



“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

December 16, 2013

Moscow

No. 15/13

Form of the meeting: absent voting.

Total number of members of the Strategy and Development Committee: 11 persons.

Participants of the voting: A.A. Bashindzhagyan, A.V. Gritsenko, A.N. Zharikov, S.Y. Lebedev, Y.N. Pankstyanov, S.Y. Rumyantsev, M.M. Saukh, R.A. Filkin, A.V. Shevchuk.

Members who did not provide questionnaires: S.A. Balaeva, D.I. Gotlib.

The quorum is present.

Date of the minutes: 18.12.2013.

AGENDA:

1. On the budget approval of the Strategy and Development Committee of the Board of Directors of IDGC of Centre for 1H 2014.
2. On the recommendation to the Board of Directors of the Company regarding the item «On termination of the participation of IDGC of Centre in Open Joint Stock Company "Group of public utilities" (OJSC "CCS Group")».

Item № 1: On the budget approval of the Strategy and Development Committee of the Board of Directors of IDGC of Centre for 1H 2014.

Decision:

To recommend to the Board of Directors of IDGC of Centre to approve the budget of the Strategy and Development Committee of the Board of Directors of IDGC of Centre for 1H 2014 in accordance with Appendix # 1 to this decision of the Strategy and Development Committee.

Voting results:

Astkhik Artashesovna Bashindzhagyan - «FOR»
Andrey Vitalyevich Gritsenko - «FOR»
Alexey Nikolayevich Zharikov - «FOR»
Sergey Yuryevich Lebedev - «FOR»
Yury Nikolayevich Pankstyanov - «FOR»
Sergey Yuryevich Rumyantsev - «FOR»
Maxim Mikhailovich Saukh - «FOR»
Roman Alexeevich Filkin - «ABSTAINED»
Alexander Viktorovich Shevchuk - «FOR»

Total:

| | |
|-------------|-------|
| «FOR» | - «8» |
| «AGAINST» | - «0» |
| «ABSTAINED» | - «1» |

Decision is taken.

Item № 2. On the recommendation to the Board of Directors of the Company regarding the item «On termination of the participation of IDGC of Centre in Open Joint Stock Company "Group of public utilities" (OJSC "CCS Group")».

Decision:

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

«To approve the termination of the participation of the Company in Open Joint Stock Company "Group of public utilities" (OJSC "CCS Group") by alienation of shares on the following terms:

- category, type, nominal value of shares disposed: ordinary registered uncertificated shares, state registration number 1-01-55462-E, with a par value of 0.0050 RUB per share;*
- Number of shares belonging to IDGC of Centre, the share in the authorized capital of OJSC "CCS Group": 666 667 (six hundred sixty-six thousand six hundred sixty-seven) shares, representing 0.022% of the share capital;*
- book value of the stock of shares: 116 162 (one hundred sixteen thousand one hundred sixty-two) rubles 06 kopecks;*
- method of disposal of shares – shares presentation for redemption in accordance with paragraph 1 of Art. 75 of the Federal Law "On Joint Stock Companies" in connection with the decision to approve major transactions at the Extraordinary General Meeting of Shareholders of OJSC "CCS Group" on 25.11.2013;*
- repurchase price: at market value determined by the independent appraiser LLC "Shogin and Partners" (report № 113/2 of 19.08.2013), at a rate of 0.174243 (zero point one hundred seventy-four thousand two hundred forty-three million) per share;*
- procedure (term) of payment for shares: by monetary assets within 30 days after the deadline for shares presentation for redemption by money transfer to the account of the seller».*

Voting results:

| | |
|--|-------------|
| Astkhik Artashesovna Bashindzhagyan | - «AGAINST» |
| Andrey Vitalyevich Gritsenko | - «FOR» |
| Alexey Nikolayevich Zharikov | - «FOR» |
| Sergey Yuryevich Lebedev | - «FOR» |
| Yury Nikolayevich Pankstyanov | - «FOR» |
| Sergey Yuryevich Rumyantsev | - «FOR» |
| Maxim Mikhailovich Saukh | - «FOR» |
| Roman Alexeevich Filkin | - «FOR» |
| Alexander Viktorovich Shevchuk | - «FOR» |

Total:

| | |
|-------------|-------|
| «FOR» | - «8» |
| «AGAINST» | - «1» |
| «ABSTAINED» | - «0» |

Decision is taken.

Appendix:

The budget of the Strategy and Development Committee of the Board of Directors of IDGC of Centre for 1H 2014 (Appendix # 1).

**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