



**Notice of the Material Fact –
Information on the Decisions Passed by the General Meetings
Information on the Share Dividends Accrued on the Issuer's Shares**

1. General	
1.1. Full Corporate Name of the Issuer	<i>Open Joint-Stock Company Polyus Gold</i>
1.2. Short Corporate Name of the Issuer	<i>OJSC Polyus Gold</i>
1.3. Seat of the Issuer	<i>15 Tverskoy Boulevard, Building 1, Moscow, 123104, Russian Federation</i>
1.4. OGRN (Primary State Registration Number) of the Issuer	<i>1068400002990</i>
1.5. INN (Taxpayer Identification Number) of the Issuer	<i>7703389295</i>
1.6. Unique Issuer's Code Assigned by the Registration Agency	<i>55192-E</i>
1.7. Internet Web Page Address Used by the Issuer to Disclose Information	http://www.polyusgold.com

2. Notice Content																							
2.1. Type of the General Meeting: <i>annual</i> .																							
2.2. Form of the General Meeting: <i>joint attendance (meeting)</i> .																							
2.3. Date and place of the General Meeting: <i>June 29, 2007; Finance Academy under the Government of the Russian Federation, 55 Leningradsky Avenue, Moscow, 125468, Russian Federation</i> .																							
2.4. Quorum of the General Meeting: <i>the Meeting was attended by the shareholders jointly holding 123,287,204 votes, which equal 64.67% of the number of outstanding voting shares of the OJSC Polyus Gold</i> .																							
2.5. Items put to vote and the results of voting on them:																							
<p>1. Approval of the OJSC Polyus Gold Annual Report and the Annual Financial Statements, Including the Profit and Loss Statement, Following the Results of 2006. "FOR" – 120,502,528 "AGAINST" – 3,489 « ABSTAINED » - 2,284,555</p>																							
<p>2. Distribution of the OJSC Polyus Gold Profit and Loss Following the Results of 2006, Including Payment of Dividends on the OJSC Polyus Gold Shares for 2006. "FOR" – 121,753,620 "AGAINST" – 26,906 « ABSTAINED » - 1,450,754</p>																							
<p>3. Election of the OJSC Polyus Gold Members of the Board of Directors.</p> <table style="width: 100%; border-collapse: collapse;"> <tbody> <tr> <td style="width: 80%;"><i>Batekhin Sergey Leonidovich</i></td> <td style="text-align: right;"><i>120,512,489</i></td> </tr> <tr> <td><i>Rodney B. Berens</i></td> <td style="text-align: right;"><i>5,707,882</i></td> </tr> <tr> <td><i>Braiko Valery Nikolaevich</i></td> <td style="text-align: right;"><i>126,658,238</i></td> </tr> <tr> <td><i>Lord Patrick James Gillford</i></td> <td style="text-align: right;"><i>110,869,932</i></td> </tr> <tr> <td><i>Ivanov Evgeny Ivanovich</i></td> <td style="text-align: right;"><i>114,794,066</i></td> </tr> <tr> <td><i>Parinov Kirill Yurievich</i></td> <td style="text-align: right;"><i>118,071,160</i></td> </tr> <tr> <td><i>Prokhorov Mikhail Dmitrievich</i></td> <td style="text-align: right;"><i>124,552,159</i></td> </tr> <tr> <td><i>Rudakov Valery Vladimirovich</i></td> <td style="text-align: right;"><i>123,064,341</i></td> </tr> <tr> <td><i>Salnikova Ekaterina Mikhailovna</i></td> <td style="text-align: right;"><i>113,388,906</i></td> </tr> <tr> <td><i>Skitovich Pavel Gennadievich</i></td> <td style="text-align: right;"><i>115,192,728</i></td> </tr> <tr> <td><i>Yarovikov Evgeny Vladimirovich</i></td> <td style="text-align: right;"><i>1,120,220</i></td> </tr> </tbody> </table>		<i>Batekhin Sergey Leonidovich</i>	<i>120,512,489</i>	<i>Rodney B. Berens</i>	<i>5,707,882</i>	<i>Braiko Valery Nikolaevich</i>	<i>126,658,238</i>	<i>Lord Patrick James Gillford</i>	<i>110,869,932</i>	<i>Ivanov Evgeny Ivanovich</i>	<i>114,794,066</i>	<i>Parinov Kirill Yurievich</i>	<i>118,071,160</i>	<i>Prokhorov Mikhail Dmitrievich</i>	<i>124,552,159</i>	<i>Rudakov Valery Vladimirovich</i>	<i>123,064,341</i>	<i>Salnikova Ekaterina Mikhailovna</i>	<i>113,388,906</i>	<i>Skitovich Pavel Gennadievich</i>	<i>115,192,728</i>	<i>Yarovikov Evgeny Vladimirovich</i>	<i>1,120,220</i>
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<p>4. Election of the OJSC Polyus Gold Members of the Auditing Committee.</p> <p><i>Avseeva Lidiya Eduardovna</i> "FOR" – 121,548,595 "AGAINST" – 8,654 « ABSTAINED » - 1,473,942</p> <p><i>Donkin Ilya Igorevich</i></p>																							

"FOR" – 121,360,140 "AGAINST" – 8,899 « ABSTAINED » - 1,472,064

Zatsepin Mikhail Yurievich

"FOR" – 121,309,719 "AGAINST" – 8,633 « ABSTAINED » - 1,475,991

Mayorov Dmitry Aleksandrovich

"FOR" – 121,356,862 "AGAINST" – 7,703 « ABSTAINED » - 1,475,725

Spirin Sergey Vladimirovich

"FOR" – 121,381,086 "AGAINST" – 7,868 « ABSTAINED » - 1,473,944

5. Approval of the OJSC Polyus Gold Auditor.

"FOR" – 121,628,951 "AGAINST" – 22,466 « ABSTAINED » - 1,588,084

6. Amendments to the OJSC Polyus Gold Articles of Association.

"FOR" – 121,420,198 "AGAINST" – 23,108 « ABSTAINED » - 1,791,763

7. Amendments to the Statute of the General Meeting of the OJSC Polyus Gold Shareholders.

"FOR" – 121,383,581 "AGAINST" – 22,354 « ABSTAINED » - 1,827,333

2.6. Wording of the decisions passed by the General Meeting:

1. To approve the OJSC Polyus Gold Annual Report and the Annual Financial Statements, including the Profit and Loss Statement, Following the Results of 2006.

2. 1) To distribute the net profit of the OJSC Polyus Gold following the results of 2006 as follows: RUR28,594,162.05 to use as a reserve fund in compliance with the OJSC Polyus Gold Articles of Association; RUR615,727,622.81 to pay out as dividends; RUR340,712.58 – to retain at the Company's disposal.

2) To declare dividends based on the performance of the OJSC Polyus Gold in 2006 in the amount of RUR3.23 per 1 ordinary share of the OJSC Polyus Gold, and to establish that the dividends shall be paid out before August 28, 2007, inclusive.

3) To establish the following methods for dividend payment: postal money orders and bank transfers.

3. To elect the OJSC Polyus Gold Board of Directors in the following membership:

1) Braiko Valery Nikolaevich, Chairman, Union Gold Prospectors of Russia

2) Prokhorov Mikhail Dmitrievich, Member of the Board of Directors, Open Joint-Stock Company Mining and Metallurgical Company "Norilsk Nickel"

3) Rudakov Valery Vladimirovich, Member of the OJSC Polyus Gold Board of Directors

4) Batekhin Sergey Leonidovich, Deputy General Director, CJSC "INTERROS Holding Company"

5) Parinov Kirill Yurievich, Director of Legal Department, Deputy General Director, CJSC "INTERROS Holding Company"

6) Skitovich Pavel Gennadievich, Member of the Board of Directors, CJSC "INTERROS Holding Company"

7) Ivanov Evgeny Ivanovich, General Director, OJSC Polyus Gold

8) Salnikova Ekaterina Mikhailovna, Director for Corporate Management, Deputy Finance Director for Corporate Management, CJSC "INTERROS Holding Company"

9) Lord Patrick James Gillford, Partner and Founder of The Policy Partnership Limited.

4. To elect the OJSC Polyus Gold Auditing Committee in the following membership:

1) Avseeva Lidiya Eduardovna, Head of the Department of IRFS Consolidated Accounts, OJSC Polyus Gold

2) Spirin Sergey Vladimirovich, Finance Director, OJSC Polyus Gold

3) Donkin Ilya Igorevich, Head of Planning and Budgetary Control Department, OJSC Polyus Gold

4) Mayorov Dmitry Aleksandrovich, Expert of the Planning and Budgetary Control Department, OJSC Polyus Gold

5) Zatsepin Mikhail Yurievich, Deputy Head of the Project Evaluation and Modeling Department,

OJSC Polyus Gold.

5. To approve OOO "Rosekspertiza" the OJSC Polyus Gold Auditor.

6. To make amendments to the OJSC Polyus Gold Articles of Associations as set by Annex 1.

7. To make amendments to the Statute of the General Meeting of the OJSC Polyus Gold Shareholders as set by Annex 2.

2.7. Date of the Minutes of the General Meeting: ***July 13, 2007.***

2. Notice Content

2.1. Class, category (type), series and other identification marks of securities: ***ordinary registered uncertified shares.***

2.2. State registration number of share issue, the date of state registration: ***1-01-55192-E.***

2.3. Name of the registering authority responsible for the state registration of share issue: ***The Federal Financial Markets Services of the Russian Federation***

2.4. The Issuer's authorized management body which passed the decision on payment (declaration) of dividends on the Issuer's shares: ***Annual General Meeting of Shareholders.***

2.5. Date of the decision on payment (declaration) of dividends on the Issuer's shares: ***June 29, 2007.***

2.6. Date of the Minutes of the meeting of the Issuer's authorized management body which passed the decision on payment (declaration) of dividends on the Issuer's shares: ***July 13, 2007.***

2.7. Total amount of dividends accrued for a certain category (type) of the Issuer's shares, and the amount of dividend accrued per share of a certain category (type): ***RUR615,727,622.81; RUR3.23 per ordinary share.***

2.8. Method for dividend payment on the Issuer's shares (monetary means, other assets): ***monetary means.***

2.9. Date on which the obligation to pay out the profit on the Issuer's securities (dividends on shares) shall be fulfilled; in the event this obligation shall be fulfilled by the Issuer within a certain period of time, the end date of such period: ***August 28, 2007.***

2.10. The total amount of dividends paid out on the Issuer's shares of a certain category (type): ***no previous pay-outs.***

3. Signature

3.1. General Director,
OJSC Polyus Gold

(signature)

P.G. Skitovich

3.2. Date: July 13, 2007

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