

**Extract**  
**from the Minutes of the Management Board**

24/06/2006

no. 1484pr/5

Moscow

5. Having examined the data on the agenda questions of the Annual General Shareholders Meeting of JSC IDGC of the North-West in conformity with Article 12 of the Charter of JSC RAO UES of Russia, the Management Board RESOLVED the following:

- 5.1. Approve the Annual Report of the Company according to the results of 2005.
- 5.2. Approve the annual accounting reporting of the Company according to the results of 2005.
- 5.3. Approve the profit and loss statement of the Company according to the results of 2005.
- 5.4. Approve the following distribution of profit (loss) of the Company for 2005:

	RUR ths
Unappropriated profit (loss) of the accounting period	60
shall be distributed as follows: Reserve fund	60
Accumulation fund	-
Dividends	-
Repayment of losses of past years	-

- 5.5. Not to pay dividends under common shares of the Company according to the results of 2005.
- 5.6. Elect the Board of Directors of the Company according to the results of 2005.  
Chistyakov Aleksandr Nikolaevich, First Deputy Chairman of the Management Board of JSC UES FGC;  
Akhanov Dmitryi Sergeevich, Head of the Department for Strategy of the Reform Management Center;  
Dyomin Andrey Aleksandrovich, Head of the Management Center of interregional distributive grid complexes of JSC UES FGC;  
Zavalko Maksim Valentinovich, First Deputy Chief of the Department for corporate governance and shareholders interaction of the Corporate Center of JSC RAO UES of Russia;  
Klekovkin Anton Igorevich, Director of the Branch of Investment Projects of JSC Interros Holding Company;  
Pinkhasik Veniamin Shmuilovich, Director General of JSC IDGC of the North-West;  
Remes Seppo Yukha, President of Kiuru Partners Company;  
Tuzov Mikhail Yurievich, Deputy Chairman of the Management Board of JSC UES FGC;

Kravchenko Vyacheslav Mikhailovich, Director of Department of Minpromenergo (Ministry of Industry and Power) of Russia;

5.7. Elect the Audit Committee of the Company in the following composition:

Sidorov Sergey Borisovich, Head of the Department for the internal audit of the Corporate Center of JSC RAO UES of Russia;

Zenyukov Igor Alikovich, Head of Branch of the Department for corporate governance and interaction with shareholders of the Corporate Center of JSC RAO UES of Russia;

Baitov Anatolyi Valerievich, Head of Directorate for the financial control and internal audit of JSC UES FGC;

Lelekova Marina Alekseevna, Deputy Head of the Directorate for financial control and analysis of JSC IDGC of the North-West;

Maksimova Tatyana Viktorovna, Head of the Department of financial control and analysis of JSC IDGC of the North-West;

5.8. Approve JSC KMPG, license No. E003330 of the Ministry of Finance of the Russian Federation issued as of 17/01/2003 (No.9), as the auditor of the Company.

5.9. Make amendments to the Articles of Association of the Company (Appendix 13).

5.10. Approve Regulations for remunerations and compensations payment to members of the Board of Directors of “Interregional Distributive Grid Company of the North-West” Joint-Stock Company in a new wording (Appendix 14).

5.11. A.N. Rappoport, member of the Management Board, Managing Director of JSC RAO UES of Russia, shall be responsible for control over execution of item 5 of the present resolution.