

AUDITOR'S OPINION

to the Shareholders of Mechel Open Joint Stock Company

Audited entity

Full name - Mechel Open Joint Stock Company (hereinafter – the Company).

Short name – OAO Mechel.

State registration number: 1037703012896.

Location: 1 Krasnoarmeyskaya St., Moscow, 125993.

Auditor

Name – ENERGY CONSULTING/Audit

State registration number: 1047717034640.

Location: 7 Pavlovskaya, Moscow, 115093, Russia.

Member of the Institute of Professional Auditors (IPAR) NP (Non-profit partnership), primary registration number: 10202014620.

We have audited the attached accounting and financial statements of the Company that consist of the Balance Sheet as of December 31, 2014, Profit and Loss Statement, annexes both to the Balance Sheet and to the Profit and Loss Statement (Statement of Changes in Equity for 2014 and Cash-flow Statement for 2014), and other annexes to the Balance Sheet and Profit and Loss Statement (explanations).

Responsibility of the Audited entity for the accounting and financial statements

The management of the Company is responsible for drawing up and reliability of the specified accounting and financial statements in accordance with the accounting standards of the Russian Federation as well as for the system of internal control necessary for drawing up the accounting and financial statements containing no material misstatement as a result of bad faith or mistakes.

Responsibility of the Auditor

We are responsible for expressing opinions on the reliability of the accounting and financial statements based on our audit. We conducted our audit in accordance with the federal standards of auditing activity of the Russian Federation. These standards require that we observe the applicable ethical norms and that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

The audit involved performing the auditing procedures to obtain audit evidence confirming the figures in the financial statements and disclosure of the information it contains. The choice of audit procedures is a subject of our judgement which is based on the assessment of the risk of material misstatement, either as a result of unfair actions or errors. In the course of this risk assessment, we examined the internal control system, which provides drawing up and reliability of the accounting and financial statements, in order to select the auditing procedures that correspond to the conditions of the task, rather than for the purpose of expressing our opinion on the effectiveness of the internal control system.

The audit also included the assessment of appropriateness of the accounting policy used and validity of estimates made by the management of the audited entity, as well as evaluating the financial statements as a whole.

**AUDITOR'S OPINION
ON ACCOUNTING AND FINANCIAL STATEMENTS
OF MECHEL OAO
For the period from 1 January to 31 December, 2014**

We believe that the sufficient appropriate audit evidence obtained during the audit provides a reasonable basis for expressing our opinion on reliability of these financial statements.

Opinion

In our opinion, the financial statements reflect reliably in all material respects the financial position of Mechel OAO as of December 31, 2014, the results of its financial and economic activities and the cash flow in 2014 in accordance with the standards of financial statements followed in the Russian Federation.

03.03.2015

General Director

**ENERGY
CONSULTING/Audit ZAO**



L.N.Antonenko