

APPROVED by
the General Meeting of Founders
Minutes № 1 dated March 20th 2009

ARTICLES OF INCORPORATION
OF
Non-Commercial Partnership
«INTERNATIONAL
CONSTRUCTORS' ALLIAMCE»

Moscow
2009

1. GENERAL PROVISIONS

1.1. Non-Commercial Partnership «INTERNATIONAL CONSTRUCTORS' ALLIANCE», hereinafter referred to as «Establishment», is a nonprofit association to be established by the legal entities to render its members assistance to achieve goals stipulated by the present Articles of Incorporation.

1.2. The Establishment carries out its activities in accordance with the Constitution of the Russian Federation, Civil Code of the Russian Federation, Urban Development Code of the Russian Federation, Federal Law «On Self-Regulating Organizations» № 315-FZ, dated 01.12.2007, Federal Law of the Russian Federation «On Non-Profit Institutions» № 7-FZ, dated 12.01.1996, other legal statutory acts of the Russian Federation, generally recognized principles and standards of international law, as well as the present Articles of Incorporation.

1.3. The underlying principles of the partnership activities shall be entry voluntariness and equality of all the members, self-regulation and informational transparency, lawfulness and activities' internal standards (rules), joint responsibility and subsidiary liability of the members to the clients and other parties.

1.4. The full name of the Establishment in Russian: Некоммерческое партнерство «МЕЖДУНАРОДНЫЙ АЛЪЯНС СТРОИТЕЛЕЙ». The abbreviated name in Russian: НП «МАС». The full name of the Establishment in English: Non-Commercial Partnership «INTERNATIONAL CONSTRUCTORS' ALLIANCE». The abbreviated name in English: NP ICA.

1.5. Location address of the permanent executive body of the Establishment, as well as the postal address for the Establishment shall be - Russia, 107031, Moscow, Petrovka Str., 27.

2. MAIN OBJECTIVES, PURPOSE OF ACTIVITIES AND FUNCTIONS OF THE ESTABLISHMENT

2.1. The main objectives of the Establishment shall be:

1) alliance of legal entities and private entrepreneurs, performing activities related to the construction operations, renovation, capital repairs of the capital construction projects (hereinafter referred to as “construction activities”);

2) prevention of infliction of harm due to the faults/drawbacks/defects of the work, which could have influence on safety of the capital construction projects, life, health and survival of natural persons, property of individuals or legal entities, state- or municipally-owned property, environment, life, health and survival of plants and animals, objects of cultural heritage (monuments of history and culture) of the peoples of the Russian Federation;

3) quality improvement in construction.

2.2. The purpose of the Establishment's activities shall be:

1) development and approval of standards and rules of professional and entrepreneurial/business activities (hereinafter referred to as the “standards and rules of the Establishment”), which means requirements to conduct the activities compulsory for all members of the Establishment;

2) arrangement of conditions for efficient self-regulation and self-organization of business activities of the members of the Establishment with the provision of additional property liability of the members of the Establishment to the work (products, services) consumers, as well as other persons by means of setting up insurance requirements for its members and by means of formation of the indemnification fund;

3) setting up of a specialized bodies to maintain monitoring and control over the members of the Establishment to comply with the laws and legislation of the Russian Federation, to observe the requirements to obtain competency certificate to perform work, which impacts safety of the capital construction projects, standards and rules adopted in the Establishment to conduct business activities, with the consideration of disciplinary cases in case of breach, and applying sanctions to the members of the Establishment;

4) maintenance of the members of the Establishment register and Internet site reflecting both basic data and events of the Establishment, and information on the achievements and plans of its specific members;

5) development of guidance/methodological materials to apply federal norms (technical regulations, rules), as well as to provide innovation-based development of the construction industry in Russia;

6) assistance rendering to the state authorities of the Russian Federation on the issues of encouragement of the entrepreneurial activities and formation of the civilized market of construction services, development of regulatory framework aiming at quality improvement of the construction operations carried out, decrease of risks of industrial/anthropogenic and other disasters at all stages of construction, ensuring of safety and reliability of the construction projects;

7) expansion of international business cooperation and exchange of advanced experience, know-how and best practices with the assistance in course of implementation of up-to-date materials, techniques and innovative technologies ensuring increase in labor productivity in construction, as well as safety of buildings and structures erected;

8) increase of information awareness of the members of the Establishment on the regulatory legal acts and instruments of public-private partnership currently in force in Russia, with organizational and technical support when they are taking part in international fairs, tenders for the right to conclude contracts to implement national projects, federal and regional purpose-oriented construction programs;

9) building-up potential of the members of Establishment to implement joint projects, setting up of efficient patterns of subcontracting relations and production and cooperative relationships aiming at further increase of market competitiveness;

10) representation of the lawful rights of the members of Establishment in the State government bodies and with the municipal authorities, in the agencies and institutions of the Russian Federation.

11) arrangement of work to accumulate and arrange/systematize information funds, maintenance of industrial data basis;

12) holding of fairs, conferences, round tables, publication of scientific, methods instructions, informational and analytical reports (materials) on innovations in the field of construction;

13) development and submission for consideration of the State government bodies and municipal authorities proposals to improve legal and regulatory documents relating to the operation of the construction industry in the Russian Federation, procedure to obtain construction work permits/authorizations, rights of intellectual property, representation of the interests of the members of the Establishment in their relations with State governing bodies of the Russian Federation, governing bodies and authorities of the territories of the Russian Federation, municipal authorities;

14) providing information to the Clients of the construction operations on the advantages to attract members of the Establishment to perform particular types of work.

15) consolidation of efforts of the members of the Establishment to prevent unfair competition;

16) studying and information fusion on the state of the construction market in Russia;

17) rendering of non-repayable information and inquiry services to the members of the Establishment;

18) participation in preparation and publication of printed matter on construction and successful business activity of the members of the Establishment;

19) assistance to the members of the Establishment in independent public expertise of the legal acts relating to the scope of activities of the members of the Establishment;

20) attraction of international professional associations of constructors to promote advanced experience, know-how and best practices, as well as rendering assistance in development standard legal acts complying with the international documents in the field of construction, introduction of voluntary certification system, quality management system of the construction work (products, services);

21) adoption of the mark of conformity – symbol to inform the clients on the compliance of the construction work performed with the standards of the Establishment;

22) ensuring to settle other goals/tasks which are not come into collision with the current laws and legislation of the Russian Federation and the provisions of this Articles of Incorporation.

2.3. The Establishment shall maintain basic functions, as follows:

- 1) establish terms and conditions of membership of business entities and/or professional activity entities in the Establishment;
- 2) approve requirements to obtain certificates to perform particular types of work which impacts safety of capital construction projects, and maintain systematic monitoring of their observance by the members of the Establishment;
- 3) apply in relation to its members disciplinary measures stipulated by Urban Development Code of the Russian Federation, Federal Law «On Self-Regulating Organizations», the present Articles of Incorporation and internal by-laws of the Establishment;
- 4) set up Courts of Referees to settle disputes incurred between/among members of the Establishment, as well as between them and the consumers of the goods (work, services) produced by the members of the Establishment, other entities/persons under the current laws and legislation on the Courts of Referees;
- 5) analyze activities of its members on the basis of information submitted to the Establishment in the form of reports under the procedure established by the General Meeting members of the Establishment;
- 6) represent interests of its members in their relations with the State government bodies of the Russian Federation, government bodies/authorities of the territories of the Russian Federation, municipal authorities;
- 7) conduct professional training, employees' formal evaluation of the members of the Establishment or certification of the goods (work, services) produced by the members of the Establishment, unless otherwise established by federal laws;
- 8) ensure informational transparency of its members' activities, publish information on such activities under the procedure set up by the Federal Law «On Self-Regulating Organizations», Urban Development Code, the present Articles of Incorporation and internal by-laws of the Establishment;
- 9) maintain monitoring and control on the business and professional activities of its members in the part of their compliance with the requirements of standards and rules of the Establishment, membership terms and conditions in it;
- 10) consider complaints on actions of its members and cases of their breach of the requirements of standards and rules of the Establishment, membership terms and conditions in it.

2.4. The Establishment shall be entitled:

- 1) sui juris contest under the procedure established by the laws and legislation of the Russian Federation any enactments, decisions and (or) actions (inaction) of the State government bodies of the Russian Federation, government bodies of the territories of the Russian Federation and municipal authorities breaching rights and lawful interests of the Establishment, its member or members, or creating a threat of such a breach;
- 2) take part in discussion of drafts of federal laws and other regulatory legal instruments of the Russian Federation, laws and other regulatory legal instruments of the territories of the Russian Federation, government programs on the issues related to the subject of self-regulation, as well as to submit to the State government bodies of the Russian Federation, government bodies of the territories of the Russian Federation and municipal authorities findings/opinion letters on the results of the independent expert studies of the drafts of regulatory legal instruments/enactments performed by the Establishment;
- 3) introduce for consideration of the State government bodies of the Russian Federation, government bodies of the territories of the Russian Federation and municipal authorities proposals on the issues of respective formation and implementation of the State policy, and related to the policy pursued by the local municipal authorities in relation to the subject of self-regulation;
- 4) request from the State government bodies of the Russian Federation, government bodies of the territories of the Russian Federation and local municipal authorities information and obtain from such bodies and authorities information necessary to perform by the Establishment functions vested on it under the federal laws under the procedure established by the federal laws.

2.5. The Establishment does not aim in its activities deriving of profit, and does not distribute the profit gained among the founders and members.

3. LEGAL STATUS

3.1. The Establishment is the legal entity from the moment of its State registration.

From the moment the Establishment, under the laws and legislation of the Russian Federation, acquires the status of a self-regulating organization based on the membership of the entities/persons operating in the field of construction, the Establishment shall be entitled to use in course of carrying out its activities words «self-regulating», «self-regulation», as well as derivatives from the work «self-regulation», and their foreign counterparts.

All and any provisions of the present Articles of Incorporation related to the activities of the self-regulating Establishment and complying with the Urban Development Code of the Russian Federation, Federal Law «On Self-Regulating Organizations» № 315-FZ, dated 01.12.2007, shall become effective from the date of information on the Establishment introduction into the State Register of the Self-Regulating Organizations.

3.2. The Establishment shall have independent assets, which are booked on its own balance.

3.3. The Establishment shall have round seal with its full name in Russian, and the address of its location.

3.4. The Establishment shall be entitled to have stamps and headed paper with its name, emblem registered under the established procedure.

3.5. The Establishment shall be entitled, under the established procedure, to open bank accounts, including currency account, at the territory of the Russian Federation and abroad.

3.6. The Establishment to achieve its goals and in its name shall be entitled to conclude agreements, as well as to obtain and enjoy proprietary and personal non-pecuniary rights, to execute duties, to be a claimant and defendant in court procedures.

3.7. The Establishment shall not be entitled to conduct entrepreneurial activities.

3.8. The Establishment shall not be entitled to establish business partnerships and companies to conduct entrepreneurial activities, which are the subject of self-regulation for the Establishment, as well as to become a participant of such business partnerships and companies.

3.9. The Establishment shall not be entitled to carry out the following actions and to make the following deals, unless otherwise envisaged by the federal laws:

1) to pledge the property owned by it to ensure предоставлять принадлежащее ей имущество в залог в обеспечение discharge of obligations/liabilities of other persons/entities;

2) to grant surety for the other persons, except for its employees;

3) to purchase shares, obligations and other securities issued by its members, except for the cases when such securities are traded at the stock exchanges and (or) with the other traders at the securities' market;

4) to ensure and provide execution of its obligations/liabilities by a pledge of property of its members, guarantees and pledgery issued by such members;

5) to act as an intermediary (broker, agent) to sell goods (work, services) produced by the members of the Establishment;

3.10. The Establishment shall take the responsibility and incur a liability for its obligations with its property, on which under the laws and legislation of the Russian Federation a recovery could be enforced. The assets transferred by its members to the Establishment shall be the property of the Establishment. The members of the Establishment shall not preserve the respective rights for the assets transferred by them as a property of the Establishment.

3.11. The Establishment shall conduct its activities without limitation of its duration.

4. DOCUMENTS ADOPTED BY THE ESTABLISHMENT

4.1. The Establishment, in a mandatory manner, shall develop and approve:

1) requirements to issue certificates to perform work to impact safety of the capital construction projects (hereinafter referred to as the “competency certificate”), - a document to set up terms and conditions to issue work competency certificates, which impact safety of the capital construction projects;

2) rules of control in the field of self-regulation – a document to set up rules to monitor and control observance on the part of the members of the Establishment requirements to issue

competency certificates, requirements of standards of self-regulating organizations and rules of self-regulation;

3) a document to set up a system of disciplinary measures for non-observance on the part of the members of the Establishment requirements to issue competency certificates, rules of control in the field of self-regulation, technical regulations requirements, requirements of standards of self-regulating organizations and rules of self-regulation.

4.2. The Establishment shall be entitled to develop and to approve:

1) standards of the Establishment – a document on technical regulation to set up, under the laws and legislation of the Russian Federation, rules of such regulation for the implementation of work, which impact safety of the capital construction projects, requirements to the results of the above-mentioned work, monitoring and control system to observe the implementation of the above-mentioned work;

2) rules of self-regulation – a document to set up requirements to the business activities of the members of the Establishment, except for the requirements established by the laws and legislation of the Russian Federation on technical regulation.

4.3. The Establishment shall not be entitled to develop and approve documents to set up mandatory requirements to the members and their activities, except for development and approval of the documents outlined in items 4.1. - 4.2. of the present Articles of Incorporation.

5. MONITORING AND CONTROL THE ACTIVITIES OF THE MEMEBERS OF THE ESTABLISHMENT

5.1. The Establishment shall conduct scheduled and unscheduled inspections to monitor and control observance on the part of the members requirements and standards of the Establishment, terms and conditions of membership in it. Duration and procedure to conduct inspections are regulated by the rules of monitoring and control established by the Establishment.

5.2. Under Part 2 of Article 55.13. of the Civil Code of the Russian Federation scheduled inspection of each member shall be performed at least once a year.

5.3. The grounds to conduct unscheduled inspection could be a complaint on its member submitted to the Establishment on the breach on the part of the latter of the requirements of standards and rules of the Establishment.

5.4. The member of the Establishment shall be obliged to provide for the inspection purposes information under the request of the Establishment under the procedure outlined by the Establishment.

5.5. In case of requirements of standards and rules, terms and conditions of membership breach on the part of the member of the Establishment the inspection materials shall be transferred to the body to consider cases on applying disciplinary measures to the members of the Establishment.

5.6. The Establishment, as well as its employees and officers to take part in inspection shall be liable and responsible for non-disclosure and non-distribution of the data obtained in course of the inspection.

5.7. The Establishment shall be responsible with its members, under the procedure established by the current laws and legislation of the Russian Federation and under the present Articles of Incorporation, for the wrongful acts/misconduct/legal fault of the Establishment's employees, when performing monitoring and control of the activities of the members of the Establishment.

6. DISCIPLINARY MEASURES IN RELATION TO THE MEMBERS OF THE ESTABLISHMENT

6.1. The body to consider cases on applying disciplinary measures to the members of the Establishment (the Correction Board) shall consider complaints on the actions of the members of the Establishment, as well as cases on its members' breaching requirements of standards and rules of business and/or professional activities, terms and conditions of the membership in the Establishment.

6.2. The procedure to consider of the respective complaints and cases, the subject-matter of the above mention breaches shall be determined by the by-laws of the Establishment.

6.3. When considering complaints on the actions of the members of the Establishment, the body to consider cases on applying disciplinary measures to the members of the Establishment shall be obliged to invite on its meetings persons to submit such complaints, as well as the members of the Establishment, in relation of which the case on applying disciplinary measures is considered.

6.4. The body to consider cases on applying disciplinary measures to the members of the Establishment shall be entitled to make a decision on applying disciplinary measures, as follows:

- 1) rendering of a precept binding for the member of the Establishment to eliminate breaches discovered and setting up the term for such elimination;
- 2) rendering a note of warning to the member of the Establishment;
- 3) suspending of the work competency certificate, which impact safety of the capital construction projects, concerning particular type or types of work until the elimination of the breaches revealed, but not more than for 60 (sixty) calendar days;
- 4) rendering citation on the halt of the work competency certificate, which impact safety of the capital construction projects, concerning particular type or types of work subject to consideration and approval by the General Meeting;
- 5) rendering citation on expulsion of the members of the Establishment subject to consideration and approval by the General Meeting;
- 6) other documents/measures stipulated by the current laws and legislation and outlined by the by-laws of the Establishment.

6.5. Decisions stipulated by the sub-items 1 - 3 and 6 of the item 6.4. of the present Articles of Incorporation shall be taken with the simple majority of votes of the members of the body to consider cases on applying disciplinary measures to the members of the Establishment, and shall come into force from the moment of their adoption by the above body. Decisions stipulated by the sub-items 4 and 5 of the item 6.4. of the present Articles of Incorporation can be taken not less than 75 (seventy five) percents of votes of the members of the body to consider cases on applying disciplinary measures to the members of the Establishment.

6.6. The Establishment within 2 (two) business days from the day of the decision adoption by the body to consider cases on applying disciplinary measures to the members of the Establishment to apply disciplinary measures to the member of the Establishment shall forward a copy of such a decision to the relevant member, as well to a person to submit the complaint on which the decision has been taken.

6.7. Decisions of the Correction Board on sub-items 1-3 of the item 6.4. of the present Articles of Incorporation can be appeal against by the members of the Establishment with the Board of Administration of the Establishment, and a decision as described in sub-items 4 and 5 of the item 6.4.– with court.

7. COORDINATION/COOPERATION WITH OTHER BODIES AND ORGANIZATIONS

7.1. The Establishment can enter international organizations, and shall strive to maintain direct international contacts and connections, to conclude agreements with the foreign organizations operating in the field of construction.

7.2. The Establishment, when implementing its tasks, shall be in coordination and cooperation with the State government bodies, municipal authorities, international government and non-government organizations.

7.3. Intrusion of the State government bodies and their officials into the activities of the Establishment, as well as intrusion of the Establishment into the activities of the State government bodies and their officials shall not be permitted, except for the cases stipulated by the current laws and legislation of the Russian Federation.

7.4. The Establishment shall be obliged to submit the authorized federal body of the executive power:

- 1) standards and rules, terms and conditions of the membership in the Establishment in accordance with the subject of self-regulation, and the amendments introduced within 7 (seven) business days after their adoption by the General Meeting of the members;
- 2) data on the scheduled and performed by the Establishment inspections of its members' activities, and on the results of such inspections.

8. STRUCTURE OF THE ESTABLISHMENT

8.1. The Establishment can establish branch offices and representations both at the territory of the Russian Federation, and abroad.

8.2. Branch offices and representations of the Establishment shall not be legal entities. They are property allotted at the expense of the Establishment. The property of the branch office or representation shall be booked on its own balance and on the balance of the Establishment.

8.3. Branch offices and representations shall maintain its activities on the basis of the Regulations on the Branch Office or Representation approved by the Board of Administration of the Establishment, laws and legislation of the Russian Federation and the country of the branch office/representation location.

8.4. Within the Establishment there can be set up structural internal departments/divisions on the core areas of activities.

9. THE ESTABLISHMENT MEMEBERSHIP

9.1. Membership of the entity, which carries out entrepreneurial activity in the Establishment shall be voluntary, unless otherwise prescribed by the federal law.

9.2. From the moment of the state registration of the Establishment the founders of the Establishment shall become its members on equal terms.

9.3. The members of the Establishment can be legal entities and private entrepreneurs to carry out construction, entered the Establishment and complying with the provisions of the present Articles of Incorporation, deposited entrance membership fee and regular membership fee, installment into the Indemnification Fund in the amount of not less than 300 (three hundred) thousand Roubles, and insured its activities with the payment of the sum insured under the liability insurance contract in the amount determined by the Regulation on Insurance adopted at the General Meeting of the Establishment. Regular membership fee shall be paid by the members of the Establishment on the annual basis.

9.4. The entity, which carries out various types of the entrepreneurial activity, and/or professional activity can be a member of a several self-regulation organizations, if such self-regulation organizations incorporate entities of various types of entrepreneurial or professional activities. A private entrepreneur or legal entity shall be entitled to hold a competency certificate from only one self-regulating organization for a particular type of work, which impact safety of the capital construction projects.

9.5. The members of the Establishment out of the subject of control of the Establishment shall keep their self-dependency and independence.

9.6. When determining the number of the members of the Establishment, as a self-regulating organization only autonomous legal entities and private entrepreneurs are taken into account, which maintain construction activities, and affiliated/branch/subsidiary entities are to be taken into account as a single entity.

9.7. The Establishment can have a membership of honor, which introduction shall be maintained on the basis of the adoption by the General Meeting of the members of the Establishment of a relevant regulation. As a Member of Honor at the General Meeting of the members of the Establishment there can be elected natural persons who made a considerable contribution in the fields, which are the subject of the business activities of the members of the Establishment, as well as persons fruitfully cooperating with the Establishment and actively promoting the implementation/realization of its goals and functions.

10. RIGHTS AND OBLIGATIONS OF THE MEMEBERS

10.1. The members of the Establishment shall be entitled:

- 1) to take part in management of business under the procedure established by the present Articles of Incorporation and current laws and legislation;
- 2) to obtain information on the Establishment's activities;
- 3) to participate in the General Meetings of the Establishment;
- 4) to show in their headed papers and seals their membership in the Establishment;
- 5) at their own discretion to retire from the membership of the Establishment;

6) to introduce to the Board of Administration of the Establishment in written form their proposals on the subject of activities of the Establishment.

7) in case of infringement of their rights and lawful interests by actions (inactions) of the Establishment, its employees and (or) by the decisions of its managerial bodies to contest such actions (inactions) and (or) decisions through judicial procedures, as well as to request from the Establishment in accordance with the laws and legislation of the Russian Federation reimbursement of the harm caused.

10.2. Founders and members of the Establishment enjoy equal rights and obligations.

10.3. The members of the Establishment shall be obliged:

1) to observe strictly provisions of the present Articles of Incorporation and local instruments/acts of the Establishment (including standards and rules);

2) to make monetary installments on a timely basis.

10.4. The member of the Establishment, which consistently fails to perform or performs its obligations improperly, or have breached obligations undertaken with the Establishment, ceasing to comply with the requirements, qualifying standards/requirements of the Establishment as a member, as well as preventing with its actions or inactions its regular activities, can be excluded from the Establishment under the decision of the General Meeting of the Establishment.

11. PROCEDURE OF ADMISSION TO MEMBERSHIP AND CESSATION OF MEMBERSHIP OF THE ESTABLISHMENT

11.1. The Establishment shall be open to admit new members.

11.2. The members of the Establishment can be a legal entity, including foreign legal entity, or private entrepreneur to carry out its activities in the field of construction, complying with the requirements to issue competence certificate for one or several types of work, which impact safety of the capital construction projects and issues settlement to issue competence certificate to which it is attributed by the General Meeting to the field of activities of the Establishment.

11.3. To become a member of the Establishment from the moment of obtaining the status of self-regulating organization, the private entrepreneur or legal entity shall submit to the Board of Administration documents, as follows:

1) application to admit to membership of the Establishment. In the application there should be determined a particular type of work or types of work, which impact safety of the capital construction projects and competence certificate on which are intended to obtain either private entrepreneur or legal entity;

2) copy of the document to confirm the fact of entry to a relevant State Register a record of the State registration of the private entrepreneur or legal entity, copies of the statute documents (for the legal entity), properly certified translation into Russian of the documents on the State registration of the legal entity under the laws and legislation of the respective state (for a foreign legal entity);

3) documents to confirm compliance of a private entrepreneur or a legal entity with the requirements to issue competence certificate for a particular type or types of work, which impact safety of the capital construction projects;

4) copy of the issued by the other self-regulating organization of a similar competence certificate for a particular type or types of work, which impact safety of the capital construction projects, if a private entrepreneur or a legal entity is a member of the other self-regulating organization of the same type.

11.4. The decision to admit new members to the Establishment and issue them competence certificate for a particular type or types of work, which impact safety of the capital construction projects, or on refusal to grant a membership indicating the reasons of such a refusal shall be accepted by the Board of Administration within the period not later than 30 (thirty) days from the date of receipt of the documents after their expert check-up. Within the same time period the Establishment shall send this decision to the private entrepreneur or the legal entity. The entity admitted to a membership of the Establishment, shall be granted a competence certificate to a particular type or types of work, which impact safety of the capital construction projects, within the period of not later than 3 (three) business days after making of a relevant decision, payment of the entry membership fee.

11.5. The grounds for refusal to admit a private entrepreneur or a legal entity to a membership of the Establishment shall be as follows:

1) inconformity of a private entrepreneur or legal entity to the requirements to issue a competence certificate to a particular type or types of work, which impact safety of the capital construction projects and shown in the application;

2) failure on the part of a private entrepreneur or legal entity to present necessary documents in full;

3) presence with the private entrepreneur or legal entity of a similar competence certificate issued by the other self-regulating organization to a particular type or types of work, which impact safety of the capital construction projects, and are not shown in this application.

11.6. Before the moment the Establishment obtains the status of self-regulating organization, those to apply for a membership in the Establishment, shall put a relevant application to be admitted to a membership and shall be interviewed with the Board of Administration. In all other respects the procedure remains unchanged.

11.7. The procedure to admit and to cease a membership within the Establishment of its members shall be determined by the present Articles of Incorporation, as well as current laws and legislation.

11.8. The membership rights with the Establishment cannot be transferred to the third parties.

11.9. Voluntary cessation of the membership within the Establishment shall be maintained by means of submission of a request in written form to the President of the Board of Administration, and shall be executed by a decision of the Board.

11.10. Forcibly the member of the Establishment shall be excluded under the decision of the General Meeting of the members of the Establishment (Part 3 of Article 55.7 Civil Code of the Russian Federation) in the following cases:

1) failure to observe requirements of technical regulations, which result in infliction of harm;

2) repeated within one year or gross violation of the requirements to issue competence certificate, requirements of technical regulations, rules of control within self-regulation, requirements of standards of the Establishment and (or) requirements of the rules of self-regulation;

3) repeated default of payment within one year or untimely payment within one year of a regular membership fee;

4) failure to install a deposit to the Indemnification Fund of the self-regulating organization at the stated time.

11.11. Under the decision of the Board of Administration the member of the Establishment forcibly excluded in case of business activities and absence with a private entrepreneur or legal entity a competence certificate for at least one type of work, which impact safety of the capital construction projects.

11.12. When the Establishment acquires the status of a self-regulating organization, a private entrepreneurs and a legal entity, which for the date of obtaining such status have been members of the Establishment, automatically do not obtain competence certificate, which impact safety of the capital construction projects. The above-mentioned persons shall be obliged to obtain such competence certificates within the period not later than 1 (one) month from the date when the Establishment acquires the status of self-regulating organization according to the standard procedure. Members of the Establishment, which have not obtained competence certificates, are subject, under the decision of the General Meeting of the Establishment, to be excluded from the members of the Establishment.

11.13. The installment (deposit) to the Indemnification Fund, when the member is expelled from the Establishment is not returned.

11.14. Entrance membership fees, regular and purpose-oriented fees shall not be returned when the member is excluded from the Establishment.

12. MANAGERIAL BODIES

12.1. The managerial bodies of the Establishment shall be the General Meeting of the members of the Establishment, the Board of Administration, the General Director.

12.2. Primary election to the Board of Administration of the Establishment, as well as the President of the Board shall be held at the first General Meeting of the founders.

12.3. The supreme managerial body of the Establishment shall be the General Meeting of the members of the Establishment, called at least once a year. The electoral quotient of each member of the Establishment – one representative with a right of one vote.

12.4. To the exclusive competence of the General Meeting the following issues shall be reckoned:

- 1) introduction of amendments to the Articles of Incorporation of the Establishment;
- 2) election of the President of the Board of Administration, members of the Board, General Director, voted by secret ballot, as well as anticipatory termination of their authority;
- 3) setting up of the amount of the entry and regular membership fees, as well as the procedure of their payment;
- 4) setting up of the installments (deposit) amounts to the Indemnification Fund of the Establishment, procedure of its formation, determination of the possible ways of the Establishment's Indemnification Fund resources investment;
- 5) approval of the documents, as referred to items 4.1. and 4.2. of the present Articles of Incorporation;
- 6) making decisions on exclusion of a legal entity or private entrepreneur from the members of the Establishment within the limits, outlined in item 11.10. of the present Articles of Incorporation;
- 7) adoption, as a disciplinary measures, a decision on cessation of the competence certificate to a particular type or types of work, which impact safety of the capital construction projects;
- 8) making decisions on the Establishment participation in non-profit-organizations, including the entry to the association (union) of self-regulating organizations from the moment of establishment of such association (union) under the procedure established by current laws and legislation of the Russian Federation, Chamber of Trade and Commerce; withdrawal from the members of such non-profit-organizations;
- 9) definition of the list of types of work, which impact safety of the capital construction projects, and issues settlement on issuing competence certificate, related to the field of activities of the Establishment;
- 10) setting of competency areas of the General Director of the Establishment, and methods of his management current activities/operations of the Establishment;
- 11) approval of disciplinary measures to be enforced, procedure and grounds for their application, consideration procedure of cases when members of the Establishment breach requirements of standards and rules of the Establishment, terms and conditions of membership in the Establishment;
- 12) determination of top-priority goals/directions of the activities, adoption and approval of activity programs of the Establishment, approaches to form and use its property;
- 13) approval of the Board of Administration and the General Director's report statements;
- 14) approval of the budget of the Establishment, amendments introduction in the budget, approval of the annual financial statements;
- 15) making decision on voluntary removal of information on the Establishment from the State Register of the Self-Regulating Organizations;
- 16) making decision on restructuring and liquidation of the Establishment, approval of the liquidation balance-sheet, and appointment of the receiver or the liquidation committee;
- 17) consideration of complaint of the person/entity excluded from the members of the Establishment on the inconsistency of the recommended decision adopted on the part of the body to consider cases to apply disciplinary measures in relation to the members of the Establishment on exclusion of a person/entity from the members of the Establishment, and making decision on such a complaint.
- 18) election of the check-up committee and early termination of its authorities in case of breach the of the Articles of Incorporation of the Establishment;
- 19) making other decisions in accordance with the Federal Laws and the Articles of Incorporation of the Establishment.

12.5. The General Meeting of the members of the Establishment shall be deemed legally competent, if more than a half of its members are present at the meeting.

12.6. Representative of the legal entity – a member of the Establishment shall participate in the General Meetings on a basis of a Power of Attorney/Proxy, issued by the respective member of the Establishment.

12.7. Decision of the General Meeting on the issues specified in sub-items 1-4 and 6-18 of Item 12.4 shall be taken by the qualified majority of votes in two thirds of the present, with the exception of the decisions on restructuring of the Establishment in the form of modification, which to be adopted *una voce*. Wherein documents described in sub-item 5 of item 12.4 of the present Articles of Incorporation, amendments introduced to such documents, decisions to deem them invalid shall be considered adopted by the Establishment, if for adoption of these documents, amendments, decisions voted more than fifty percent of the total number of the members of the Establishment. Decisions of the General Meeting on other issues shall be adopted by a simple majority of votes of the members of the Establishment present at the General Meeting.

12.8. The chairman at the General Meeting of the members of the Establishment shall be the Chief Executive of the Board or other person, selected at the beginning of the General Meeting, and a Secretary of the General Meeting – General Director or other person, selected or appointed by the Chairman. Decisions of the General Meeting shall be drawn up in a form of minutes of the General Meeting, which upon completion of the meeting shall be stitched and bounded, and to be signed by the Chairman and the Secretary of the Meeting. The Chairman and the Secretary of the General Meeting shall be personally liable for accuracy and completeness of the data and decisions shown in the minutes adopted at the General Meeting, as well as authenticity/reliability of the voting results on each issue. Originals of the minutes shall be kept with the General Director of the Establishment. Members of the Establishment or other interested parties shall enjoy the right to obtain copies of the minutes certified with the seal and signature of the General Director of the Establishment.

12.9. The General Meeting of all members of the Establishment can be regular or extraordinary.

12.10. Regular General Meeting shall be summoned by the Board of Administration at least once a year.

12.11. Extraordinary General Meetings shall be convened as may be necessary, as well as at the initiative of at least 1/3 of the total number of the members of the Establishment, Board of Administration or Check-up Committee to make decisions on urgent issues.

12.12. Notification of the members of the Establishment on summoning the General Meeting shall be maintained in accordance with the General Meeting By-Laws.

12.13. The General Meeting of the members of the Establishment, with regard to current laws and legislation, can stipulate other forms of holding of a meeting.

12.14. The general management of the Establishment's activities between General Meetings shall maintain permanent collegial body of management – the Board of Administration of the Establishment, which will be in charge of all the issues, except those as are by these Articles required to be exercised by the General Meeting. It should be formed from the number of private entrepreneurs – members of the Establishment and representatives of the legal entities – members of the Establishment. The Board of Administration of the Establishment shall be headed by the President of the Board, elected by the General Meeting of the members of the Establishment.

12.15. The Board of Administration shall be elected for a period of two years. Number of people in the Board of Administration shall be established by the Board of Administration By-Laws, however it cannot be less than five persons.

12.16. Activities of the Board of Administration of the Establishment shall be maintained in the form of meetings. The decisions shall be executed in the form of minutes. The minutes of the Meeting shall be held by the General Director or other person authorized at the direction of the President of the Board. The Board Meeting Minutes shall be kept with the General Director.

12.17. The competence of the Board of Administration of the Establishment shall cover issues, as follows:

1) setting up of a specialized bodies of the Establishment, approval of their by-laws and rules to maintain their activities;

- 2) approval activities' plans of the Establishment, business and financing plans;
- 3) preparation and calling of the General Meeting of the members of the Establishment;
- 4) making a decision to take in new members in the Establishment;
- 5) making a decision on exclusion of the members of the Establishment within the limits outlined in Item 11.11. of the present Articles of Incorporation;
- 6) presentation to the General Meeting reports on the activities of the Establishment;
- 7) approval of financial plan and introduction amendments in it on the basis of the projects coordinated and agreed with the President of the Board of Administration;
- 8) appointment of the auditing organization to maintain audit check of accounts and audit of financial statements, book-keeping/accounting reports of the Establishment, making decisions on checking the General Director's activities;
- 9) approval of minimum specified requirements to the candidates to work in the specialized bodies of the Establishment;
- 10) issuing of other local regulatory legal enactments/by-laws of the Establishment;
- 11) appointment of the heads of the specialized bodies of the Establishment, as well as early dismissal from office;
- 12) approval of the list of persons, who can be offered to be nominated as referees to be chosen by the parties involved in the disputes to be settled under their claims within the Court of Referees set up by the Establishment;
- 13) approval of the emblem of the Establishment;
- 14) making decisions on other issues of the activities of the Establishment, except for those to be exclusively exercised by the General Meeting, the General Director, specialized bodies of the Establishment.

12.18. Meetings of the Board of Administration shall be held, on an as-needed basis, but at least once in three months.

12.19. Decisions of the Board of Administration shall be adopted by a simple majority of votes of those present at the meeting. The Board of Administration shall be competent to make decisions (in case of quorum), if more than a half of its members are present at the meeting.

12.20. The President of the Board of Administration, within the scope of his/her jurisdiction, shall act in the name and on behalf of the Establishment without a Power of Attorney.

12.21. The term of office of the President of the Board of Administration shall comprise two years. Moreover, one and the same person cannot be a President of the Board of Administration two terms in succession.

12.22. Decisions of the Board of Administration of the Establishment (minutes) shall be signed by the President of the Board of Administration or by a person to substitute, as well as by a person to take the minutes.

12.23. In case of temporary absence of the President of the Board of Administration his duties shall be performed by one of the members of the Board of Administration.

12.24. The President of the Board of Administration shall have the rights and authority, as follows:

- 1) to maintain general management of the Board of Administration's activities;
- 2) to preside over meetings of the Board of Administration and at the General Meetings of the members of the Establishment, monitor and control execution of decisions;
- 3) to have a casting right to vote when making decisions on the issues of competence of the Board of Administration, if the voting is fifty-fifty;
- 4) to put issues and proposals for consideration of the Board of Administration and the General Meeting of the members of the Establishment;
- 5) at least once a year the President of the Board of Administration shall render account at the General Meeting on the results of the activities of the Establishment;
- 6) has other authorities, responsibilities and rights determined by current laws and legislation of the Russian Federation, provisions of these Articles of Incorporation and other internal by-laws, adopted by the Board of Administration and the General Meeting of the members of the Establishment;
- 7) to represent the Establishment in the bodies of legislative and executive power within the scope of his/her competence.

12.25. Members of the Board of Administration shall have the rights and authority, as follows:

- 1) to arrange the activities on specific lines of activities of the Establishment;
- 2) to prepare proposals on public events, programs and projects;
- 3) to substitute the President of the Board of Administration when he/she is absent;
- 4) to prepare issues and proposals to be considered by the Board of Administration and the General Meeting of the members of the Establishment;
- 5) to execute other assignments of the President of the Board of Administration.

12.26. The executive body of the Establishment shall be the General Director.

12.27. The General Director shall be appointed by the General Meeting of the members of the Establishment for the period of three years; the number of reelections shall not be limited.

12.28. The General Director shall be entitled to participate in the activities of the Board of Administration.

12.29. Working conditions of the General Director shall be determined in accordance with the decision of the Board of Administration. Employment Agreement with the General Director shall be signed by the President of the Board of Administration on the basis of the decision of the General Meeting of the members of the Establishment.

12.30. The General Director shall maintain management of the current financial and operational activities, as well as exercising of executive (administrative) functions of the Establishment in accordance with the present Articles of Incorporation, and accountable to the Board of Administration and the General Meeting of the members of the Establishment, shall arrange execution of their decisions.

12.31. The General Director, within the limits of the jurisdiction, without the power of attorney, shall act in the name and on behalf of the Establishment, and shall represent its interests with the unlimited number of persons.

12.32. The General Director Establishment shall have the rights and powers, as follows:

- 1) to maintain current management of financial and operational activities;
- 2) to manage the activities to implement core areas of activities of the Establishment;
- 3) to open in banks settlement and other types of accounts, have the right of first signature on the financial documents, dispose of property and monetary assets of the Establishment within the established limits;
- 4) to conclude/make in the name and on behalf of the Establishment agreements, deals, contracts, including labor contracts;
- 5) to approve, in consultation and coordination with the Board of Administration, management structure of the activities of the Establishment, manning table/staff list of the administration, determine functions/job responsibilities of its staff, amounts and system of labor remuneration;
- 6) to issue proxies/powers of attorneys, issue orders, instructions, regulations and prescriptions, adopt local by-laws binding for all staff on the issues within the scope of the authority;
- 7) to be in charge of technical/operational arrangements and holding of regular and extraordinary General Meetings and meetings of the Board of Administration;
- 8) to prepare proposals to the Board of Administration on expulsion from the members of the Establishment due to failing to pay installments and other reasons stipulated by the present Articles of Incorporation;
- 9) to perform as an executive officer of the legal entity other actions in accordance with current laws and legislation and the present Articles of Incorporation.

12.33. The General Director shall not be entitled:

- 1) to purchase securities issuers of which, or debtors on which are the members of the Establishment, their subsidiaries and dependent companies;
- 2) to conclude/make with the members of the Establishment, their subsidiaries and dependent companies any contracts/agreements of property insurance, credit facility agreements, guarantee agreements;
- 3) to maintain, as a private entrepreneur, business activities which is the subject of self-regulation for the Establishment;

4) to set up business partnerships/societies and companies to carry put business activities, which is the subject of self-regulation of this Establishment, to take part in such business partnerships/societies and companies.

12.34. The General Director shall not be entitled to be a member of the managerial bodies of the members of the Establishment, their subsidiaries and dependent companies, to be a staff employee of the above organizations.

12.35. The Check-up committee of the Establishment shall be an internal financial monitoring and control body.

12.36. The Check-up committee shall be elected by the General Meeting of the members of the Establishment for the period up to 3 years, composed of three members. Management of the activities of the Check-up committee shall be carried out by its Chairman elected at the meeting of the Check-up committee. The meetings of the Check-up committee shall be held, as may be necessary, but at least once a year.

12.37. The Check-up committee shall be accountable to the General Meeting only. Re-election of the Check-up committee can be carried out ahead of time under the request of at least one fourth of the total amount of the members of the Establishment.

12.38. Members of the Check-up committee when exercising its rights and duties shall act in the interests of the Establishment, and when exercising its rights and duties to the Establishment shall be faithful and reasonable.

13. SPECIALIZED BODIES OF THE ESTABLISHMENT

13.1. The General Meeting of the members of the Establishment and the Board of Administration in a mandatory manner shall create the following bodies and shall approve their by-laws, as follows:

1) the body to maintain monitoring and control for the activities of the members of the Establishment with regard to their requirements observance to issue competency certificates, standards requirements of the Establishment and rules of self-regulation — Supervisory Board of the Establishment;

2) the body to consider cases on imposing in relation of the members of the Establishment disciplinary measures for non-observance requirements of technical regulations, requirements to issue competency certificates, rules to control in the field of self-regulating, requirements of standards of the Establishment, rules of self-regulation — Correction Board of the Establishment.

13.2. Alongside with the above-mentioned specialized bodies under the decisions of the Administration Board there can be stipulated establishment, on temporary or on permanent basis, of other specialized bodies.

13.3. Each specialized body to be set up shall act on the basis of the respective by-law approved by the General Meeting of the members or the by Board of Administration of the Establishment.

13.4. Specialized Bodies of the Establishment shall maintain their functions independently.

13.5. Members of the Establishment and the employees of the administration attracted to or involved in the participation in the activities of such specialized bodies shall undertake for non-disclosure and non-proliferation of data obtained in course of control checks, as well as when considering cases on disciplinary breaches, and when using unreliable/doubtful information and imposing inadequate retaliations causing losses of the members of the Establishment, can be sued for damages/reimbursement at law in accordance with laws and legislation of the Russian Federation.

14. COURT OF REFEREES OF THE PARTNERSHIP

14.1. The Partnership can voluntarily undertake to set up permanent Court of Referees. The activities of the Court of Referees shall be carried out in accordance with the Federal Law dated 24.07.2002 №102-FZ «On the Courts of Referees of the Russian Federation» and the By-Laws on the permanent Court of Referees of the Partnership adopted by the General Meeting of the members of the Partnership.

14.2. Permanent Court of Referees of the Partnership shall be deemed to be set up from the moment of execution by the Partnership of the following actions:

- 14.2.1. the Partnership has made a decision on setting up permanent Court of Referees;
- 14.2.2. the Partnership has adopted the By-Laws on the permanent Court of Referees;
- 14.2.3. the Partnership has adopted the list of the referees whose decisions can be binding or advisory for the parties concerned.

14.3. the Partnership shall submit to the competent court of a relevant jurisdiction at the territory where the permanent Court of Referees is located copies of documents to testify setting up of the permanent Court of Referees of the Partnership.

15. PROPERTY AND BUSINESS ACTIVITIES

15.1. The main source of property of the Establishment shall be contributions of its members. Monetary assets transferred to the Establishment by its members shall become property of the Establishment.

15.2. The Establishment can possess its own buildings, structures, equipment, implements, monetary assets, shares and other securities, as well as other property necessary to implement its goals, subject of activities and relevant functions.

15.3. The Establishment shall use property of its own to achieve its statutory objectives under the procedure stated by the current laws and legislation of the Russian Federation.

15.4. The property of the Establishment shall be created at the expense of:

- 1) regular and nonrecurrent receipts from the members of the Establishment (entrance, membership and special-purpose contributions);
- 2) optional property contributions and donations;
- 3) moneys obtained from rendering services to provide information, which disclosure can be maintained on a paid basis;
- 4) moneys obtained from rendering educational services related to the entrepreneurial activities or commercial interests of the members of the Establishment;
- 5) moneys obtained from selling informational materials related to the entrepreneurial activities or commercial interests of the members of the Establishment;
- 6) incomes received from placement monetary funds at the bank deposits;
- 7) other sources, which are not prohibited by law.

15.5. Membership fee/contributions shall be paid in moneys only. Initial regular membership contribution shall be paid by candidate for membership in the Establishment simultaneously with the entrance fee/contribution. The second and further regular membership fees/contributions shall be paid by each member of the Establishment not later than the last day of the first calendar month following the reported financial year.

15.6. Entrance, membership and special-purpose contributions shall be equal for all candidates for the membership and the members of the Establishment irrespective of their financial status, business and professional reputation, as well as form of the legal entity's incorporation and legal status.

15.7. Entrance and regular membership fees/contributions shall be used to provide current activities of the Establishment, stipulated by the present Articles of Incorporation.

15.8. Special-purpose contributions shall be meant to finance particular business events and programs. Special-purpose contributions shall also include Indemnification Fund contribution.

15.9. The Establishment shall use the property transferred to it and shall lease property for the Establishment to carry out its statutory activities.

15.10. To obtain the status of a self-regulating Establishment under sub-item 2 of item 2, of the Article 55.4. of the Civil Code of the Russian Federation the Establishment shall be obliged to set up and have an Indemnification Fund in the amount of at least three hundred thousand Roubles for each member of the Establishment; and shall set up by the decision of the General Meeting of the members requirement to insurance the insurance of public liability of the members' of the Establishment, which can occur in the event of infliction of harm due to the drawbacks/defects of work, which can impact safety of the capital construction projects.

16. INDEMNIFICATION FUND OF THE ESTABLISHMENT

16.1. According to the Article 55.16. of the Civil Code of the Russian Federation the Establishment, within the limits of assets of the Indemnification Fund, shall be held vicariously liable on the obligations of its members incurred due to the infliction of harm due to the drawbacks/defects of work in course of construction, renovation, capital repairs of the capital construction projects.

16.2. It is not allowed to release a member of the Establishment from the responsibility to deposit contribution to the Indemnification Fund, including at the expense of the requirements to the Establishment.

16.3. It is not permitted to make payments out of the resources of the Indemnification Fund of the Establishment, except for the cases, as follows:

- 1) return of the mistakenly transferred assets;
- 2) placement of assets of the Indemnification Fund for the purposes to ensure their security and increase in amount;
- 3) making payments because of occurrence of the vicarious liability, as referred to in item 16.1. of the present Articles of Incorporation (payments for the purposes of indemnification and costs of litigation).

16.4. Monitoring and control for the management companies to observe placement limitations and investing of the assets of the Indemnification Fund, rules to place such assets and investment requirements set up under current laws and legislation and adopted by the Partnership investment thesis, shall be carried out by a specialized depository on the basis of the service agreement of specialized depository.

16.5. The assets of the Indemnification Fund of the Establishment can be placed into relevant assets for the purpose of security and increase in amount, except for their placement at the bank accounts of the members of the Establishment and in their securities. In case of necessity to make payments from the resources of the Indemnification Fund, the reimbursement period for such assets shall not increase ten business days.

16.6. In case of payments from the resources of the Indemnification Fund the member of the Establishment or its former member, through the fault of which due to the drawbacks/defects of construction work the harm has been caused, as well as other members of the Establishment shall contribute to the Indemnification Fund for the purposes to increase its amount under the procedure and up to the amount, which has been established by this Articles of Incorporation.

17. ESTABLISHMENT MEMEBERS' REGISTER MAINTENANCE

17.1. According to the Article 55.17. Civil Code of the Russian Federation Establishment shall keep the register of its members.

17.2. In the register of the members of the Establishment in relation of each of its member the following data shall be contained:

- 1) taxpayer's identification number (TIN), full name of the legal entity, its address (place of location), surname, name and patronymic name of the private entrepreneur, date of birth, place of residence;
- 2) list of work types, which impacts safety of the capital construction projects and which are covered by the competency certificate of the member of the Establishment;
- 3) data on suspense, resumption, resumption refusal or termination of the competency certificate of the member of the Establishment for a certain type or types of work, which impacts safety of the capital construction projects.

17.3. On the day of making the relevant decision the Establishment shall place it at its Internet site, shall enter into the register of the members information on issuing for the member of the Establishment competency certificate to a certain type or types of work, which impacts safety of the capital construction projects, on amendments' introduction into such a certificate, on suspension, on resumption, resumption refusal or termination of such a certificate; and shall submit to the body to supervise on the self-regulating Establishments notification on the decision made.

17.4. The Establishment shall undertake to provide under the request of the interested person/entity extract from the register of its members within at least three business days from the day of the receipt of the above request.

18. INFORMATION ON THE ESTABLISHMENT

18.1. The Establishment, by means of publishing in mass media and (or) distribution via informational telecommunication networks (including Internet) shall be obliged to ensure access to the information, as follows:

- 1) on the make-up of its members;
- 2) on conditions, on methods and on procedure of ensuring responsibility of the members of the Establishment with the consumers of the carried out by them goods (scope of work and services), and with other persons/entities;
- 3) on the members ceased their membership in the Establishment, and on the grounds of ceasing their membership, as well as on the entities/persons, which carry out entrepreneurial or professional activities to enter the Establishment;
- 4) on the membership terms and conditions in the Establishment;
- 5) on the standards and rules of the Establishment;
- 6) on the structure and scope of authority of the managerial and specialized bodies of the Establishment;
- 7) on decisions made by the General Meeting and Board of Administration;
- 8) on cases of bringing to responsibility for breaching requirements of the laws and legislation of the Russian Federation members of the Establishment as it pertains to carrying out entrepreneurial or professional activities, standards and rules of the Establishment (if such information is available);
- 9) on any claims and statements put by the Establishment in courts;
- 10) on the scope and costs of property of the Indemnification Fund of the Establishment;
- 11) on qualification documents, issued by the members Establishment or their employees under the training results, in case the Establishment performs qualifying of the employees of its members;
- 12) on the course and results of the expert studies of the regulatory legal act, in which the Establishment is taking part;
- 13) on the results of check-ups and inspections on the members' activities performed by the Establishments;
- 14) on the annual financial statements of the Establishment and the results of its audits;
- 15) other information outlined by the federal laws and legislation and documents of the Establishment;
- 16) name, address (location) and contact telephone numbers of the Establishment;
- 17) name, address and contact telephone numbers of the body/agency to supervise over the self-regulating organizations;
- 18) name, address (location) and contact telephone numbers of the non-profit organizations to which the Establishment enters as a member;
- 19) list of types of work that impacts safety of the capital construction projects, as well as issues' settlement to issue competency certificate which is attributed by the General Meeting to the field of activities of the self-regulating organization;
- 20) register of the members of the Establishment;
- 21) amount and procedure to form the Indemnification Fund of the Establishment, list of payments out of moneys of the Indemnification Fund, made against the liabilities of its members;
- 22) amounts of the entrance fee/contribution and regular membership fees/contribution, as well as the procedure of their payments;
- 23) documents adopted by the General Meeting of the members of the Establishment or the Board of Administration;
- 24) persons to comprise the Board of Administration of the Establishment.

18.2. The Establishment shall submit information to the federal bodies of the executive power under the procedure established by the laws and legislation of the Russian Federation;

18.3. The Establishment shall be entitled to disclose any other information on its activities and the activities of its members under the procedure established under the by-laws, if such a disclosure does not bring about breach of the procedure and conditions of access to information established by the members of the Establishment, which information being a commercial secret, as well as occurrence of the conflict of interests of the Establishment and interests of its members, and determined by the Establishment as a basic measure to increase quality of self-regulation and information transparency of the Establishment's activities and its members.

18.4. In case, unless otherwise provided for by the Federal Law, the Establishment shall independently sets up methods to disclose information, taking into account the fact that the information disclosed shall be available to the most number of consumers to use goods (work, services) produced by the members of the Establishment, as well as the stockholders, investors and creditors of the members of the Establishment.

18.5. The Establishment shall stipulate ways and methods to obtain, use, process, store and secure of information, improper/illegal use of which on the part of the employees of the Establishment may cause moral damage and (or) property damage to the members of the Establishment, or predetermine causing of such harm and (or) damage.

18.6. The Establishment shall be responsible to its members for the actions of its employees related to improper/illegal use of information disclosed due to their employment status.

18.7. The members of the Establishment shall be obliged to disclose information on its activities, subject to such a disclosure in accordance with the laws and legislation of the Russian Federation and the requirements set up by the Establishment.

19. ACCOUNTING, MONITORING AND CONTROL OF THE ACTIVITIES

19.1. Accounting and statistical reports of the Establishment shall be kept under the procedure established by the laws and legislation of the Russian Federation.

19.2. Financial year of the Establishment shall be deemed to start from the 1st of January and to end on the 31st of December including these dates. On the end of the financial year annual financial statement (balance sheet) shall be prepared.

19.3. The Establishment shall submit information on its activities to the State statistical bodies and inland revenues (tax) bodies, to its members and other persons/entities in accordance with the laws and legislation of the Russian Federation and the present Articles of Incorporation.

19.4. Monitoring and control of financial and business activities of the Establishment shall be maintained by financial, tax and other authorities under the procedure and within the limits established by the laws and legislation of the Russian Federation, as well as the Check-up committee of the Establishment.

19.5. Employees of the Establishment shall be obliged to ensure provision of all necessary documents and materials to the Check-up committee. Check-ups and audit shall not disturb regular mode of operation of the Establishment and its departments/divisions.

19.6. Results of check-ups, maintained by the Check-up committee shall be considered by the Board of Management and shall be reported to the General Meeting of the members of the Establishment.

19.7. Accounting records, as well as financial (book-keeping reporting) maintenance of the Establishment as a self-regulating organization shall be subject to the compulsory audit.

19.8. Independent auditor shall be approved by the Board of Administration of the Establishment.

20. PROCEDURE TO INTRODUCE AMENDMENTS TO THE STATUTE DOCUMENTS

20.1. Decision to introduce amendments to the present Articles of Incorporation shall be taken over by the qualified majority (two thirds) of votes of the General Meeting of the members of the Establishment.

20.2. Amendments to the present Articles of Incorporation Establishment shall be introduced under the decision of the General Meeting; then, under the established procedure and within the time periods outlined by the current laws and legislation shall be submitted for the State

registration to the duly authorized body.

20.3. The present Articles of Incorporation of the Establishment shall be stitched, pages shall be numbered; the stitched instrument shall be signed, sealed by the General Director and shall put total number of pages; on the cover page there shall be data on the date of approval and amendments of the present Articles of Incorporation and relevant minutes of the General Meeting of the members of the Establishment.

20.4. Amendments introduced into the present Articles of Incorporation of the Establishment shall come into legal force from the day of their State registration with the duly authorized body.

21. PROCEDURE OF RESTRUCTURING AND LIQUIDATION

21.1. The restructuring of the Establishment shall be carried out under the procedure stipulated by the current laws and legislation of the Russian Federation.

21.2. The restructuring can be maintained in the form of merger, take over, division, separation and reorganization. The Establishment can be transformed into a fund, independent non-profit organization, business entity.

21.3. When restructuring the Establishment, all documents (managerial, financial and business, on the staff employees etc.) shall be handed over in accordance with the established rules to its legal successor.

21.4. Closing down of the Establishment shall be maintained under the decision of the General Meeting, judicial, or other authorized bodies in accordance with the laws and legislation of the Russian Federation.

21.5. The body to make a decision on liquidation shall appoint Liquidation Committee (Liquidator/Receiver) and shall set up the procedure and deadlines for the closing down.

21.6. When the Liquidation Committee is appointed all powers to run business shall be transferred to it.

21.7. Liquidation Committee shall issue in mass media a notification on the liquidation of the Establishment, on the procedure and the deadline of its claim assertion within the procedure and within the time periods to assert claims with creditors.

21.8. When assertion of claims to the creditors has been completed the Liquidation Committee shall make up interim liquidation balance sheet. Interim liquidation balance sheet shall be approved by the General Meeting of the members of the Establishment or by the body to make a decision on the closing down.

21.9. After completion of the settlements with creditors, the Liquidation Committee shall make up liquidation balance-sheet, which shall be approved by the General Meeting of the members or by the body/authority to make the decision on closing-up of the Establishment.

21.10. The property remained after settlements with creditors' or its costs shall be directed to the goals in the interests of which the Establishment has been set up, and/or for charitable purposes. The documentation shall be handed over to be kept with the relevant archive service.