



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

127018, Russia, Moscow, 2nd Yamskaya, 4
Tel.: Contact Centre +7(495) 747 92 92, +7(495) 747 92 96: Fax: +7 (495) 747 92 95
Direct Power Hot Line: 8 800 50 50 115, Trust Line: 8 800 100 9000;
e-mail: posta@mrsk-1.ru; <http://www.mrsk-1.ru>
Primary State Registration Number (OGRN) 1046900099498
Taxpayer Identification Code (INN) 6901067107

MINUTES

of meeting of the Board of Directors of IDGC of Centre
(in the form of absent voting)

«18» February 2013

Moscow

No. 02/13

Form of the meeting: **absent voting.**

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **A.E. Murov, A.V. Kazachenkov, A.M. Branis, D.V. Kulikov, D.I. Romeyko, V.N. Sedunov, M.G. Tikhonova, O.V. Shatokhina, A.V. Shevchuk, R.A. Filkin.**

Members who did not provide questionnaires: **D.O. Gudzhoyan.**

The quorum is **present.**

Absence of objections concerning the materials and draft resolutions from V.G. Korolev, the observer of the Federal Antimonopoly Service of the Russian Federation, was taken into account at drawing up of the minutes.

Date of the minutes: **21.02.2013.**

AGENDA:

1. Consideration of the report of Acting General Director of the Company «On implementation of the decisions taken in 4Q 2012 at the meetings of the Board of Directors of the Company».
2. Consideration of the report of Acting General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 4Q 2012».
3. Consideration of the report of Acting General Director «On the technical audit of fiber-optic lines in 4Q 2012».
4. Consideration of the report of Acting General Director of the Company «On execution of the Schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 4Q 2012».
5. Consideration of the report of Acting General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 4Q 2012».
6. Consideration of the report of Acting General Director of the Company «On execution of the Action Plan to implement the production assets management system of IDGC of Centre in 4Q 2012».
7. Consideration of the report of Acting General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 4Q 2012 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2012».
8. On approval of the Schedule of activities of IDGC of Centre to reduce overdue accounts

receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013.

9. Consideration of the report of Acting General Director of the Company «On execution of the target values of Cash Flow of the Company in 4Q 2012».
10. Consideration of the report of Acting General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 4Q 2012».
11. On approval of the report of Acting General Director of the Company «On execution of key performance indications for General Director of the Company in 3Q 2012».
12. On approval of the target values of Cash Flow of the Company for 1Q 2013.
13. On approval of the adjusted Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of IDGC of Centre.
14. On approval of the Program of insurance coverage of IDGC of Centre for 2013.
15. On approval of the corporate structure of the Executive Office of IDGC of Centre.
16. On approval of an internal document of the Company: the Regulation on the Company Investment Activity in a new edition.
17. On approval of an internal document of the Company – Regulations for development, validation, coordination, approval and adjustment of the Program of energy conservation and energy efficiency of IDGC of Centre.
18. On termination of powers of a member of the Management Board of the Company.
19. On determination of the position of IDGC of Centre regarding the agenda items of a meeting of the Board of Directors of JSC “Energetik”:
 - 19.1. On approval of target values of key performance indicators of the Company for 2013.
 - 19.2. On approval of the Business plan of the Company for 2013.
20. On approval of the Head and members of the Central purchasing authority of the Company.

Item 1. Consideration of the report of Acting General Director of the Company «On implementation of the decisions taken in 4Q 2012 at the meetings of the Board of Directors of the Company».

Decision:

1. To take into consideration the report of Acting General Director of the Company «On implementation of the decisions taken in 4Q 2012 at the meetings of the Board of Directors of the Company» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.
2. To assign General Director to submit to the Board of Directors the cost justification for the development of automated process control and telecommunications systems within the target programs of automated process control and process management systems development until May 1, 2013.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

10. Roman Alexeyevich Filkin - «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 2. Consideration of the report of Acting General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 4Q 2012» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Voting results:

1. Andrey Evgenyevich Murov	- «FOR»
2. Andrey Valentinovich Kazachenkov	- «FOR»
3. Alexander Markovich Branis	- «FOR»
4. Denis Viktorovich Kulikov	- «FOR»
5. Dmitry Igorevich Romeyko	- «FOR»
6. Valery Nikolayevich Sedunov	- «FOR»
7. Maria Gennadyevna Tikhonova	- «FOR»
8. Oxana Vladimirovna Shatokhina	- «FOR»
9. Alexander Viktorovich Shevchuk	- «FOR»
10. Roman Alexeyevich Filkin	- «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 3. Consideration of the report of Acting General Director «On the technical audit of fiber-optic lines in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On the technical audit of fiber-optic lines in 4Q 2012» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Voting results:

1. Andrey Evgenyevich Murov	- «FOR»
2. Andrey Valentinovich Kazachenkov	- «FOR»
3. Alexander Markovich Branis	- «FOR»
4. Denis Viktorovich Kulikov	- «FOR»
5. Dmitry Igorevich Romeyko	- «FOR»
6. Valery Nikolayevich Sedunov	- «FOR»
7. Maria Gennadyevna Tikhonova	- «FOR»
8. Oxana Vladimirovna Shatokhina	- «FOR»
9. Alexander Viktorovich Shevchuk	- «FOR»
10. Roman Alexeyevich Filkin	- «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»

«ABSTAINED» - «0»

The decision is taken.

Item 4. Consideration of the report of Acting General Director of the Company «On execution of the Schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the Schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 4Q 2012» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 5. Consideration of the report of Acting General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 4Q 2012» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 6. Consideration of the report of Acting General Director of the Company «On execution of the Action Plan to implement the production assets management system of IDGC of Centre in 4Q 2012».

Decision:

1. To take into consideration the report of Acting General Director of the Company «On execution of the Action Plan to implement the production assets management system of IDGC of Centre in 4Q 2012» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.
2. To cancel the assignment, provided for in paragraph 3 of the decision of the Board of Directors on 29.02.2012 regarding item # 1 «On the determination of the priority activities of the Company: the implementation of the production assets management system in the Company» (Minutes # 03/12 of 01.03.2012), due to the implementation of the Action Plan to implement the production assets management system of IDGC of Centre».
3. To mark the timely and quality execution of the above-mentioned assignment of the Board of Directors of the Company dated 29.02.2012 by IDGC of Centre.
4. To assign Acting General Director to consider awarding the employees of IDGC of Centre, responsible for the execution of the above-mentioned assignment of the Board of Directors of the Company dated 29.02.2012.
5. To assign the Personnel and Remuneration Committee of the Board of Directors of the Company tentatively to consider awarding General Director IDGC of Centre and senior managers of the Company, responsible for the execution of the above-mentioned assignment of the Board of Directors of the Company dated 29.02.2012.

Voting results:

1. **Andrey Evgenyevich Murov** - «FOR»
2. **Andrey Valentinovich Kazachenkov** - «FOR»
3. **Alexander Markovich Branis** - «FOR»
4. **Denis Viktorovich Kulikov** - «FOR»
5. **Dmitry Igorevich Romeyko** - «FOR»
6. **Valery Nikolayevich Sedunov** - «FOR»
7. **Maria Gennadyevna Tikhonova** - «FOR»
8. **Oxana Vladimirovna Shatokhina** - «FOR»
9. **Alexander Viktorovich Shevchuk** - «FOR»
10. **Roman Alexeyevich Filkin** - «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 7. Consideration of the report of Acting General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 4Q 2012 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 4Q 2012 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2012» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 8. On approval of the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013.

Decision:

To approve the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013, in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 9. Consideration of the report of Acting General Director of the Company « On execution of the target values of Cash Flow of the Company in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the target values of Cash Flow of the Company in 4Q 2012» in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 10. Consideration of the report of Acting General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 4Q 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 4Q 2012» in accordance with Appendix # 10 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 11. On approval of the report of Acting General Director of the Company «On execution of key performance indications for General Director of the Company in 3Q 2012».

Decision:

To approve the report of Acting General Director of the Company «On execution of key performance indications for General Director of the Company in 3Q 2012 in accordance with Appendices # 11, 12 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «ABSTAINED» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «ABSTAINED» |

Total:

«FOR»	- «8»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

The decision is taken.

Item 12. On approval of the target values of Cash Flow of the Company for 1Q 2013.

Decision:

1. To approve the target values of Cash Flow of the Company for 1Q 2013:

RUB

Name	Services for the operation and development of the distribution grid complex
January	22 111 647
February	-
March	-

2. To assign Acting General Director of the Company:

- 2.1. no later than 5 days from the date of this decision to ensure the formation of the draft of the Cash and Flow its approval;
 2.2. no later than one day from the date of approval of the Cash Flow to send the document to members of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «AGAINST» |
| 4. Denis Viktorovich Kulikov | - «ABSTAINED» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. Roman Alexeyevich Filkin | - «AGAINST» |

Total:

«FOR»	- «6»
«AGAINST»	- «2»
«ABSTAINED»	- «2»

The decision is taken.

Item 13. On approval of the adjusted Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of IDGC of Centre.

Decision:

To approve of the adjusted Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in accordance with Appendix # 13 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 14. On approval of the Program of insurance coverage of IDGC of Centre for 2013.

Decision:

To defer consideration of the item at a later date.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 15. On approval of the corporate structure of the Executive Office of IDGC of Centre.

Decision:

1. To approve and put into force starting from May 8, 2013 the corporate structure of the

Executive Office of the Company in accordance with Appendix To approve and put into force starting from May 8, 2013 the corporate structure of the Executive Office of the Company in accordance with the Appendix # 14 to this decision of the Board of Directors of the Company.

2. To consider the corporate structure of the Executive Office of the Company, approved by the decision of the Board of Directors of the Company on 29.07.2011 (Minutes # 17/11 of 01.08.2011) to have lost its force starting from May 8, 2013.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «ABSTAINED» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «AGAINST» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «7»
«AGAINST»	- «1»
«ABSTAINED»	- «2»

The decision is taken.

Item 16. On approval of an internal document of the Company: the Regulation on the Company Investment Activity in a new edition.

Decision:

To defer consideration of the item at a later date.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 17. On approval of an internal document of the Company – Regulations for development, validation, coordination, approval and adjustment of the Program of energy conservation and energy efficiency of IDGC of Centre.

Decision:

To approve the Regulations for development, validation, coordination, approval and

adjustment of the Program of energy conservation and energy efficiency of IDGC of Centre in accordance with Appendix # 15 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 18. On termination of powers of a member of the Management Board of the Company.

Decision:

To terminate the powers of the member of the Management Board of the Company, Konstantin Nikolayevich Orlov.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 19. On determination of the position of IDGC of Centre regarding the agenda items of a meeting of the Board of Directors of JSC “Energetik”:

19.1. On approval of target values of key performance indicators of the Company for 2013.

19.2. On approval of the Business plan of the Company for 2013.

Decision:

To defer consideration of the item at a later date.

Voting results:

- | | |
|--|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 20. On approval of the Head and members of the Central purchasing authority of the Company.

Decision:

1. To terminate the authority of the Central Tender Commission of IDGC of Centre, elected by the decision of the Board of Directors of IDGC of Centre on 31.05.2012 (Minutes #13/12 of 04.06.2012).

2. To approve the Head and the following members of the Central Tender Commission of IDGC of Centre:

Chairman of the CTC:

Cheripko S.S. – Adviser to General Director of IDGC of Centre;

Deputy Chairman of the CTC:

Yamoldin A.P. – Adviser to General Director of IDGC of Centre;

Members of the CTC:

Dmitriev S.V. - Head of Department of competition policy, logistics and procurement of IDGC of Centre;

Smirnov A.V. – Deputy Head of Department of competition policy, logistics and procurement of IDGC of Centre;

Rybnikov D.A. – Deputy Chief Engineer for Technical Development of IDGC of Centre;

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

Korotaev V.V. – Acting Head of grid connections Department of IDGC of Centre;

Sklyarov D.V. - Head of Investment Department of IDGC of Centre;

Maximov I.V. – Adviser to General Director of IDGC of Centre;

Arinina A.Y. – Head of Finance Department of IDGC of Centre;

Pyrkh V.S. - Head of Security Office of IDGC of Centre;

Balashov A.A. – Adviser to General Director of IDGC of Centre;

Kochkurova E.V. – Acting Head of Internal Audit and Risk Management Department of IDGC of Centre;

Panayotidi R.I. – Head of Regulatory Support Section of Legal Department of IDGC of Centre;

Shevchenko T.V. – Purchasing Director - Head of Procurement of IDGC Holding;

Fominikh V.A. – Deputy Head of Procurement Department - Head of planning, control and methodology of procurement section of IDGC Holding;

Barkalov P.S. – Adviser to First Deputy Chairman of the Management Board of FGC UES;

Executive Secretary of the CTC (voting):

Chernykh O.S. – Head of methodology and procurement Office of Department for competition policy, logistics and procurement of IDGC of Centre.

Voting results:

- | | |
|-------------------------------------|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.**Appendices:**

1. The report of Acting General Director of the Company «On implementation of the decisions taken in 4Q 2012 at the meetings of the Board of Directors of the Company» (Appendix #1).
2. The report of Acting General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 4Q 2012» (Appendix # 2).
3. The report of Acting General Director «On the technical audit of fiber-optic lines in 4Q 2012» (Appendix # 3).
4. The report of Acting General Director of the Company «On execution of the Schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 4Q 2012» (Appendix # 4).
5. The report of Acting General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 4Q 2012» (Appendix # 5).
6. The report of Acting General Director of the Company «On execution of the Action Plan to implement the production assets management system of IDGC of Centre in 4Q 2012» (Appendix # 6).
7. The report of Acting General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 4Q 2012 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.10.2012» (Appendix # 7).
8. The Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013 (Appendix # 8).
9. The report of Acting General Director of the Company «On execution of the target values of Cash Flow of the Company in 4Q 2012» (Appendix # 9).
10. The report of Acting General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 4Q 2012» (Appendix # 10).
11. The report of Acting General Director of the Company «On execution of key performance indications for General Director of the Company in 3Q 2012» (Appendices # 11-12).
12. The adjusted Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company (Appendix # 13).
13. The corporate structure of the Executive Office of the Company (Appendix # 14).

14. The Regulations for development, validation, coordination, approval and adjustment of the Program of energy conservation and energy efficiency of IDGC of Centre» (Appendix # 15).

**Chairman of the Board of Directors
of IDGC of Centre**

A.E. Murov

**Corporate Secretary
of IDGC of Centre**

S.V. Lapinskaya

Deputy General Director
for Corporate Governance _____/O.V. Tkacheva/

Director of Corporate Governance –
Head of corporate governance
and interaction with shareholders Department _____/V.A. Alimenko /