

**“Interregional Distributive Grid
Company of the North-West”
Joint-Stock Company**

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**Basic power of
the Company’s General shareholders meeting
under the Articles of Association**

- 10.1. The General shareholders meeting’s competence shall include the following questions:
- 1) Changing and making additions to the Articles of Association or approval of Articles of Association in a new wording;
 - 2) Reorganization of the Company;
 - 3) Liquidation of the Company, appointment of the liquidating committee and approval of intermediate and final liquidating balances;
 - 4) Definition of quantity, par value, category (type) of the declared shares and the rights given by these shares;
 - 5) Increase in the Company’s capital stock by increase in a par value of shares or by additional shares floatation;
 - 6) Reduction of the Company’s capital stock by reduction of par value of shares, by purchase by the Company of a part of shares with a view to reduce their total amount, and also by repayment of the shares purchased or redeemed by the Company;
 - 7) Dividing and consolidation of the Company’s shares;
 - 8) Resolution-making on floatation by the Company of the bonds convertible into shares, and other issue securities convertible into shares;
 - 9) Definition of quantitative structure of the Board of Directors of the Company, election of its members and preschedule termination of their powers;
 - 10) Election of members of the Revision committee of the Company and preschedule termination of their powers;
 - 11) Approval of the Auditor of the Company;
 - 12) Resolution-making on transfer of powers of the Company’s sole executive body to the managing organization (managing director) and preschedule termination of his powers;
 - 13) Approval of annual reports, annual accounting reporting, including reports on profits and losses (accounts of profits and losses) of the Company, as well as distribution of profit (including payment (declaration) of dividends, except for the profit distributed as dividends according to the

results of the first quarter, the half-year, nine months of a fiscal year) and losses of the Company according to the results of a fiscal year;

14) Payment (declaration) of dividends according to the results of the first quarter, the half-year, nine months of a fiscal year;

15) Definition of the order of conducting General meeting of shareholders of the Company;

16) Resolution-making on approval of deals in the cases stipulated by clause 83 of the Federal law «About joint-stock companies»;

17) Resolution-making on approval of large deals in the cases stipulated by clause 79 of the Federal law «About joint-stock companies»;

18) Resolution-making on participation in the holding companies, financial and industrial groups, associations and other unions of commercial organizations;

19) Approval of the internal documents regulating activity of bodies of the Company;

20) Resolution-making on payment of compensations and (or) remunerations to members of the Company's Revision committee;

21) Resolution-making on payment of compensations and (or) indemnifications to members of the Board of Directors of the Company;

22) Resolution of other questions stipulated by the Federal law «About joint-stock companies».