



OPEN JOINT-STOCK COMPANY
INTERREGIONAL DISTRIBUTIVE
GRID COMPANY OF URALS
140 ULITSA MAMINA SIBIRYAKA
EKATERINBURG 620026
TEL (343)215-26-00, FAX (343) 215-26-61
EMAIL: MRSK@MRSK-URAL.RU

THE BOARD OF DIRECTORS

PROTOCOL #97 Of BoD session IDGC of Urals, OAO

January 27, 2012

Ekaterinburg

Session form:

absentee voting (by questionnaires)

The following Company's BoD members took part in the session:

Mikhail Yuryevich KURBATOV
Boris Iosiphovich MEKHANOSHIN
Valery Nikolayevich RODIN
Maksim Mikhailovich SAUKH
Mikhail Viktorovich AZOVTSEV
Taras Vyacheslavovich SHEVCHENKO
Konstantin Mikhailovich YUSHKOV
Sergey Evgenyevich YURCHUK
Konstantin Vladimirovich SHEVCHENKO
Dmitry Dmitryevich MIKHEEV

Number of the BoD members that participated in the session is 9 out of 11. Aleksei Yuryevich STEPANOV did not participate in the session.

Quorum for decision-taking on the agenda issues reached.

Agenda:

1. Decrease of purchase costs per 1 production unit by no less than 10% per year during 3 years in real terms at 2010 prices.
2. Approval of the Committee budgets in 1-2Q 2012.
3. Review of a CEO's report on the observance of the Regulations on the Information Policy in 2H 2011.
4. Review of a 2Q 2011 report on the execution of the Annual Purchase Program.
5. Approval of target cash flow indicators for 1Q 2012.
6. Review of a 4Q 2011 report on target cash flow indicators completion.
7. Approval of an interested-party transaction: approval of a contract on the provision of room for telecom equipment in a non-residential room concluded between IDGC of Urals and FSK UES.
8. Approval of an interested-party transaction: approval of an immovables rental contract concluded between IDGC of Urals and FSK UES.
9. Approval of an interested-party transaction: approval of a rental contract concluded between IDGC of Urals and EESK.
10. Approval of an interested-party transaction: approval of an agreement on the implementation and exploitation of AIEPA system concluded between IDGC of Urals and EESK.
11. Approval of an interested-party transaction: approval of a movables (diagnostic equipment) rental contract concluded between IDGC of Urals and Energy Service Company of the Urals.

AF/MRSK/AU/DKU/f.4/r.2

12. Approval of an interested-party transaction: approval of additional agreement #1 to immovables rental contract #96/2011/SE dd. 12.04.2011 concluded with FSK UES.
13. Approval of an interested-party transaction: approval of additional agreement #2 to immovables rental contract #425/2010/SE dd. 15.11.2010 concluded between IDGC of Urals and FSK UES.
14. Approval of 3Q 2011 KPI completion results.
15. Approval of an interested-party transaction: approval of a contract on alienation of exclusive right concluded between Engineer Center of the Urals Energy Sector and IDGC of Urals.
16. Approval of an interested-party transaction: approval of the conclusion of additional agreement #9 to immovables rental contract #00/77-08 dd. 01.02.2008 between IDGC of Urals and Ekaterinburgenergosbyt.
17. Approval of an interested-party transaction: approval of an immovables rental contract concluded between IDGC of Urals and Energy Service Company of the Urals.
18. Preliminary approval of the Company's interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - vegetable cellars (58 items), located at: 103 Ulitsa Promyshlennaya, Perm.
19. Preliminary approval of the Company's interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - infrastructure of a residential building: - waterpipes (Sym. Sv) length 90.1 r.m.; - sewage network (Sym. Sk1) length 187.4 r.m., - located at: 69 Ulitsa Lyangasova, Perm, - by public offer.
20. Preliminary approval of the Company's interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - steel low-pressure gas pipe, length 0.03383 km, (Sym. Sg), located at: 1a Ulitsa Sivkova, Perm, - by public offer.
21. Preliminary approval of the Company's interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - submain sewer: collecting drain (Sym. Sk), length 883.1 r. m, storm drainage (Sym. Sk1) length 506.3 r.m., boiler house drainage (Sym. Sk2) length 364.45 r.m., - located at: Yanvarskiy microdistrict, Perm, - by public offer.
22. Approval of an interested-party transaction: approval of additional agreement #1 to immovables rental contract #96/2011/SE dd. 12.04.2011 between IDGC of Urals and FSK UES.
23. Approval of an interested-party transaction: approval of transportation services contract concluded between IDGC of Urals and Uralenergotrans.
24. Review of the implementation plan of Development Strategy of IDGC Holding at IDGC of Urals till 2015 and in a long-term perspective till 2020.

ISSUE 1: Decrease of purchase costs per 1 production unit by no less than 10% per year during 3 years in real terms at 2010 prices.

RESOLUTION:

1. To approve the methodology for calculation and evaluation of the KPI "Decrease of purchase costs per 1 production unit by no less than 10% per year during 3 years in real terms at 2010 prices" for the CEO according to Appendix #1 hereof.
2. To add to the list of 2012 KPIs (BoD Protocol #96 dd. 24.01.2012 on the approval of 2012 target KPIs) the following indicator " Decrease of purchase costs per 1 production unit by no less than 10% per year during 3 years in real terms at 2010 prices ", calculated according to the methodology approved in item 1 of the present resolution.
3. The CEO shall introduce the corresponding alterations to the KPI system for senior managers.
4. During 2012 the CEO shall ensure monitoring and additional analysis of the KPI and, if needed, to submit for BoD's review an issue regarding the introduction of alterations to the methodology for

calculation and evaluation of the KPIs covering results of the elaboration of typical investment projects.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 1 (One) vote: Konstantin Vladimirovich SHEVCHENKO.

“ABSTAIN” - 1 (One) vote: Konstantin Mikhailovich YUSHKOV.

The resolution was adopted by the majority of votes.

ISSUE 2: Approval of the Committee budgets in 1-2Q 2012.

RESOLUTION:

1. To approve the Audit Committee budget according to Appendix #2 hereof.
2. To approve the Strategy and Development Committee budget according to Appendix #3 hereof.
3. To approve the Personnel and Remunerations Committee budget according to Appendix #4 hereof.
4. To approve the Reliability Committee budget according to Appendix #5 hereof.
5. To approve the Technological Connection Committee budget according to Appendix #6 hereof.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 3: Review of a CEO’s report on the observance of the Regulations on the Information Policy in 2H 2011.

RESOLUTION:

To take into account a CEO’s report on the observance of the Regulations on the Information Policy in 2H 2011 according to Appendix #7 hereof.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 4: Review of a 2Q 2011 report on the execution of the Annual Purchase Program.

RESOLUTION:

1. To take into account a 2Q 2011 report on the execution of the Annual Purchase Program according to Appendix #8 hereof.

2. To note a low level of purchase procedures arranged via electronic trading facilities - 34.6%.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 2 (Two) votes: Konstantin Vladimirovich SHEVCHENKO Mikhail Yuryevich KURBATOV.

The resolution was adopted by the majority of votes.

ISSUE 5: Approval of target cash flow indicators for 1Q 2012.

RESOLUTION:

1. To approve the following target cash flow indicators for 1Q 2012:

Month	Services regarding arrangement and development of the grid sector	<i>RUR thous.</i>
January		22 232.0
February		22 232.0
March		22 232.0

2. To entrust the CEO:

- Within 5 days since the resolution to ensure the arrangement of cash flow draft and its approval;
- Within 1 day since the approval of CF to forward the document to BoD members.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 2 (Two) votes: Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted by the majority of votes.

ISSUE 6: Review of a 4Q 2011 report on target cash flow indicators completion.

RESOLUTION:

To approve a 4Q 2011 report on target cash flow indicators completion according to Appendix #9 hereof.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 2 (Two) votes: Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted by the majority of votes.

ISSUE 7: Approval of an interested-party transaction: approval of a contract on the provision of room for telecom equipment in a non-residential room concluded between IDGC of Urals and FSK UES.

RESOLUTION:

1. To determine that the price for the provision of room for telecom equipment under the contract between IDGC of Urals, OAO and FSK UES, OAO, being an interested-party transaction, based upon market value, totals RUR 54 050.34, including 18% VAT – RUR 8 244.97.

2. To approve the contract between IDGC of Urals and FSK UES, being an interested-party transaction, according to the following conditions:

The Parties:

- The Contractor – IDGC of Urals, OAO;
- The Client – FSK UES, OAO.

The Subject:

Onerous services on the provision of room for telecom equipment (Appendix #10 to the present resolution – the list of equipment) of the Client in a non-residential room #43 according to the scheme (Appendix #11 to the present resolution), on the ground floor of a non-residential building (office block) located at: 5 Ploschad Revolutsii, Chelyabinsk.

The Price:

The price is RUR 54 050.34, including 18% VAT – RUR 8 244.97. The price includes utility costs.

The Term:

The Contract shall come into force since the signing and cease to be in force on 31.12.2014. The termination of the Contract shall not discharge the Parties from all the liabilities under the Contract. According to article 425 of the Russian Civil Code the Contract conditions shall cover relations between the Parties since 01.07.2011.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 8: Approval of an interested-party transaction: approval of an immovables rental contract concluded between IDGC of Urals and FSK UES.

RESOLUTION:

1. To determine that monthly rental fee under the rental contract concluded between IDGC of Urals and FSK UES, being an interested-party transaction, based on market value, totals RUR 129 575.2,

AF/MRSK/AU/DKU/f.4/r.2

including 18% VAT – RUR 19 765.71.

2. To approve the immovables rental contract between IDGC of Urals and FSK UES, being an interested-party transaction (hereinafter referred to as the Contract), under the following conditions:

The Parties:

- The Lessor – IDGC of Urals, OAO;
- The Lessee – FSK UES, OAO.

The Subject:

The Lessor shall transfer to the temporal use and possession of the Lessee non-residential premises, total area 227.1 sq.m., being a part of a non-residential building (office block), total area 5 680.6 sq.m., located at 5 Ploschad Revolutsii, Chelyabinsk, the Chelyabinsk region (hereinafter referred to as the immovables), the Lessee shall accept the immovables into lease and shall be obliged to pay rental fee in the amount, procedure and terms under the Contract.

The Price:

The rental fee for the immovables shall total RUR 129 575.2 per month, including 18% VAT - RUR 19 765.71.

The rental fee shall include expenses on heating, water and energy supply, sewage, waste disposal, cleaning and security services. The fee for local calls, intrazone, long-distance and international calls shall be paid by the Lessee additionally under the telecom services contract.

The Terms:

The Contract shall come into force since the signing and cease to be in force on 31.05.2012. The termination of the Contract shall not discharge the Parties from all the liabilities under the Contract. According to article 425 of the Russian Civil Code the Contract conditions shall cover relations between the Parties since 01.07.2011.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 9: Approval of an interested-party transaction: approval of a rental contract concluded between IDGC of Urals and EESK.

RESOLUTION:

1. To determine that monthly rental fee under grid rental contract concluded between IDGC of Urals and EESK, being an interested-party transaction, based on market value, totals RUR 1 475 000.0, including 18% VAT – RUR 225 000.0.

2. To approve the grid rental contract between IDGC of Urals and EESK, being an interested-party transaction, under the following conditions:

The Parties:

- The Lessor – IDGC of Urals, OAO;

- The Lessee – EESK, OAO.

The Subject:

The Lessor shall transfer and the Lessee shall accept into temporal use and possession for a fee movables and immovables (hereinafter referred to as the Property), stipulated in Appendix #12 to the present BoD resolution, with a view to arrange energy transmission, including connection of new consumers.

The Price:

The rental fee shall total RUR 1 475 000.0, including 18% VAT – RUR 225 000.0 per month. Expenses related to the Property exploitations shall be paid by the Lessee.

The Terms:

The Contract shall come into force since the signing and be effective during 11 months. The Contract shall cover relations between the Parties since 01.01.2012.

VOTING RESULTS:

“FOR” – 7 (Seven) votes: Mikhail Yuryevich KURBATOV, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director, M.V. AZOVTSEV and M.M.SAUKH, being interested parties.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 10: Approval of an interested-party transaction: approval of an agreement on the implementation and exploitation of AIEPA system concluded between IDGC of Urals and EESK.

RESOLUTION:

To defer the issue to a later date.

VOTING RESULTS:

“FOR” – 7 (Seven) votes: Mikhail Yuryevich KURBATOV, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director, M.V. AZOVTSEV and M.M.SAUKH, being interested parties.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 11: Approval of an interested-party transaction: approval of a movables (diagnostic equipment) rental contract concluded between IDGC of Urals and Energy Service Company of

the Urals.

RESOLUTION:

To defer the issue to a later date.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 12: Approval of an interested-party transaction: approval of additional agreement #1 to immovables rental contract #96/2011/SE dd. 12.04.2011 concluded with FSK UES.

RESOLUTION:

1. To withdraw the issue from the BoD agenda.
2. To note that materials submitted for BoD session are of low quality.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 13: Approval of an interested-party transaction: approval of additional agreement #2 to immovables rental contract #425/2010/SE dd. 15.11.2010 concluded between IDGC of Urals and FSK UES.

RESOLUTION:

To defer the issue to a later date.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 14: Approval of 3Q 2011 KPI completion results.**RESOLUTION:**

To approve 3Q 2011 KPI completion results according to Appendices #13-14 hereof.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV.

“AGAINST” - 1 (One) vote: Konstantin Vladimirovich SHEVCHENKO.

“ABSTAIN” - 1 (One) vote: Mikhail Viktorovich AZOVTSEV.

The resolution was adopted by the majority of votes.

ISSUE 15: Approval of an interested-party transaction: approval of a contract on alienation of exclusive right concluded between Engineer Center of the Urals Energy Sector and IDGC of Urals.**RESOLUTION:**

To defer the issue to a later date.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 16: Approval of an interested-party transaction: approval of the conclusion of additional agreement #9 to immovables rental contract #00/77-08 dd. 01.02.2008 between IDGC of Urals and Ekaterinburgenergosbyt.

RESOLUTION:

1. To determine that rental fee under additional agreement #9 to contract #00/77-08 dd. 01.02.2008 concluded between IDGC of Urals and Ekaterinburgenergosbyt, being an interested-party transaction, based on market value:

Since 01.01.2012 to 29.02.2012 equaling RUR 1 465 615.0, including 18% VAT – RUR 223 568.39 per month,

Since 01.03.2012 equaling RUR 1 513 355.0, including 18% VAT – RUR 230 850.76 per month.

2. To approve additional agreement #9 to immovables rental contract #00/77-08 dd. 01.02.2008 (hereinafter referred to as the Contract) concluded between IDGC of Urals and Ekaterinburgenergosbyt, being an interested-party transaction (hereinafter referred to as the additional agreement), under the following conditions:

The Parties:

The Lessor – IDGC of Urals, OAO;

The Lessee – Ekaterinburgenergosbyt, OAO.

The Subject:

1. Due to the transfer into use since January 01, 2012 of rooms #305, 314, 324, subitem 1.2.1. of the contract shall be stated as follows: “isolated non-residential premises:

##17, 33 (cellar);

##58, 63 (ground floor);

##130, 131, 134, 136-144, 146-154 (1st floor);

##203-216, 218, 240-254 (3rd floor);

##256-267, 269-280, 282-284, 286-296 (4th floor),

##305, 314, 324 (5th floor),

total area 2 039.1 sq.m., located at the building at 17a Ulitsa Kosmonavtov, Ekaterinburg, owned by the Lessor certified by the certificate of state registration (series 66AD #485519 dd. 02.08.2010 (hereinafter referred to as the premises))”.

2. Due to the transfer into use since January 01, 2012 of 10 parking stalls on the parking lot and 7 parking stalls in the courtyard, Paragraph 1 subitem 1.2.2. of the contract shall be stated as follows: “Parking lot for 28 vehicles (hereinafter referred to as the parking lot) and 23 parking stalls in the courtyard of the building located at 17a Prospekt Kosmonavtov, Ekaterinburg”.

The Parking stalls shall be indicated (color marking) in the attached scheme (Appendices #4,5) to additional agreement).

3. Due to the transfer into use since March 01, 2012 of rooms ##308, 309, subitem 1.2.1. of the contract shall be stated as following since March 01, 2012: “isolated non-residential premises:

##17, 33 (cellar);

##58, 63 (ground floor);

##130, 131, 134, 136-144, 146-154 (1st floor);

##203-216, 218, 240-254 (3rd floor);

##256-267, 269-280, 282-284, 286-296 (4th floor),

##305, 308, 309, 314, 324 (5th floor),

Total area 2 107.3 sq.m., located at the building at 17a Ulitsa Kosmonavtov, Ekaterinburg, owned by the Lessor certified by the certificate of state registration (series 66AD #485519 dd. 02.08.2010.

4. Item 4.1. of the Contract shall be stated as follows: Since January 01, 2012 till February 29, 2012 the rental fee under the Contract shall be RUR 1 465 615.0, including 18% VAT – RUR 223 568.39 per month.

Since March 01, 2012 the rental fee under the Contract shall be RUR 1 513 355.0, including 18%

VAT - RUR 230 850.76 per month.

The rental fee shall include security services, utilities (heating, water supply, sewage, energy supply) cleaning and other services related to the exploitation of the facilities.

5. The rest of the conditions shall be the same.

The Price:

Since January 01, 2012 till February 29, 2012 the rental fee shall be RUR 1 465 615.0, including 18% VAT – RUR 223 568.39 per month.

Since March 01, 2012 the rental fee shall be RUR 1 513 355.0, including 18% VAT – RUR 230 850.76 per month.

The rental fee shall include security services, utilities (heating, water supply, sewage, energy supply) cleaning and other services related to the exploitation of the facilities.

The Terms:

The additional agreement shall come into force since the signing and shall cover relations since January 01, 2012.

VOTING RESULTS:

“FOR” – 8 (Eight) votes: Mikhail Yuryevich KURBATOV, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Dmitry Dmitryevich MIKHEEV, Maksim Mikhailovich SAUKH.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director, and M.V. AZOVTSEV, being an interested party.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 17: Approval of an interested-party transaction: approval of an immovables rental contract concluded between IDGC of Urals and Energy Service Company of the Urals.

RESOLUTION:

1. To determine that monthly rental fee under the rental contract concluded between IDGC of Urals and Energy Service Company of the Urals, being an interested-party transaction, based on market value, totals RUR 24 354.0, including 18% VAT - RUR 3 715.02.

2. To approve the immovables rental contract concluded between IDGC of Urals and Energy Service Company of the Urals, being an interested-party transaction, under the following conditions:

The Parties:

The Lessor – IDGC of Urals, OAO;

The Lessee – Energy Service Company of Urals, OAO.

The Subject:

The Lessor shall transfer and the Lessee shall accept into temporal use and possession immovables (hereinafter referred to as the Property) and shall be obliged to pay the stipulated fee.

According to the contract the following Property, located at 19 (sym.A) Ulitsa Chaikovskogo, Ekaterinburg, shall be transferred into lease:

- non-residential premises ##20,21 (ground floor), total area 36.9 sq.m.

The Property shall be used by the Lessee as an office space.

The Price:

The rental fee for use and possession shall be RUR 24 354.0, including 18% VAT – RUR 3 715.02 per month.

The rental fee shall include utilities expenses (energy supply, heating, water supply, sewage) and other services related to the exploitation. Local telephony and Internet shall not be covered by the rental fee.

The Term:

The Contract shall come into force since the signing and shall cover relations between the Parties since January 01, 2012. The duration of the contract shall be 11 months.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 18: Preliminary approval of the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - vegetable cellars (58 items), located at: 103 Ulitsa Promyshlennaya, Perm.

RESOLUTION:

To approve the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - vegetable cellars (58 items), located at: 103 Ulitsa Promyshlennaya, Perm, according to the following conditions:

- alienated property - vegetable cellars (58 items), located at: 103 Ulitsa Promyshlennaya, Perm (according to Appendix #15 hereof);
- Book (residual) value of the alienated property as of 01.10.2011 totals RUR 433 800.97;
- method of alienation – open auction;
- starting price – equal to market price determined by the independent appraiser Western Urals Institute for Expertize, Evaluation and Audit, OOO (Appraisal report #2/1821-101202-11), totaling RUR 2 611 190.0, including 18% VAT – RUR 398 317.12;
- Payment procedure – cash resources prior to the transfer of right but within 20 (Twenty) banking days since the signing of the SPA by transferring money to the operating account of the Seller.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 19: Preliminary approval of the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - infrastructure of a residential building: - waterpipes (Sym. Sv) length 90.1 r.m.; - sewage network (Sym. Sk1) length 187.4 r.m., - located at: 69 Ulitsa Lyangasova, Perm, - by public offer.

RESOLUTION:

To approve the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - инженерных сетей жилого дома: - infrastructure of a residential building: - waterpipes (Sym. Sv) length 90.1 r.m.; - sewage network (Sym. Sk1) length 187.4 r.m., - located at: 69 Ulitsa Lyangasova, Perm, - by public offer, according to the following conditions:

- alienated property - waterpipes (Sym. Sv) length 90.1 r.m.; - sewage network (Sym. Sk1) length 187.4 r.m., - located at: 69 Ulitsa Lyangasova, Perm;
- Book (residual) value of the alienated property as of 30.04.2011 totals RUR 44 117.04;
- Alienation method – sale by public offer (with gradual price change from initial price to minimal price, according to the Regulations on Non-core Asset Sale Arrangement, approved by IDGCU BoD resolution on 16.12.2008 (Protocol #48), open auction;
- Initial price – equal to starting price at the abortive auction totaling RUR 600 300.0, including 18% VAT – RUR 91 571.19;
- Minimal price – equal to 50% (Fifty) from initial price totaling RUR 300 150.0, including 18% VAT – RUR 45 785.59;
- Payment procedure – cash resources prior to the transfer of right but within 20 (Twenty) banking days since the signing of the SPA by transferring money to the operating account of the Seller.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 20: Preliminary approval of the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - steel low-pressure gas pipe, length 0.03383 km, (Sym. Sg), located at: 1a Ulitsa Sivkova, Perm, - by public offer.

RESOLUTION:

To approve the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - steel low-pressure gas pipe, length 0.03383 km, (Sym. Sg), located at: 1a Ulitsa Sivkova, Perm, - by public offer, under the following conditions:

- alienated property – steel low-pressure gas pipe, length 0.03383 km, (Sym. Sg), located at: 1a Ulitsa Sivkova, Perm;
- Book (residual) value of the alienated property as of 30.04.2011 totals RUR 111 605.33;
- Alienation method – sale by public offer (with gradual price change from initial price to minimal

price, according to the Regulations on Non-core Asset Sale Arrangement, approved by IDGCU BoD resolution on 16.12.2008 (Protocol #48), open auction;

- Initial price – equal to starting price at the abortive auction totaling RUR 81 000.0, including 18% VAT – RUR 12 355.93;

- Minimal price – equal to 50% (Fifty) from initial price totaling RUR 40 500.0, including 18% VAT – RUR 6 177.97;

- Payment procedure – cash resources prior to the transfer of right but within 20 (Twenty) banking days since the signing of the SPA by transferring money to the operating account of the Seller.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 21: Preliminary approval of the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - submain sewer: collecting drain (Sym. Sk), length 883.1 r. m, storm drainage (Sym. Sk1) length 506.3 r.m., boiler house drainage (Sym. Sk2) length 364.45 r.m., - located at: Yanvarskyi microdistrict, Perm, - by public offer.

RESOLUTION:

To approve the Company’s interested-party transaction regarding property alienation being main assets which is not used for production, transfer, dispatching, distributing electric and thermal energy, - submain sewer: collecting drain (Sym. Sk), length 883.1 r. m, storm drainage (Sym. Sk1) length 506.3 r.m., boiler house drainage (Sym. Sk2) length 364.45 r.m., - located at: Yanvarskyi microdistrict, Perm, - by public offer, under the following conditions:

- alienated property - submain sewer: collecting drain (Sym. Sk), length 883.1 r. m, storm drainage (Sym. Sk1) length 506.3 r.m., boiler house drainage (Sym. Sk2) length 364.45 r.m., - located at: Yanvarskyi microdistrict, Perm;

- Book (residual) value of the alienated property as of 30.04.2011 totals RUR 697 801.33;

- Alienation method – sale by public offer (with gradual price change from initial price to minimal price, according to the Regulations on Non-core Asset Sale Arrangement, approved by IDGCU BoD resolution on 16.12.2008 (Protocol #48), open auction;

- Initial price – equal to starting price at the abortive auction totaling RUR 6 712 000.0, including 18% VAT – RUR 1 023 864.41;

- Minimal price – equal to 50% (Fifty) from initial price totaling RUR 3 356 000.0, including 18% VAT – RUR 511 932.2;

- Payment procedure – cash resources prior to the transfer of right but within 20 (Twenty) banking days since the signing of the SPA by transferring money to the operating account of the Seller.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

ISSUE 22: Approval of an interested-party transaction: approval of additional agreement #1 to immovables rental contract #96/2011/SE dd. 12.04.2011 between IDGC of Urals and FSK UES.

RESOLUTION:

1. To determine that monthly rental fee according to additional agreement #1 to rental contract concluded between IDGC of Urals and FSK UES, based on market value, totals RUR 34 494.9, including 18% VAT – RUR 5 261.93.
2. To approve additional agreement #1 to the immovables rental contract #96/2011/SE dd. 12.04.2011 (hereinafter referred to as the contract) concluded between IDGC of Urals and FSK UES, being an interested-party transaction (hereinafter referred to as the additional agreement), under the following conditions:

The Parties:

The Lessor – IDGC of Urals, OAO;

The Lessee – FSK UES, OAO.

The Subject:

1. To renew the contract for 11 months since 01.12.2011 till 31.10.2012.
2. Item 4.1. of the contract shall be stated as follows: “Since January 01, 2012 the rental fee under the contract shall total RUR 34 494.9, including 18% VAT - RUR 5 261.93. Expenses related to the maintenance of the property shall be paid by the Lessee itself”.
3. Item 7.1. of the contract shall include the following paragraph: “The contract shall be acknowledged as renewed under the same conditions without date if the Lessee continues to use the property after the termination of the contract and if there is no objection from the Lessor”.

The Price:

Rental fee under the additional agreement shall total RUR 34 494.9, including 18% VAT – RUR 5 261.93 per month. Expenses related to the maintenance of the property shall be paid by the Lessee itself.

The Term:

Additional agreement shall come into force since the signing and cover relations between the Parties since December 01, 2011 and shall be in force till October 31, 2012.

VOTING RESULTS:

“FOR” – 9 (Nine) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 23: Approval of an interested-party transaction: approval of transportation services contract concluded between IDGC of Urals and Uralenergotrans.

RESOLUTION:

To determine that the price of the transportation contract concluded between IDGC of Urals and Uralenergotrans, being an interested-party transaction, totals RUR 666 356 568.76, including 18% VAT.

2. To approve the transportation contract included between IDGC of Urals and Uralenergotrans (hereinafter referred to as the contract), being an interested-party transaction, under the following conditions:

The Parties:

The Client – IDGC of Urals, OAO;

The Contractor – Uralenergotrans, OOO.

The Subject:

The Contractor, under the conditions stipulated by the contract, shall be obliged to use special-purpose vehicles for rendering its services as well as render services on cargo and passenger transportation (hereinafter – the Services) and the Client shall be obliged to pay for the Services in a procedure stipulated by the contract.

Services rendered by using special-purpose vehicles as well as services on cargo and passenger transportation (equal to the Services) shall be all obligations of the Contractor, stipulated by the contract and aimed at the provision of productive operations of the Client.

The Price:

The price shall total RUR 666 356 568.76, including 18% VAT.

The Term:

The contract shall come into force since the signing, shall cover relations between the Parties since 01.01.2012 and be in force till 30.04.2012.

VOTING RESULTS:

“FOR” – 6 (Six) votes: Mikhail Yuryevich KURBATOV, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 1 (One) vote: Konstantin Vladimirovich SHEVCHENKO.

“ABSTAIN” - 2 (Two) votes: Mikhail Viktorovich AZOVTSEV, Konstantin Mikhailovich YUSHKOV.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies” a resolution on approval of the transaction is adopted by the majority of independent BoD members, with no interest in the transaction. Therefore, we did not take into account votes of 1 BoD member: V.N. RODIN, being a dependent director.

A resolution on the issue is considered adopted in case the majority of independent BoD members, with no interest in the transaction, votes “FOR” while adopting resolution.

In compliance with item 3, article 83 of Federal Law “On Joint-Stock Companies”, item 18.9, article 18 of the Charter the resolution was adopted.

ISSUE 24: Review of the implementation plan of Development Strategy of IDGC Holding at IDGC of Urals till 2015 and in a long-term perspective till 2020.

RESOLUTION:

1. To take as a basis the implementation plan of Development Strategy of IDGC Holding at IDGC of Urals till 2015 and in a long-term perspective till 2020 according to Appendix #16;

2. To recommend the BoD members – representatives of minor shareholders to submit proposals on improvement of the implementation plan of Development Strategy of IDGC Holding at IDGC of Urals till 2015 and in a long-term perspective till 2020.

Deadline: February 15, 2012.

3. To entrust the CEO to improve the implementation plan of Development Strategy of IDGC Holding

AF/MRSK/AU/DKU/f.4/r.2

at IDGC of Urals till 2015 and in a long-term perspective till 2020 according to the submitted proposals and recurrently submit it for BoD's review.

Deadline: March 01, 2012.

VOTING RESULTS:

“FOR” – 10 (Ten) votes: Mikhail Yuryevich KURBATOV, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Boris Iosiphovich MEKHANOSHIN, Sergey Evgenyevich YURCHUK, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Mikhail Viktorovich AZOVTSEV, Dmitry Dmitryevich MIKHEEV.

“AGAINST” - 0 (Zero) votes.

“ABSTAIN” - 0 (Zero) votes.

The resolution was adopted unanimously.

Appendix #1: The methodology for calculation and evaluation of the KPI "Decrease of purchase costs per 1 production unit by no less than 10% per year during 3 years in real terms at 2010 prices" for the CEO.

Appendices #2-6: Committee budgets for 1-2Q 2012.

Appendix #7: A CEO's report on the observance of the Regulations on the Information Policy in 2H 2011.

Appendix #8: A 2Q 2011 report on the execution of the Annual Purchase Program.

Appendix #9: A 4Q 2011 report on target cash flow indicators completion.

Appendix #10: A contract on the provision of room for telecom equipment in a non-residential room concluded between IDGC of Urals and FSK UES.

Appendix #11: A contract on the provision of room for telecom equipment in a non-residential room concluded between IDGC of Urals and FSK UES.

Appendix #12: Approval of a rental contract concluded between IDGC of Urals and EESK.

Appendix #13-14: 3Q 2011 target quarterly KPI results.

Appendix #15: Alienated property - vegetable cellars (58 items), located at: 103 Ulitsa Promyshlennaya, Perm.

Appendix #16: The implementation plan of Development Strategy of IDGC Holding at IDGC of Urals till 2015 and in a long-term perspective till 2020.

Appendices #17 - 26: Questionnaires of the BoD members: Mikhail Yuryevich KURBATOV, Boris Iosiphovich MEKHANOSHIN, Valery Nikolayevich RODIN, Maksim Mikhailovich SAUKH, Mikhail Viktorovich AZOVTSEV, Taras Vyacheslavovich SHEVCHENKO, Konstantin Mikhailovich YUSHKOV, Konstantin Vladimirovich SHEVCHENKO, Sergey Evgenyevich YURCHUK, Dmitry Dmitryevich MIKHEEV.

The BoD Chairperson

M.Y. Kurbatov

The Corporate Secretary

S.A. Gusak

The Protocol was compiled on: 01.02.2012.