

**Rationale for the terms and manner
of CREDIT BANK OF MOSCOW's reorganisation by the accession
of KOLTZO URALA KB OOO**

The decision to integrate KOLTZO URALA KB OOO, OGRN 1026600001955 ("Koltso Urala") by its accession to CREDIT BANK OF MOSCOW ("MKB") corresponds to MKB's strategy aiming to grow assets through flexible change management, improving the retail product range, developing the private banking and enabling the investment and corporate segments, as well as automating as many processes as possible.

In addition, MKB gets a ready-made network of 46 offices (in Sverdlovsk, Kemerovo, Orenburg, Chelyabinsk, Kurgan regions and Bashkortostan), expanding thereby its regional market share with a potential to service market customers there.

Given Koltso Urala's strong indicators, its acquisition and integration will improve all major ratios of the consolidated MKB Group.

In accordance with article 58 of the Civil Code of the Russian Federation, the rights and obligations of a legal entity acceding to another legal entity pass to the latter. Thus, all rights and obligations of Koltso Urala will pass, upon its accession, to MKB.

The procedure and terms of Koltso Urala's accession to MKB are set out in the agreement on the accession of KOLTZO URALA KB OOO to CREDIT BANK OF MOSCOW in accordance with the Russian Civil Code, Federal Law No. 208-FZ dated 26.12.1995 "On Joint-Stock Companies" and other Russian laws and regulations, including regulations of the Bank of Russia.

The reorganisation by accession of Koltso Urala to MKB is to be completed within 1 (one) year of the last of them adopting a resolution thereon.