



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

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MINUTES

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

April 26, 2013

Moscow

No. 05/13

Form of the meeting: joint presence.

Time of the meeting: 15 hours 10 minutes – 16 hours 30 minutes.

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

Participants of the voting: A.V. Demidov, S.A. Balaeva, A.N. Zharikov, V.A. Pavlov, M.M. Saukh, R.A. Filkin.

The written opinion (questionnaire) of the following members was taken into account while defining the results: A.A. Bashindzhagyan, A.V. Shevchuk.

Members who neither participated nor provided questionnaires: E.A. Bronnikov, P.V. Golubev, K.N. Orlov.

The quorum is present.

Date of the minutes: 29.04.2013.

This 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 Chairman of the Strategy and Development Committee Alexey Vladimirovich Demidov.

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

Loganova N.A. – Head of Economy Department.

Maximov I.V. – Acting Deputy General Director for Capital Construction of IDGC of Centre.

Rumyantsev S.Y. – Acting Deputy General Director for Economy and Finance of IDGC of Centre.

Sakieva N.S. – Deputy Head of Innovation Department.

Sklyarov D.V. – Head of Investment Department.

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

At the beginning of the meeting the Chairman of the Strategy and Development Committee, A.V. Demidov, 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. On prior approval of the report of General Director of the Company «On execution of the Business plan of the Company (including the Investment program) in 4Q 2012 and in 2012».

2. On prior approval of the report of General Director of the Company «On execution of the Innovative Development Program of IDGC of Centre for 2011-2016 in 4Q 2012 and in 2012».

Item 1. On prior approval of the report of General Director of the Company «On execution of the Business plan of the Company (including the Investment program) in 4Q 2012 and in 2012».

Speaker - Rumyantsev S.Y. – Acting Deputy General Director for Economy and Finance.

Co-Speaker - Maximov I.V. – Deputy General Director for Capital Construction of IDGC of Centre.

The reports (presentations) on the item are stored in the materials for the meeting of the Committee.

In discussing the report the questions were received from A.V. Demidov, S.A. Balaeva, R.A. Filkin.

The explanations and answers to the questions were given by: Maximov I.V., Rumyantsev S.Y., Sklyarov D.V., Loganova N.A.

Decision (put for voting):

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

«1. To approve the report of General Director of the Company «On execution of the Business plan of the Company (including the Investment program) in 4Q 2012 and in 2012» in accordance with the Appendix.

2. To draw the attention of General Director of the Company to the failure to implement the Company's Investment Program following the results of 2012 to commission fixed assets in monetary terms in the amount of 1.86 bln RUB.

3. To instruct General Director of the Company while implementing the Investment Program for 2013 to ensure bringing the volume of construction in progress as at 31.12.2013 to 3.88 bln RUB».

Voting results at the meeting:

Alexey Vladimirovich Demidov - «FOR»

Svetlana Alexandrovna Balaeva- «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Vadim Alexeevich Pavlov - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Roman Alexeevich Filkin - «FOR»

Voting results by filling in the questionnaires:

Astkhik Artashesovna Bashindzhagyan - «ABSTAINED»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «7»

«AGAINST» - «0»

«ABSTAINED» - «1»

Decision is taken.

Item 2. On prior approval of the report of General Director of the Company «On execution of the Innovative Development Program of IDGC of Centre for 2011-2016 in 4Q 2012 and in 2012».

Speaker – Sakieva N.S. – Deputy Head of Innovation 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 A.V. Demidov, S.A.

Balaeva, A.N. Zharikov, R.A. Filkin, V.A. Pavlov.

The explanations and answers to the questions were given by: Sakieva N.S., Kovalenko V.M., Sklyarov D.V.

After the discussion the Committee's members proceeded to vote.

Decision (put for voting):

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

«To take into consideration the report of General Director of the Company «On execution of the Innovative Development Program of IDGC of Centre for 2011-2016 in 4Q 2012 and in 2012» in accordance with the Appendix».

Voting results at the meeting:

Alexey Vladimirovich Demidov - «FOR»

Svetlana Alexandrovna Balaeva- «FOR»

Alexey Nikolayevich Zharikov - «FOR»

Vadim Alexeevich Pavlov - «FOR»

Maxim Mikhailovich Saukh - «FOR»

Roman Alexeevich Filkin - «FOR»

Voting results by filling in the questionnaires:

Astkhik Artashesovna Bashindzhagyan - «ABSTAINED»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR»	- «7»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

The agenda of the meeting of the Strategy and Development Committee of the Board of Directors of the Company on 26.04.2013 was exhausted.

The meeting of the Strategy and Development Committee was adjourned.

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

Demidov A.V.

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

Lapinskaya S.V.