



“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)

«31» July 2012

Moscow

No. 10/12

Form of the meeting: absent voting.

Total number of members of the Committee for Personnel and Remuneration: 7 persons.

Participants of the voting: A.V. Demidov, M.M. Saukh, A.A. Popov, A.G. Starchenko, N.A. Umanets, R.A. Filkin, A.V. Shevchuk.

Members who did not provide questionnaires: none.

The quorum is present

Date of the minutes: 31.07.2012.

AGENDA:

1. Election of Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.
2. On preliminary assessment of candidates to the Board of Directors of IDGC of Centre.
3. On preliminary approval of candidates for certain positions in the executive office of the Company, determined by the Board of Directors of the Company.

Item 1: Election of Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.

Decision:

To elect Maxim Mikhailovich Saukh as Deputy Chairman of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.

Voting results:

Alexey Vladimirovich Demidov	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Albertovich Popov	- «FOR»
Alexander Grigoryevich Starchenko	- «FOR»
Natalia Anatolyevna Umanets	- «FOR»
Roman Alexeevich Filkin	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

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

Decision is taken.

Item 2: On preliminary assessment of candidates to the Board of Directors of IDGC of Centre.

Decision:

To recommend to the Board of Directors in considering the proposed candidates by the shareholder (s) of the Company for inclusion in the list of voting for the election to the Board of Directors at the Extraordinary General Meeting of Shareholders to take into account the results of the preliminary assessment in accordance with Appendix # 1 to this decision of the Committee for Personnel and Remuneration.

Voting results:

Alexey Vladimirovich Demidov	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Albertovich Popov	- «FOR»
Alexander Grigoryevich Starchenko	- «FOR»
Natalia Anatolyevna Umanets	- «FOR»
Roman Alexeevich Filkin	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

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

Decision is taken.

Item 3: On preliminary approval of candidates for certain positions in the executive office of the Company, determined by the Board of Directors of the Company

Decision:

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

«To agree on the candidacy of Andrey Vadimovich Barkovsky for the position of Head of Public Relations Department of IDGC of Centre.»

Voting results:

Alexey Vladimirovich Demidov	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Albertovich Popov	- «FOR»
Alexander Grigoryevich Starchenko	- «ABSTAINED»
Natalia Anatolyevna Umanets	- «FOR»
Roman Alexeevich Filkin	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

«FOR»	- «6»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

Decision is taken.

Appendix:

The results of the preliminary assessment of the candidates to the Board of Directors of IDGC of Centre (Appendix # 1).

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

A.V. Demidov

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

S.V. Lapinskaya