

JOINT STOCK COMPANY
“MOSCOW UNITED ELECTRIC GRID COMPANY”



APPROVED

by the Resolution of the Board of Directors
on 01.11.2012

Minutes #184 dd. 02.11.2012)

REGULATION

on the Secretariat of the Board of Directors

1. GENERAL PROVISIONS

1.1. Secretariat of the Board of Directors (hereinafter - the “Secretariat”) shall ensure efficient operations of the Secretary of the Board of Directors for the purposes of technical (informational, documentary, secretarial) support of the current activities of the Board of Directors and its members within the competence defined for them by the Charter and the Regulation on the Procedure for Convening and Holding of Meetings of the Board Directors of Joint Stock Company “Moscow United Electric Grid Company”.

1.2. Status of the Secretariat shall correspond to the status of the division of JSC “Moscow United Electric Grid Company”.

1.3. Number of members and membership of the Secretariat shall be approved by the Board of Directors upon the recommendation of the Secretary of the Board of Directors.

1.4. General management of the Secretariat shall be performed by the Secretary of the Board of Directors.

1.5. Chief of the Secretariat shall organize the work of the Secretariat.

1.6. Status of the Chief of the Secretariat shall correspond to the status of the Chief of the division of JSC “Moscow United Electric Grid Company”.

1.7. All members of the Secretariat shall be employees of JSC “Moscow United Electric Grid Company”.

1.8. Support of the activities of the Secretariat and salaries of its employees shall be made at the expense of the Company within the limits of the budget approved by the Board of Directors upon the recommendation of the Secretary of the Board of Directors.

1.9. Secretariat shall contribute to the work of the Committees, commissions and other working bodies of the Board of Directors.

1.10. In its activities, the Secretariat shall be guided by:

1.10.1. Current laws of the Russian Federation;

1.10.2. Laws of Moscow and the Moscow Area;

1.10.3. International standards in the field of management systems: ISO of series 9000 (under the quality management system), 14000 (under the environmental management), OHSAS standards 18001 (under the occupational health and safety management system);

1.10.4. Charter of the Company;

1.10.5. Resolutions of the Board of Directors of the Company;

1.10.6. Regulation on the Procedure for Convening and Holding of Meetings of the Board of Directors of the Company;

1.10.7. Organizational/management and engineering/technical documents of the Company;

1.10.8. Company’s policies in the area of quality, occupational health and safety, environment, risk management and internal control;

1.10.9. Effective documentation of the management system of the Company;

1.10.10. Internal code of labor conduct of the Company;

1.10.11. Collective agreement of the Company;

1.10.12. This Regulation.



2. STRUCTURE

2.1. The structure of the Secretariat shall consist of the following officials:

2.1.1. Chief of the Secretariat - 1 staffing position.

2.1.2. Chief specialist - 1 staffing position.

2.1.3. Leading specialist - 1 staffing position.

3. KEY FUNCTIONS AND RIGHTS

3.1. Secretariat shall perform the following functions:

3.1.1. Organization of holding meetings of the Board of Directors together with respective structural divisions of the Company.

3.1.2. Timely and comprehensive preparation of materials (documents), together with respective divisions of the Company, to be submitted to the Board of Directors.

3.1.3. Performance of record-related activities (records-keeping) associated with the workflow of the Board of Directors.

3.1.4. Control over timely and full implementation of the Board of Directors' resolutions.

3.1.5. Coordination of activities of structural subdivisions of the Company on the matters relating to the implementation of the resolutions taken by the Board of Directors.

3.1.6. Provision of the members of the Board of Directors with the information and materials relating to the activities of the Company and the Board of Directors.

3.1.7. Preparation of information and documents on the activities of the Board of Directors at the request of shareholders and other persons entitled to receive them under the laws.

3.1.8. Information-sharing with the executive agencies, subdivisions, services and divisions of the Company on the resolutions taken by the Board of Directors, as well as providing respective documentation to them.

3.1.9. Coordination of the preparation and conduct of meetings of the Committees, commissions and other working bodies of the Board of Directors.

3.2. In order to carry out its functions, the Secretariat shall be entitled to:

3.2.1. Request in the prescribed manner and receive information from the Company's structural subdivisions;

3.2.2. Prepare and submit extracts from the minutes of the Board of Directors' meetings;

3.2.3. Turn to the members of the Board of Directors and receive information from them on the issues related to preparation and conduct of the Board of Directors' meetings and preparation of necessary materials (documents) for them;

3.2.4. In order to ensure implementation of the resolutions of the Board of Directors - to apply to the structural subdivisions of the Company with the questions to inform on implementation of the resolutions of the Board of Directors for subsequent submission of the obtained information to the Board of Directors (its individual members) or inform on the lack thereof;

3.2.5. Receive mails addressed to the Chairman or any member of the Board of Directors.

4. OBLIGATIONS AND RIGHTS OF THE SUBDIVISION CHIEF



4.1. Chief of the Secretariat is obliged to:

4.1.1. supervise the work of the subdivision;

4.1.2. plan and organize execution of the tasks and functions assigned to the subdivision;

4.1.3. control the work related with implementation of the functions stipulated under this regulation, obligations stipulated by the job descriptions of employees and other normative documents;

4.1.4. ensure full implementation of the tasks on business trips of employees and timely reporting on the results of business trips;

4.1.5. maintain labor and executive discipline on a high level, create favorable environment and moral climate for productive work of the subdivision employees;

4.1.6. hold official meetings with the subdivision employees to plan the work of the subdivision and sum up results in accordance with the procedure established by the Company;

4.1.7. to implement orders and instructions of the Company's management.

4.2. Chief of the Secretariat shall be entitled to:

4.2.1. instruct subordinate employees within his or her rights;

4.2.2. allocate functions and determine responsibilities of subordinate employees;

4.2.3. submit proposals to improve professional skills and knowledge of the subdivision employees;

4.2.4. submit proposals to improve the structure of the subdivision, personnel list, provision of employees' workplaces with equipment, furniture, office mechanization facilities and computers, other property to the line manager, which are agreed in accordance with the established procedure;

4.2.5. participate in the selection of candidates for the work in the subdivision in the prescribed manner;

4.2.6. carry out other activities in the Company's interests, which are consistent with the Russian Federation laws, normative legal acts of the Company and arising out of the competence of the subdivision chief determined by this Regulation;

4.2.7. give explanations, recommendations to the structural subdivision and particular specialists of the Company on the matters within the competence of the Secretariat;

4.2.8. participate in meetings, seminars held in the Company on the matters within the competence of the Secretariat;

4.2.9. not to accept for implementation the documents issued in violation of the established order of record-keeping and document management in the Company.

5. COOPERATION

5.1. In order to carry out its tasks and functions, the Secretariat cooperates with the members of the Board of Directors, as well as subdivisions of the Company within its competence.

6. RESPONSIBILITY OF THE SUBDIVISION CHIEF

Chief of the Secretariat shall be responsible for the following areas:

6.1.1. non-performance or improper performance of the tasks set forth for the subdivision;



6.1.2. non-performance or improper performance of its duties on the matters within its competence, in accordance with normative documents effective in the Company, Regulation on Subdivision and Job Description;

6.1.3. failure to comply with the requirements of the Russian Federation laws.



Sheet of registration of changes to the Regulation on Subdivision

Date	Issuance	Section #	New version of the text	Reason (ground) for the change	Chief of the subdivision (signature)