

**Statement of material fact**  
**«On holding meeting of the Board of Directors of the issuer, as well as the separate decisions taken by**  
**the Board of Directors of the issuer»**  
**(insider information disclosure)**

**1. General information**

1.1. Full issuer's business name (for non-commercial organization – name)	<b>Interregional Distribution Grid Company of Centre, Joint-Stock Company</b>
1.2. Abbreviated issuer's business name	<b>IDGC of Centre, JSC</b>
1.3. Issuer's location	<b>127018, Moscow, Russia, 2nd Yamskaya, 4</b>
1.4. Primary State Registration Number of the issuer	<b>1046900099498</b>
1.5. Tax payer number of the issuer	<b>6901067107</b>
1.6. Issuer's Unique code, assigned by registering authority	<b>10214-A</b>
1.7. Web page address used by the issuer for information disclosure	<a href="http://www.e-disclosure.ru/portal/company.aspx?id=7985">http://www.e-disclosure.ru/portal/company.aspx?id=7985;</a> <a href="http://www.mrsk-1.ru/ru/information/">http://www.mrsk-1.ru/ru/information/</a>

**2. Contents of the statement**

2.1. The quorum of the meeting of the Board of Directors and the voting results:

Total number of members of the Board of Directors: 11 persons. Participants of the meeting: 11 persons. The quorum for all the items is present.

2.2. The content of the decisions taken by the Board of Directors of the issuer, and voting results on the decisions taken:

**Item 1. On consideration of the report of General Director of the Company «On provision of insurance coverage in 1Q 2015».**

**Decision:**

To take into consideration the report of General Director of the Company «On provision of insurance coverage in 1Q 2015» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Voting results:**

«FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 2.

**Item 2. On consideration of the report of General Director of the Company «On the results of operation through the autumn-winter period 2014-2015».**

**Decision:**

To take into consideration the report of General Director of the Company «On the results of operation through the autumn-winter period 2014-2015» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

**Voting results:**

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

**Item 3. On approval of the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.04.2015.**

**Decision:**

1. To approve the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.04.2015, in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

2. To instruct General Director of the Company to provide quarterly submission to the Company's Board of Directors within the item «On approval of the Schedule of activities to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes» of information on the implementation of the previously approved by the Board of Directors Schedule of activities to reduce outstanding receivables for the service of electric power transmission and reconciliation, formed in relation to the debt existing at the beginning of the previous quarter, including on the work carried out during the quarter in respect of the newly formed arrears.

**Voting results:**

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

**Item 4. On termination of powers of a member of the Management Board of the Company and election of a member of the Management Board of the Company.**

**Decision:**

1. To terminate the powers of the member of the Management Board of the Company, Igor Viktorovich Maximov.
2. To elect Inna Vitalievna Gromova – Deputy General Director for HR Management and Organizational Design of IDGC of Centre as a member of the Management Board of the Company.

**Voting results:**

«FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

**Item 5. On approval of the framework agreement for operational maintenance of electric grid equipment, concluded between IDGC of Centre (IDGC of Centre - Yarenergo division) and OJSC «YarEGC», which is a related party transaction.**

**Decision:**

To defer consideration of the item at a later date.

**Voting results:**

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

*O.Y. Isaev did not take part in the voting on this item as recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 6. On approval of the agreement for removal of restrictions on the use of a land plot, concluded between IDGC of Centre (IDGC of Centre - Yarenergo division) and OJSC «YarEGC», which is a related party transaction.**

**Decision:**

1. To determine that the estimated cost of services for the removal of restrictions on the use of a land plot under the agreement, concluded between IDGC of Centre (IDGC of Centre - Yarenergo division) and OJSC «YarEGC», is 482 346,06 (Four hundred and eighty-two thousand three hundred and forty six) rubles 06 kopecks, VAT inclusive (18%) 73 578,21 (Seventy three thousand five hundred seventy-eight) rubles 21 kopecks and determined based on the estimate calculation (Appendix 3 to the Agreement) and the signed by both parties certificate on fulfillment of obligations.

2. To approve the service agreement for the removal of restrictions on the use of a land plot, concluded between IDGC of Centre (IDGC of Centre - Yarenergo division) and OJSC «YarEGC», which is a related party transaction, on the following essential conditions:

**Parties of the agreement:**

«Customer» - OJSC «YarEGC»;

«Contractor» - IDGC of Centre (IDGC of Centre - Yarenergo division).

**Subject of the agreement:**

Owner is obliged to take in the period from the date of signing the agreement within 15 days all necessary measures on the removal from the land plot belonging to him of overhead power line Conductor-10kV №01 (from pole №10 to pole №14, inventory number 3004060), and Applicant agrees to indemnify Owner incurred costs in connection with the execution of item 1.2 of the Agreement.

**Price of the agreement:**

Approximate volume of expenses required for the execution by Owner of item 1.2 of the Agreement amounts to 482 346,06 (Four hundred and eighty-two thousand three hundred and forty six) rubles 06 kopecks VAT inclusive (18%) 73 578,21 (Seventy three thousand five hundred seventy-eight) rubles 21 kopecks and is determined in accordance with Appendix 3 to the Agreement.

**Turnaround time:**

Within 15 (fifteen) days from the date of signature of the Agreement.

**Duration of the agreement:**

The Agreement is valid from the date of signing of the agreement until the parties fulfill their obligations.

**Dispute resolution:**

All disputes, controversies and claims arising from the Agreement, or in connection with it, including related to its conclusion, alteration, execution, violation, termination, and validity, are to be settled in the Arbitration Court of Yaroslavl region.

Before contacting the Arbitration Court of the Yaroslavl region for the resolution of the dispute, the Parties undertake to observe the claim procedure for dispute settlement. Time for consideration of claims is 15 (Fifteen) calendar days from the date of the claim.

**Other provisions recognized as essential by the Parties:**

In case of untimely fulfillment of obligations on payment under Section 2 of the Agreement Owner shall be entitled to recover from the applicant the penalty of 0.1% (one tenth percent) of the unpaid amount for each day of delay until the date of actual payment.

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

*O.Y. Isaev did not take part in the voting on this item as recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 7. On approval of the agreement to perform emergency and restoration operations, concluded between IDGC of Centre and IDGC of Centre and Volga Region, which is a related party transaction.**

**Decision:**

1. To determine in accordance with the planned scope of work specified in the budget documentation (Appendix #1 to the Agreement) the cost of emergency and restoration operations to eliminate consequences of failures at facilities of IDGC of Volga - Penzaenergo in the amount of 1 147 521 (One million one hundred forty-seven thousand five hundred twenty-one) rubles 75 kopecks, VAT inclusive (18%) in the amount of 175 045 (One hundred seventy-five thousand and forty-five) rubles 69 kopecks.

2. To approve the agreement to perform emergency and restoration operations to eliminate consequences of failures at facilities of IDGC of Volga - Penzaenergo, caused by damage to equipment as a result of natural disasters, concluded between IDGC of Centre and IDGC of Volga, which is a related party transaction, on the following essential conditions:

**Parties of the agreement:**

«Customer» - IDGC of Volga;

«Contractor» - IDGC of Centre.

**Subject of the agreement:**

Contractor undertakes to perform emergency and restoration operations to eliminate consequences of failures at the facilities (Appendix #2 to the agreement) of Customer, caused by damage to equipment as a result of natural disasters, and pass the result of work to Customer, and Customer agrees to accept the result of work and pay for it in the manner prescribed by the agreement. Types of work, their content and scope are determined by the parties in the Estimates (Appendix # 1 to the agreement). The concept (definition) of the failure is understood in the sense in which it is treated in the Rules to investigate causes of failures in the electric power industry approved by the RF Government Decree of October 28, 2009 № 846.

The Parties in their activities are guided by the laws and other regulations of the Russian Federation governing the organization and functioning of the wholesale and retail electricity markets, and the Agreement.

Representative of Customer under the agreement is IDGC of Volga - Penzaenergo provided with the following powers: to sign the estimates, receipt and inspection of work performed under the form KS-2, information on the cost of the work performed and costs under the form KS-3, certificates of transfer of the Equipment for installation at the facility, certificates of reconciliation of mutual settlements; to receive bills, invoices; to make reconciliation netting.

**Price of the agreement:**

The cost of work of Contractor performed is 1 147 521 (One million one hundred forty-seven thousand five hundred twenty-one) rubles 75 kopecks, VAT inclusive (18%) in the amount of 175 045 (One hundred seventy-five thousand and forty-five) rubles 69 kopecks, in accordance with the planned scope of work specified in the budget documentation (Appendix # 4 to this Agreement).

**Turnaround time:**

Turnaround time, terms of separate stages of work under the Agreement, preparation by Contractor of work for receipt - acceptance by Customer are determined in accordance with the Work schedule (Appendix # 3 to the agreement).

Turnaround time is from «03» February 2015 to «05» February 2015.

**Duration of the agreement:**

The Agreement shall enter into force upon the signature, cover the legal relationship of the parties, in fact, occurred from 03 February 2015 and is valid until the Parties fulfill all their obligations under the Agreement.

**Voting results:**

«FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 2.

*The following persons did not take part in the voting: D.V. Kulikov, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 8. On approval of Agreements of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction.**

**Decision:**

**1.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16596/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 5 861,50 (Five thousand eight hundred sixty-one) rubles 50 kopecks, including VAT (18%) 894,13 (Eight hundred ninety four) rubles 13 kopecks.

**1.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility «N.P.S. - Andreapol - Sinkovo – Bologovo», the facility address: Tver region, Andreapolsky, Nelidovsky, Zapadnodvinsky districts, city of Andreapol, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180241 of 13.05.2008; cadastral (or conditional) number: 69:00 000000 0037 4/2/01/ 1001/A).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 28 385 metres (from the Portal Andreapol to the Portal Erokhino).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 5 861,50 (Five thousand eight hundred sixty-one) rubles 50 kopecks, including VAT (18%) 894,13 (Eight hundred ninety four) rubles 13 kopecks.

The cost is determined on the basis of the Evaluation report №H-16596/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Andreapol – Substation Erokhino.

The cost of the Property transferred to Owner under the Agreement is 1 758 450,00 (One million seven hundred fifty-eight thousand four hundred and fifty) rubles 00 kopecks, VAT inclusive (18%) 268 238,14 (Two hundred sixty-eight thousand two hundred thirty-eight) rubles 14 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**2.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16600/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in

the period of use (payment) in the amount of 8 256,08 (Eight thousand two hundred fifty-six) rubles 08 kopecks, including VAT (18%) 1 259,40 (One thousand two hundred fifty-nine) rubles 40 kopecks.

**2.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB №180048 of 04.05.2008 cadastral (or conditional) number 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 39 981 metres (from the Portal Andreapol to the Portal Peno).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 8 256,08 (Eight thousand two hundred fifty-six) rubles 08 kopecks, including VAT (18%) 1 259,40 (One thousand two hundred fifty-nine) rubles 40 kopecks.

The cost is determined on the basis of the Evaluation report №H-16600/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Andreapol – Substation Peno.

The cost of the Property transferred to Owner under the Agreement is 2 476 824,00 (Two million four hundred seventy-six thousand eight hundred twenty-four) rubles 00 kopecks, VAT inclusive (18%) 377 820,61 (Three hundred seventy-seven thousand eight hundred and twenty) rubles 61 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On*

**Decision:**

**3.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16592/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 10 448,90 (Ten thousand four hundred and forty eight) rubles 90 kopecks, including VAT (18%) 1 593,90 (One thousand five hundred ninety three) rubles 90 kopecks.

**3.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district, Andreapolskiy district, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB №180061 from 29.04.2008; cadastral (or conditional) number: 69:00:00 00 00:0030:1/856/34).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 50 600 metres (from the Portal Substation Kuvshinovo to pole №226 at Substation Selizharovo).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 10 448,90 (Ten thousand four hundred and forty eight) rubles 90 kopecks, including VAT (18%) 1 593,90 (One thousand five hundred ninety three) rubles 90 kopecks.

The cost is determined on the basis of the Evaluation report №H-16592/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district, Andreapolskiy district (cadastral number: 69:00:000000:0030:1/856/34) in the section Substation Kuvshinovo – Substation Selizharovo.

The cost of the Property transferred to Owner under the Agreement is 3 134 670,00 (Three million one hundred thirty-four thousand six hundred and seventy) rubles 00 kopecks, VAT inclusive (18%) 478 170,00 (Four hundred seventy-eight thousand one hundred and seventy) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**4.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16593/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 4 856,88 (Four thousand eight hundred fifty-six) rubles 88 kopecks, including VAT (18%) 740,88 (Seven hundred and forty) rubles 88 kopecks.

**4.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 23 520 metres (from the Portal Olenino to the Portal Mostovaya).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 4 856,88 (Four thousand eight hundred fifty-six) rubles 88 kopecks, including VAT (18%) 740,88 (Seven hundred and forty) rubles 88 kopecks.

The cost is determined on the basis of the Evaluation report №H-16593/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Olenino – Substation Mostovaya.

The cost of the Property transferred to Owner under the Agreement is 1 457 064,00 (One million four hundred fifty-seven thousand and sixty-four) rubles, VAT inclusive (18%) 222 264,00 (Two hundred twenty-two thousand two hundred sixty-four) rubles.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited

use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**5.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16589/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 11 853,10 (Eleven thousand eight hundred fifty-three) rubles 10 kopecks, including VAT (18%) 1 808,10 (One thousand eight hundred and eight) rubles 10 kopecks.

**5.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility «N.P.S.-Andreapol-Sinkovo-Bologovo», the facility address: Tver region, Andreapolsky, Nelidovsky, Zapadnodvinsky districts, city of Andreapol, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180241 of 13.05.2008; cadastral (or conditional) number: 69:00 000000 0037 4/2/01/ 1001/A).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 57 400 metres (from the Portal Nelidovo to the Portal Erokhino).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 11 853,10 (Eleven thousand eight hundred fifty-three) rubles 10 kopecks, including VAT (18%) 1 808,10 (One thousand eight hundred and eight) rubles 10 kopecks.

The cost is determined on the basis of the Evaluation report №H-16589/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility «N.P.S.-Andreapol-Sinkovo-Bologovo», the facility address: Tver region, Andreapolsky, Nelidovsky, Zapadnodvinsky districts, city of Andreapol (cadastral (or conditional) number: 69:00 000000 0037 4/2/01/ 1001/A) in the section Substation Nelidovo – Substation Erokhino.

The cost of the Property transferred to Owner under the Agreement is 3 555 930,00 (Three million five hundred fifty-five thousand nine hundred and thirty) rubles 00 kopecks, VAT inclusive (18%) 542 430,00 (Five hundred forty-two thousand four hundred thirty) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).



At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**6.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16594/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 4 461,43 (Four thousand four hundred sixty-one) rubles 43 kopecks, including VAT (18%) 680,56 (Six hundred and eighty) rubles 56 kopecks.

**6.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 21 605 metres (from the Portal Nelidovo to the Portal Mostovaya).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 4 461,43 (Four thousand four hundred sixty-one) rubles 43 kopecks, including VAT (18%) 680,56 (Six hundred and eighty) rubles 56 kopecks.

The cost is determined on the basis of the Evaluation report №H-16594/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Nelidovo – Substation Mostovaya.

The cost of the Property transferred to Owner under the Agreement is 1 338 429,00 (One million three hundred thirty-eight thousand four hundred twenty-nine) rubles 00 kopecks, VAT inclusive (18%) 204 167,14 (Two hundred and four thousand one hundred sixty-seven) rubles 14 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**7.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16596/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 8 006,01 (Eight thousand six) rubles 01 kopeck, including VAT (18%) 1 221,26 (One thousand two hundred twenty one) rubles 26 kopecks.

**7.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 38 770 metres (from the Portal Nikola-Rozhok to the Portal Peno).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 8 006,01 (Eight thousand six) rubles 01 kopeck, including VAT (18%) 1 221,26 (One thousand two hundred twenty one) rubles 26 kopecks.

The cost is determined on the basis of the Evaluation report №H-16596/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules,

hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation N.Rozhok – Substation Peno.

The cost of the Property transferred to Owner under the Agreement is 2 401 803,00 (Two million four hundred and one thousand eight hundred and three) rubles 00 kopecks, VAT inclusive (18%) 366 376,73 (Three hundred sixty-six thousand three hundred seventy-six) rubles 73 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**8.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16599/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 2 808,40 (Two thousand eight hundred and eight) rubles 40 kopecks, including VAT (18%) 428,40 (Four hundred and twenty-eight) rubles 40 kopecks.

**8.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 13 600 metres (from the Portal Ostashkov to the Portal Nikola-Rozhok).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 2 808,40 (Two thousand eight hundred and eight) rubles 40 kopecks, including VAT (18%) 428,40 (Four hundred and twenty-eight) rubles 40 kopecks.

The cost is determined on the basis of the Evaluation report №H-16599/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Ostashkov – Substation Nikola-Rozhok.

The cost of the Property transferred to Owner under the Agreement is 842 520,00 (Eight hundred forty-two thousand five hundred and twenty) rubles 00 kopecks, VAT inclusive (18%) 128 520,00 (One hundred twenty-eight thousand five hundred and twenty) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**9.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16577/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 8 858,85 (Eight thousand eight hundred fifty-eight) rubles 85 kopecks, including VAT (18%) 1351,35 (One thousand three hundred fifty-one) rubles 35 kopecks.

**9.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district, Andreapolskiy district, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB №180061 from 29.04.2008; cadastral (or conditional) number: 69:00:00 00 00:0030:1/856/34).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 42 900 metres (from pole №1 at Substation Selizharovo to the Portal Substation Ostashkov).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 8858,85 (Eight thousand eight hundred fifty-eight) rubles 85 kopecks, including VAT (18%) 1351,35 (One thousand three hundred fifty-one) rubles 35 kopecks.

The cost is determined on the basis of the Evaluation report №H-16577/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavlsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district, Andreapolskiy district (cadastral number: 69:00:000000:0030:1/856/34) in the section Substation Selizharovo – Substation Ostashkov.

The cost of the Property transferred to Owner under the Agreement is 2 657 655,00 (Two million six hundred fifty-seven thousand six hundred fifty-five) rubles 00 kopecks, VAT inclusive (18%) 405 405,00 (Four hundred and five thousand four hundred and five) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**10.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16597/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 11 316,20 (Eleven thousand three hundred and sixteen) rubles 20 kopecks, including VAT (18%) 1 726,20 (One thousand seven hundred and twenty six) rubles 20 kopecks.

**10.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavlsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district,

Andreapolsky district, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180061 from 29.04.2008; cadastral (or conditional) number: 69:00:00 00 00:0030:1/856/34).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 54 800 metres (from Torzhok to the Portal Kuvshinovo).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 11 316,20 (Eleven thousand three hundred and sixteen) rubles 20 kopecks, including VAT (18%) 1 726,20 (One thousand seven hundred and twenty six) rubles 20 kopecks.

The cost is determined on the basis of the Evaluation report №H-16597/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV, the facility address: Tver region, Likhoslavlsky district, Torzhoksky district, Kuvshinovskiy district, Selizharovskiy district, Ostashkovskiy district, Penovskiy district, Andreapolsky district (cadastral number: 69:00:00 00 00:0030:1/856/34) in the section Substation Torzhok – Substation Kuvshinovo.

The cost of the Property transferred to Owner under the Agreement is 3 394 860,00 (Three million three hundred ninety-four thousand eight hundred and sixty) rubles 00 kopecks, VAT inclusive (18%) 517 860,00 (Five hundred and seventeen thousand eight hundred and sixty) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**11.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16598/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 5 282,27 (Five thousand two hundred eighty-two) rubles 27 kopecks, including VAT (18%) 805,77 (Eight hundred and five) rubles 77 kopecks.

**11.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 25 580 metres (from the Portal Chertolino to the Portal Olenino).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 5 282,27 (five thousand two hundred eighty-two) rubles 27 kopecks, including VAT (18%) 805,77 (eight hundred and five) rubles 77 kopecks.

The cost is determined on the basis of the Evaluation report №H-16598/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Chertolino – Substation Olenino.

The cost of the Property transferred to Owner under the Agreement is 1 584 681,00 (One million five hundred eighty-four thousand six hundred eighty-one) rubles 00 kopecks, VAT inclusive (18%) 241 731,00 (Two hundred forty-one thousand seven hundred thirty-one) rubles 00 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**12.1.** To determine in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16583/13 the monthly cost of providing to the User the right for temporary limited use of an overhead power line in the period of use (payment) in the amount of 3 735,59 (Three thousand seven hundred and thirty five) rubles 59 kopecks, including VAT (18%) 569,84 (Five hundred and sixty-nine) rubles 84 kopecks.

**12.2.** To approve the agreement of temporary limited use of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Owner under the terms of the Agreement provides to User for a fee for the term of use the right of temporary (limited) use of the property used for the purpose of installation of fiber-optic communication line (FOCL) and operating Shares in FOCL of User.

Used equipment is provided under the Act of used property, which is Appendix # 2 to the Agreement and shall be signed on the date of signature of the Agreement.

Equipment belonging to Owner under the right of ownership and provided by him for temporary limited use to User in the manner and under the terms of the Agreement (the used equipment) – it is the construction of the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts, belonging to Owner under the right of ownership (Certificate of state registration of the right Series 69-AB № 180048 of 04.05.2008; cadastral (or conditional) number: 69:00:000000:0012:422/44/22/23/27/46/09/32).

User is provided with the right to use metal structures (cross-arms, lightning conductor mounting frames) of the poles specified below of the Used equipment in all their length, i.e. in 18 090 metres (from the Portal Pobeda to the Portal Chertolino).

**Price of the Agreement:**

The monthly cost of the provided to the User rights under the Agreement for the period of use (payment) is 3 735,59 (Three thousand seven hundred and thirty five) rubles 59 kopecks, including VAT (18%) 569,84 (Five hundred and sixty-nine) rubles 84 kopecks.

The cost is determined on the basis of the Evaluation report №H-16583/13, performed by the independent appraiser LLC «LAIR».

The fee is charged on a monthly basis in equal installments from the date of signing by the parties of the Act of provision of the Used equipment.

Payment under the Agreement is made by transfer the following property (hereinafter - «the Property») to Owner: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their placement and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, connectors and splices, optical crosses, as well as fittings required for installation (suspension) of FOCL.

The Property is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», purpose: energy and power transmission structures, the facility address: Tver region, Nelidovsky, Staritsky, Oleninsky, Rzhevsky districts (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Pobeda – Substation Chertolino.

The cost of the Property transferred to Owner under the Agreement is 1 120 677,00 (One million one hundred twenty thousand six hundred seventy-seven) rubles 00 kopecks, VAT inclusive (18%) 170 950,73 (One hundred seventy thousand nine hundred and fifty) rubles 73 kopecks.

**Term of use:**

Owner provides to User the right of temporary (limited) use of the used property for a period (period of use) of 25 (twenty five) years from the date of signing the Certificate of provision of the used property (Appendix # 2).

At the end of the period of use in case the Term of use is not extended in accordance with paragraph 6.3 of the Agreement, User agrees to stop using the Used property, which must be confirmed by the relevant certificate.

**State registration of encumbrance:**

User will bear all the costs, 1) associated with the state registration of temporary limited use in the bodies carrying out state registration of rights to immovable property and transactions with them, 2) that may arise during the implementation of state registration of temporary restricted use associated with the development and registration of measurements, diagrams, cadastral plans and other documents necessary for state registration of temporary limited use of the used property, 3) associated with changes in constitutive and operational documents for the used equipment, which may arise in connection with the execution of the Agreement.

**Duration of the agreement:**

The Agreement shall enter into force from the moment of its signing and cover legal relations of the Parties, in fact, arisen from 01.01.2014.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 9. On approval of Agreements on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction.**

**Decision:**

**1.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:



- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 28 385 metres (from the Portal Andreapol to the Portal Erokhino), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16596/13 - 5 861,50 (Five thousand eight hundred sixty-one) rubles 50 kopecks, including VAT (18%) 894,13 (Eight hundred ninety four) rubles 13 kopecks.

- the cost of the property transferred to Owner under the Agreement - 1 758 450,00 (One million seven hundred fifty-eight thousand four hundred and fifty) rubles 00 kopecks, VAT inclusive (18%) 268 238,14 (Two hundred sixty-eight thousand two hundred thirty-eight) rubles 14 kopecks.

**1.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Andreapol — Erokhino», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV», (cadastral number: 69:00 000000 0037 4/2/01/ 1001/A) in the section from Substation Andreapol - Substation Erokhino.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 1 758 450,00 (One million seven hundred fifty-eight thousand four hundred and fifty) rubles 00 kopecks, VAT inclusive (18%) 268 238,14 (Two hundred sixty-eight thousand two hundred thirty-eight) rubles 14 kopecks (i.e. 5 861,50 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 1 758 450,00 (One million seven hundred fifty-eight thousand four hundred and fifty) rubles 00 kopecks, VAT inclusive (18%) 268 238,14 (Two hundred sixty-eight thousand two hundred thirty-eight) rubles 14 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Andreapol — Erokhino», in the amount of 1 758 450,00 (One million seven hundred fifty-eight thousand four hundred and fifty) rubles 00 kopecks, VAT inclusive (18%) 268 238,14 (Two hundred sixty-eight thousand two hundred thirty-eight) rubles 14 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**2.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 39 981 metres (from the Portal Andreapol to the Portal Peno), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16600/13 - 8 256,08 (Eight thousand two hundred fifty-six) rubles 08 kopecks, including VAT (18%) 1 259,40 (One thousand two hundred fifty-nine) rubles 40 kopecks.

- the cost of the property transferred to Owner under the Agreement - 2 476 824,00 (Two million four hundred seventy-six thousand eight hundred twenty-four) rubles 00 kopecks, VAT inclusive (18%) 377 820,61 (Three hundred seventy-seven thousand eight hundred and twenty) rubles 61 kopecks.

**2.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Andrapol — Peno», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Andrapol – Substation Peno.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 2 476 824,00 (Two million four hundred seventy-six thousand eight hundred twenty-four) rubles 00 kopecks, VAT inclusive (18%) 377 820,61 (Three hundred seventy-seven thousand eight hundred and twenty) rubles 61 kopecks (i.e. 8 256,08 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 2 476 824,00 (Two million four hundred seventy-six thousand eight hundred twenty-four) rubles 00 kopecks, VAT inclusive (18%) 377 820,61 (Three hundred seventy-seven thousand eight hundred and twenty) rubles 61 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Andrapol — Peno», in the amount of 2 476 824,00 (Two million four hundred seventy-six thousand eight hundred twenty-four) rubles 00 kopecks, VAT inclusive (18%) 377 820,61 (Three hundred seventy-seven thousand eight hundred and twenty) rubles 61 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**3.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 50 600 metres (from the Portal Substation Kuvshinovo to pole №226 at Substation Selizharovo), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16592/13 - 10 448,90 (ten thousand four hundred forty-eight) rubles 90 kopecks, including VAT (18%) 1 593,90 (one thousand five hundred ninety-three) rubles 90 kopecks.

- the cost of the property transferred to Owner under the Agreement - 3 134 670,00 (Three million one hundred thirty-four thousand six hundred and seventy) rubles 00 kopecks, VAT inclusive (18%) 478 170,00 (Four hundred seventy-eight thousand one hundred and seventy) rubles 00 kopecks.

**3.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Kuvshinovo — Selizharovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV (cadastral number: 69:00:000000:0030:1/856/34) in the section Substation Kuvshinovo – Substation Selizharovo.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 3 134 670,00 (Three million one hundred thirty-four thousand six hundred and seventy) rubles 00 kopecks, VAT inclusive (18%) 478 170,00 (Four hundred seventy-eight thousand one hundred and seventy) rubles 00 kopecks (i.e. 10 448,90 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 3 134 670,00 (Three million one hundred thirty-four thousand six hundred and seventy) rubles 00 kopecks, VAT inclusive (18%) 478 170,00 (Four hundred seventy-eight thousand one hundred and seventy) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Kuvshinovo — Selizharovo», in the amount of 3 134 670,00 (Three million one hundred thirty-four thousand six hundred and seventy) rubles 00 kopecks, VAT inclusive (18%) 478 170,00 (Four hundred seventy-eight thousand one hundred and seventy) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**4.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 23 520 metres (from the Portal Olenino to the Portal Mostovaya), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16593/13 - 4 856,88 (Four thousand eight hundred fifty-six) rubles 88 kopecks, including VAT (18%) 740,88 (Seven hundred and forty) rubles 88 kopecks.
- the cost of the property transferred to Owner under the Agreement - 1 457 064,00 (One million four hundred fifty-seven thousand and sixty-four) rubles 00 kopecks, VAT inclusive (18%) 222 264,00 (Two hundred twenty-two thousand two hundred sixty-four) rubles 00 kopecks.

**4.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres

from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Olenino — Substation Mostovaya.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 1 457 064,00 (One million four hundred fifty-seven thousand and sixty-four) rubles 00 kopecks, VAT inclusive (18%) 222 264,00 (Two hundred twenty-two thousand two hundred sixty-four) rubles 00 kopecks (i.e. 4 856,88 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 1 457 064,00 (One million four hundred fifty-seven thousand and sixty-four) rubles 00 kopecks, VAT inclusive (18%) 222 264,00 (Two hundred twenty-two thousand two hundred sixty-four) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», in the amount of 1 457 064,00 (One million four hundred fifty-seven thousand and sixty-four) rubles 00 kopecks, VAT inclusive (18%) 222 264,00 (Two hundred twenty-two thousand two hundred sixty-four) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**5.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 57 400 metres (from the Portal Nelidovo to the Portal Erokhino), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16589/13- 11 853,10 (Eleven thousand eight hundred fifty-three) rubles 10 kopecks, including VAT (18%) 1 808,10 (One thousand eight hundred and eight) rubles 10 kopecks.

- the cost of the property transferred to Owner under the Agreement - 3 555 930,00 (Three million five hundred fifty-five thousand nine hundred and thirty) rubles 00 kopecks, VAT inclusive (18%) 542 430,00 (Five hundred forty-two thousand four hundred thirty) rubles 00 kopecks.

**5.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Nelidovo – Erokhino», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility «N.P.S.-Andreapol-Sinkovo-Bologovo» (cadastral number: 69:00 000000 0037 4/2/01/ 1001/A) in the section Substation Nelidovo – Substation Erokhino.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 3 555 930,00 (Three million five hundred fifty-five thousand nine hundred and thirty) rubles 00 kopecks, VAT inclusive (18%) 542 430,00 (Five hundred forty-two thousand four hundred thirty) rubles 00 kopecks (i.e. 11 853,10 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 3 555 930,00 (Three million five hundred fifty-five thousand nine hundred and thirty) rubles 00 kopecks, VAT inclusive (18%) 542 430,00 (Five hundred forty-two thousand four hundred thirty) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Nelidovo – Erokhino», in the amount of 3 555 930,00 (Three million five hundred fifty-five thousand nine hundred and thirty) rubles 00 kopecks, VAT inclusive (18%) 542 430,00 (Five hundred forty-two thousand four hundred thirty) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**6.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 21 605 metres (from the Portal Nelidovo to the Portal Mostovaya), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16594/13 - 4 461,43 (Four thousand four hundred sixty-one) rubles 43 kopecks, including VAT (18%) 680,56 (Six hundred and eighty) rubles 56 kopecks.
- the cost of the property transferred to Owner under the Agreement - 1 338 429,00 (One million three hundred thirty-eight thousand four hundred twenty-nine) rubles 00 kopecks, VAT inclusive (18%) 204 167,14 (Two hundred and four thousand one hundred sixty-seven) rubles 14 kopecks.

**6.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Nelidovo - Substation Mostovaya.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 1 338 429,00 (One million three hundred thirty-eight thousand four hundred twenty-nine) rubles 00 kopecks, VAT inclusive (18%) 204 167,14 (Two hundred and four thousand one hundred sixty-seven) rubles 14 kopecks (i.e. 4 461,43 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 1 338 429,00 (One million three hundred thirty-eight thousand four hundred twenty-nine) rubles 00 kopecks, VAT inclusive (18%) 204 167,14 (two hundred and four thousand one hundred sixty-seven) rubles 14 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», in the amount of 1 338 429,00 (One million three hundred thirty-eight thousand four hundred twenty-nine) rubles 00 kopecks, VAT inclusive (18%) 204 167,14 (Two hundred and four thousand one hundred sixty-seven) rubles 14 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**7.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 38 770 metres (from the Portal Nikola-Rozhok to the Portal Peno), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16596/13- 8 006,01 (Eight thousand six) rubles 01 kopeck, including VAT (18%) 1 221,26 (One thousand two hundred twenty one) rubles 26 kopecks.
- the cost of the property transferred to Owner under the Agreement - 2 401 803,00 (Two million four hundred and one thousand eight hundred and three) rubles 00 kopecks, VAT inclusive (18%) 366 376,73 (Three hundred sixty-six thousand three hundred seventy-six) rubles 73 kopecks.

**7.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Nikola-Rozhok —Peno», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation N.Rozhok - Substation Peno.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 2 401 803,00 (two million four hundred and one thousand eight hundred and three) rubles 00 kopecks, VAT inclusive (18%) 366 376,73 (three hundred sixty six thousand three hundred seventy-six) rubles 73 kopecks (i.e. 8 006,01 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 2 401 803,00 (Two million four hundred and one thousand eight hundred and three) rubles 00 kopecks, VAT inclusive (18%) 366 376,73 (Three hundred sixty-six thousand three hundred seventy-six) rubles 73 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Nikola-Rozhok — Peno», in the amount of 2 401 803,00 (Two million four hundred and one thousand eight hundred and three) rubles

00 kopecks, VAT inclusive (18%) 366 376,73 (Three hundred sixty-six thousand three hundred seventy-six) rubles 73 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**8.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 13 600 metres (from the Portal Ostashkov to the Portal Nikola-Rozhok), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16599/13 - 2 808,40 (Two thousand eight hundred and eight) rubles 40 kopecks, including VAT (18%) 428,40 (Four hundred and twenty-eight) rubles 40 kopecks.
- the cost of the property transferred to Owner under the Agreement - 842 520,00 (Eight hundred forty-two thousand five hundred and twenty) rubles 00 kopecks, VAT inclusive (18%) 128 520,00 (One hundred twenty-eight thousand five hundred and twenty) rubles 00 kopecks.

**8.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Ostashkov – Nikola- Rozhok», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Ostashkov – Substation Nikola-Rozhok.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 842 520,00 (Eight hundred forty-two thousand five hundred and twenty) rubles 00 kopecks, VAT inclusive (18%) 128 520,00 (One hundred twenty-eight thousand five hundred and twenty) rubles 00 kopecks (i.e. 2 808,40 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 842 520,00 (Eight hundred forty-two thousand five hundred and twenty) rubles 00 kopecks, VAT inclusive (18%) 128 520,00 (One hundred twenty-eight thousand five hundred and twenty) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Ostashkov – Nikola- Rozhok», in the amount of 842 520,00 (Eight hundred forty-two thousand five hundred and twenty) rubles 00 kopecks, VAT inclusive (18%) 128 520,00 (One hundred twenty-eight thousand five hundred and twenty) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**9.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 42 900 metres (from pole №1 at Substation Selizharovo to the Portal Substation Ostashkov), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16577/13 - 8 858,85 (Eight thousand eight hundred fifty-eight) rubles 85 kopecks, including VAT (18%) 1351,35 (One thousand three hundred fifty-one) rubles 35 kopecks.
- the cost of the property transferred to Owner under the Agreement - 2 657 655,00 (Two million six hundred fifty-seven thousand six hundred fifty-five) rubles 00 kopecks, VAT inclusive (18%) 405 405,00 (Four hundred and five thousand four hundred and five) rubles 00 kopecks.

**9.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Selizharovo — Ostashkov», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV (cadastral number: 69:00:000000:0030:1/856/34) in the section Substation Selizharovo – Substation Ostashkov.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 2 657 655,00 (Two million six hundred fifty-seven thousand six hundred fifty-five) rubles 00 kopecks, VAT inclusive (18%) 405 405,00 (Four hundred and five thousand four hundred and five) rubles 00 kopecks (i.e. 8 858,85 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 2 657 655,00 (Two million six hundred fifty-seven thousand six hundred fifty-five) rubles 00 kopecks, VAT inclusive (18%) 405 405,00 (Four hundred and five thousand four hundred and five) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Selizharovo — Ostashkov», in the amount of 2 657 655,00 (Two million six hundred fifty-seven thousand six hundred fifty-five) rubles 00 kopecks, VAT inclusive (18%) 405 405,00 (Four hundred and five thousand four hundred and five) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.



**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**10.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 54 800 metres (from Torzhok to the Portal Kuvshinovo), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16597/13 - 11 316,20 (Eleven thousand three hundred and sixteen) rubles 20 kopecks, including VAT (18%) 1 726,20 (One thousand seven hundred and twenty six) rubles 20 kopecks.
- the cost of the property transferred to Owner under the Agreement - 3 394 860,00 (Three million three hundred ninety-four thousand eight hundred and sixty) rubles 00 kopecks, VAT inclusive (18%) 517 860,00 (Five hundred and seventeen thousand eight hundred and sixty) rubles 00 kopecks.

**10.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Conductor 110kV Torzhok — Kuvshinovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: specific single-purpose real Property, technological transmission facility at 110kV (cadastral number: 69:00:00 00 00:0030:1/856/34) in the section Substation Torzhok – Substation Kuvshinovo.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 3 394 860,00 (Three million three hundred ninety-four thousand eight hundred and sixty) rubles 00 kopecks, VAT inclusive (18%) 517 860,00 (Five hundred and seventeen thousand eight hundred and sixty) rubles 00 kopecks (i.e. 11 316,20 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 3 394 860,00 (Three million three hundred ninety-four thousand eight hundred and sixty) rubles 00 kopecks, VAT inclusive (18%) 517 860,00 (Five hundred and seventeen thousand eight hundred and sixty) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Conductor 110kV Torzhok — Kuvshinovo», in the amount of 3 394 860,00 (Three million three hundred ninety-four thousand eight hundred and sixty) rubles 00 kopecks, VAT inclusive (18%) 517 860,00 (Five hundred and seventeen thousand eight hundred and sixty) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**11.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 25 580 metres (from the Portal Chertolino to the Portal Olenino), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16598/13 - 5 282,27 (Five thousand two hundred eighty-two) rubles 27 kopecks, including VAT (18%) 805,77 (Eight hundred and five) rubles 77 kopecks.
- the cost of the property transferred to Owner under the Agreement - 1 584 681,00 (One million five hundred eighty-four thousand six hundred eighty-one) rubles 00 kopecks, VAT inclusive (18%) 241 731,00 (Two hundred forty-one thousand seven hundred thirty-one) rubles 00 kopecks.

**11.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Chertolino - Substation Olenino.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 1 584 681,00 (One million five hundred eighty-four thousand six hundred eighty-one) rubles 00 kopecks, VAT inclusive (18%) 241 731,00 (Two hundred forty-one thousand seven hundred thirty-one) rubles 00 kopecks (i.e. 5 282,27 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 1 584 681,00 (One million five hundred eighty-four thousand six hundred eighty-one) rubles 00 kopecks, VAT inclusive (18%) 241 731,00 (Two hundred forty-one thousand seven hundred thirty-one) rubles 00 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», in the amount of 1 584 681,00 (One million five hundred eighty-four thousand six hundred eighty-one) rubles 00 kopecks, VAT inclusive (18%) 241 731,00 (Two hundred forty-one thousand seven hundred thirty-one) rubles 00 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Decision:**

**12.1.** To determine that the price of the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, is:

- the monthly cost of the provided to the User rights for temporary limited use of an overhead power line, with the length of 18 090 metres (from the Portal Pobeda to the Portal Chertolino), for the period of use (payment) in accordance with the Evaluation report of the independent appraiser LLC «LAIR» №H-16583/13 - 3 735,59

(Three thousand seven hundred and thirty five) rubles 59 kopecks, including VAT (18%) 569,84 (Five hundred and sixty-nine) rubles 84 kopecks.

- the cost of the property transferred to Owner under the Agreement - 1 120 677,00 (One million one hundred twenty thousand six hundred seventy-seven) rubles 00 kopecks, VAT inclusive (18%) 170 950,73 (One hundred seventy thousand nine hundred and fifty) rubles 73 kopecks.

**12.2.** To approve the Agreement on compensation, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

User - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

The obligation to pay, stipulated in the Agreement of temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», is replaced by the obligation of the User to provide the Property in the ownership of Owner, namely: The share of FOCL in the amount of 16.67%, namely 8 Optical Fibres and 16.67% in the common ownership of the totality of the other FOCL elements providing mechanical protection of transferred Optical Fibres from external influences, their location and use, in particular, a metal braid (containment), power components, optical modules, hydrophobic gels, and connecting splices, optical crosses, mountings.

The Property (Appendix #1 to the Agreement on compensation) is located on overhead power lines and electric power facilities, namely: the Electric Grid Facility 110kV «Nelidovo - Rzhev - Staritsa - Rear field with substations 110kV» (cadastral number: 69:00:000000:0012:422/44/22/23/27/46/09/32) in the section Substation Pobeda – Substation Chertolino.

**Price of the Agreement:**

The Parties agree that the debt of User to Owner on the date of the conclusion of the Agreement on compensation is 1 120 677,00 (One million one hundred twenty thousand six hundred seventy-seven) rubles 00 kopecks, VAT inclusive (18%) 170 950,73 (One hundred seventy thousand nine hundred and fifty) rubles 73 kopecks (i.e. 3 735,59 x 12 x 25).

The cost of the Property, transferred to Owner as compensation, is 1 120 677,00 (One million one hundred twenty thousand six hundred seventy-seven) rubles 00 kopecks, VAT inclusive (18%) 170 950,73 (One hundred seventy thousand nine hundred and fifty) rubles 73 kopecks.

The Parties agree that since the transfer of the Property under the Agreement on compensation the obligation of User to Owner under the Agreement for temporary limited use of the construction «Power Line-110kV Rzhev-Nelidovo», in the amount of 1 120 677,00 (one million one hundred twenty thousand six hundred seventy-seven) rubles 00 kopecks, VAT inclusive (18%) 170 950,73 (one hundred seventy thousand nine hundred and fifty) rubles 73 kopecks, shall terminate.

**Transfer of the Property:**

The Property should be transferred to Owner not later than 30 days from the date of signature of the Agreement on compensation, but in any event not later than 60 (sixty) calendar days from the date of completion of the installation of FOCL, which includes the Share of User in FOCL.

Simultaneously with the transfer of the Property to Owner 1 copy of operating and executive documentation for the installation of fiber-optic line in the section is handed over, where the Property is transferred, as well as other documents, which in the reasonable opinion of Owner necessary for the operation of the Property.

**Duration of the Agreement:**

The Agreement is valid until User fulfills the Obligations in full on transfer of the Property by User to Owner under the terms of the Agreement on compensation.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 10. On approval of the Agreement for compensation for losses due to changes of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction.**

**Decision:**

**1.** To determine the amount of compensable losses of Owner, arising in the course of the construction of fiber-optic communication lines, comprising 1 144 304,04 (One million one hundred forty-four thousand three hundred and four) rubles 04 kopecks.

**2.** To approve the agreement for compensation for losses due to changes of an overhead power line, concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction, on the following essential conditions:

**Parties of the Agreement:**

Owner - IDGC of Centre

Builder - OJSC «FOCL-Conductor Administration»

**Subject of the Agreement:**

Builder agrees to compensate losses to Owner for modification of the Conductor (demolition and restoration of individual elements of the Conductor) (The list of the property of Owner - elements of the Conductor - to be dismantled and removed (demolished) is presented in Appendix # 2 to the Agreement), incurred during the construction of FOCL.

Compensation for losses of Owner is made by Builder by restoration of the individual elements of the Conductor, subject to demolition and reconstruction in the process of construction of FOCL.

The obligation of Builder to compensate for losses of Owner arises from the demolition of these elements of the Conductor.

**Price of the Agreement:**

The size of compensable losses of Owner, arising in the process of construction of FOCL, is defined in Appendix # 2 to the Agreement and is 1 144 304,04 (One million one hundred forty-four thousand three hundred and four) rubles 04 kopecks.

**Duration of the agreement:**

The Agreement shall enter into force upon signature and is valid for 1 (one) year.

**Voting results:**

«FOR» - 5; «AGAINST» - 3; «ABSTAINED» - 1.

*The following persons did not take part in the voting: V.V. Sofyin, recognized as an interested director in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies», O.Y. Isaev, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 11. On determination of the position of IDGC of Centre regarding the agenda items of a meeting of the Board of Directors and Annual General Meeting of Shareholders of JSC “Energetik”.**

**11.1. On approval of the report of General Director of the Company «On the execution of the target values of annual and quarterly key performance indicators in 4Q 2014 and in 2014».**

**11.2. On approval of the report of General Director of the Company «On the execution of the Business plan of the Company in 4Q 2014 and in 2014».**

**11.3. On the distribution of profit (including dividend payment) and losses of JSC “Energetik” following the results of fiscal year 2014.**

**11.4. Recommendations regarding the amount of dividends on shares and their payment procedure.**

**11.5. Election of members of the Board of Directors of JSC “Energetik”.**

**11.6. Election of members of the Audit Commission of JSC “Energetik”.**

**11.7. On approval of the Articles of Association of the Company in a new edition.**

**11.8. On remuneration and compensation payment to members of the Board of Directors of the Company.**

**11.9. On remuneration and compensation payment to members of the Audit Commission of the Company.**

**11.1. On approval of the report of General Director of the Company «On the execution of the target values of annual and quarterly key performance indicators in 4Q 2014 and in 2014».**

**Decision regarding item 11.1.:**

11.1. To assign representatives of IDGC of Centre at a meeting of the Board of Directors of JSC “Energetik” regarding the item «On approval of the report of General Director of the Company «On the execution of the target values of key performance indicators in 4Q 2014 and in 2014» to vote «FOR»:

*«To approve the report of General Director of the Company «On the execution of the target values of key performance indicators in 4Q 2014 and in 2014» in accordance with the Appendix».*

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.2. On approval of the report of General Director of the Company «On the execution of the Business plan of the Company in 4Q 2014 and in 2014».**

**Decision regarding item 11.2.:**

11.2. To assign representatives of IDGC of Centre at a meeting of the Board of Directors of JSC “Energetik” regarding the item «On approval of the report of General Director of the Company «On the execution of the Business plan of the Company in 4Q 2014 and in 2014» to vote «FOR»:

*«To approve the report of General Director of the Company «On the execution of the Business plan of the Company in 4Q 2014 and in 2014» in accordance with the Appendix».*

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.3. On the distribution of profit (including dividend payment) and losses of JSC “Energetik” following the results of fiscal year 2014.**

**Decision regarding item 11.3.:**

11.3. To assign representatives of IDGC of Centre regarding the item of the agenda of the Annual General Meeting of Shareholders of JSC “Energetik” «On the distribution of profit (including dividend payment) and losses of JSC “Energetik” following the results of fiscal year 2014» to vote «FOR»:

«To approve the following distribution of profit (losses) of the Company following the results of fiscal year 2014:

	(thousand RUB)
<i>Retained earnings (loss) for the reporting period:</i>	708
<i>To be distributed to: Reserve fund</i>	35
<i>Dividends</i>	178
<i>Remaining balance for saving</i>	495

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.4. Recommendations regarding the amount of dividends on shares and their payment procedure.**

**Decision regarding item 11.4.:**

11.4. To assign representatives of IDGC of Centre at a meeting of the Board of Directors of JSC “Energetik” regarding the item «Recommendations regarding the amount of dividends on shares and their payment procedure» to vote «FOR»:

«To pay dividends on common stocks of the Company following the results of 2014 in the amount of 0,0116 RUB per ordinary share of the Company in cash.

The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

To define the record date of the list of persons entitled to receive dividends – «13» July 2015».

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.5. Election of members of the Board of Directors of JSC “Energetik”.**

**Decision regarding item 11.5.:**

11.5. To assign representatives of IDGC of Centre regarding the item of the agenda of the Annual General Meeting of Shareholders of JSC “Energetik” «Election of members of the Board of Directors of JSC “Energetik”» to vote «FOR»:

«To elect the following members to the Board of Directors of JSC “Energetik”:

<i>№</i>	<i>Full name</i>	<i>Title</i>
1.	<i>Alina Khandadashevna Akhmedova</i>	<i>Legal Director of Legal Groundwork Department of IDGC of Centre</i>
2.	<i>Inna Vitalievna Gromova</i>	<i>Deputy General Director for Human Resources and Organizational Design of IDGC of Centre</i>
3.	<i>Dmitry Alexandrovich Menevlyuk</i>	<i>Head of Department for property management of IDGC of Centre</i>
4.	<i>Olga Alexandrovna Kharchenko</i>	<i>Director of Corporate Governance – Head of corporate governance and interaction with shareholders Department of IDGC of Centre</i>
5.	<i>Sergey Yuryevich Nasyrov</i>	<i>Chief expert of Securities and Information and Analytical Support Section of Corporate Governance and Shareholder and Investor Relations Department of JSC Russian Grids</i>

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.6. Election of members of the Audit Commission of JSC “Energetik”.**

**Decision regarding item 11.6.:**

11.6. To assign representatives of IDGC of Centre regarding the item of the agenda of the Annual General Meeting of Shareholders of JSC “Energetik” «Election of members of the Audit Commission of JSC “Energetik”» to vote «FOR»:

«To elect the following members to the Audit Commission of JSC “Energetik”:

<i>№</i>	<i>Full name</i>	<i>Title</i>
1.	<i>Nina Petrovna Zavatskaya</i>	<i>Chief Expert of Section for audit and expertise of Internal Audit and Control Department of IDGC of Centre</i>
2.	<i>Natalia Mikhailovna Novikova</i>	<i>Head of Section for audit and expertise of Internal Audit and Control Department of IDGC of Centre</i>
3.	<i>Vladimir Vladimirovich Ozhkalo</i>	<i>Director of Security Department of IDGC of Centre</i>

**Voting results:**

«FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 3.

**11.7. On approval of the Articles of Association of the Company in a new edition.**

**Decision regarding item 11.7.:**

To defer consideration of the item at a later date.

**Voting results:**

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

**11.8. On remuneration and compensation payment to members of the Board of Directors of the Company.**

**Decision regarding item 11.8.:**

To defer consideration of the item at a later date.

**Voting results:**

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

**11.9. On remuneration and compensation payment to members of the Audit Commission of the Company.**

**Decision regarding item 11.9.:**

To defer consideration of the item at a later date.

**Voting results:**

«FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 1.

**Item 12. On approval of the Agreement for provision of services to organize and hold the Interregional competitions for maintenance and repair of relay protection and automation devices by staff of subsidiaries and associates of JSC «Russian Grids», concluded between IDGC of Centre and Tyumenenergo, which is a related party transaction.**

**Decision:**

1. To determine the cost of the agreement for provision of services to organize and hold the Interregional competitions for maintenance and repair of relay protection and automation devices by staff of subsidiaries and associates of JSC «Russian Grids», concluded between IDGC of Centre and Tyumenenergo in the amount of 2 384 390,00 (Two million three hundred eighty-four thousand three hundred and ninety) rubles 00 kopecks, VAT inclusive 18% - 363720,51 (Three hundred sixty three thousand seven hundred and twenty) rubles 51 kopecks.

2. To approve the agreement for provision of services to organize and hold the Interregional competitions for maintenance and repair of relay protection and automation devices by staff of subsidiaries and associates of JSC «Russian Grids», concluded between IDGC of Centre and Tyumenenergo, which is a related party transaction, on the following essential conditions:

**Parties of the agreement:**

«Customer» - IDGC of Centre;

«Contractor» - Tyumenenergo.

**Subject of the agreement:**

Contractor undertakes to provide services for organizing and holding the Event at the training centre of the branch of Tyumenenergo Nizhnevartovsk Distribution Zone in the city of Nizhnevartovsk from 20 to 24 July 2015, in accordance with the Regulations, and Customer shall pay for services in accordance with the terms and conditions of the Agreement.

**Price of the agreement:**

In accordance with Appendix # 1 to the agreement the cost of services is 2 384 390,00 (Two million three hundred eighty-four thousand three hundred and ninety) rubles 00 kopecks, VAT inclusive 18% - 363720,51 (Three hundred sixty three thousand seven hundred and twenty) rubles 51 kopecks.

**Service provision period:**

From 20 to 24 July 2015.

**Duration of the agreement:**

The Agreement shall enter into force from the date of signature and is valid until the parties fulfill their obligations.

**Voting results:**

«FOR» - 6; «AGAINST» - 2; «ABSTAINED» - 2.

*O.Y. Isaev did not take part in the voting on this item as recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».*

**Item 13. On consideration of the Company's proposals for implementation of measures in the branches of IDGC of Centre to reduce electric energy losses.**

**Decision:**

1. To take into consideration the Company's proposals for implementation of measures in the branches of IDGC of Centre to reduce electric energy losses with additional sources of financing in order to achieve the normative values of power losses in line with Order of the Ministry of Energy of Russia from 30.09.2014 № 674, in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

2. To approve the target Program to reduce losses electricity of IDGC of Centre for 2015 and the period until 2019 in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

3. To instruct General Director of IDGC of Centre, O.Y. Isaev:

3.1. To ensure the development of the adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2015-2020 with an additional amount of equipment with smart meters, provided for by the target Programs to reduce electricity losses of IDGC of Centre for 2015 and the period until 2019.

Deadline: until 30.07.2015.

3.2. To analyze possible sources of funding to reduce electric energy losses specified in Appendix # 4 with the creation of financial models and calculation of performance indicators and present the results at a regular meeting of the Board of Directors of IDGC of Centre.

Deadline: until 30.07.2015.

3.3. To ensure the inclusion of the investment project for the implementation of the adjusted Program of long-term development of electricity metering systems in the retail market of IDGC of Centre for 2015-2020 into the Company's investment program in the next adjustment in accordance with the law.

3.4. To negotiate with the regional authorities in the field of tariff regulation regarding the inclusion in the required gross revenue of branches of IDGC of Centre of interest on borrowings while implementing the target Program to reduce electricity losses of IDGC of Centre.

Deadline: 31.12.2015.

**Voting results:**

«FOR» - 8; «AGAINST» - 3; «ABSTAINED» - 0.

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **28.05.2015.**

2.4. Date of drawing up and number of minutes of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **Minutes # 12/15 of 29.05.2015.**

2.5. The surname, first name and patronymic of the person, elected to the Management Board of the Company: **Inna Vitalievna Gromova.**

2.6. Share of participation in the authorized capital of the issuer, as well as the stake of ordinary shares of the issuer: **I.V. Gromova does not hold shares of IDGC of Centre.**

**3. Signature**

3.1. Director of Corporate Governance –  
Head of corporate governance and interaction  
with shareholders Department, acting under  
power of attorney # D-CA/71 of 27.02.2015

\_\_\_\_\_  
(signature)

O.A. Kharchenko

Stamp here.

3.2. Date «29» May 2015.