

Appendix No. 8,
to the Minutes of the Management Board of OAO RAO UES of Russia
as of October 5, 2007 No. 1751 pr/3

APPROVED BY:

the Decision of the General Meeting
of Shareholders of IDGC of Volga, JSC
the Board of Directors of OAO RAO UES of Russia
as of October 5, 2007. Minutes No. 1751 pr/3

REGULATION
on the Remuneration Payment
to the Members of the Auditing Committee of
“Interregional Distribution Grid Company of Volga”,
Joint-Stock Company

Saratov
2007

The present Regulation was developed on the basis of the Federal Law “On Joint Stock Companies” and establishes the amount and the procedure of remuneration payments to the members of the Auditing Committee of IDGC of Volga, JSC (hereinafter referred to as “the Company”).

1. Remuneration payments are made by the Company in cash.

2. Payment of compensation.

2.1. Expenses related to the participation in the meeting of the Auditing Committee and checkup of the Company’s activity are compensated to the member of the Auditing Committee according to the rate of travel expenses reimbursement valid at the moment of the meeting or check-up.

2.2. Payment of compensations is made by the Company within three days after submitting the documents confirming the incurred expenses.

3. Payment of remunerations.

3.1. For the participation in a check-up (audit) of the Company’s financial and economic activity, lump sum remuneration is paid to the members of the Auditing Committee in the amount of five minimum monthly wages of the first-class employee established by the industry wage agreement in the RF power complex (hereinafter referred to as the Agreement) for the period of audit holding, taking into account indexations established by the Agreement.

Payment of the remuneration mentioned in this paragraph is made within a week after drawing up the report on results of the held audit (revision).

3.2. For the participation in every check-up (audit) of the Company’s financial and economic activity, lump sum remuneration is paid to the members of the Auditing Committee in the amount of twenty minimum monthly wages of the first-class employee, established by the Agreement, taking into account the indexing, stipulated by the Agreement.

The order and terms of the additional remuneration payment are established by the Board of Directors of the Company.

3.3. The amount of remuneration paid to the Chairperson of the Auditing Committee in accordance with paragraph 3.1 and 3.2 of the present Regulation is increased by 50%.

4. Remuneration payments to the attracted by the Auditing Committee specialists (experts), who are not members of the Auditing Committee of the Company, is made by the Company on the basis of the agreements signed between them and the Company. The terms of such agreements are approved by the Board of Directors of the Company.

5. The effect of this Regulation extends to certain categories of persons who are members of the Company’s Auditing Committee, including employees of the federal authorities, taking into account restrictions and requirements established by the applicable legislation for these persons.