

LENTA LTD.
(the Company)
FORM OF PROXY FOR USE AT THE ANNUAL GENERAL MEETING

I/We

of

being a member of the Company, hereby appointof.....

..... or failing him,.....

.....of

or failing him the Chairman of the Meeting, to be my/our proxy to attend and vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held on the 26th day of June 2015 and at any adjournment thereof.

I/We direct my/our vote as indicated below in respect of the resolutions which are referred to in the Notice convening the Meeting (see note 6 below).

	Resolutions	FOR	AGAINST	WITHHELD
Resolution 1	Ordinary Resolution to reappoint Ernst & Young LLC as the auditors of the Company until the next Annual General Meeting of the Company, and to authorize the board of directors of the Company to determine the auditors' remuneration			
Resolution 2	Special Resolution to approve the proposed amendments to Regulations 3.4 and 3.6 of the Company's Articles of Association as set out in the notice of this Annual General Meeting			

Signed this day of 2015

Signature:
Member

Please tick here if you are appointing more than one proxy.

Number of shares proxy appointed over.

Notes

1. Members are entitled to appoint a proxy to exercise all or any of their rights to attend and to speak and vote on their behalf at the meeting. A proxy need not be a shareholder of the Company. A shareholder may appoint more than one proxy in relation to the Annual General Meeting provided that each proxy is appointed to exercise the rights attached to a different share or shares held by that shareholder. Should you wish to appoint more than one proxy you may photocopy this form.
2. To be valid, the form of proxy and the power of attorney or other authority (if any) under which it is signed or a certified copy of such power or authority must be lodged at the offices of the Company at the registered office of the Company at 2nd Floor Palm Grove House, Wickhams Cay, P.O. Box 3340, Road Town, Tortola, British Virgin Islands by hand, or sent by post, so as to be received not less than 48 hours before the time fixed for the holding of the meeting or any adjournment thereof (as the case may be).
3. The completion and return of a form of proxy will not preclude a member from attending in person at the meeting and voting should he wish to do so.
4. In the case of a corporation, the form of proxy must be executed under its common seal or the hand of an officer or attorney duly authorised.
5. A member may appoint a proxy of its own choice. If the name of the member's choice is not entered in the space provided on the form of proxy, the return of the form of proxy duly signed will authorise the Chairman of the meeting to act as that member's proxy.
6. Please insert an "X" in one of the "FOR", "AGAINST" or "WITHHELD" boxes. If the boxes are left blank the proxy will vote or abstain as he sees fit.
7. To abstain from voting on a resolution, select the relevant "withheld" box. A vote withheld is not a vote in law, which means that the vote will not be counted in the calculation of votes for or against the resolution. If no voting indication is given, your proxy will vote or abstain from voting at his or her discretion. Your proxy will vote (or abstain from voting) as he or she thinks fit in relation to any other matter which is put before the meeting.
8. The Company has specified that only those members entered on the register of members at 1pm (Moscow time) on 1 June 2015 shall be entitled to attend and vote at the meeting in respect of the number of ordinary shares in the capital of the Company held in their name at that time. Changes to the register after 1pm (Moscow time) on 1 June 2015 shall be disregarded in determining the rights of any person to attend and vote at the meeting.