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## MINUTES

of meeting of the Strategy and Development Committee  
of the Board of Directors of IDGC of Centre

January 29, 2014

Moscow

No. 02/14

**Form of the meeting:** joint presence.

**Time of the meeting:** 14 hours 45 minutes – 17 hours 35 minutes.

**Total number of members of the Strategy and Development Committee:** 11 persons.

**Participants of the voting:** S.Y. Lebedev, S.A. Balaeva, A.V. Gritsenko, M.M. Saukh, Y.N. Pankstyanov, S.Y. Rummyantsev, R.A. Filkin, A.V. Shevchuk.

**The written opinion (questionnaire) of the following members was taken into account while defining the results:** A.N. Zharikov.

**Members who neither participated nor provided questionnaires:** D.I. Gotlib, A.A. Bashindzhagyan.

**The quorum** is present.

**Date of the minutes:** 04.02.2014.

The meeting of the Strategy and Development Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Strategy and Development Committee was chaired by Deputy Chairman of the Strategy and Development Committee Sergey Yuryevich Lebedev.

*The following representatives of the management of IDGC of Centre were present:*

S.Y. Rummyantsev – a member of the Management Board, Deputy General Director for Economy and Finance;

O.V. Tkacheva – a member of the Management Board, Deputy General Director for Corporate Governance;

I.V. Gromova – Deputy General Director for HR and organizational design;

M.A. Timofeev – Deputy General Director for Development and Sale of Services;

Y.V. Minchenko – Adviser to General Director;

E.V. Turapin – Deputy Chief Engineer for electric grid facilities management;

A.V. Dudin – IT Director – Head of IT Department;

D.V. Marchenkov – Innovation Department Director;

A.A. Gerasimov – Head of Electric Grid Facilities Management Department;

N.V. Sychev – Deputy Head of Finance Department;

E.Y. Kalinina – Head of Safety Office;

D.A. Meneylyuk – Head of Department for Property Management and Consolidation of Electric Grid Assets;

A.L. Khaleev – Head of Electricity Metering Department.

At the beginning of the meeting Deputy Chairman of the Strategy and Development Committee, S.Y. Lebedev, informed the audience about the presence of a quorum for the meeting of the Committee, opened the meeting and announced the agenda for the meeting.

## AGENDA:

1. Consideration of the information on target programs of IDGC of Centre.

### Item 1: Consideration of the information on target programs of IDGC of Centre.

**Speakers:** M.A. Timofeev – Deputy General Director for Development and Sale of Services, A.V. Dudin – IT Director – Head of IT Department, O.V. Tkacheva – a member of the Management Board, Deputy General Director for Corporate Governance, D.V. Marchenkov – Innovation Department Director, I.V. Gromova – Deputy General Director for HR and organizational design, A.A. Gerasimov – Head of Electric Grid Facilities Management Department, E.Y. Kalinina – Head of Safety Office, N.V. Sychev – Deputy Head of Finance Department.

The report (presentation) on the item is stored in the materials for the meeting of the Committee.

**In discussing the report the questions were received from** S.Y. Lebedev, S.A. Balaeva, A.V. Gritsenko, M.M. Saukh, Y.N. Pankstyanov, R.A. Filkin, A.V. Shevchuk.

**The explanations and answers to the questions were given by:** M.A. Timofeev, A.L. Khaleev, S.Y. Rummyantsev, A.V. Dudin, O.V. Tkacheva, D.A. Menevlyuk, D.V. Marchenkov.

#### Decision (put for voting):

1. To defer consideration of the item at a later date.
2. To assign the management of the Company:
  - 2.1. To complete the materials on the agenda and to submit them for reconsideration with the term of the meeting not later than 28.02.2014 with the following recommendations:
    - 2.1.1. To narrow the list of target programs, eliminating duplication of effects.
    - 2.1.2. To submit summary information on:
      - costs and effects of target programs;
      - cost allocation broken down by years with determination of the share in the cost structure, as well as in the investment program of the Company, opportunities to reduce expenditure;
      - tasks at which the programs target, effects broken down by years;
      - other analytical materials, ensuring completeness of reviewing the issue.
  - 2.2. To inform the Strategy and Development Committee of terms and conditions to enter into energy service contracts.  
Deadline: following the results of tender documentation preparation.
  - 2.3. In preparing the material on the item «On preliminary approval of the report of General Director of the Company «On execution of the Business plan of the Company (including the Investment program) in 1Q 2014», to submit for consideration at a meeting of the Committee (with the meeting date no later than 20.06.2014) detailed information on implementation of the activities of the Program of long-term development of electricity metering systems in the retail electric energy market (taking into account the work of previous years).

3. To recommend to the management of the Company to initiate consideration of issues related to improving labour productivity through implementation of modern solutions in the field of information technology.

#### Voting results at the meeting:

Sergey Yuryevich Lebedev	- «FOR»
Svetlana Alexandrovna Balaeva	- «FOR»
Andrey Vitalyevich Gritsenko	- «FOR»
Yury Nikolayevich Pankstyanov	- «FOR»
Sergey Yuryevich Rummyantsev	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»
Roman Alexeevich Filkin	- «FOR»

#### Voting results by filling in the questionnaires:

Alexey Nikolayevich Zharikov	- «FOR»
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#### Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

#### Decision is taken.

The agenda of the meeting of the Strategy and Development Committee of the Board of Directors of the Company on 29.01.2014 was exhausted.

The meeting of the Strategy and Development Committee was adjourned.

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

**S.Y. Lebedev**

**Secretary  
of the Strategy and Development Committee  
of the Board of Directors of IDGC of Centre**

**A.A. Varlamov**