

“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)

«24» August 2012

Moscow

No.11/12

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, A.A. Popov, A.G. Starchenko, N.A. Umanets, A.V. Shevchuk.

Members who did not provide questionnaires: M.M. Saukh, R.A. Filkin.

The quorum is present

Date of the minutes: 24.08.2012.

AGENDA:

1. On consideration of the performance of Deputies General Director of the Company and preparation of appropriate recommendations to General Director of the Company.

Item 1: On consideration of the performance of Deputies General Director of the Company and preparation of appropriate recommendations to General Director of the Company.

Decision:

1. To recognize the performance of Deputy General Director for Investments, Dmitry Alexandrovich Andryushin, satisfactory.

2. To recommend General Director of IDGC of Centre, D.O. Gudzhoyan, to prolong the labour relations with Deputy General Director for Investments, D.A. Andryushin, for one year till 24.08.2013 inclusive with the terms and conditions of the previously concluded employment agreement.

Voting results:

Alexey Vladimirovich Demidov - «FOR»

Alexander Albertovich Popov - «FOR»

Alexander Grigoryevich Starchenko - «FOR»

Natalia Anatolyevna Umanets - «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «5»

«AGAINST» - «0»

«ABSTAINED» - «0»

Decision is taken.

**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