



“Interregional Distribution Grid Company of Centre”, Joint-Stock Company

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## MINUTES

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

December 13, 2013

Moscow

No. 15/13

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

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

Participants of the voting: **S.A. Demin, M.M. Saukh, R.A. Filkin, O.V. Shatokhina, 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: **17.12.2013.**

### AGENDA:

1. Consideration of the report of an independent appraiser to determine the market rent to use the immovable property, located at the address: Kostroma region, Kostroma, Mir prospect, 53 under amendment #7 to real estate lease agreement of 01.06.2005 № 07-6/250(2005), concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and SO UES (Kostroma TCC, a branch of SO UES).
2. Consideration of the report of an independent appraiser to determine the market rent to use the immovable property, located at the address: Kostroma region, Kostroma, Mir prospect, 53 under amendment # 2 to real estate lease agreement of 16.08.2010 № 07-6/559 (2010)KC, concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and FGC UES (a branch of FGC UES - Volgo-Oksky PMES).
3. Consideration of the report of an independent appraiser to determine the market rent to use the immovable and movable property, located at the address: Kursk region, Kursk, Karl Marx street, 27 under amendment # 2 to real estate lease agreement of 10.03.2009 № 40025111, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»).
4. Consideration of the report of an independent appraiser to determine the market rent to use the immovable and movable property, located at the address: Kursk region, Kursk, Karl Marx street, 27 under amendment # 2 to movable property lease agreement of 10.03.2009 № 40025096, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»).
5. On approval of the use of evaluation results of the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a property complex, located at the address: Tambov region, Tambov district, settlement of Novaya Lyada, Sanatornaya street, 1.
6. On approval of the use of evaluation results of the market value of immovable property, which constitutes construction in progress that is not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office building (total building area 1 331,8 sq.m, total

project area 7 300 sq.m), located at the address: Russia, Kursk region, Kursk, Engels - Red Army street.

7. On approval of the work plan of the Internal Audit and Risk Management Department for 2014.

**Item 1: Consideration of the report of an independent appraiser to determine the market rent to use the immovable property, located at the address: Kostroma region, Kostroma, Mir prospect, 53 under amendment #7 to real estate lease agreement of 01.06.2005 № 07-6/250(2005), concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and SO UES (Kostroma TCC, a branch of SO UES).**

**Decision:**

1. To take into consideration the report of the independent appraiser LLC «LAIR» № H-16431/13 to determine the market value of rent to use the immovable property of the Company for the period from 01.01.2014 to 31.12.2014 under amendment #7 to real estate lease agreement of 01.06.2005 № 07-6/250(2005), concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and SO UES (Kostroma TCC, a branch of SO UES), located at the address: Kostroma, Mir prospect, 53, in the amount of 2 948,85 (Two thousands nine forty-eight) rubles 85 kopecks per month, including VAT 18 % - 449,82 (Four hundred forty nine) rubles 82 kopecks.

2. To recommend to the members of the Board of Directors of IDGC of Centre while determining the market value of rent to use the immovable property of the Company under amendment #7 to real estate lease agreement of 01.06.2005 № 07-6/250(2005), concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and SO UES (Kostroma TCC, a branch of SO UES), located at the address: Kostroma, Mir prospect, 53, to follow the report of the independent appraiser LLC «LAIR» № H-16431/13.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 2: Consideration of the report of an independent appraiser to determine the market rent to use the immovable property, located at the address: Kostroma region, Kostroma, Mir prospect, 53 under amendment # 2 to real estate lease agreement of 16.08.2010 № 07-6/559 (2010)KC, concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and FGC UES (a branch of FGC UES - Volgo-Oksky PMES).**

**Decision:**

1. To take into consideration the report of the independent appraiser LLC «LAIR» № H-16431/13 to determine the market value of rent to use the immovable property of the Company for the period from 01.01.2014 to 31.12.2014 under amendment # 2 to real estate lease agreement of 16.08.2010 № 07-6/559 (2010)KC, concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and FGC UES (a branch of FGC UES - Volgo-Oksky PMES), located at the address: Kostroma, Mir prospect, 53, in the amount of 137 809,59 (One hundred thirty-seven thousand eight hundred and nine) rubles 59 kopecks per month, including VAT 18 % - 21 021,80 (Twenty one thousand twenty one) rubles 80 kopecks.

2. To recommend to the members of the Board of Directors of IDGC of Centre while determining the market value of rent to use the immovable property of the Company under amendment # 2 to real estate lease agreement of 16.08.2010 № 07-6/559 (2010)KC, concluded between IDGC of Centre (IDGC of Centre - Kostromaenergo division) and FGC UES (a branch of FGC UES - Volgo-Oksky PMES), located at the address: Kostroma, Mir prospect, 53, to follow the report of the independent appraiser LLC «LAIR» № H-16431/13.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 3: Consideration of the report of an independent appraiser to determine the market rent to use the immovable and movable property, located at the address: Kursk region, Kursk, Karl Marx street, 27 under amendment # 2 to real estate lease agreement of 10.03.2009 № 40025111, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»).**

**Decision:**

1. To take into consideration the report of the independent appraiser LLC «Appraisal Institute» № MF-1841 to determine the market value of rent to use the immovable property of the Company, located at the address: Kursk, Karl Marx street, 27, as follows:

Item #	Name of leased immovable property	Rental rate per month (including utilities, maintenance and administrative services), RUB/sq.m		
		net of VAT	VAT amount	with VAT
1	Dispatcher's office	791,31	142,44	933,75
2	Production premises	728,67	131,15	859,82
3	Diesel control room	283,34	51,00	334,34

2. To recommend to the members of the Board of Directors of IDGC of Centre while determining the market value of rent to use the immovable property of the Company under amendment # 2 to real estate lease agreement of 10.03.2009 № 40025111, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»), located at the address: Kursk, Karl Marx street, 27, to follow the report of the independent appraiser LLC «Appraisal Institute» № MF-1841.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 4: Consideration of the report of an independent appraiser to determine the market rent to use the immovable and movable property, located at the address: Kursk region, Kursk, Karl Marx street, 27 under amendment # 2 to movable property lease agreement of 10.03.2009 № 40025096, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»).**

**Decision:**

1. To take into consideration the report of the independent appraiser LLC «Appraisal Institute» №

MF-1841 to determine the market value of rent to use the movable property of the Company, located at the address: Kursk, Karl Marx street, 27, as follows:

Item #	Name of leased movable property	Rental rate per month, RUB	
		with VAT	VAT
1	Air conditioner Sanyo SPW-X	536,00	81,76
2	Air conditioner Sanyo SPW-C 483 GH (outside)	324,95	49,57
3	Air conditioner Sanyo SPW-C 483 GH (inside)	211,05	32,19

2. To recommend to the members of the Board of Directors of IDGC of Centre while determining the market value of rent to use the movable property of the Company under amendment # 2 to movable property lease agreement of 10.03.2009 № 40025096, concluded between IDGC of Centre (IDGC of Centre-Kurskenergo division) and SO UES (a branch of SO UES «Regional Dispatch Office of the power systems of the Kursk and Orel regions»), located at the address: Kursk, Karl Marx street, 27, to follow the report of the independent appraiser LLC «Appraisal Institute» № MF-1841.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 5: On approval of the use of evaluation results of the market value of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a property complex, located at the address: Tambov region, Tambov district, settlement of Novaya Lyada, Sanatornaya street, 1.**

**Decision:**

To approve the use of evaluation results of the market value of immovable property - a property complex, located at the address: Tambov region, Tambov district, settlement of Novaya Lyada, Sanatornaya street, 1, performed by LLC «Petersburg appraisal company» (report of 21.11.2013 № 101113), in accordance with the Regulation on the sale of non-core assets of IDGC of Centre, approved by the Board of Directors of the Company dated 14.11.2008 (Minutes #18/08 of 18.11.2008).

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 6: On approval of the use of evaluation results of the market value of immovable property, which constitutes construction in progress that is not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office building (total building area 1 331,8 sq.m, total project area 7 300 sq.m), located at the address: Russia,**

**Kursk region, Kursk, Engels - Red Army street.**

**Decision:**

To approve the use of evaluation results of the market value of immovable property, which constitutes construction in progress, - an office building (total building area 1 331,8 sq.m, total project area 7 300 sq.m), located at the address: Russia, Kursk region, Kursk, Engels - Red Army street, performed by LLC «LAIR» (report of 31.07.2013 № H-15810/13), in accordance with the Regulation on the sale of non-core assets of IDGC of Centre, approved by the Board of Directors of the Company dated 14.11.2008 (Minutes #18/08 of 18.11.2008).

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Item 7: On approval of the work plan of the Internal Audit and Risk Management Department for 2014.**

**Decision:**

To approve the work plan of the Internal Audit and Risk Management Department of IDGC of Centre for 2014 in accordance with Appendix # 1 to this decision of the Committee for Audit of the Board of Directors of the Company.

**Voting results:**

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

**Total:**

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

**Decision is taken.**

**Appendix:**

1. The work plan of the Internal Audit and Risk Management Department of IDGC of Centre for 2014 (Appendix # 1).

**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**

**S.V. Lapinskaya**