



“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)

«23» May 2014

Moscow

No. 07/14

Form of the meeting: absent voting.

Total number of members of the Committee for Personnel and Remuneration: 5 persons.

Participants of the voting: S.A. Arkhipov, M.M. Saukh, R.A. Filkin, O.V. Shatokhina, A.V. Shevchuk.

Members who did not provide questionnaires: none.

The quorum is present

Date of the minutes: 26.05.2014.

AGENDA:

1. On recommendations to the Board of Directors of the Company regarding the item «Payment to General Director and senior managers of IDGC of Centre of a lump sum bonus in connection with picking up industry and corporate awards».
2. On recommendations to the Board of Directors of the Company regarding the item «Payment to General Director of IDGC of Centre of a lump sum bonus for performing an assignment of especial importance».

Item 1: On recommendations to the Board of Directors of the Company regarding the item «Payment to General Director and senior managers of IDGC of Centre of a lump sum bonus in connection with picking up industry and corporate awards».

Decision:

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

«1. In connection with awarding General Director of IDGC of Centre Oleg Yuryevich Isaev with Acknowledgement of the Ministry of Energy of the Russian Federation (Order of the Russian Ministry of Energy #27p from 24.03.2014), to pay O.Y. Isaev a lump sum bonus equal to one salary.

2. In connection with awarding General Director of IDGC of Centre Oleg Yuryevich Isaev with Badge of JSC «Russian Grids» «For reliable operation of Olympic power facilities» (Order of JSC «Russian Grids» #62 from 25.03.2014), to pay O.Y. Isaev a lump sum bonus equal to one salary.

3. In connection with awarding General Director of IDGC of Centre Oleg Yuryevich Isaev, Deputy General Director for Capital Construction and Investment of IDGC of Centre Igor Viktorovich Maximov, Deputy General Director – Bryanskenergo division director Roman Evgenyevich Stefanov with Badge of JSC «Russian Grids» «For the contribution to the construction of the Olympic sites» (Order of JSC «Russian Grids» #55 from 12.03.2014), to pay O.Y. Isaev, I.V. Maximov, R.E. Stefanov a lump sum bonus equal to one salary.

Voting results:

Oxana Vladimirovna Shatokhina - «FOR»
Sergey Alexandrovich Arkhipov - «FOR»

Maxim Mikhailovich Saukh - «FOR»
Roman Alexeyevich Filkin - «ABSTAINED»
Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 2: On recommendations to the Board of Directors of the Company regarding the item «Payment to General Director of IDGC of Centre of a lump sum bonus for performing an assignment of especial importance».

Decision:

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

«To pay bonus for performing an assignment of especial importance – ensuring reliable and safe electricity supply to the Sochi power district of the Kuban power system during the XXII Olympic Winter Games and XI Paralympic Winter Games of 2014 in Sochi to General Director of IDGC of Centre Oleg Yuryevich Isaev equal to 4 salaries».

Voting results:

Oxana Vladimirovna Shatokhina - «FOR»
Sergey Alexandrovich Arkhipov - «FOR»
Maxim Mikhailovich Saukh - «FOR»
Roman Alexeyevich Filkin - «ABSTAINED»
Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

**Chairperson
of the Committee for Personnel and Remuneration
of the Board of Directors of IDGC of Centre**

O.V. Shatokhina

**Secretary
of the Committee for Personnel and Remuneration
of the Board of Directors of IDGC of Centre**

A.A. Varlamov