

**O'KEY GROUP S.A.**  
*société anonyme*  
Registered office: 23, rue Beaumont  
L - 1219 LUXEMBOURG  
R.C.S. Luxembourg: B 80.533  
(the “Company”)

**GENERAL MEETING OF THE SHAREHOLDERS  
OF THE COMPANY**

TO BE HELD ON OCTOBER 28, 2013 AT 5, PLACE WINSTON CHURCHILL, L-2014  
LUXEMBOURG, GRAND DUCHY OF LUXEMBOURG  
AT 02:00 P.M. CET

**CONVENING NOTICE**

A general meeting of shareholders of the Company (the “**General Meeting**”) is scheduled to take place on Monday October 28, 2013 at 02.00 p.m. Central European Time at 5, Place Winston Churchill, L-2014 Luxembourg, Grand Duchy of Luxembourg, in order to deliberate on the following matters:

**Agenda of the General Meeting**

- 1. To terminate with effect 28 October 2013 at 6:00 pm CET the authorities of the members of the Board of Directors of the Company.**
- 2. To appoint, with effect 28 October 2013 at 6:01 pm CET and for a term ending at the annual general meeting of the Company expected to be held in 2018 and approving the annual accounts for the year ending 31 December 2017, Dmitrii TROITCKII, Dmitry KORZHEV, Heigo KERA and Tony Denis MAHER as the new members of the Board of Directors of the Company and Boris VOLCHEK, as new Caraden Director.**

Any shareholder attending the meeting has the right to ask questions. The Company must cause to be answered any such question relating to the business being dealt with at the meeting but no such answer need be given if (a) to do so would interfere unduly with the preparation for the meeting or involve the disclosure of confidential information, (b) the answer has already been given on a website in the form of an answer to a question, or (c) it is undesirable in the interests of the Company or the good order of the meeting that the question be answered.

To be entitled to attend and vote at the meeting (and for the purpose of the determination by the Company of the votes they may cast), shareholders must be registered in the register of shareholders of the Company at their registered office by 12 a.m. CET on October 25<sup>th</sup>, 2013.

Changes to the register of shareholders of the Company after the relevant deadline shall be disregarded in determining the rights of any person to attend and vote at the meeting.

In case you are not able to attend, you may appoint a proxy to exercise all or any of your rights to attend, speak and vote at the meeting. You may ask a proxy form from the Company.

The proxy should be returned to the Company before 12 a.m. CET on October 25<sup>th</sup>, 2013 at the latest, by e-mail as a PDF (at [nikolay.savenkov@okmarket.ru](mailto:nikolay.savenkov@okmarket.ru)) or fax (at +7 495 663 66 78) with the original to follow by mail (at the registered office of the Company).

Yours sincerely,

Luxembourg, October 10, 2013

For the Board of Directors  
(The Chairman)