



“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)

«26» July 2013

Moscow

No. 12/13

**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.

**The quorum is present**

**Date of the minutes:** 29.07.2013.

#### AGENDA:

1. Election of Deputy Chairperson of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.
2. Approval of the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors for 2013-2014.
3. On preliminary consideration of the corporate structure of the Executive Office of IDGC of Centre.

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

##### **Decision:**

To elect Sergey Alexandrovich Arkhipov as Deputy Chairperson of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre.

##### **Voting results:**

<b>Sergey Alexandrovich Arkhipov</b>	- «FOR»
<b>Maxim Mikhailovich Saukh</b>	- «FOR»
<b>Roman Alexeyevich Filkin</b>	- «FOR»
<b>Oxana Vladimirovna Shatokhina</b>	- «FOR»
<b>Alexander Viktorovich Shevchuk</b>	- «FOR»

##### **Total:**

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

**Decision is taken.**

#### **Item 2: Approval of the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors for 2013-2014.**

##### **Decision:**

To approve the Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2013-2014 in accordance with Appendix 1 to this decision of the Committee for Personnel and Remuneration.

**Voting results:**

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

**Total:**

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

**Decision is taken.****Item 3: On preliminary consideration of the corporate structure of the Executive Office of IDGC of Centre.****Decision:**

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

*«1. To approve the corporate structure of the Executive Office of the Company in accordance with Appendix #3 to this decision of the Board of Directors of the Company and put it into force starting from August 01, 2013.*

*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 18.04.2013 (Minutes # 09/13 of 19.04.2013), to have lost its force starting from August 01, 2013».*

**Voting results:**

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

**Total:**

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

**Decision is taken.****Appendix:**

The Work Plan of the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre for 2013-2014 (Appendix # 1).

**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**

**S.V. Lapinskaya**