



"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 the meeting of the Committee for Audit
of the Board of Directors of IDGC of Centre
(in the form of absent voting)

May 13, 2014

Moscow

No. 06/14

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

Total number of members of the Committee for Audit: **5 persons.**

Participants of the voting: **O.V. Shatokhina, S.A. Demin, M.M. Saukh, R.A. Filkin, A.V. Shevchuk.**

Members who did not provide questionnaires: **none.**

The quorum is present.

Absence of objections concerning the materials and draft decisions from I.V. Shmakov, an expert of the Committee for Audit of the Board of Directors of the Company, was taken into account while drawing up the minutes.

Date of the minutes: **15.05.2014.**

AGENDA:

1. On consideration of the report of the Internal Audit and Risk Management Department on performance of the action plan in 1Q 2014.
2. On results of implementation of activities to comply with the legislation requirements for the insider information control in the Company in 1Q 2014.
3. On consideration of the report of an independent appraiser to determine the market value of the right of possession and use under the lease during the year of the item of immovable property at the address: Tambov, Morshanskoye Highway 23, according to the real estate lease agreement, concluded between IDGC of Centre (IDGC of Centre - Tambovenergo division) and JSC "SO UES" (Lipetsk Transmission Control Centre, a branch of JSC "SO UES").

Item 1: On consideration of the report of the Internal Audit and Risk Management Department on performance of the action plan in 1Q 2014.

Decision:

To take into consideration the report of the Internal Audit and Risk Management Department on performance of the action plan in 1Q 2014 in accordance with Appendix # 1 to this decision of the Committee for Audit of the Board of Directors of the Company.

Voting results:

Oxana Vladimirovna Shatokhina	- «FOR»
Sergey Alexandrovich Demin	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Roman Alexeyevich Filkin	- «FOR»

Alexander Viktorovich Shevchuk - «FOR»

Total:

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

Decision is taken.

Item 2: On results of implementation of activities to comply with the legislation requirements for the insider information control in the Company in 1Q 2014.

Decision:

To approve the report on the results of implementation of activities to comply with the legislation requirements for the insider information control in the Company in 1Q 2014 in accordance with Appendix # 2 to this decision of the Committee for Audit of the Board of Directors of the Company.

Voting results:

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

Total:

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

Decision is taken.

Item 3: On consideration of the report of an independent appraiser to determine the market value of the right of possession and use under the lease for a year of the item of immovable property at the address: Tambov, Morshanskoye Highway 23, according to the real estate lease agreement, concluded between IDGC of Centre (IDGC of Centre - Tambovenergo division) and JSC "SO UES" (Lipetsk Transmission Control Centre, a branch of JSC "SO UES").

Decision:

1. To take into consideration the report of the independent appraiser FSUE "Rostehinventarizatsiya - Federal TIB" № 0000/12.12.2013/05116-9000-D/YU-15/0008 to determine the market value of the right of possession and use under the lease for a year of the item of immovable property at the address: Tambov, Morshanskoye Highway 23, in the amount of 152 416,67 (One hundred fifty-two thousand four hundred sixteen) rubles 67 kopecks per month, including VAT 23 250,00 (Twenty three thousand two hundred fifty) rubles 00 kopecks.

2. To recommend to the Board of Directors of IDGC of Centre while determining the market value of rent to use the immovable property under the real estate lease agreement, concluded between IDGC of Centre (IDGC of Centre - Tambovenergo division) and JSC "SO UES" (Lipetsk Transmission Control Centre, a branch of JSC "SO UES"), located at the address: Tambov region, Tambov, Morshanskoye Highway 23, to follow the report of the independent appraiser FSUE "Rostehinventarizatsiya - Federal TIB" № 0000/12.12.2013/05116-9000-D/YU-15/0008.

Voting results:

Oxana Vladimirovna Shatokhina	- «FOR»
Sergey Alexandrovich Demin	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»

Roman Alexeyevich Filkin - «ABSTAINED»

Alexander Viktorovich Shevchuk - «FOR»

Total:

«FOR» - «4»

«AGAINST» - «0»

«ABSTAINED» - «1»

Decision is taken.

Appendices:

1. The report of the Internal Audit and Risk Management Department on performance of the action plan in 1Q 2014 (Appendix # 1).
2. The report on the results of implementation of activities to comply with the legislation requirements for the insider information control in the Company in 1Q 2014 (Appendix # 2).

**Chairperson of the Committee for Audit
of the Board of Directors of IDGC of Centre**

O.V. Shatokhina

**Secretary of the Committee for Audit
of the Board of Directors of IDGC of Centre**

A.A. Varlamov