

MINUTES No. 6/2012
of the Extraordinary General Meeting of Shareholders
of Joint-Stock Company
Interregional Distribution Grid Company of Volga (IDGC of Volga, JSC)

Full company name and registered address of the Company:	Open Joint-Stock Company Interregional Distribution Grid Company of Volga 42/44 ul. Pervomayskaya, Saratov, 410031, the Russian Federation
Type of the general meeting:	extraordinary
Form of the general meeting:	meeting
Date of the meeting:	August 23, 2012
Place of the meeting:	Conference hall of Slovakiya Hotel, 30, ul. Lermontova, Saratov.
Start time of attendees' registration:	10:00 a.m.
Time of opening the meeting:	12:00 a.m.
End time of attendees' registration:	12:15 p.m.
Start time of vote counting:	12:25 p.m.
Time of closing the meeting:	13: 05 p.m.
Postal addresses at one of which the completed voting bulletins may be sent:	IDGC of Volga, JSC, 42/44, ul. Pervomayskaya, Saratov, 410031; Reestr-RN, LLC, p/o box 4, Moscow, 115172.
Chairperson of the meeting:	Ryabikin V.A., General Director of IDGC of Volga, JSC, a member of the Board of Directors of IDGC of Volga, JSC
Secretary of the meeting:	Khadieva N.V., Leading Specialist of Corporate Events and Reporting Section within the Department of Corporate Governance and Cooperation with Shareholders of IDGC of Volga, JSC
Presidium of the meeting:	Ryabikin V.A., General Director of IDGC of Volga, JSC, a member of the Board of Directors of IDGC of Volga, JSC Rebrova N.L., Deputy General Director on Corporate Governance of IDGC of Volga, JSC

Date of the Minutes: August 24, 2012

The list of persons entitled to participate in the Annual General Meeting of Shareholders of IDGC of Volga, JSC, was drawn up according to the Shareholders Register of IDGC of Volga, JSC as of June 04, 2012.

In compliance with Article 56 of the Federal Law No. 208-FZ "On Joint-Stock Companies" dated December 26, 1995, functions of the Counting Commission shall be performed by the Company's Registrar – Limited Liability Company Reestr-RN.

Authorized representatives of the Company's Registrar: Filippenko V. V., Timofeeva O. S., Belosokhova N. V.

Business address (location) of the Registrar: 2/6, bld.3-4, Podkopyayevskiy pereulok, Moscow, 109028

The Minutes of the Counting Commission on the results of voting at the Annual General Meeting of Shareholders of IDGC of Volga, JSC is attached to this Minutes (Appendix No. 1).

Agenda:

- 1. Early termination of powers of members of the Board of Directors of the Company.**
- 2. Election of members of the Board of Directors of the Company.**

Ryabikin V.A.

Ryabikin V.A. made an opening speech and gave the floor to Filippenko V.V., a duly authorized representative of the Registrar (Reestr-RN, LLC) to announce the results of the attendees' registration.

Filippenko V. V.

According to the list of persons entitled to participate in the Annual General Meeting of Shareholders of the Company drawn up as of June 04, 2012, the total number of the voting shares amounts to 178,577,801,146.

According to the results of attendee's registration by 12:00 p.m. of August 23, 2012, the number of votes held by the persons who participated in the Meeting of Shareholders amounts to 159,906,482,923, i.e. 89.54 % of the total number of the voting shares of IDGC of Volga, JSC.

Pursuant to Article 58 of the Federal Law No. 208-FZ "On Joint-Stock Companies" dated December 26, 1995, and the Company's Articles of Association, the quorum is present, and the Annual General Meeting of Shareholders of IDGC of Volga, JSC is legally qualified to transact business on all agenda items.

Ryabikin V.A.

Declared the Extraordinary General Meeting of Shareholders of IDGC of Volga, JSC open and announced the Agenda and procedures of the Meeting.

Filippenko V. V.

Filippenko V. V. explained the procedure for voting on the agenda items, including cumulative voting procedure, as well as the rules for completing the voting bulletins.

Hereafter, in compliance with the procedural rules of the meeting, the Chairman made a motion to proceed to discussing the items on the agenda of the Annual General Meeting of Shareholders of IDGC of Volga, JSC.

Regarding the first Agenda item «Early termination of powers of members of the Board of Directors of the Company» the attendees heard the report delivered by Rebrova N.L., Deputy General Director for Corporate Governance of IDGC of Volga, JSC.

Rebrova N.L. informed the attendees, that the Agenda item is included in the Agenda of the **Extraordinary General Meeting of Shareholders** on the demand of IDGC Holding, JSC, the shareholder, owning in more than 67 % of voting shares.

Regarding the second Agenda item « Election of members of the Board of Directors of the Company » the attendees heard Rebrova N.L., Deputy General Director for Corporate Governance of IDGC of Volga, JSC.

Rebrova N.L. reported on the procedure for making the list of nominees for the Board of Directors of the Company, and disclosed the information on the candidates for membership in the Board of Directors nominated by the shareholders of the Company.

Ryabikin V. A., the Chairperson, noted that all the issues on the agenda had been addressed, allowed time for completing the voting process on all the issues put to vote and announced a break for vote counting.

Upon expiry of the time allowed for vote counting, Filippenko V.V., a duly authorized representative of the Registrar announced the voting results.

Results of voting and resolutions passed in relation to the agenda items at the Extraordinary General Meeting of Shareholders of IDGC of Volga, JSC:

Issue No. 1: Early termination of powers of members of the Board of Directors of the Company.

Number of votes on the issue held by persons included in the list of persons eligible to participate in the general meeting (holders of allotted voting shares)	178,577,801,146
Number of votes on the issue held by persons who participated in the meeting	159,906,482,923
The quorum required to address the issue (%)	89.544435
The quorum required to address the issue No. 1 is present.	

Voting options	Number of votes	% of persons who participated in the voting
“FOR”	159,422,046,227	99.697050
“AGAINST”	1,595,944	0.000998
“ABSTAINED”	6,775,369	0.004237
Number of votes cast on the poll that were recognized as invalid		10,187,840

Resolution passed by the Annual General Meeting of Shareholders on the first agenda item: Early termination of powers of members of the Board of Directors of the Company.

Issue No. 2: Election of members of the Board of Directors of the Company.

Number of votes on the issue held by persons included in the list of persons eligible to participate in the general meeting (holders of allotted voting shares)	178,577,801,146	
Number of votes for cumulative voting on the issue held by persons who participated in the meeting	1,758,971,312,153	
The quorum required to address the issue (%)	89.544435	
The quorum required to address the issue No. 2 is present.		
Item No.	Full name of a candidate	Number of cumulative voices
“FOR”, vote breakdown by candidates		
1	Murov Andrey Evgenyevich	136,439,116,133
2	Bashindzhagyan Astkhik Artashesovna	135,875,641,329
3	Streltsov Sergey Viktorovich	135,073,555,132
4	Inozemtsev Vladimir Vyacheslavovich	135,070,883,473
5	Pankstyanov Yuri Nikolaevich	135,029,266,650
6	Ryabikin Vladimir Anatolievich	136,018,333,960
7	Varvarin Aleksandr Viktorovich	135,031,005,497
8	Balaeva Svetlana Aleksandrovna	135,075,682,669

9	Merzlikina Maria Vladimirovna	135,069,770,650
10	Golubev Pavel Vladilenovich	122,758,516,696
11	Nikonov Vasiliy Vladislavovich	77,419,585
12	Brodskiy Ilya Viktorovich	40,017,072
13	Gavrilova Tatiana Vladimirovna	144,527,790,133
14	Klaptsov Aleksey Vitalievich	38,533,542
15	Kulikov Denis Viktorovich	115,437,178,299
16	Remes Seppo Ukha	157,189,915,300
		Number of cumulative voices
	“AGAINST” all candidates	17 530 986
	“ABSTAINED” for all candidates	44 124 597
		% *
		0.000997
		0.002509

* - % of the persons who participated in the meeting

Number of votes cast on the poll that were recognized as invalid	149 023 974
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Resolution passed by the Annual General Meeting of Shareholders on the second agenda item:

To elect the Board of Directors consisting of the following members: Remes Seppo Ukha, Gavrilova Tatiana Vladimirovna, Murov Andrey Evgenyevich, Ryabikin Vladimir Anatolievich, Bashindzhagyan Astkhik Artashesovna, Balaeva Svetlana Aleksandrovna, Streltsov Sergey Viktorovich, Inozemtsev Vladimir Vyacheslavovich, Merzlikina Maria Vladimirovna, Varvarin Aleksandr Viktorovich, Pankstyanov Yuri Nikolaevich.

Chairperson of the meeting:

V.A. Ryabikin

Secretary of the meeting:

N.V. Khadieva