



# Major Transactions And Related Party Transactions Executed

By OAO TMK In 2012

## Major Transactions

No major transactions were carried out in 2012.

## Related Party Transactions

All transactions with related parties were carried out at arm's length.

### Сделки, одобренные Общим собранием акционеров ОАО «ТМК»

№ п/п	Parties to the transaction	Subject of the transaction and material terms	Related parties
1	Bank – OAO URALSIB, Principal – ZAO TMK Trade House, Guarantor – OAO TMK	Surety agreement to secure the obligations of the Principal under loan facility agreements. Amount: RUB 4,000,000,000 Term: 22 March 2017	Members of the Board of Directors: Kaplunov, A.Yu., Shiryayev, A.G.; Members of the Management Board: Semerikov, K.A., Petrosyan, T.I.
2	Lender – OAO TMK, Borrower – ZAO Seversky Tube Works	Loan agreement Amount: RUB 3,000,000,000 Term: 26 January 2014	Members of the Board of Directors: Kaplunov, A.Yu., Shiryayev, A.G.; Members of the Management Board: Klachkov, A.A., Petrosyan, T.I.
3	Lender – OAO TMK, Borrower – ZAO Volzhsky Pipe Plant	Loan agreement Amount: RUB 3,000,000,000 Term: 25 January 2014	Members of the Board of Directors: Kaplunov, A.Yu., Shiryayev, A.G.; Members of the Management Board: Lyalkov, A.G., Petrosyan, T.I.

## Transactions approved by the Board of Directors of OAO TMK

№ п/п	Parties to the transaction	Subject of the transaction and material terms	Related parties
1	Bank – OAO URALSIB, Borrower – ZAO TMK Trade House, Guarantor – OAO TMK	Surety agreement to secure the obligations of the Principal under loan facility agreements. Amount: RUB 8,000,000 Term: 22 March 2015	Members of the Board of Directors: Kaplunov, A.Yu., Shiryaev, A.G.; Members of the Management Board: Semerikov, K.A., Petrosyan, T.I.
2	Lender – Sonatrach (Algeria), Borrower – TMK Global SA, Guarantor – OAO TMK	Surety agreement in favour of the Lender for the full amount of Borrower's obligations. Amount: RUB 6,760,047,454.56	OAO TMK
3	Lender – Credit Suisse AG, Borrower – TMK M.E. FZCO; Guarantor – OAO TMK	Surety/guarantee agreement to secure Borrower's obligations to the Lender under the loan facility agreement. Amount: RUB 1,468,001,000 Term: 31 July 2015	OAO TMK
4	Agent – OAO TMK, Principal – ZAO Seversky Tube Works	Agency agreement.	Members of the Board of Directors: Kaplunov, A.Yu., Shiryaev, A.G.; Members of the Management Board: Klachkov, A.A., Petrosyan, T.I.
5	OAO TMK, OAO Volzhsky Pipe Plant	Addendum to the Agreement on transfer of powers of the sole executive body of OAO Volzhsky Pipe Plant to OAO TMK which provides for a higher price of its services. Amount: RUB 634,368,000 Term: till 1 January 2015	Members of the Board of Directors: Kaplunov, A.Yu., Shiryaev, A.G.; Members of the Management Board: Lyalkov, A.G., Petrosyan, T.I.
6	OAO TMK, OAO Sinarsky Pipe Plant	Addendum to the Agreement on transfer of powers of the sole executive body of OAO Sinarsky Pipe Plant to OAO TMK which provides for a higher price of its services. Amount: RUB 634,368,000 Term: till 1 January 2015	Members of the Board of Directors: Kaplunov, A.Yu., Shiryaev, A.G.; Members of the Management Board: Lyalkov, A.G., Petrosyan, T.I.
7	OAO TMK, OAO Seversky Tube Works	Addendum to the Agreement on transfer of powers of the sole executive body of OAO Seversky Tube Works to OAO TMK which provides for prolongation of powers of the sole executive body and a higher price of its services. Amount: RUB 634,368,000 Term: till 1 January 2015	Members of the Board of Directors: Kaplunov, A.Yu., Shiryaev, A.G.; Members of the Management Board: Klachkov, A.A., Petrosyan, T.I.

8	<p>OAo TMK, OAo TAGMET</p>	<p>Addendum to the Agreement on transfer of powers of the sole executive body of OAo TAGMET to OAo TMK which provides for a higher price of its services. Amount: RUB 634,368,000 Term: till 1 January 2015</p>	<p>Members of the Board of Directors: Kaplunov, A.Yu., Shiryayev, A.G.; Members of the Management Board: Petrosyan, T.I.</p>
9	<p>Company – OAo TNK-BP Holding, Guarantor – OAo TMK, Debtor – ZAO TMK Trade House</p>	<p>Addendum to the Surety agreement to secure Debtor's obligations to refund advance payments. Amount: RUB 1,950,000,000 Term: till 30 June 2013</p>	<p>Members of the Board of Directors: Kaplunov, A.Yu., Shiryayev, A.G.; Members of the Management Board: Petrosyan, T.I.</p>
10	<p>Bank – Gazprombank (Switzerland), Guarantor – OAo TMK, Borrower – TMK Middle East</p>	<p>Guarantee Agreement to secure obligations of TMK Middle East under the L/C and loan facility agreement. Amount: RUB 1,366,771,500 Term: 29 December 2015</p>	<p>OAo TMK</p>