



"INTERREGIONAL DISTRIBUTION GRID COMPANY OF CENTRE", JOINT-STOCK COMPANY

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## MINUTES

of meeting of the Strategy and Development Committee  
of the Board of Directors of IDGC of Centre

08 December 2014

Moscow

No. 15/14

**Time of the meeting:** 17 hours 00 minutes – 18 hours 30 minutes.

**Total number of members of the Strategy and Development Committee:** 13 persons.

**Participants of the voting:** S.V. Belevantsev, E.V. Bogach, A.N. Zharikov, S.Y. Lebedev, S.V. Podlutsky, S.Y. Rummyantsev, Y.A. Savvin, M.M. Saukh, A.V. Shevchuk.

**The written opinion (questionnaire) of the following members was taken into account while defining the results:** A.V. Gritsenko, Y.N. Pankstyanov, R.A. Filkin.

**Members who neither participated nor provided questionnaires:** V.I. Isaev.

**The quorum** is present.

**Date of the minutes:** 09.12.2014.

The meeting of the Strategy and Development Committee was audiotaped (hereinafter – the Committee), which is stored in the materials to the meeting of the Committee.

The meeting of the Strategy and Development Committee was chaired by Chairman of the Strategy and Development Committee, Yury Nikolayevich Pankstyanov.

*The following representatives of the management of IDGC of Centre were present:*

A.K. Akhmedova - Legal Director;

I.V. Gromova – Deputy General Director for Human Resources and Organizational Design;

E.V. Kabanova – Deputy General Director for Development and Sale of Services;

I.V. Maximov - Deputy General Director for Capital Construction;

D.V. Sklyarov – Deputy General Director for Investment;

L.A. Sklyarova - Chief Accountant - Head of Financial and Tax Accounting and Reporting Department;

O.A. Kharchenko - Acting Deputy General Director for Corporate Governance.

At the beginning of the meeting Deputy Chairman of the Strategy and Development Committee, S.Y. Lebedev, informed the audience about the presence of a quorum for the meeting of the Committee, opened the meeting and announced the agenda for the meeting.

### AGENDA:

**1.** On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Business Plan (including the Investment Program) of the Company in 3Q 2014 and following the results of 9 months 2014».

**2.** On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Business Plan of the Company, including the Investment program, for 2015 and predicted indicators for 2016-2019».

**Item 1: On the recommendation to the Board of Directors of the Company regarding the item «On approval of the report of General Director of the Company «On execution of the Business Plan (including the Investment Program) of the Company in 3Q 2014 and following the results of 9 months 2014».**

**Speaker** in terms of the Business plan execution report – S.Y. Rumyantsev – Member of the Management Board, Deputy General Director for Economy and Finance.

**Co-speaker** in terms of the Investment program execution report – I.V. Maximov – Member of the Management Board, Deputy General Director for Capital Construction.

The reports (presentations) on the item are stored in the materials for the meeting of the Committee.

**In discussing the reports the questions were received from:** S.Y. Lebedev, E.V. Bogach, Y.A. Savvin, A.N. Zharikov.

**The explanations and answers to the questions were given by:** S.Y. Rumyantsev, I.V. Maximov, E.V. Kabanova.

Following the results of the item discussion the Company's management was recommended to analyze and present the following information to members of the Strategy Development Committee within the review of a report on the Business Plan execution at the end of 2014:

- analysis of the actual use of capacity by newly connected customers, equipped with automated electricity metering systems (power ascension schedule as differentiated by reduced (including legal and natural persons) and standard connections);

- analysis of investment return spent on reduced grid connections by increasing services for electric power transmission in terms of actual consumption.

**Decision (put for voting):**

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

*«To approve the report of General Director of the Company «On execution of the Business Plan (including the Investment Program) of the Company in 2Q 2014 and 1H 2014 in accordance with the Appendices».*

**Voting results at the meeting:**

Elena Viktorovna Bogach	- «FOR»
Sergey Vsevolodovich Belevantsev	- «FOR»
Alexey Nikolayevich Zharikov	- «FOR»
Sergey Yuryevich Lebedev	- «FOR»
Sergey Vasilyevich Podlutsky	- «FOR»
Sergey Yuryevich Rumyantsev	- «FOR»
Yury Alexandrovich Savvin	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

**Voting results by filling in the questionnaires:**

Andrey Vitalyevich Gritsenko	- «FOR»
Yury Nikolayevich Pankstyanov	- «FOR»
Roman Alexeevich Filkin	- «AGAINST»

**Total:**

«FOR»	- «11»
«AGAINST»	- «1»
«ABSTAINED»	- «0»

**Decision is taken.**

**Item 2: On the recommendation to the Board of Directors of the Company regarding the item «On approval of the Business Plan of the Company, including the Investment program, for 2015 and predicted indicators for 2016-2019».**

**Speaker** – S.Y. Rumyantsev – Member of the Management Board, Deputy General Director for Economy and Finance.

The report (presentation) on the item is stored in the materials for the meeting of the Committee.

**In discussing the reports the questions were received from:** S.Y. Lebedev, E.V. Bogach, Y.A. Savvin, A.N. Zharikov, A.V. Shevchuk.

**The explanations and answers to the questions were given by:** S.Y. Rumyantsev, E.V. Kabanova, D.V. Sklyarov, L.A. Sklyarova, I.V. Gromova.

**Decision (put for voting):**

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

*«To approve the Business Plan of the Company, including the Investment program, for 2015 and predicted indicators for 2016-2019 in accordance with the Appendix».*

**Voting results at the meeting:**

Elena Viktorovna Bogach	- «FOR»
Sergey Vsevolodovich Belevantsev	- «FOR»
Alexey Nikolayevich Zharikov	- «AGAINST»
Sergey Yuryevich Lebedev	- «FOR»
Sergey Vasilyevich Podlutsky	- «FOR»
Sergey Yuryevich Rumyantsev	- «FOR»
Yury Alexandrovich Savvin	- «FOR»
Maxim Mikhailovich Saukh	- «FOR»
Alexander Viktorovich Shevchuk	- «AGAINST»

**Voting results by filling in the questionnaires:**

Andrey Vitalyevich Gritsenko	- «FOR»
Yury Nikolayevich Pankstyanov	- «FOR»
Roman Alexeevich Filkin	- «AGAINST»

**Total:**

«FOR»	- «9»
«AGAINST»	- «3»
«ABSTAINED»	- «0»

**Decision is taken.**

A special opinion of a member of the Strategy and Development Committee, A.V. Shevchuk, was received on this agenda item.

The agenda of the meeting of the Strategy and Development Committee of the Board of Directors of the Company on 08.12.2014 was exhausted.

The meeting of the Strategy and Development Committee was adjourned.

**Appendices:**

The special opinion of a member of the Strategy and Development Committee, A.V. Shevchuk, regarding agenda item # 2 of the meeting of the Strategy and Development Committee.

**Deputy Chairman  
of the Strategy and Development Committee  
of the Board of Directors of IDGC of Centre**

**S.Y. Lebedev**

**Secretary  
of the Strategy and Development Committee  
of the Board of Directors of IDGC of Centre**

**S.V. Lapinskaya**