



IDGC OF CENTRE

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

2nd Yamskaya, 4, Moscow, Russia, 127018,

Tel: Contact Centre +7(495) 747 92 92, Fax: +7 (495) 747 92 95

e-mail: posta@mrsk-1.ru; <http://www.mrsk-1.ru>

PSRN 1046900099498 TIN 6901067107

MINUTES

of meeting of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre
(in the form of absent voting)

«07» May 2015

Moscow

No. 05/15

Form of the meeting: absent voting.

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

Participants of the voting: D.V. Kulikov, M.V. Lazareva, Y.N. Mangarov, N.I. Erpsher.

Members who did not provide questionnaires: R.A. Filkin.

The quorum is present

Date of the minutes: 07.05.2015.

AGENDA:

1. On preliminary consideration of the corporate structure of the Executive Office of IDGC of Centre.

2. On consideration of the performance of Deputy General Director of the Company and preparation of appropriate recommendations to General Director of the Company.

Item 1. On preliminary consideration of the corporate structure of the Executive Office of IDGC of Centre.

Decision:

1. To approve the corporate structure of the Executive Office of IDGC of Centre in accordance with Appendix #1 to this decision of the Personnel and Remuneration Committee.

2. 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 IDGC of Centre in accordance with the Appendix to this decision of the Board of Directors of IDGC of Centre and put it into effect with the time frame stipulated by the legislation of the Russian Federation while amending and terminating employment agreements with employees.

2. From the date of the corporate structure of the Executive Office of the Company entry into force in accordance with the Appendix to this decision of the Board of Directors to consider the corporate structure of the Executive Office of IDGC of Centre, approved by the decision of the Board of Directors of IDGC of Centre on 20.08.2014 (Minutes # 18/14 of 22.08.2014) to have lost its force».

Voting results:

Yury Nikolayevich Mangarov - «FOR»

Denis Viktorovich Kulikov - «FOR»

Maria Valeryevna Lazareva - «FOR»

Natalia Ilyinichna Erpsher - «FOR»

Total:

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

Decision is taken.**Item 2: On consideration of the performance of Deputy General Director of the Company and preparation of appropriate recommendations to General Director of the Company.****Decision:**

1. To recognize the performance of Deputy General Director of IDGC of Centre - Kurskenergo division director, Alexander Nikolayevich Rudnevsky, satisfactory.
2. To recommend to General Director of the Company, O.Y. Isaev, to conclude an employment agreement with Deputy General Director of IDGC of Centre - Kurskenergo division director, Alexander Nikolayevich Rudnevsky, for a new term until 12.05.2016 inclusive.

Voting results:

Yury Nikolayevich Mangarov	- «FOR»
Denis Viktorovich Kulikov	- «FOR»
Maria Valeryevna Lazareva	- «FOR»
Natalia Ilyinichna Erpsher	- «FOR»

Total:

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

Decision is taken.**Appendix:**

The corporate structure of the Executive Office of IDGC of Centre (Appendix 1).

**Chairperson
of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre****Y.N. Mangarov****Secretary
of the Personnel and Remuneration Committee
of the Board of Directors of IDGC of Centre****S.V. Lapinskaya**