



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

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MINUTES
of the meeting of the Committee for Strategy and Development under the Board of
Directors of IDGC of Centre, JSC
(in the form of absent voting)

18 March, 2009

No.03/09

Moscow

Form of the meeting: **absent voting**

Total number of members of the Committee for Strategy and Development: **9 persons**

Participants of the voting: **A.M. Airapetyan, E.A. Bronnikov, A.V. Zemskov, A.V. Klaptsov, A.V. Lisitsyn, V.L. Nazin, P.A. Obukhov, R.A. Filkin, S.V. Chebotarev.**

Members who did not provide questionnaires: **no**

The quorum is **present.**

Date of the minutes: **19 March, 2009.**

AGENDA:

1. Approval of the budget of the Committee for Strategy and Development of the Board of Directors of IDGC of Centre, JSC, for the 2nd quarter, 2009.

2. Termination of participation of IDGC of Centre, JSC, in “Smolensk Power (Energy) Repair Company”, JSC.

ITEM No. 1: Approval of the budget of the Committee for Strategy and Development of the Board of Directors of IDGC of Centre, JSC, for the 2nd quarter, 2009.

Decision:

To recommend the members of the Board of Directors of IDGC of Centre, JSC, to approve the budget of the Committee for Strategy and Development of the Board of Directors of IDGC of Centre, JSC, for the 2nd quarter according to Appendix No. 1 to this decision of the Committee for Strategy and Development.

Voting results:

Arman Mushegovich Airapetyan -	FOR
Evgeny Alexeyevich Bronnikov -	FOR
Alexander Vladimirovich Zemskov -	FOR

Alexei Vitalievich Klaptsov -	FOR
Alexey Viktorovich Lisitsyn -	FOR
Vladislav Lvovich Nazin -	FOR
Pavel Andreevich Obukhov -	FOR
Roman Alexeevich Filkin -	FOR
Sergey Vladimirovich Chebotarev -	FOR

Total:

FOR 9

AGAINST 0

ABSTAINED 0

The decision is taken unanimously.

ITEM No. 2: Termination of participation of IDGC of Centre, JSC, in “Smolensk Power (Energy) Repair Company”, JSC.

Decision:

To recommend the members of the Board of Directors of IDGC of Centre, JSC:

To approve termination of participation of IDGC of Centre, JSC, in “Smolensk Power (Energy) Repair Company”, JSC, by means of sale of shares on the following essential conditions:

- subject of the transaction – sale of ordinary and preference shares of “Smolensk Power (Energy) Repair Company”, JSC, which belong to IDGC of Centre, JSC;
 - balance sheet value of shares as of 01.10.2008:
 - registered ordinary shares – 1 395 926 (one million three hundred ninety-five thousand nine hundred twenty-six) Rubles 10 kopecks,
 - registered preference shares – 537 690 (five hundred thirty-seven thousand six hundred ninety) Rubles 28 kopecks;
 - value of shares determined by an independent appraiser of “Institute of property and financial activity appraisal” LTD (reports No. MΦ – 835/1 dated 01.10.2008 and No.MΦ – 835/2 dated 01.10.2008):
 - registered ordinary shares – 1 809 000 (one million eight hundred nine thousand) Rubles,
 - registered preference shares – 609 000 (six hundred nine thousand) Rubles;
 - share of IDGC of Centre, JSC in the share capital of “Smolensk Power (Energy) Repair Company”, JSC:
 - registered ordinary shares – 1,6919%.,
 - registered preference shares – 0,6517%;
 - class, type, par value, quantity of alienated shares:
 - registered ordinary shares of par value 34 (Thirty-four) kopecks per share in quantity of 4 105 665 (Four million one hundred five thousand six hundred sixty-five) shares,
 - registered preference shares of par value 34 (Thirty-four) kopecks per share in quantity of 1 581 442 (One million five hundred eighty-one thousand four hundred forty-two) shares;
 - alienation procedure – sale at an auction with the assistance of an agent for securities sale;
 - selling price – not less than the market price determined by an independent appraiser of “Institute of property and financial activity appraisal” LTD;
- order (term) of payment of shares – monetary funds until transfer of property right for a share, within 14 (fourteen) days from the date of the purchase contract signing.

Voting results:

Arman Mushegovich Airapetyan -	FOR
Evgeny Alexeyevich Bronnikov -	FOR
Alexander Vladimirovich Zemskov -	FOR
Alexei Vitalievich Klaptsov -	FOR
Alexey Viktorovich Lisitsyn -	FOR
Vladislav Lvovich Nazin -	FOR
Pavel Andreevich Obukhov -	FOR
Roman Alexeevich Filkin -	FOR
Sergey Vladimirovich Chebotarev -	FOR
Total:	

FOR 9

AGAINST 0

ABSTAINED 0

The decision is taken unanimously.

**Deputy of the Chairman of the Committee
for Strategy and Development of the Board
of Directors of IDGC of Centre, JSC**

A.M. Airapetyan

Secretary of the Committee

O.I. Dubova