

Approved by:
Decision of the General Shareholders Meeting of IDGC of Centre, JSC
Minutes No. 1 as of 3 June 2008

REGULATIONS
on the Remuneration Payment to the Auditing Committee of
“Interregional Distribution Grid Company of Centre”, Joint-
Stock Company

Moscow
2008

The present Regulations were developed on the basis of the Federal Law "On Joint Stock Companies" and establishes the amount and the procedure of payment of remuneration and compensation to the members of the Auditing Committee of the Company of IDGC of Centre, JSC (hereinafter referred to as "the Company").

1. Payment of remuneration and compensation is made by the Company in cash.

2. Payment of compensation.

2.1. Expenses related to the participation in the meeting of the Auditing Committee and check-up of the Company's activity are compensated to the member of the Auditing Committee according to the rate of travel expenses reimbursement valid at the moment of the meeting or check-up.

2.2. Payment of compensation is made by the Company within three days after submitting the documents confirming the incurred expenses.

3. Payment of remuneration.

3.1. For the participation in a check-up (audit) of the Company's financial and economic activity, lump sum remuneration is paid to members of the Auditing Committee in the amount of 25 minimum monthly wages of the first-class employee established by the industry wage agreement in the RF power complex (hereinafter referred to as the Agreement) at the period of holding audit, taking into account indexations established by the Agreement.

Payment of remuneration mentioned in this item is made within a week after drawing up the report on results of the audit held.

3.2. The amount of remuneration paid to the Chairperson of the Auditing Committee in accordance with paragraph 3.1 of the present Regulations is increased by 50%.

4. Payment of remuneration and compensation to the attracted by the Auditing Committee specialists (experts), who are not members of the Auditing Committee of the Company, is made by the Company on the basis of the agreements concluded between them and the Company. The terms of such agreements are approved by the Board of Directors of the Company.

5. The effect of these Regulations extends to certain categories of persons-member of the Auditing Committee, including employees of the federal authorities, taking into account restrictions and requirements established by the applicable legislation for these persons.