



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

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MINUTES

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

«28» February 2013

Moscow

No. 03/13

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

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

Participants of the voting: **A.E. Murov, A.V. Kazachenkov, A.M. Branis, D.V. Kulikov, D.I. Romeyko, V.N. Sedunov, M.G. Tikhonova, O.V. Shatokhina, A.V. Shevchuk, R.A. Filkin.**

Members who did not provide questionnaires: **D.O. Gudzhoyan.**

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: **01.03.2013.**

AGENDA:

1. Consideration of the report «On compliance with the Regulations on the insider information of IDGC of Centre, JSC in 4Q 2012».
2. Consideration of the report of Acting General Director of the Company «On the sale of non-core assets of the Company in 4Q 2012».
3. Consideration of the report of Acting General Director of the Company «On provision of insurance coverage in 4Q 2012 and 2012».
4. Consideration of the report of Acting General Director of the Company «On the implementation of activities to reach the planned level of electrical energy losses in the networks of JSC “Yargorelectroset” in 4Q 2012 and following the results of 2012».
5. Consideration of the report of Acting General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre».
6. Consideration of the report of Acting General Director of the Company «Analysis of the results of the implementation of the system of construction management of major investment projects (as an example of the pilot major investment projects) in the Company for 2012 in terms of meeting deadlines for completion of stages of obtaining initial and permit, design and construction documents, supply of materials and equipment, construction, installation and commissioning and starting-up, efficient use of funds and compliance with the estimated cost of construction, and the quality of work in accordance with the applicable rules and regulations».
7. Consideration of the report of Acting General Director of the Company «On the level of reliability and quality of the Company's services provided (broken down by the

branches), subject to rate regulation based on long-term activity regulation parameters for 2012».

8. Consideration of the report of Acting General Director «On execution of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016».
9. On approval of the adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2013-2017.
10. On approval of internal documents of the Company – Concept of development, implementation and management of reference data system in the maintenance and repair of IDGC of Centre.
11. On early termination of powers of members of the Reliability Committee of the Board of Directors of IDGC of Centre and election of members of the Reliability Committee of the Board of Directors of IDGC of Centre.
12. On approval of the report of Acting General Director of the Company «On execution of the Annual integrated purchasing program in 4Q 2012 and following the results of 2012».
13. On approval of internal documents of the Company:
 - The Code of Conduct of IDGC of Centre;
 - The Corporate Governance Code of IDGC of Centre in a new edition.

Item 1. Consideration of the report «On compliance with the Regulations on the insider information of IDGC of Centre, JSC in 4Q 2012».

Decision:

To approve the report «On compliance with the Regulations on the insider information of IDGC of Centre, JSC in 4Q 2012» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 2. Consideration of the report of Acting General Director of the Company «On the sale of non-core assets of the Company in 4Q 2012».

Decision:

1. To take into consideration the report of Acting General Director of the Company on the sale of non-core assets in 4Q 2012 in accordance with Appendix # 2 to this decision of the Board of Directors.
2. To exclude the following items from the Registry of non-core assets of the Company: items 1.1.1, 1.2.19, 1.6.2, 1.7.111, 1.7.166, 1.7.169, 1.7.174 due to their sale.

3. To set the new deadline for the Board of Directors to take a decision in respect of the item: item 2.3 – 3rd quarter of 2013.
4. To set the new deadline to sell the following items: items 1.2.40 - 1.2.46, 1.2.58, 1.2.59, 1.7.80, 1.7.82, 1.7.123 - 1.7.129, 1.7.131 - 1.7.145, 2.1 - 2.3 – 4th quarter of 2013;
5. To amend the Registry of non-core assets of the Company in accordance with Appendix # 3 to this decision of the Board of Directors.

Voting results:

- | | |
|--|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 3. Consideration of the report of Acting General Director of the Company «On provision of insurance coverage in 4Q 2012 and 2012».

Decision:

To take into consideration the report of Acting General Director of the Company «On provision of insurance coverage in 4Q 2012 and 2012» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 4. Consideration of the report of Acting General Director of the Company «On the implementation of activities to reach the planned level of electrical energy losses in the networks of JSC “Yargorelectroset” in 4Q 2012 and following the results of 2012».

Decision:

1. To take into consideration the report of Acting General Director of the Company «On the implementation of activities to reach the planned level of electrical energy losses in the networks of JSC “Yargorelectroset” in 4Q 2012 and following the results of 2012» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.
2. To note the failure to reach the planned level of electrical energy losses in the networks of JSC "Yargorelectroset" in the 4th quarter of 2012 (17.85% as planned, the fact is 20.38%, the deviation from the plan taking into account the actual supply of 10.3 million kW*h into the grid) and following the results of 2012 (16.9% as planned, the fact is 18.13%, the deviation from the plan in 2012 taking into account the actual supply 16.3 million kW*h into the grid).
3. To mark following the results of 2012 detection and recovery of cost of non-contractual electricity consumption in the amount of 15.6 million kW*h attributable to non-operating income of the Company.
4. To recommend to the chief executive officer of JSC "Yargorelectroset":
 - 4.1. to submit for consideration to the Board of Directors of JSC "Yargorelectroset" the adjusted Program of measures for addressing problems hindering the reduction of technological consumption (losses) of electricity of JSC "Yargorelectroset" and (or) have a negative impact on the effectiveness of measures on energy conservation and energy efficiency;
Deadline: 15.03.2013.
 - 4.2. to develop and submit to the Board of Directors of JSC "Yargorelectroset" a staff motivation system of JSC "Yargorelectroset", focused on reducing the level of technological consumption (losses) of electricity;
Deadline: 15.03.2013.
 - 4.3. to organize an audit of the activity of JSC "Yargorelectroset" in the provision of services for the transmission of electrical energy, energy conservation, energy efficiency and reduction of electricity losses involving employees of branches of IDGC of Centre, the results of due diligence to present to the Board of Directors of IDGC of Centre until 26.04.2013.

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 5. Consideration of the report of Acting General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre».

Decision:

To take into consideration the report of Acting General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 6. Consideration of the report of Acting General Director of the Company «Analysis of the results of the implementation of the system of construction management of major investment projects (as an example of the pilot major investment projects) in the Company for 2012 in terms of meeting deadlines for completion of stages of obtaining initial and permit, design and construction documents, supply of materials and equipment, construction, installation and commissioning and starting-up, efficient use of funds and compliance with the estimated cost of construction, and the quality of work in accordance with the applicable rules and regulations».

Decision:

To take into consideration the report of Acting General Director of the Company «Analysis of the results of the implementation of the system of construction management of major investment projects (as an example of the pilot major investment projects) in the Company for 2012 in terms of meeting deadlines for completion of stages of obtaining initial and permit, design and construction documents, supply of materials and equipment, construction, installation and commissioning and starting-up, efficient use of funds and compliance with the estimated cost of construction, and the quality of work in accordance with the applicable rules and regulations» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|-------------------------------------|---------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |

10. Roman Alexeyevich Filkin - «FOR»

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 7. Consideration of the report of Acting General Director of the Company «On the level of reliability and quality of the Company's services provided (broken down by the branches), subject to rate regulation based on long-term activity regulation parameters for 2012».

Decision:

1. To take into consideration the report of Acting General Director of the Company «On the level of reliability and quality of the Company's services provided (broken down by the branches), subject to rate regulation based on long-term activity regulation parameters for 2012» in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

2. To assign Acting General Director of the Company to send to the executive authorities of the Russian Federation in the field of state regulation of tariffs actual values for the 2012 performance level of reliability and quality of services of the Company referred to in paragraph 1 of this decision.

Deadline: until April 01, 2013.

Voting results:

- 1. Andrey Evgenyevich Murov** - «FOR»
- 2. Andrey Valentinovich Kazachenkov** - «FOR»
- 3. Alexander Markovich Branis** - «FOR»
- 4. Denis Viktorovich Kulikov** - «FOR»
- 5. Dmitry Igorevich Romeyko** - «FOR»
- 6. Valery Nikolayevich Sedunov** - «FOR»
- 7. Maria Gennadyevna Tikhonova** - «ABSTAINED»
- 8. Oxana Vladimirovna Shatokhina** - «FOR»
- 9. Alexander Viktorovich Shevchuk** - «FOR»
- 10. Roman Alexeyevich Filkin** - «FOR»

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 8. Consideration of the report of Acting General Director «On execution of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016».

Decision:

To defer consideration of the item at a later date.

Voting results:

- 1. Andrey Evgenyevich Murov** - «FOR»
- 2. Andrey Valentinovich Kazachenkov** - «FOR»
- 3. Alexander Markovich Branis** - «FOR»
- 4. Denis Viktorovich Kulikov** - «FOR»

- | | |
|--|---------|
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 9. On approval of the adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2013-2017.

Decision:

To approve the adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2013-2017 in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 10. On approval of internal documents of the Company – Concept of development, implementation and management of reference data system in the maintenance and repair of IDGC of Centre.

Decision:

To approve the Concept of development, implementation and management of reference data system in the maintenance and repair of IDGC of Centre in accordance with Appendix # 10 to this decision of the Board of Directors of the Company.

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |

8. Oxana Vladimirovna Shatokhina - «FOR»
 9. Alexander Viktorovich Shevchuk - «FOR»
 10. Roman Alexeyevich Filkin - «FOR»

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 11. On early termination of powers of members of the Reliability Committee of the Board of Directors of IDGC of Centre and election of members of the Reliability Committee of the Board of Directors of IDGC of Centre.

Decision:

1. To early terminate the powers of the following members of the Reliability Committee of the Board of Directors of IDGC of Centre:

- Konstantin Nikolayevich Orlov;
- Alexey Petrovich Petrov;
- Valeria Nikolaevna Chernykh.

2. To elect the following members of the Reliability Committee of the Board of Directors of IDGC of Centre:

- Andrey Borisovich Lavrov - Head of investment projects and estimated valuation Section of Capital Construction Department of IDGC Holding;
- Oleg Alexandrovich Sukhov - Deputy Head of operational and technological management Office - Head of operational and situational centre of IDGC Holding;
- Evgeny Vyacheslavovich Turapin - Deputy Chief Engineer for electric grid facilities management of IDGC of Centre.

Voting results:

1. Andrey Evgenyevich Murov - «FOR»
 2. Andrey Valentinovich Kazachenkov - «FOR»
 3. Alexander Markovich Branis - «FOR»
 4. Denis Viktorovich Kulikov - «FOR»
 5. Dmitry Igorevich Romeyko - «FOR»
 6. Valery Nikolayevich Sedunov - «FOR»
 7. Maria Gennadyevna Tikhonova - «ABSTAINED»
 8. Oxana Vladimirovna Shatokhina - «FOR»
 9. Alexander Viktorovich Shevchuk - «FOR»
 10. Roman Alexeyevich Filkin - «FOR»

Total:

«FOR»	- «9»
«AGAINST»	- «0»
«ABSTAINED»	- «1»

The decision is taken.

Item 12. On approval of the report of Acting General Director of the Company «On execution of the Annual integrated purchasing program in 4Q 2012 and following the results of 2012».

Decision:

To defer consideration of the item at a later date.

Voting results:

1. Andrey Evgenyevich Murov - «FOR»

- | | |
|--|---------|
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «FOR» |
| 4. Denis Viktorovich Kulikov | - «FOR» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «FOR» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «FOR» |
| 10. Roman Alexeyevich Filkin | - «FOR» |

Total:

«FOR»	- «10»
«AGAINST»	- «0»
«ABSTAINED»	- «0»

The decision is taken.

Item 13. On approval of internal documents of the Company:

- **The Code of Conduct of IDGC of Centre;**
- **The Corporate Governance Code of IDGC of Centre in a new edition.**

Decision:

1. To approve the Code of Conduct of IDGC of Centre, including the Anti-Corruption Policy of IDGC of Centre, in accordance with Appendix # 11 to this decision of the Board of Directors of the Company;
2. To approve the Corporate Governance Code of IDGC of Centre in a new edition in accordance with Appendix # 12 to this decision of the Board of Directors of the Company.
3. To assign General Director of IDGC of Centre ensure the implementation and compliance by the Company with the approved by this decision of the Board of Directors of the Company internal documents aimed at improving the efficiency and transparency of the Company (including the financial and economic activities and anti-corruption).

Voting results:

- | | |
|--|---------------|
| 1. Andrey Evgenyevich Murov | - «FOR» |
| 2. Andrey Valentinovich Kazachenkov | - «FOR» |
| 3. Alexander Markovich Branis | - «ABSTAINED» |
| 4. Denis Viktorovich Kulikov | - «ABSTAINED» |
| 5. Dmitry Igorevich Romeyko | - «FOR» |
| 6. Valery Nikolayevich Sedunov | - «FOR» |
| 7. Maria Gennadyevna Tikhonova | - «ABSTAINED» |
| 8. Oxana Vladimirovna Shatokhina | - «FOR» |
| 9. Alexander Viktorovich Shevchuk | - «ABSTAINED» |
| 10. Roman Alexeyevich Filkin | - «ABSTAINED» |

Total:

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

The decision is taken.

The members of the Board of Directors, D.V. Kulikov and A.V. Shevchuk, submitted their special opinion regarding item 13.

Appendices:

1. The report «On compliance with the Regulations on the insider information of IDGC of Centre, JSC in 4Q 2012» (Appendix #1).

2. The report of Acting General Director of the Company «On the sale of non-core assets of the Company in 4Q 2012» (Appendix # 2).
3. Amendment to the Registry of non-core assets of the Company (Appendix # 3).
4. The report of Acting General Director of the Company «On provision of insurance coverage in 4Q 2012 and 2012» (Appendix # 4).
5. The report of Acting General Director of the Company «On the implementation of activities to reach the planned level of electrical energy losses in the networks of JSC “Yargorelectroset” in 4Q 2012 and following the results of 2012» (Appendix # 5).
6. The report of Acting General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre» (Appendix # 6).
7. The report of Acting General Director of the Company «Analysis of the results of the implementation of the system of construction management of major investment projects (as an example of the pilot major investment projects) in the Company for 2012 in terms of meeting deadlines for completion of stages of obtaining initial and permit, design and construction documents, supply of materials and equipment, construction, installation and commissioning and starting-up, efficient use of funds and compliance with the estimated cost of construction, and the quality of work in accordance with the applicable rules and regulations» (Appendix # 7).
8. The report of Acting General Director of the Company «On the level of reliability and quality of the Company's services provided (broken down by the branches), subject to rate regulation based on long-term activity regulation parameters for 2012» (Appendix # 8).
9. The adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2013-2017 (Appendix # 9).
10. The concept of development, implementation and management of reference data system in the maintenance and repair of IDGC of Centre (Appendix # 10).
11. The Code of Conduct of IDGC of Centre (Appendix # 11).
12. The Corporate Governance Code of IDGC of Centre in a new edition (Appendix # 12).

**Chairman of the Board of Directors
of IDGC of Centre**

A.E. Murov

**Corporate Secretary
of IDGC of Centre**

S.V. Lapinskaya