



“Interregional Distribution Grid Company of Centre”, Joint-Stock Company

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Taxpayer Identification Code (INN) 6901067107

MINUTES

of meeting of the Committee for Personnel and Remuneration
of Board of Directors of IDGC of Centre
(in the form of absent voting)

«01» February 2011

Moscow

No.01/11

Form of the meeting: absent voting.

Total number of members of the Committee for Personnel and Remuneration: 5 persons.

Participants of the voting: A.A. Popov, A.Y. Perepelkin, , D.A. Spirin, A.G. Starchenko.

Members who did not provide questionnaires: K.Y. Petukhov.

The quorum is present

Date of the minutes: 01.02.2011.

AGENDA:

1. On the consideration of candidates for the position of General Director of the Company and the preparation of relevant recommendations for the Board of Directors regarding the item «On the appointment of the CEO of the Company».

Item 1: On the consideration of candidates for the position of General Director of the Company and the preparation of relevant recommendations for the Board of Directors regarding the item «On the appointment of the CEO of the Company».

Decision 1:

1. Following the results of the consideration of candidates for the position of General Director of the Company, provided by the members of the Board of Directors, to recommend to the Board of Directors of the Company regarding the item on the agenda of the meeting of the Board of Directors of the Company «On the appointment of the CEO of the Company» to take the following decision:

«1. To appoint Dmitry Olegovich Gudzhoyan as CEO of IDGC of Center from 04.02.2011.

2. To authorize Shvets Nikolay Nikolaevich, Director General of IDGC Holding, to carry out on behalf of the Company the rights and obligations of the employer in respect of the CEO of the Company Dmitry Olegovich Gudzhoyan, including to determine the conditions of an employment contract with the CEO of the Company and to sign such an employment contract and amendments thereto and agreements relating to termination of that employment contract».

Voting results:

Alexandr Albertovich Popov - «FOR»

Alexey Yuryevich Perepelkin - «FOR»

Alexandr Grigoryevich Starchenko - «FOR»

Denis Alexandrovich Spirin - «FOR»

Total:

«FOR»	- «4»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Decision 2:

1. Following the results of the consideration of candidates for the position of General Director of the Company, provided by the members of the Board of Directors, to recommend to the Board of Directors of the Company regarding the item on the agenda of the meeting of the Board of Directors of the Company «On the appointment of the CEO of the Company» to take the following decision:

«1. To appoint Alexandr Valeryevich Eyst as CEO of IDGC of Center from 04.02.2011.

2. To authorize Shvets Nikolay Nikolaevich, Director General of IDGC Holding, to carry out on behalf of the Company the rights and obligations of the employer in respect of the CEO of the Company Alexandr Valeryevich Eyst, including to determine the conditions of an employment contract with the CEO of the Company and to sign such an employment contract and amendments thereto and agreements relating to termination of that employment contract».

Voting results:

Alexandr Albertovich Popov - «AGAINST»

Alexey Yuryevich Perepelkin - «AGAINST»

Alexandr Grigoryevich Starchenko - «AGAINST»

Denis Alexandrovich Spirin - «AGAINST»

Total:

«FOR»	- «0»
«AGAINST»	- «4»
«ABSTAINED»	- «0»

The decision is taken.

Chairman

**of the Committee for Personnel and Remuneration
of the Board of Directors of IDGC of Centre**

A.A. Popov

Secretary

**of the Committee for Personnel and Remuneration
of the Board of Directors of IDGC of Centre**

S.V. Lapinskaya