



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

127018, Russia, Moscow, 2nd Yamskaya, 4
Tel.: Contact Centre +7(495) 747 92 92, +7(495) 747 92 96: Fax: +7 (495) 747 92 95
Direct Power Hot Line: 8 800 50 50 115, Trust Line: 8 800 100 9000;
e-mail: posta@mrsk-1.ru; <http://www.mrsk-1.ru>
Primary State Registration Number (OGRN) 1046900099498
Taxpayer Identification Code (INN) 6901067107

MINUTES

of the meeting of the Committee for Audit
of the Board of Directors of IDGC of Centre
(in the form of absent voting)

February 28, 2013

Moscow

No. 03/13

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

Total number of members of the Committee for Audit: **6 persons.**

Participants of the voting: **A.V. Kazachenkov, D.I. Romeyko, D.V. Kulikov, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is **present.**

Absence of objections concerning the materials and draft decisions from I.A. Alimuradova, O.V. Popova, experts of the Committee for Audit of the Board of Directors of the Company, was taken into account.

Date of the minutes: 01.03.2013.

AGENDA:

1. Consideration of the report «On the results of the execution of the activities, performed by the Department of internal audit and risk management of IDGC of Centre in 4Q 2012 and 2012».
2. Consideration of the report of an independent appraiser to determine the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a building of the production base of Vyazma Distribution Zone, located at the address: Smolensk region, Vyazma district, Kronstadtskaya street.
3. Consideration of the report of an independent appraiser to determine the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a warehouse for storage of spare power equipment of CPP, located at the address: Smolensk region, Safonovo, Shakhterskaya street.

Item 1: Consideration of the report «On the results of the execution of the activities, performed by the Department of internal audit and risk management of IDGC of Centre in 4Q 2012 and 2012».

Decision:

To take into consideration the report «On the results of the execution of the activities, performed by the Department of internal audit and risk management of IDGC of Centre in 4Q 2012 and 2012» in accordance with Appendix # 1 to this decision of the Committee for Audit of the Board of Directors of the Company.

Voting results:

Andrey Valentinovich Kazachenkov	- «FOR»
Denis Viktorovich Kulikov	- «FOR»
Dmitry Igorevich Romeyko	- «FOR»
Roman Alexeevich Filkin	- «FOR»

Oxana Vladimirovna Shatokhina - «FOR»
Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 2: Consideration of the report of an independent appraiser to determine the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a building of the production base of Vyazma Distribution Zone, located at the address: Smolensk region, Vyazma district, Kronstadtskaya street.

Decision:

1. To take into consideration Report of the independent appraiser "Institute of property and financial activity valuation" LLC dated from # MF-1561/2-1 on determination of the market value of the property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a building of the production base of Vyazma Distribution Zone, located at the address: Smolensk region, Vyazma district, Kronstadtskaya street, in the amount of 10 057 300 (Ten million fifty-seven thousand three hundred) rubles 00 kopecks (with VAT).
2. To recommend Acting General Director of IDGC of Centre while determining the market value of the property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a building of the production base of Vyazma Distribution Zone, located at the address: Smolensk region, Vyazma district, Kronstadtskaya street, to follow Report of the independent appraiser "Institute of property and financial activity valuation" LLC dated from # MF-1561/2 1.

Voting results:

Andrey Valentinovich Kazachenkov - «FOR»
Denis Viktorovich Kulikov - «FOR»
Dmitry Igorevich Romeyko - «FOR»
Roman Alexeevich Filkin - «FOR»
Oxana Vladimirovna Shatokhina - «FOR»
Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Item 3: Consideration of the report of an independent appraiser to determine the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a warehouse for storage of spare power equipment of CPP, located at the address: Smolensk region, Safonovo, Shakhterskaya street.

Decision:

1. To take into consideration Report of the independent appraiser "Institute of property and financial activity valuation" LLC dated from # MF-1561/2-1 on determination of the market value of the property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a warehouse for storage of spare power equipment of CPP, located at the address: Smolensk region, Safonovo, Shakhterskaya street, in the amount of 5 503 700 (Five million five hundred and three thousand seven hundred) rubles 00 kopecks (with VAT).
2. To recommend Acting General Director of IDGC of Centre while determining the market value of the property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a warehouse for storage of spare power equipment of CPP, located at the address: Smolensk region, Safonovo, Shakhterskaya street, to follow Report of the independent appraiser "Institute of property and financial activity valuation" LLC dated from #

MF-1561/2-1.

Voting results:

Andrey Valentinovich Kazachenkov	- «FOR»
Denis Viktorovich Kulikov	- «FOR»
Dmitry Igorevich Romeyko	- «FOR»
Roman Alexeevich Filkin	- «FOR»
Oxana Vladimirovna Shatokhina	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

Decision is taken.

Appendix:

The report «On the results of the execution of the activities, performed by the Department of internal audit and risk management of IDGC of Centre in 4Q 2012 and 2012» (Appendix 1).

**Chairman of the Committee for Audit
of the Board of Directors of IDGC of Centre**

A.V. Kazachenkov

**Secretary of the Committee for Audit
of the Board of Directors of IDGC of Centre**

S.V. Lapinskaya