



Interregional Distribution Grid Company of Centre,
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MINUTES
of meeting of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre, PJSC
(in the form of absent voting)

«03» October 2016

Moscow

No. 13/16

Form of the meeting: absent voting.

Total number of members of the Personnel and Remuneration Committee: 5 persons.

Participants of the voting: N.I. Erpsher, D.A. Malkov, Y.N. Mangarov, R.A. Filkin, A.V. Shevchuk.

Members who did not provide questionnaires: none.

The quorum is present

Date of the minutes: 03.10.2016.

AGENDA:

1. On preliminary approval of a project to merge Distribution Zones of IDGC of Centre – Tverenergo division.
2. 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 preliminary approval of a project to merge Distribution Zones of IDGC of Centre – Tverenergo division.

Decision:

1. To approve the merger of Torzhoksky and Kuvshinovskiy Distribution Zones of IDGC of Centre – Tverenergo division.
2. To recommend to the Company's General Director to take in accordance with the labour laws of the Russian Federation organizational measures to integrate these Distribution Zones with obligatory carrying out explanatory work with staff and submit to the Personnel and Remuneration Committee of the Board of Directors of IDGC of Centre, PJSC a report on results of the measures to merge the Distribution Zones in terms of human resource management not later than 22.05.2017.

Voting results:

Natalia Ilyinichna Erpsher	- «FOR»
Denis Alexandrovich Malkov	- «FOR»
Yury Nikolayevich Mangarov	- «FOR»
Roman Alexeevich Filkin	- «FOR»
Alexander Viktorovich Shevchuk	- «FOR»

Total:

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

Decision is taken.

Item 2: 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. In connection with the expiration of the term of office of Deputy General Director of IDGC of Centre - Smolenskenergo division director Sabir Rafikovich Agamaliev, taking into account the branch's performance during his time in office, to recommend to General Director of the Company, O.Y. Isaev, to conclude an employment agreement with S.R. Agamaliev for a new term until 03.10.2017 inclusive.

Voting results:

Natalia Ilyinichna Erpsher	- «FOR»
Denis Alexandrovich Malkov	- «FOR»
Yury Nikolayevich Mangarov	- «FOR»
Roman Alexeevich Filkin	- «ABSTAINED»
Alexander Viktorovich Shevchuk	- «ABSTAINED»

Total:

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

2. In connection with the expiration of the term of office of Deputy General Director of IDGC of Centre - Yarenergo division director Alexander Anatolievich Kornilov, taking into account the branch's performance during his time in office, to recommend to General Director of the Company, O.Y. Isaev, to conclude an employment agreement with A.A. Kornilov for a new term until 03.10.2017 inclusive.

Voting results:

Natalia Ilyinichna Erpsher	- «FOR»
Denis Alexandrovich Malkov	- «FOR»
Yury Nikolayevich Mangarov	- «FOR»
Roman Alexeevich Filkin	- «ABSTAINED»
Alexander Viktorovich Shevchuk	- «ABSTAINED»

Total:

«FOR»	- «3»
«AGAINST»	- «0»
«ABSTAINED»	- «2»

Decision is taken.

Chairperson

**of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre, PJSC**

N.I. Erpsher

Secretary

**of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre, PJSC**

S.V. Lapinskaya