

**ABSTRACT OF MINUTES No. 22**  
of the Meeting of the Board of Directors  
of CenterTelecom OJSC

Moscow

13 April 2007

The meeting is held in absentia.

11 census forms were sent to the members of the Board of Directors for the purpose of absentee voting.

Participants of the absentee voting are:

Chairman of the Board of Directors: A.N.Kiselev

Deputy Chairman of the Board of Directors: S.I.Kuznetsov

Members of the Board of Directors: B.D.Antoniuk, N.B. Arutiunov, A.V. Beskorovainy, V.V.Degtyarev, O.V.Petrova, D.A.Milovantsev, V.D.Savchenko, E.P.Selvich, V.N.Yashin.

The quorum required to hold a meeting of the Board of Directors is present.

The fifth issue on the Meeting agenda - Calling of the annual general meeting of shareholders of TsentTelecom OJSC.

The members of the Board of Directors considered the submitted documents and the recommendations of the Corporate Management Committee (Appendix 1).

Voting on the fifth issue on the agenda:

**FOR – 11**

**AGAINST – 0**

**ABSTAINED – 0**

According to Clause 14.7 of the Company's Charter decisions regarding this issue shall be taken by a majority of vote of the members of the Board of Directors present at the meeting.

**The meeting has adopted the following resolution:**

1. To set:

- The date of the annual general meeting of shareholders of CenterTelecom OJSC called as a compresence of shareholders as 18 June 2007
  - The time of the annual general meeting of shareholders of CenterTelecom OJSC as 11:00 am
  - The place of the annual general meeting of shareholders of TsentTelecom OJSC as Renaissance Moscow Hotel located at the address: Olympiisky prospect., 18/1, Moscow, 129110
  - The start time for registration of the members of the annual general meeting of shareholders of CenterTelecom OJSC as 18 June 2007 from 9:00 am.
2. The list of persons qualified to participate in the annual general meeting of shareholders of TsentTelecom OJSC shall be defined on 4 May 2007.
3. The address to send completed bulletins of voting at the annual general meeting of shareholders of TsentTelecom OJSC shall be determined as Degtyarny per., 6, Bldg. 2, Moscow, GSP-3, 125993.

The sixth issue on the Meeting agenda - Approval of the agenda for the annual general meeting of shareholders of TsentTelecom OJSC.

The members of the Board of Directors considered the submitted documents and the recommendations of the Corporate Management Committee (Appendix 2).

Voting on the sixth issue on the agenda:

**FOR – 11**

**AGAINST – 0**

**ABSTAINED – 0**

According to Clause 14.7 of the Company's Charter, decisions regarding this issue shall be taken by a majority of vote of the members of the Board of Directors present at the meeting.

**The meeting has adopted the following resolution:**

To approve the following agenda of the annual general meeting of shareholders:

1. Approval of the annual report, annual financial statements including the profit and loss statement (profit-and-loss accounts), and distribution of profits (including payment of dividends) and losses of the Company on the basis of the results of the financial year of 2006.
2. Election of members of the Board of Directors.
3. Election of members of the Audit Committee.
4. Approval of the Company's auditor for 2007.
5. Introduction of changes and amendments to the Company's Charter. Approval of the new revision of the Company's Charter.
6. Introduction of changes and amendments to the Charter of the Company's Board of Directors. Approval of the new revision of the Board of Director's Charter.
7. Determination of the annual remuneration of the members of the Board of Directors.
8. Termination of membership of TsentrTelecom OJSC in the Electric Communication Association of the Central and Black Earth Region.

Chairman of the Board of Directors of CenterTelecom OJSC	(SIGNED)	A.N.Kiselev
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Corporate Secretary (Secretary of the Board of Directors)	(SIGNED)	S.A.Grushin
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True abstract: Corporate Secretary (Secretary of the Board of Directors)	(SIGNED)	S.A.Grushin
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Appendix 1 to Minutes No. 22  
of the Meeting of the Board of Directors  
of the CenterTelecom OJSC  
13 April 2007

**Recommendation**  
of the Corporate Management Committee  
of the Board of Directors of CenterTelecom OJSC

Moscow

09 April 2007

Regarding the fifth issue on the agenda of the meeting of the Board of Directors of TsentTelecom OJSC set for 13 April 2007 on calling of the annual general meeting of shareholders of TsentTelecom OJSC:

To recommend the Board of Directors:

1. To set:
  - The date of the annual general meeting of shareholders of CenterTelecom OJSC called as a compresence of shareholders as 18 June 2007
  - The time of the annual general meeting of shareholders of CenterTelecom OJSC as 11:00 am
  - The place of the annual general meeting of shareholders of CenterTelecom OJSC as Renaissance Moscow Hotel located at the address: Olympiisky prospect., 18/1, Moscow, 129110
  - The start time for registration of the members of the annual general meeting of shareholders of CenterTelecom OJSC as 18 June 2007 from 9:00 am.
2. The list of persons qualified to participate in the annual general meeting of shareholders of CenterTelecom OJSC shall be defined on 4 May 2007.
3. The address to send completed bulletins of voting at the annual general meeting of shareholders of CenterTelecom OJSC shall be determined as Degtyarny per., 6, Bldg. 2, Moscow, GSP-3, 125993.

Chairman of the Committee

(SIGNED)

S.I.Kuznetsov

Appendix 2 to Minutes No. 22  
of the Meeting of the Board of Directors  
of the CenterTelecom OJSC  
13 April 2007

**Recommendation**  
of the Corporate Management Committee  
of the Board of Directors of CenterTelecom OJSC

Moscow

09 April 2007

Regarding the sixth issue on the agenda of the meeting of the Board of Directors of CenterTelecom OJSC set for 13 April 2007 on approval of the agenda for the annual general meeting of shareholders of TsentTelecom OJSC:

To recommend the Board of Directors:

To approve the following agenda of the annual general meeting of shareholders:

1. Approval of the annual report, annual financial statements including the profit and loss statement (profit-and-loss accounts), and distribution of profits (including payment of dividends) and losses of the Company on the basis of the results of the financial year of 2006.
2. Election of members of the Board of Directors.
3. Election of members of the Audit Committee.
4. Approval of the Company's auditor for 2007.
5. Introduction of changes and amendments to the Company's Charter. Approval of the new revision of the Company's Charter.
6. Introduction of changes and amendments to the Regulations of the Company's Board of Directors. Approval of the new revision of the Board of Director's Charter.
7. Determination of the annual remuneration of the members of the Board of Directors.
8. Termination of membership of TsentTelecom OJSC in the Electric Communication Association of the Central and Black Earth Region.

Chairman of the Committee

(SIGNED)

S.I.Kuznetsov