Issuers of Securities".

5.2 The Company shall disclose the following information on its Internet page in the Russian and English languages:

- the Company's Charter, and duly registered amendments and additions thereto;
- the Company's internal documents (bylaws) approved by the general shareholders' meeting or the Board of Directors;
- the Corporate Governance Code approved by the Company's Board of Directors;
- annual accounting reports prepared in accordance with the Russian laws on accounting and reporting (in Russian) and press releases and presentations relating thereto, and the auditors' opinions;
- the annual report of the Company;
- annual and interim financial statements according to international accounting standards (in English), press releases and presentations relating thereto, and the auditors' opinions (in English);
- quarterly reports of the securities issuer;
- statements of material facts (events, actions) affecting the Company's financial and business operations;
- lists of affiliated persons made as of the date of the end of the accounting period stating all the changes that have taken place during such period;
- information which may have a significant effect on the value of the Company's securities;
- information on the Company's transactions or persons occupying top positions in the Company in accordance with the Charter, as well as on organizations in which the Company's top officers own, directly or indirectly, 20 or more per cent of the Company's authorized capital, or organizations on which such officers can otherwise exert significant influence;

- information on purposes of the Company's shares' placement, on persons intending to purchase such shares, including large share holdings, and on whether the Company's top officers intend to participate in the purchasing of the Company's shares being placed;
- information on all transactions which may affect the market value of the Company's shares;
- notifications of the Company's general shareholders' meetings;
- information on the voting results at general shareholders' meetings;
- offering circulars in cases provided for by Russian law;
- information provided to shareholders during preparation for general shareholders' meetings;
- forms of voting ballots;
- other information as determined by the federal agency in charge of the securities market, stock market trading organizers, as well as by the Company's governing bodies, including press releases and presentations relating thereto.

5.4 The Company shall disclose information by the following means:

- offering circulars;
 - issuer's quarterly reports;
 - announcements of material facts (events, actions) affecting the Company's financial and business operations;
 - notifications of general shareholders' meetings;
 - annual reports and annual accounting statements;
 - lists of affiliated persons made as of the date of the end of the accounting quarter indicating all the amendments in such lists over the said quarter;
 - information which may have a significant effect on the value of the Company's securities;
 - notices of termination of the contract with the registrar;
 - notices of the commencement of the functions of the new registrar;
- - other information as required by the federal agency in charge of the securities market.

The responsibility for the disclosure of information specified herein shall rest with the Corporate Secretary of OJSC MMK.

5.5 Apart from the documents and information specified in pp.5.2 and 5.4 of these Regulations the following additional information shall be placed on the Company's Internet page:

- the Company's development strategy;
- the Company's performance indicators;
- the Company's credit ratings;
- the Company's equity structure;
- the Company's management structure;
- the Company's material corporate actions;

- information on the Company's securities;
- information for buyers and suppliers;
- other press releases and presentations;
- contact details;
- other information.

5.6 Information mandatory for disclosure shall be provided in accordance with the applicable laws of the Russian Federation and the obligations of the Company related to the circulation of its securities on the stock exchange, within the periods and according to the deadlines established by such laws and obligations.

5.7 The Company shall carry on systematic work for organizing meetings with shareholders and investors both in Russia and abroad dedicated to important events in the life of the Company, getting to know the shareholders' and investors' positions and opinions on the crucial issues of the Company's development and operations during preparation for the placement of the Company's securities.

5.8 The Company shall organize, at least once a year or as the need arises, briefings or press conferences in connection with the publication of annual financial statements, general shareholders' meetings or other significant corporate events.

6. Documents and Information to be Provided to Shareholders

6.1 Ensuring access of shareholders to documents and information shall be the duty of the Company's Corporate Secretary.

6.2 Apart from documents and information specified in Section 5 hereof, the Company's shareholders shall have access to the following documents:

- documents of the Company's state registration;
- documents confirming the Company's title to property on the Company's balance sheet;
- regulations on the Company's branches or representative offices;
- minutes of meetings of the Company's shareholders, Board of Directors, Audit Committee;
- voting ballots and powers of attorney (or copies of same) for participation in general shareholders' meetings;
- opinions of the Company's Audit Committee and external auditor, federal and municipal financial regulators;
- reports of independent valuers;
- other documents as provided for by the Law, the Company's Charter, internal documents, decisions of general shareholders' meetings, the Company's Board of Directors, other governing bodies, or documents as provided for by Russian laws;

Information (materials) to be provided to persons entitled to participation in general shareholders' meetings, during preparation for such meetings, shall include the following:

- annual accounting reports, including opinions of the Company's auditor;
- information on candidates for election to the Company's executive bodies, Board of Directors, or Audit Committee;

- drafts of amendments or additions to be incorporated in the Company's Charter or the draft of a revised Charter;
- drafts of the Company's internal documents;
- drafts of decisions of the general shareholders' meeting; other information as provided for by the Company's Charter, or as decided by the Company's Board of Directors;
- other information as provided for by the Company's Charter, or a resolution adopted by the Company's Board of Directors.

Additional information (materials) mandatory for provision to persons entitled to participation in general shareholders' meetings during preparation therefor, shall include:

- the Company's annual report;
- opinion of the Audit Committee on the authenticity of data contained in the Company's annual report;
- recommendations of the Company's Board of Directors on distribution of the Company's profit, including the size of dividend on the Company's shares and the procedure of payment thereof, and losses at the financial year-end;
- information on the audit organization to be proposed as a candidate for approval by the general shareholders' meeting.

Additional information mandatory for provision, during preparation for the general shareholders' meeting, to persons entitled to participation in such meeting, whose agenda includes an item on the election of the Board of Directors, the Audit Committee, and the Individual Executive Body of the Company, shall include the following information:

- age of candidates;
- education;
- positions occupied over the last five years, including the position at the moment of nomination;
- existence of the candidates' written consents to stand for the relevant bodies and relations between each candidate and the Company;

Additional information (materials) mandatory for provision, during preparation for the general shareholders' meeting, to persons entitled to participation in such meeting, whose agenda includes items voting on which may give rise to the right of claim for the Company's buy-back of shares, shall include the following information:

- report of an independent valuator on the market value of the Company's shares, in respect to which a claim may arise for the Company's buy-back thereof;
- calculation of the net assets' value of the Company as per the Company's accounting data for the last complete accounting period;
- minutes (or an extract from the minutes) of the meeting of the Company's Board of Directors at which a decision was taken regarding the buy-back price of the Company's shares, specifying such price;

Additional information (materials) mandatory for provision, during preparation for the general shareholders' meeting, to persons entitled to participation in such meeting, whose agenda includes an item on the Company's re-organization, shall include the following information:

- arguments in support of the conditions and procedure of the Company's re-organization contained in the decision on the corporate division, separation or conversion, or in the merger of amalgamation agreement approved by the competent body of the Company;

- annual reports and annual accounting statements of all the organizations involved in the re-organization, for three complete financial years preceding the date of the general meeting in question, or for each complete financial year since the establishment of an organization if such organization has existed for less than three years;
- quarterly accounting data of all the organizations involved in the re-organization, for the last complete quarter preceding the date of the general meeting in question.

6.3 Shareholders who own a total of at least twenty five per cent of the Company's voting shares shall have access to accounting source documents and minutes of meetings of the Company's collective executive body (the Management Board).

6.4 The Company shall provide documents mentioned in pp.6.2 and 6.3 of Clause 6 hereof, for review by a shareholder at the latter's request within seven days of the date of such request. The request shall be drawn up in an arbitrary form and addressed to the Company's Corporate Secretary, citing the full name of the shareholder (name and location for a legal entity), the number of shares owned and the name of the document requested. The Company shall also be obliged, at the request of persons having the right of access to documents, to provide them with copies of such documents. Payment charged by the Company for the provision of such copies shall not exceed the costs of their preparation. The price of a copy of one sheet shall be charged in accordance with the List of Retail Prices for OJSC MMK's Products and Services".

Provision of documents and/or their copies as set out in this Clause, shall be ensured by the Corporate Secretary of the Company.

6.5 The list of persons entitled to participation in general shareholders' meetings shall be provided by the Company for review by the persons included in such a list and having at least one per cent of the votes. The identification documents' details and postal addresses of physical persons included in such a list, shall be provided only with such persons' consent.

6.6 At the request of any interested person the Company shall, within three days, provide an extract from the list of persons entitled to participation in general meetings, such extract containing information on the person in question, or a certificate that such a person is not included in such a list.

6.7 The Board of Directors may set up additional places or information channels to provide opportunities for review of information or materials related to the agenda of the Company's general shareholders' meeting.

7. Information Constituting the Company's Official or Commercial Secret (Confidential Information)

7.1 Information is considered an official or commercial secret if it has an actual or potential commercial value by virtue of its being unknown to third parties, if is not freely accessible on legitimate grounds and if its owner takes steps to safeguard its confidentiality.

Protection of such information shall be the task of the Company's Individual Executive Body.

7.2 The list of information referred to in p.7.1 above, its confidentiality status, and the forms of its keeping, use and transfer shall be determined by the Company's Individual Executive Body.

7.3 The Company's Board of Directors, Management Board, Individual Executive Body or the Company's employees shall not divulge or use corporate official or commercial secrets in their personal interests or interests of any third parties.

8. Responsibility

8.1 Responsibility for providing information on the Company's activities shall rest with the Company's Individual Executive Body. It shall be entitled to authorize other persons to speak on behalf of the Company or provide responses to specific queries where it fits the purpose of efficient liaison with a broad circle of investors or other external audiences. Employees who have been authorized to represent the Company, must not respond to requests for information on the Company from investors or other external audience if they have been explicitly instructed to do so by the Company's authorized representatives. Transfer of information on the Company's activities to the media shall lie within the competence of the Individual Executive Body.

8.2 In the event that, in disclosing the Company's information, the applicable laws of the Russian Federation or the provisions of these Regulations are violated causing damage to the Company and/or its shareholders, the persons at fault for such violations shall be made liable in accordance with the applicable laws of the Russian Federation.