

**Notice of the Material Fact –
Information on the Decisions Passed by the General Meetings**

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	
<p>2.1. Type of the General Meeting: <i>Extraordinary.</i></p> <p>2.2. Form of the General Meeting: <i>absentee voting)</i></p> <p>2.3. Date and place of the General Meeting: <i>September 14, 2009</i>, mailing addresses at which the completed ballot papers will be sent: <i>OJSC Polyus Gold, 15 Tverskoy Boulevard, Building 1, Moscow, 123104, Russian Federation; CJSC National Registration Company, P.O.B. 10, Moscow, 121357, Russian Federation; CJSC National Registration Company, Norilsk Branch, 16 Leninsky Avenue, Norilsk, Krasnoyarsk Territory, 663301, Russian Federation; CJSC National Registration Company, Saint Petersburg Branch, 4-A Izmailovsky Avenue, Office 314, Saint Petersburg, 190005, Russian Federation.</i></p> <p>2.4. Quorum of the General Meeting: <i>the Meeting was attended by the shareholders jointly holding 151,673,485 votes, which equal 79.57% of the number of the float voting shares of the OJSC Polyus Gold.</i></p> <p>2.5. Items put to vote and the results of voting on them:</p> <p style="padding-left: 40px;"><i>1. On the interim dividend on the Company's shares upon results of 1st half of 2009:</i></p> <p style="padding-left: 80px;"><i>"FOR" – 160,815, 440 "AGAINST" – 31,570 "ABSTAINED" – 1,494,008</i></p> <p style="padding-left: 40px;"><i>Resolution passed.</i></p> <p style="padding-left: 40px;"><i>2. Approval of a related party transaction between OJSC Polyus Gold and CJSC Polyus – acquisition by OJSC Polyus Gold additional ordinary registered shares in CJSC Polyus, placed by private subscription:</i></p> <p style="padding-left: 80px;"><i>"FOR" – 162,024,913 "AGAINST" – 252,401 "ABSTAINED" – 62,765</i></p> <p style="padding-left: 40px;"><i>Resolution passed.</i></p> <p>2.6. Wording of the decisions passed by the General Meeting:</p> <p><i>1.</i></p> <p style="padding-left: 40px;"><i>1. To declare interim dividend upon the results of 1st half of 2009 in the amount of RUR 6.55 per ordinary share in OJSC Polyus Gold, and to resolve that dividends shall be paid with 60 days of the date of the resolution.</i></p> <p style="padding-left: 40px;"><i>2. To set the dividend payment methods: bank and postal money transfers.</i></p>	

2. To approve a related party transaction between OJSC Polyus Gold and CJSC Polyus - acquisition by OJSC Polyus Gold of 16 (Sixteen) additional ordinary registered shares in CJSC Polyus, placed by private subscription with the nominal value of 400 (Four hundred rubles) each at the price of 200 000 000 (Two hundred million) rubles per share for the total amount of 3 200 000 000 (Three billion two hundred million) rubles.

2.6. Date of the Minutes of the General Meeting: **September 25, 2009**

3. Signature

3.1. General Director,
OJSC Polyus Gold

E.I. Ivanov

(signature)

3.2. Date: September 25, 2009

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