



IDGC OF CENTRE

“INTERREGIONAL DISTRIBUTION GRID COMPANY OF CENTRE”, PUBLIC JOINT-STOCK COMPANY

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MINUTES

of meeting of the Board of Directors of IDGC of Centre, PJSC
(in the form of absent voting)

«02» December 2015

Moscow

No. 25/15

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

Total number of members of the Board of Directors: **11 people.**

Participants of the voting: **A.M. Branis, O.Y. Isaev, D.A. Malkov, Y.N. Mangarov, Y.N. Pankstyanov, M.M. Saukh, R.A. Filkin, A.N. Kharin, A.V. Shevchuk, N.I. Erpsher.**

Members who did not provide questionnaires: **T.P. Dronova.**

The quorum is **present.**

Absence of objections concerning the materials and draft resolutions from V.G. Korolev, the observer of the Federal Antimonopoly Service of the Russian Federation, was taken into account at drawing up of the minutes.

Date of the minutes: **03.12.2015.**

AGENDA:

1. On the prior approval of the decision made by the Company of a transaction, involving the purchase of property, which constitutes the fixed assets that are used for generation, transmission, dispatch and distribution of electrical and heat energy – an electric grid facility, located within the area of the city of Rylsk of Rylsky district of the Kursk region.

Item 1: On the prior approval of the decision made by the Company of a transaction, involving the purchase of property, which constitutes the fixed assets that are used for generation, transmission, dispatch and distribution of electrical and heat energy – an electric grid facility, located within the area of the city of Rylsk of Rylsky district of the Kursk region.

Decision:

To approve the transaction made by the Company, involving the purchase of property, which constitutes the fixed assets that are used for generation, transmission, dispatch and distribution of electrical and heat energy – an electric grid facility, located within the area of the city of Rylsk of Rylsky district of the Kursk region, on the following essential conditions:

Composition of the acquired assets:

Real and personal property, located within the area of the city of Rylsk of Rylsky district of the Kursk region, in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Counterparty: Administration of the city of Rylsk of Rylsky district of the Kursk region.

Acquisition cost:

In accordance with the price defined by the results of the auction for the sale of municipal property, but no more 15 923 134 (Fifteen million nine hundred twenty-three thousand one hundred thirty-four) rubles 76 kopecks, including VAT 18%.

Acquisition method:

Conclusion of an agreement of sale and purchase of the property on the basis of participation in the auction held by the authorized person to sell the municipal property in accordance with the applicable legislation of the Russian Federation on the privatization of municipal property.

Procedure of the property transfer:

The ownership of the property passes according to the procedure established by the legislation of the Russian Federation.

Voting results:

- | | |
|-----------------------------------|---------------|
| 1. Alexander Markovich Branis | - «AGAINST» |
| 2. Oleg Yuryevich Isaev | - «FOR» |
| 3. Denis Alexandrovich Malkov | - «FOR» |
| 4. Yury Nikolayevich Mangarov | - «FOR» |
| 5. Yury Nikolayevich Pankstyanov | - «FOR» |
| 6. Maxim Mikhailovich Saukh | - «FOR» |
| 7. Roman Alexeyevich Filkin | - «AGAINST» |
| 8. Andrey Nikolayevich Kharin | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. Natalia Ilyinichna Erpsher | - «FOR» |

Total:

«FOR»	- «7»
«AGAINST»	- «2»
«ABSTAINED»	- «1»

Decision is taken.

Appendix:

The list of real and personal property, located within the area of the city of Rylsk of Rylsky district of the Kursk region (Appendix # 1).

**Chairperson of the Board of Directors
of IDGC of Centre, PJSC**

Y.N. Mangarov

**Corporate Secretary
of IDGC of Centre, PJSC**

S.V. Lapinskaya