

"Interregional Distribution Grid Company of Centre", Joint-Stock Company

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MINUTES

of the meeting of the Committee for Audit of the Board of Directors of IDGC of Centre (in the form of joint presence)

May 15, 2013 Moscow No. 07/13

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: 16.05.2013.

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 1Q 2013».
- **2.** The results of the activities implementation in the 1st quarter of 2013 to comply with the requirements of the legislation on the control of insider information in IDGC of Centre.

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 1Q 2013».

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 1Q 2013» 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»	- «O»
«ABSTAINED»	- «O»

Decision is taken.

Item 2: The results of the activities implementation in the 1st quarter of 2013 to comply with the requirements of the legislation on the control of insider information in IDGC of Centre.

Decision:

- 1. To approve the report «The results of the activities implementation in the 1st quarter of 2013 to comply with the requirements of the legislation on the control of insider information in IDGC of Centre» in accordance with Appendix # 2 to this decision of the Committee for Audit of the Board of Directors of the Company.
- 2. To recommend to the members of the Board of Directors of the Company to take the following decision:

«To approve the report «The results of the activities implementation in the 1st quarter of 2013 to comply with the requirements of the legislation on the control of insider information in IDGC of Centre» in accordance with the Appendix».

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»	- «O»
«ABSTAINED»	- «O»

Decision is taken.

Appendices:

- 1. 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 1Q 2013» (Appendix 1).
- 2. The report «The results of the activities implementation in the 1st quarter of 2013 to comply with the requirements of the legislation on the control of insider information in IDGC of Centre» (Appendix 2).

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