

Mechel OAO  
Form 6-K  
June 28, 2013

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 OR 15d-16  
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

June 28, 2013

Commission File Number: 001-32328

**Mechel OAO**

(Translation of registrant's name into English)

RUSSIAN FEDERATION

(Jurisdiction of incorporation or organization)

Krasnoarmeyskaya 1,  
Moscow 125993  
Russian Federation

(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:  Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934:  Yes  No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): n/a



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### MECHEL ANNOUNCES RESULTS OF ITS ANNUAL GENERAL SHAREHOLDERS' MEETING

Moscow, Russia – June 28, 2013 – Mechel OAO (NYSE: MTL), one of the leading Russian mining and metals companies, announces that its Annual General Shareholders' Meeting was held on June 28, 2012.

The following key resolutions were adopted by shareholders at the meeting:

- To pay no dividends on ordinary shares.
- To pay a dividend of 0.05 rubles per one preferred share (approximately \$0.002 per one preferred share and approximately \$0.001 per one preferred ADR\*). The payment is due to be made by bank transfer in less than 60 days since the decision to pay was made.
- To allocate profit from past years as follows:
  - dividend payment of placed Company's preferred shares - 6,937,845.75 rubles (about \$221,969.16\*)
  - remaining profit of 19,174,169,396.24 rubles (about \$613,476,796.26 \*) leave undistributed.
- To elect the following people to Mechel's Board of Directors:
  1. Arthur David Johnson;
  2. Vladimir Gusev;
  3. Igor Zyuzin;
  4. Igor Kozhukhovskiy;
  5. Yuri Malyshev
  6. Yevgeny Mikhail;
  7. Roger Ian Gale;
  8. Viktor Trigubko;
  9. Alexei Ivanushkin.

The number of the Board's members remained the same as last year. Yuri Malyshev replaced Alexander Yevtushenko and Alexei Ivanushkin replaced Valentin Proskurnya as members of the Board of Directors.

- To approve the Company's Annual Report for 2012.
- To approve the Company's Annual Financial Statements inclusive of the Income Statement (Profit and Loss Accounts) for 2012.
- To elect the following people to Mechel OAO's audit committee:
  1. Andrey Stepanov;
  2. Evgeny Yaminsky;
  3. Alexei Vlasenko.
- To appoint Energy Consulting/Audit ZAO as the auditor of Mechel OAO (Moscow).
- To approve the revised Bylaw on rewards to the members of Mechel OAO's Board of Directors and compensation of expenses incurred by them while performing the functions of members of the Board of Directors.

Shareholders also approved several related-party transactions related to the possibility of Mechel OAO becoming obliged to be jointly and vicariously liable to the banks for the fulfillment of the companies of the same group of persons to which Mechel OAO belongs of their obligations under the contracts made by the banks and those companies. The maximum amount of the suretyship in respect of each borrower shall not exceed 90,000,000,000 rubles (US \$2 879 456 358,64\*) or the equivalent of this amount in the foreign currency calculated on the basis of the applicable exchange rate of the Central Bank of the Russian Federation at the date of the transaction.

\* Based upon the Russian Central Bank exchange rate of 31.2559 RUR/\$ as of the date of the Board of Directors' recommendation to the General Shareholders' Meeting on making a decision on dividend payment (April 30, 2013).

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Mechel is one of the leading Russian companies. Its business includes four segments: mining, steel, ferroalloy and power. Mechel unites producers of coal, iron ore concentrate, nickel, ferrochrome, ferrosilicon, steel, rolled products, hardware, heat and electric power. Mechel products are marketed domestically and internationally.

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Some of the information in this press release may contain projections or other forward-looking statements regarding future events or the future financial performance of Mechel, as defined in the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. We wish to caution you that these statements are only predictions and that actual events or results may differ materially. We do not intend to update these statements. We refer you to the documents Mechel files from time to time with the U.S. Securities and Exchange Commission, including our Form 20-F. These documents contain and identify important factors, including those contained in the section captioned "Risk Factors" and "Cautionary Note Regarding Forward-Looking Statements" in our Form 20-F, that could cause the actual results to differ materially from those contained in our projections or forward-looking statements, including, among others, the achievement of anticipated levels of profitability, growth, cost and synergy of our recent acquisitions, the impact of competitive pricing, the ability to obtain necessary regulatory approvals and licenses, the impact of developments in the Russian economic, political and legal environment, volatility in stock markets or in the price of our shares or ADRs, financial risk management and the impact of general business and global economic conditions.







## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Mechel OAO

Date: June 28, 2013

By: Evgeny V. Mikhel \_\_\_\_\_

Name: Evgeny V. Mikhel

Title: CEO

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