

**MINUTES No.7**  
**ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Complete company name and address of the Company:	<b>Open joint-stock company “Federal Grid Company of Unified Energy System”, 5A, Akademika Chelomeya str., Moscow, Russian Federation, 117630</b>
Type of General meeting:	Annual
Form of General meeting:	Meeting
Date of General meeting:	June 30, 2009.
Time of meeting:	119, prospect Mira, bld.55, Moscow
Commencement of registration:	10:00 a.m.
Opening of meeting:	12:00 p.m.
End of registration:	13:15 p.m.
Commencement of counting of votes:	13:45 p.m.
Closing of General meeting:	14:20 p.m.
Mailing address using for the filled voting bulletins:	JSC “Central Moscow Depository”, 34, Bolshaya Pochtovaya str., bld.8, Moscow, Russia, 105082.
Closing of bulletins acceptance:	June 27, 2009.
Date of the minutes:	July, 2009.

In accordance with item 10.11, article 10 of JSC FGC UES Articles of association and item 2, article 67 of the Federal Law No.208-FZ “On joint-stock companies” dated December 26, 1995, Mr. Ponomarev Dmitry Valeriyevich, Deputy Chairman of JSC FGC UES Board of Directors, took the chair at the General meeting of shareholders.

The Company Board of Directors elected Mr. Piotrovich Nikolay Borisovich, deputy head of Department of corporate governance in JSC FGC UES, as the secretary of the annual General meeting of shareholders on May 15, 2009.

In accordance with article 56 of the Federal Law No.208-FZ “On joint-stock companies” dated December 26, 1995, Open joint-stock company “Central Moscow Depository”, registrar of the company, will execute functions of the Tabulation Commission.

Address of the registrar: 3, Orlikov side street, bld.B, Moscow, 107078.

Authorized person of the registrar is Ms. Asmolova Marina Alexandrovna.

The Tabulation Commission’s minutes on results of the voting at the General meeting of shareholders of JSC FGC UES are attached hereto (Annex No.1).

The register of persons entitled to participate in the annual General meeting of shareholders was drawn up as of May 15, 2009 according to the Company’s shareholder register.

Mr. Ponomarev Dmitry Valeriyevich, Chairman of the annual General meeting of JSC FGC UES shareholders opened the meeting. Ms. Asmolova Marina Alexandrovna, the authorized person of the registrar, obtained the floor to declare results of shareholders registration, as well as to explain the voting procedure on items of the agenda.

According to the Tabulation Commission’s data at the time of opening of the annual General meeting of shareholders, shareholders and their authorized persons, who in cases of accumulation held voting shares in the amount of 1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362 shares, which comprised 90.3825 % of votes from votes of shareholders entitled to participate in the General meeting of shareholders, were registered.

In accordance with item 1, article 58 of the Federal Law No.208-FZ “On joint-stock companies” dated December 26, 1995, the annual General meeting of shareholders is considered to be legally competent (has the quorum), when shareholders holding in total more than a half of votes placed by the Company voting shares have participated in the meeting.

Hence, the quorum was reached, and the annual General meeting of shareholders of Open joint-stock company “Federal Grid Company of the Unified Energy System” was recognized as legally competent as of 12:00 p.m..

#### **AGENDA:**

1. Approval of the Company annual report.
2. Approval of the Company annual financial statements including profit and loss statements (profit and loss accounts).
3. Approval of distribution of profits in the Company at 2008 year-end.
4. On size, periods and mode for distribution of dividends at 2008 year-end.
5. Election of members for the Company Board of Directors (Supervisory Board).
6. Election of members for the Company Audit Commission (inspector).
7. Approval of the Company Auditor.
8. Approval of the redrafted Articles of association of the Company.
9. Approval of the redrafted Regulations on the Company Board of Directors.
10. Approval of the redrafted Regulations of the Company Management Board.

#### **The first item: Approval of the Company annual report.**

Mr. Chistyakov Alexander Nikolayevich, First Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the first item on agenda.

The spokesman provided information about the major financial and operational results of the Company, about events significant for the Company and decisions taken by the Company management.

JSC FGC UES annual report was preliminary approved by the Company Board of Directors (Minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

#### **The following draft decision is suggested on the first item:**

Approve 2008 annual report of the Company.

#### **Quorum and voting results for item No.1 on the agenda**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
<b>“FOR”</b>	<b>1,081,610,996,419 and 909,739,119,424 / 1,153,514,196,362</b>	<b>98.5242</b>
“AGAINST”	9,055,401	0.0008
“ABSTAINED”	182,171,912 and 187,606,219,186 / 1,153,514,196,362	0.0166
“Unpolled”	13,051,631,889 and 994,071,148,092 / 1,153,514,196,362	1.1889

Number of votes in bulletins, which were declared invalid	2,958,490,961 and 700,610,896,838 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.1 on the agenda:**

Approve 2008 annual report of the Company (Annex No.2 hereto).

**The second item: Approval of the Company annual financial statements including profit and loss statements (profit and loss accounts).**

Mr. Demin Andrey Alexandrovich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the second item on agenda, he provided data about key figures of accounts and financial statements in the Company at 2008 year-end.

JSC FGC UES accounts were preliminary approved by the Company Board of Directors (Minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the second item:**

Approve the annual financial statements including profit and loss statements (profit and loss accounts) of the Company.

**Quorum and voting results for item No.2 on the agenda**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	1,097,812,346,584 and 484,998,990,816 / 115,351,196,362
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
<b>“FOR”</b>	<b>1,080,139,660,464 and 1,153,296,559,324 / 1,153,514,196,362</b>	<b>98.3902</b>
“AGAINST”	23,400,318 and 1,106,375,113,318 / 1,153,514,196,362	0.0021
“ABSTAINED”	1,626,817,854 and 1,144,702,058,692 / 1,153,514,196,362	0.1482
“Unpolled”	13,051,572,087 and 994,071,148,092 / 1,153,514,196,362	1.1889

Number of votes in bulletins, which were declared invalid	2,970,895,857 and 700,610,896,838 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.2 on the agenda:**

Approve the annual financial statements including profit and loss statements (profit and loss accounts) of the Company (Annex No.3 hereto).

**The third item: Approval of distribution of profits in the Company at 2008 year-end.**

Mr. Demin Andrey Alexandrovich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the third item on agenda, he provided information about the Company profits drawn at 2008 year-end, and about profits distribution in accordance with recommendations given by Board of Directors (minutes No.80 dated May 15, 2009). In addition, the Audit Commission presented information on performed examination of JSC FGC UES financial and economic activities at 2008 year-end.

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the third item:**

Approve the following distribution of the Company profit and loss at 2008 financial year-end:

	(thous. rub.)
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Undistributed profit (loss) of the current accounting period:	4,465,475
Distribute to: Reserve fund	223,274
Development	4,242,201
Dividends	-
Repayment undistributed deficit of prior years	-

**Quorum and voting results for item No.3 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
<b>"FOR"</b>	<b>1,068,038,007,824 and 224,869,544,728 / 1,153,514,196,362</b>	<b>97.2878</b>
"AGAINST"	3,067,547,869 and 246,295,505,792 / 1,153,514,196,362	0.2794
"ABSTAINED"	183,751,996 and 626,180,288,090 / 1,153,514,196,362	0.0167
"Unpolled"	13,051,794,663 and 994,071,148,092 / 1,153,514,196,362	1.1889

Number of votes in bulletins, which were declared invalid	13,471,244,230 and 700,610,896,838 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.3 on the agenda:**

Approve the following distribution of the Company profit and loss at 2008 financial year-end:

	(thous. rub.)
Undistributed profit (loss) of the current accounting period:	4,465,475
Distribute to: Reserve fund	223,274
Development	4,242,201
Dividends	-
Repayment undistributed deficit of prior years	-

**The fourth item: On size, periods and mode for distribution of dividends at 2008 year-end.**

Mr. Demin Andrey Alexandrovich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the fourth item on agenda, he provided information about size, periods and mode for distribution of dividends in accordance with recommendations given by Board of Directors (minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the fourth item:**

Do not pay out dividends upon the Company ordinary shares at 2008 year-end.

**Quorum and voting results for item No.4 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
"FOR"	<b>1,032,605,080,999 and 524,918,404,896 / 1,153,514,196,362</b>	<b>94.0603</b>
"AGAINST"	3,266,317,780 and 626,045,560,398 / 1,153,514,196,362	0.2975
"ABSTAINED"	45,944,337,421 and 1,099,895,569,678 / 1,153,514,196,362	4.1851
"Unpolled"	13,635,031,533 and 994,071,148,092 / 1,153,514,196,362	1.2420

Number of votes in bulletins, which were declared invalid	2,361,578,848 and 700,610,896,838 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.4 on the agenda:**

Not to pay out dividends upon the Company ordinary shares at 2008 year-end.

**The fifth item: Election of members for the Company Board of Directors (Supervisory Board).**

Mr. Tuzov Mikhail Yuriyevich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the fifth item on agenda.

The spokesman notified the Meeting that shareholders of the Company submitted proposals concerning candidates for the Company Board of Directors within a period specified by the Company Articles of association. The Company Board of Directors considered proposals presented by the shareholders (minutes No.77 dated March 05, 2009), the candidates were included in the voting list for election of JSC FGC UES Board of Directors.

Decision on this item will be taken by the cumulative voting, the candidates who receive the maximum number of votes, will be elected in the Company Board of Directors.

**The following draft decision is suggested on the fifth item:**

Elect the following Board of Directors of the Company \*:

1. Mr. Ayuev Boris Ilich
2. Mr. Belyayev Vadim Stanislavovich
3. Mr. Dod Eugeny Vyacheslavovich
4. Mr. Kurbatov Mikhail Yuriyevich
5. Mr. Makarov Alexei Alexandrovich
6. Mr. Malyshev Andrey Borisovich
7. Mr. Maslov Sergei Vladimirovich
8. Mr. Ponomarev Dmitry Valeriyevich
9. Mr. Remes Seppo Yukha
10. Mr. Seleznev Kirill Gennadyavich
11. Mr. Tatsy Vladimir Vitaliyevich
12. Mr. Ferlenghi Ernesto
13. Mr. Sharipov Rashid Ravelevich
14. Mr. Shmatko Sergei Ivanovich

\* According to item 16.1., article 16 of JSC FGC UES Articles of association, the Company Board of Directors consists of 11 (Eleven) persons.

**Quorum and voting results for item No.5 on the agenda:**

Number of votes for the cumulative voting held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares</b> )	<b>13,360,923,304,796 and 271,921,472,262 / 1,153,514,196,362</b>
Number of votes for the cumulative voting held by persons, who <b>participated</b> in the meeting, on this item	<b>12,075,935,812,428 and 720,932,113,528 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

No.	Full name of a candidate	Number of votes for the cumulative voting	% *
<b>"FOR"</b> , distribution of votes for candidates			
1	Mr. Shmatko Sergei Ivanovich	1,492,423,557,014 and 775,913,644,308 / 1,153,514,196,362	12.3587
2	Mr. Tatsy Vladimir Vitaliyevich	966,448,249,598 and 384,471,255,828 / 1,153,514,196,362	8.0031
3	Mr. Ponomarev Dmitry Valeriyevich	963,395,131,172	7.9778
4	Mr. Ferlenghi Ernesto	962,658,858,113	7.9717
5	Mr. Sharipov Rashid Ravelevich	962,458,775,019	7.9701
6	Mr. Ayuyev Boris Ilich	961,903,863,090	7.9655
7	Mr. Makarov Alexei Alexandrovich	958,573,971,981	7.9379
8	Mr. Dod Eugeny Vyacheslavovich	957,878,053,837	7.9321
9	Mr. Kurbatov Mikhail Yuriyevich	957,287,135,526	7.9272
10	Mr. Maslov Sergei Vladimirovich	957,284,329,133	7.9272
11	Mr. Malyshev Andrey Borisovich	957,258,144,726	7.9270
12	Mr. Seleznev Kirill Gennadyevich	505,153,140,624 and 232,436,396,588 / 1,153,514,196,362	4.1831
13	Mr. Belyayev Vadim Stanislavovich	275,016,014,304 and 470,923,670,074 / 1,153,514,196,362	2.2774
14	Mr. Remes Seppo Yukha	33,710,638,241	0.2792
<b>"AGAINST"</b> all candidates		41,560,833,197 and 724,129,607,036 / 1,153,514,196,362	0.3442
<b>"ABSTAINED"</b> for all candidates		5,380,711,154 and 1,093,985,507,604 / 1,153,514,196,362	0.0446
<b>"Unpolled"</b> for all candidates		92,984,195,777 and 351,214,586,932 / 1,153,514,196,362	0.7700

\* - percent of persons who participated in the voting

Number of votes in bulletins, which were declared invalid	24,560,209,919 and 148,400,034,244 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.5 on the agenda:**

Elect the following Board of Directors of the Company:

1. Mr. Ayuev Boris Ilich
2. Mr. Dod Eugeny Vyacheslavovich
3. Mr. Kurbatov Mikhail Yuriyevich
4. Mr. Makarov Alexei Alexandrovich
5. Mr. Malyshev Andrey Borisovich
6. Mr. Maslov Sergei Vladimirovich
7. Mr. Ponomarev Dmitry Valeriyevich
8. Mr. Tatsy Vladimir Vitaliyevich
9. Mr. Ferlenghi Ernesto
10. Mr. Sharipov Rashid Ravelevich
11. Mr. Shmatko Sergei Ivanovich

**The sixth item: Election of members for the Company Revision (Audit) Commission.**

Mr. Tuzov Mikhail Yuriyevich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the sixth item on agenda.

The spokesman notified the Meeting that shareholders of the Company submitted proposals concerning candidates for the Company Revision (Audit) Commission within a period specified by the Company Articles of association. The Company Board of Directors considered proposals presented by the shareholders (minutes No.77 dated March 05, 2009), the candidates were included in the voting list for election of JSC FGC UES Audit Commission.

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the sixth item:**

Elect the following Revision (Audit) Commission of the Company \*:

1. Ms. Zlydareva Tatyana Victorovna
2. Mr. Kozlov Dmitry Alexandrovich
3. Mr. Krylov Eugeny Yuryevich
4. Mr. Lebedev Victor Yuriyevich
5. Ms. Naryshkina Liudmila Nikolayevna
6. Ms. Tikhonova Maria Gennadiyevna

\* According to item 23.1., article 23 of JSC FGC UES Articles of association, the Company Audit Commission consists of 5 (Five) persons.

**Quorum and voting results for item No.6 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,431,071,740 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3973</b>

No.	Full name of a candidate	“FOR”		“AGAINST”	“ABSTAINED”	“Invalid”	“Unpolled”
		Number of votes	Percent*	Number of votes	Number of votes	Number of votes	Number of votes
1	Mr. Lebedev Victor Yuriyevich	1,028,913,663,531 and 588,238,087,244 /1,153,514,196,362	93.7240	1,991,907,617	4,375,773,689 and 1,095,626,723,582 /1,153,514,196,362	57,290,513,616 and 78,043,774,410 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362
2	Ms. Zlydareva Tatyana Victorovna	1,027,453,792,938 and 338,080,934,496 /1,153,514,196,362	93.5910	3,321,652,673 and 344,282,331,346 /1,153,514,196,362	4,478,361,257 and 957,094,358,982 /1,153,514,196,362	57,318,051,585 and 122,450,960,412 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362
3	Mr. Kozlov Dmitry Alexandrovich	1,027,433,845,164 and 1,151,918,519,854 /1,153,514,196,362	93.5892	3,481,582,558 and 1,020,871,084,782 /1,153,514,196,362	4,372,498,438 and 749,585,803,064 /1,153,514,196,362	57,283,932,291 and 1,146,561,570,260 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362
4	Mr. Krylov Eugeny Yuryevich	1,027,333,269,571 and 497,525,710,046 /1,153,514,196,362	93.5800	3,471,705,021 and 396,498,243,160 /1,153,514,196,362	4,473,704,460 and 579,526,871,964 /1,153,514,196,362	57,293,179,401 and 288,357,760,066 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362
5	Ms. Tikhonova Maria Gennadiyevna	1,027,294,993,172 and 214,682,328,636 /1,153,514,196,362	93.5766	3,383,480,258 and 408,994,364,894 /1,153,514,196,362	4,592,933,263 and 929,826,274,910 /1,153,514,196,362	57,300,451,760 and 208,405,616,796 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362
6	Ms. Naryshkina Liudmila Nikolayevna	50,762,717,170 and 578,838,866,756 /1,153,514,196,362	4.6240	991,590,037,973 and 532,390,996,722 /1,153,514,196,362	38,751,922,245 and 765,309,852,424 /1,153,514,196,362	11,467,181,064 and 1,038,883,065,696 /1,153,514,196,362	5,240,488,129 and 1,030,118,798,304 /1,153,514,196,362

\* - percent of persons who participated in the voting

**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.6 on the agenda:**

Elect the following Audit Commission of the Company:

1. Ms. Zlydareva Tatyana Victorovna
2. Mr. Kozlov Dmitry Alexandrovich
3. Mr. Krylov Eugeny Yuryevich
4. Mr. Lebedev Victor Yuriyevich
5. Ms. Tikhonova Maria Gennadiyevna

**The seventh item: Approval of the Company Auditor.**

Mr. Demin Andrey Alexandrovich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the seventh item on agenda, he provided information about the auditor's candidacy. The Company Board of Directors submitted the auditor's candidacy to the General Meeting for approval (minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the seventh item:**

Approve CJSC “PricewaterhouseCoopers Audit” as the Company auditor.

**Quorum and voting results for item No.7 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
“FOR”	1,081,518,579,921 and 633,355,047,826 / 1,153,514,196,362	98.5158
“AGAINST”	21,922,968 and 821,692,454,172 / 1,153,514,196,362	0.0020
“ABSTAINED”	276,398,152 and 248,170,069,354 / 1,153,514,196,362	0.0252
“Unpolled”	13,635,666,187 and 994,071,148,092 / 1,153,514,196,362	1.2421

Number of votes in bulletins, which were declared invalid	2,359,779,354 and 94,738,664,096 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.7 on the agenda:**

Approve CJSC “PricewaterhouseCoopers Audit” as the Company auditor.

**The eighth item: Approval of the redrafted Articles of association of the Company.**

Mr. Tuzov Mikhail Yuriyevich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the eighth item on agenda.

The spokesman notified the Meeting of received proposals concerning amendments for JSC FGC UES Articles of association and approval of the redrafted Articles of association with a view to improve the corporate governance arrangements.

The redrafted Articles of association of the Company were preliminary considered and submitted for approval to the General Meeting at Board of Directors' meeting of JSC FGC UES (minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a majority of three-fourths of votes cast by the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the eighth item:**

Approve the redrafted Articles of association of the Company.

**Quorum and voting results for item No.8 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
<b>"FOR"</b>	<b>1,014,350,772,954 and 810,379,436,238 / 1,153,514,196,362</b>	<b>92.3975</b>
"AGAINST"	21,301,317,301 and 776,865,731,328 / 1,153,514,196,362	1.9403
"ABSTAINED"	46,166,671,716 and 115,972,403,786 / 1,153,514,196,362	4.2053
"Unpolled"	13,634,880,155 and 994,071,148,092 / 1,153,514,196,362	1.2420

Number of votes in bulletins, which were declared invalid	2,358,704,456 and 94,738,664,096 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.8 on the agenda:**

Approve the redrafted Articles of association of the Company (Annex No.4 hereto).

**The ninth item: Approval of the redrafted Regulations on the Company Board of Directors.**

Mr. Tuzov Mikhail Yuriyevich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the ninth item on agenda, he represented the redrafted Regulations on the Company Board of Directors.

The redrafted Regulations on the Company Board of Directors were preliminary considered and submitted for approval to the General Meeting at Board of Directors' meeting of JSC FGC UES (minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the ninth item:**

Approve the redrafted Regulations on the Company Board of Directors.

**Quorum and voting results for item No.9 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	<b>1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362</b>
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	<b>1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362</b>
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
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“FOR”	1,081,522,930,896 and 433,730,971,204 / 1,153,514,196,362	98.5162
“AGAINST”	11,455,614 and 421,475,187,878 / 1,153,514,196,362	0.0010
“ABSTAINED”	292,243,401 and 848,011,412,270 / 1,153,514,196,362	0.0266
“Unpolled”	13 627 219 013 and 994,071,148,092 / 1,153,514,196,362	1.2413

Number of votes in bulletins, which were declared invalid	2,358,497,658 and 94,738,664,096 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.9 on the agenda:**

Approve the redrafted Regulations on the Company Board of Directors (Annex No.5 hereto).

**The tenth item: Approval of the redrafted Regulations of the Company Management Board.**

Mr. Tuzov Mikhail Yuriyevich, Deputy Chairman of the Management Board of JSC FGC UES, addressed the meeting on the tenth item on agenda, he represented the redrafted Regulations of the Company Management Board.

The redrafted Regulations of the Company Management Board were preliminary considered and submitted for approval to the General Meeting at Board of Directors’ meeting of JSC FGC UES (minutes No.80 dated May 15, 2009).

Decision on this item will be taken by a simple majority of votes of the shareholders – holders of the Company voting shares, who participate in the Meeting.

**The following draft decision is suggested on the tenth item:**

Approve the redrafted Regulations of the Company Management Board.

**Quorum and voting results for item No.10 on the agenda:**

Number of votes held by persons <b>included</b> in the register of persons entitled to participate in the general meeting on this item <b>holders of the placed voting shares)</b>	1,214,629,391,345 and 129,585,060,784 / 1,153,514,196,362
Number of votes held by persons, who <b>participated</b> in the meeting, on this item	1,097,812,346,584 and 484,998,990,816 / 1,153,514,196,362
<b>Quorum</b> on this item (%)	<b>90.3825</b>

Variants of voting	Number of votes	% of persons, who participated in voting
“FOR”	1,035,649,188,594 and 433,730,971,204 / 1,153,514,196,362	94.3375
“AGAINST”	11,646,294	0.0011
“ABSTAINED”	46,113,544,229 and 115,972,403,786 / 1,153,514,196,362	4.2005
“Unpolled”	13,678,260,988 and 994,071,148,092 / 1,153,514,196,362	1.2460

Number of votes in bulletins, which were declared invalid	2,359,706,478 and 94,738,664,096 / 1,153,514,196,362
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**According to voting results the annual General meeting of JSC FGC UES shareholders DECIDED for item No.10 on the agenda:**

Approve the redrafted Regulations of the Company Management Board (Annex No.6 hereto).

The agenda of the annual General meeting of JSC FGC UES shareholders was exhausted.

The annual General meeting of JSC FGC UES shareholders was declared to be closed after announcement of voting results and decisions taken by the annual General meeting of JSC FGC UES shareholders.

**Chairman  
of the annual General Meeting of Shareholders**

**Mr. Ponomarev D.V.**

**Secretary  
of the annual General Meeting of Shareholders**

**Mr. Piotrovich N.B.**