



“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
(in the form of absent voting)

May 29, 2012

Moscow

No. 10/12

Form of the meeting: absent voting.

Total number of members of the Strategy and Development Committee: 10 persons.

Participants of the voting: M.Y. Kurbatov, A.V. Demidov, A.N. Zharikov, D.V. Kulikov, K.N. Orlov, S.V. Chebotarev, R.A. Filkin.

Members who did not provide questionnaires: S.A. Balaeva, V.A. Pavlov, A.Y. Perepelkin.

The quorum is present.

Date of the minutes: 31.05.2012.

AGENDA:

1. On prior approval of the Decision to issue valuable securities by Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody.

2. On prior approval of the Prospectus of Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody.

3. On the priority area of the Company's activity - On prior approval of the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016.

4. On prior approval of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016.

Item 1: On prior approval of the Decision to issue valuable securities by Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody.

Decision:

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

«To approve the Decision to issue valuable securities by Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized

custody in the amount of 4 000 000 (Four million) pieces, par value of 1 000 (One thousand) rubles each, maturing in the 1092nd (One thousand ninety-second) day from the date of placing exchange-traded bonds, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with the Appendix».

Voting results:

Mikhail Yuryevich Kurbatov	- «FOR»
Alexey Vladimirovich Demidov	- «FOR»
Alexey Nikolayevich Zharikov	- «FOR»
Denis Vladimirovich Kulikov	- «FOR»
Konstantin Nikolayevich Orlov	- «FOR»
Sergey Vladimirovich Chebotarev	- «FOR»
Roman Alexeevich Filkin	- «FOR»

Total:

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

Decision is taken.

Item 2: On prior approval of the Prospectus of Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody.

Decision:

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

«To approve the Prospectus of Interregional Distribution Grid Company of Centre, Joint-Stock Company - unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody in the amount of 4 000 000 (Four million) pieces, par value of 1 000 (One thousand) rubles each, maturing in the 1092nd (One thousand ninety-second) day from the date of placing exchange-traded bonds, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with the Appendix».

Voting results:

Mikhail Yuryevich Kurbatov	- «FOR»
Alexey Vladimirovich Demidov	- «FOR»
Alexey Nikolayevich Zharikov	- «FOR»
Denis Vladimirovich Kulikov	- «FOR»
Konstantin Nikolayevich Orlov	- «FOR»
Sergey Vladimirovich Chebotarev	- «FOR»
Roman Alexeevich Filkin	- «FOR»

Total:

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

Decision is taken.

Item 3: On the priority area of the Company's activity - On prior approval of the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016.

Decision:

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

«1. To determine the implementation of the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016 as a priority area of the Company's activity.

2. To approve the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016 in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

3. To instruct General Director of the Company to ensure the implementation of the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016 with taking into account the approved parameters of the Business plan and Investment program of the Company for the corresponding period».

Voting results:

Mikhail Yuryevich Kurbatov	- «FOR»
Alexey Vladimirovich Demidov	- «FOR»
Alexey Nikolayevich Zharikov	- «FOR»
Denis Vladimirovich Kulikov	- «ABSTAINED»
Konstantin Nikolayevich Orlov	- «FOR»
Sergey Vladimirovich Chebotarev	- «ABSTAINED»
Roman Alexeevich Filkin	- «FOR»

Total:

«FOR»	- «5»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Item 4: On prior approval of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016.

Decision:

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

«1. To approve the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016 in accordance with the Appendix to this decision of the Board of Directors of the Company.

2. To instruct General Director of the Company to ensure the execution of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016 with taking into account the approved parameters of the Business plan and Investment program of the Company for the corresponding period».

Voting results:

Mikhail Yuryevich Kurbatov	- «FOR»
Alexey Vladimirovich Demidov	- «FOR»
Alexey Nikolayevich Zharikov	- «FOR»
Denis Vladimirovich Kulikov	- «ABSTAINED»
Konstantin Nikolayevich Orlov	- «FOR»
Sergey Vladimirovich Chebotarev	- «ABSTAINED»
Roman Alexeevich Filkin	- «FOR»

Total:

«FOR»	- «5»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

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

Kurbatov M.Y.

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

Lapinskaya S.V.