

ORGANIZATION FOR COOPERATION BETWEEN RAILWAYS (OSJD)

Revision V

As amended and supplemented by Session XXX of OSJD Ministers Conference (Vilnius, June 11-14, 2002)

A2

Effective date: July 1, 2002

Note: revision IV of June 18, 1993 shall be null and void

**OSJD MINISTERS CONFERENCE
RULES OF PROCEDURE**

The following Rules of Procedure of OSJD Ministers Conference (the “Rules”) shall be enacted as provided by the Regulations for OSJD.

Article I

GENERAL

1. OSJD Ministers Conference (the “Ministers Conference”) shall be the superior governing body of OSJD acting in compliance with the Regulations for OSJD and these Rules.

2. Managers of executive bodies being responsible for the railway traffic in OSJD member states or those of central railway authorities with respective discretions shall be members of the Ministers Conference.

3. The Ministers Conference shall consider and subject to proposals submitted by the General Directors Conference or Conference of Authorized Representatives of OSJD railways (the “Conference”) resolve on any issue falling within the competence of OSJD, principally, related to Article II (Clause 1, 2, 3, 4 or 7) of the Regulations for OSJD as well as on any of the following:

OSJD operating report

Budget and staffing table of OSJD Committee (the “Committee”)

Report executed by OSJD Audit Committee (the “Audit Committee”)

Admission to membership of OSJD; granting the status of OSJD observers

Making amendments or supplements to the Regulations for OSJD

Article II

SESSION CONVOCATION

1. The Ministers Conference session (the “session”) shall be convened by the Chairman of the Committee as provided by Article IV (5) of the Regulations for OSJD pursuant to any respective resolution of the session, primarily, in OSJD member states.

The exact date and time, location and preliminary agenda of any relevant session shall be approved at the session immediately preceding the same.

2. Any session shall be duly qualified if it is attended by at least two thirds of the Ministers Conference members.

3. An extraordinary session shall be convened by the Chairman of the Committee upon request of one or more members of OSJD.

Any extraordinary session as aforesaid shall be held subject to prior consent of at least two thirds of the Ministers Conference members and generally in the state the Committee is located in.

4. Any session shall be arranged by the Committee.

The Chairman of the Committee shall in consultation with the Ministers Conference members invite authorized representatives of other organizations to attend

any session whatsoever. Subject to availability of proper agreements and treaties made with international organizations and observers no approval of any invitation as aforesaid by the Ministers Conference members shall be required.

5. If any member of the Ministers Conference is unable to attend any session whatsoever, he or she may delegate his or her rights and authorities to any other person subject to any proper notice to be sent to the Chairman of the Committee prior to commencement of any session as aforesaid.

Article III

ARRANGEMENT OF SESSIONS

1. Any item put by any OSJD member on the agenda of any respective session shall be supported by specific proposals and made available to the Chairman of the Committee as well as Ministers Conference members at least three months prior to commencement of any session as aforesaid.

2. The Committee management shall draw up the preliminary agenda of any respective session subject to resolutions previously adopted by the Ministers Conference as well as proposals submitted by OSJD members, OSJD Commissions (the "Commission") and Committee with respect to the issues falling within the competence thereof. The Committee management shall send the foregoing agenda with the relevant supporting materials attached thereto to all members of the Ministers Conference at least two months prior to the session opening. The foregoing materials shall specify the items put on the draft preliminary agenda of any subsequent session.

3. The preliminary agenda of any extraordinary session with proper materials attached thereto shall be sent by the Chairman of the Committee to the Ministers Conference members at least one month prior to the session opening.

4. The final agenda of any respective session shall be approved by the Ministers Conference.

5. Any proposal other than made available to the Ministers Conference members by OSJD members as provided by Clause 1 and 3 of this Article may be put on the agenda at the respective session by resolution of the Ministers Conference.

6. The Ministers Conference is generally provided with materials reviewed by authorized representatives of the Ministers Conference members at the meeting convened by the Chairman of the Committee.

Article IV

CHAIRMAN, SECRETARIAT AND COMMISSIONS OF THE SESSION

1. The Ministers Conference member of the state where the session is held shall act as the Chairman thereof; provided that in emergency where the foregoing member is unable to attend the session any person duly authorized by the same shall act as the Chairman thereof.

2. The Chairman of the Committee shall as a rule act as the Secretary of the session. The session Secretariat functions shall be exercised by the Committee and authorized representatives of the state being OSJD member where the session is held.

3. The Ministers Conference may establish a drafting group when holding any respective session for the purpose of amending the minutes with respect to any specific item on the agenda thereof.

Article V

VOTING

1. Any member of the Ministers Conference shall have one vote.

2. Any resolution shall be adopted by unanimous vote of the Ministers Conference members attending the session.

3. The Chairman and any manager of the Committee attending any respective session and reporting on any item on the agenda thereof shall have advisory vote.

4. A resolution providing for the relevant sanctions to be imposed on any member whatsoever for a failure to pay member's subscription shall be passed by all OSJD members other than failing to pay as aforesaid.

Article VI

MINUTES

1. The resolutions adopted by the Ministers Conference shall be specified in the session minutes to be executed by all Ministers Conference members attending the same as well as by the Chairman of the session.

2. Original counterparts of the minutes of any session of the Ministers Conference shall be delivered to the Committee for custody.

3. The Ministers Conference shall make a notice for mass communication media specifying the resolutions passed at any relevant session thereof.

4. Any session shall be recorded using any respective data medium with the original copy thereof to be kept by the Committee.

Article VII

COSTS

1. Any expense incurred when holding any session shall be borne by OSJD member of the state where the session is duly held.

2. Any expense incurred when holding any extraordinary session shall be borne by the Committee if held in the state it is located in, unless suggested otherwise by OSJD member of the same state.

Article VIII

RESOLUTIONS BY THE MINISTERS CONFERENCE

Any resolution adopted by the Ministers Conference shall be effective as from the date of execution of the session minutes, unless any other date is specified therein.

Article IX

LANGUAGES

1. Chinese and Russian shall be the working languages of the Ministers Conference.

2. Any participant attending any session whatsoever shall be entitled to use any other language, given that translation into any working language specified hereinabove is duly provided.

3. English and German may be used for the purpose of international contacts.

4. Any document of the Ministers Conference shall be executed and printed in any of the working languages. The documents executed in the foregoing working languages shall be equally authentic. Should any discrepancy in interpretation arise any relevant amendment is made to the document executed in Russian.

Article X

MISCELLANEOUS

1. Any member of the Ministers Conference shall be entitled to propose any amendment or supplement to these Rules.

2. Any resolution amending or supplementing these Rules shall be adopted by the Ministers Conference.

3. These Rules are made both in Chinese and Russian and are equally authentic. Should any discrepancy in interpretation hereof arise any relevant amendment is made to the document executed in Russian.