

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

127018, Russia, Moscow, 2nd Yamskaya, 4
Tel.: Contact Centre +7(495) 747 92 92, +7(495) 747 92 96; Fax: +7 (495) 747 92 95
Direct Power Hot Line: 8 800 50 50 115, Trust Line: 8 800 100 9000;
e-mail: posta@mrsk-1.ru; <http://www.mrsk-1.ru>
Primary State Registration Number (OGRN) 1046900099498
Taxpayer Identification Code (INN) 6901067107

MINUTES

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

«02» April 2013 2013

Moscow

No. 08/13

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: **02.04.2013.**

AGENDA:

1. Election of General Director of the Company.

Item 1. Election of General Director of the Company.

Decision:

1. To elect Oleg Yuryevich Isaev as General Director of IDGC of Centre for three years until 01.04.2016 inclusive.

2. To authorize Oleg Mikhailovich Budargin, Chairman of the Management Board of FGC UES, to carry out on the Company's behalf the rights and obligations of the employer in respect of General Director of the Company Oleg Yuryevich Isaev, including determining terms and conditions of a labour agreement, to sign the labour agreement, amendments and agreements related to the termination of the labour agreement.

Voting results:

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

Total:

«FOR»

- «5»

«AGAINST»	- «5»
«ABSTAINED»	- «0»

The decision is taken.

The members of the Board of Directors of the Company, A.M. Branis, D.V. Kulikov, A.V. Shevchuk and R.A. Filkin, submitted their special opinion regarding this item of the agenda of the meeting of the Board of Directors of the Company.

Appendix:

The special opinion of the members of the Board of Directors of the Company, A.M. Branis, D.V. Kulikov, A.V. Shevchuk and R.A. Filkin, regarding the item of the agenda of the meeting.

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

A.E. Murov

**Corporate Secretary
of IDGC of Centre**

S.V. Lapinskaya