



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

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**MINUTES**

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

«10» August 2011

Moscow

No.08/11

**Form of the meeting:** absent voting.

**Total number of members of the Committee for Personnel and Remuneration:** 7 persons.

**Participants of the voting:** A.A. Popov, A.V. Sergutin, A.G. Starchenko, R.A. Filkin, A.V. Shevchuk.

**Members who did not provide questionnaires:** S. A. Balaeva, M.Y. Kurbatov.

**The quorum is present**

**Date of the minutes:** 11.08.2011.

**AGENDA:**

1. On election of the Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.
2. On approval of the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2011-2012.
3. On preliminary approval of candidates for certain positions in the executive body of the Company, determined by the Board of Directors of the Company.
4. On recommendations to the Board of Directors of the Company regarding the election of a member of the Management Board of the Company.
- 5. Commercial secret.**

**Item 1: On election of the Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.**

**Decision:**

To elect Mikhail Yuryevich Kurbatov as the Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.

**Voting results:**

<b>Alexander Albertovich Popov</b>	- «FOR»
<b>Alexey Vladimirovich Sergutin</b>	- «FOR»
<b>Alexander Grigoryevich Starchenko</b>	- «FOR»
<b>Roman Alexeevich Filkin</b>	- «FOR»
<b>Alexander Viktorovich Shevchuk</b>	- «FOR»

**Total:**

«FOR»	- «5»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 2: On approval of the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2011-2012.**

**Decision:**

To approve the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2011-2012 in accordance with Appendix 1 to this decision of the Committee for Personnel and Remuneration.

**Voting results:**

**Alexander Albertovich Popov** - «FOR»  
**Alexey Vladimirovich Sergutin** - «FOR»  
**Alexander Grigoryevich Starchenko** - «FOR»  
**Roman Alexeevich Filkin** - «FOR»  
**Alexander Viktorovich Shevchuk** - «FOR»

**Total:**

«FOR»	- «5»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 3: On preliminary approval of candidates for certain positions in the executive body of the Company, determined by the Board of Directors of the Company.**

**Decision:**

To recommend the Board of Directors of the Company to take the following decision:

*«To approve the candidature of Dmitry Alexandrovich Andryushin for the position of Deputy General Director for Investments of IDGC of Centre.»*

**Voting results:**

**Alexander Albertovich Popov** - «FOR»  
**Alexey Vladimirovich Sergutin** - «FOR»  
**Alexander Grigoryevich Starchenko** - «ABSTAINED»  
**Roman Alexeevich Filkin** - «FOR»  
**Alexander Viktorovich Shevchuk** - «FOR»

**Total:**

«FOR»	- «4»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 4: On recommendations to the Board of Directors of the Company regarding the election of a member of the Management Board of the Company.**

**Decision:**

To recommend the Board of Directors of the Company to take the following decision:

*«To elect Dmitry Alexandrovich Andryushin, Deputy General Director for Investments of IDGC of Centre, as a member of the Management Board of the Company.»*

**Voting results:**

**Alexander Albertovich Popov** - «FOR»  
**Alexey Vladimirovich Sergutin** - «FOR»  
**Alexander Grigoryevich Starchenko** - «ABSTAINED»  
**Roman Alexeevich Filkin** - «FOR»  
**Alexander Viktorovich Shevchuk** - «FOR»

**Total:**

«FOR»	- «4»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

**Decision is taken.**

**Item 5: Commercial secret.**

**Appendix:**

The Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2011-2012. (Appendix 1).

**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**