

**JSC “RUSHYDRO” EXTRAORDINARY
SHAREHOLDERS MEETING DRAFT RESOLUTION
(the 27th of December 2008)**

ITEM №1: *Early termination of the powers of the Board of Directors of the Company.*

RESOLUTION: *The powers of the current Board of Directors of the Company shall be terminated before the end of its term.*

ITEM №2: *Election of a new Board of Directors of the Company.*

RESOLUTION: *The following nominees shall be elected to the Board of Directors of the Company:*

№	Name of the Nominee	Title of the nominee
1.	BALLO, Anatoly Borisovich	Deputy Chairman of the Management Board, JSC Vneshekonombank
2.	BELOBORODOV, Sergei Sergeyeovich	General Director, LLC Gazenergoprom Corporation
3.	BELYAEV, Vadim Stanislavovich	General Director, LLC FC OTKRYTIYE
4.	VAINZIKHER, Boris Feliksovich	Member of the Board of Directors, JSC UES FGC
5.	VOLKOV, Eduard Petrovich	Executive Director, JSC Krzhizhanovsky Energy Institute
6.	DANILOV-DANILYAN, Viktor Ivanovich	Water Engineering Institute, RAS
7.	ZUBAKIN, Vasily Alexandrovich	Acting Chairman of the Management Board, JSC RusHydro
8.	KLOCHKO Igor Petrovich	Deputy General Director, CEO of the Industry Fuel and Energy Complex, JSC Norilsk Nickel
9.	MASLOV, Sergei Vladimirovich	President, JSC Saint Petersburg International Commodity Exchange
10.	SEREBRYANNIKOV, Sergei Vladimirovich	Professor, SEIHVT Moscow Energy Institute (University of Technology)
11.	SURIKOV, Oleg Vyacheslavovich	Director, Corporate Services Department, MSC Norilsk Nickel
12.	TATSIY, Vladimir Vitalyevich	First Vice President, JSC Gazprombank
13.	FEDOROV, Mikhail Petrovich	Rector, Saint Petersburg Polytechnic University
14.	KHAMITOV, Rustem Zakiyevich	CEO, Federal Water Resources Agency
15.	SHARONOV, Andrei Vladimirovich	Chairman of the Board of Directors, CJSC IC Troika Dialog
16.	SHMATKO, Sergei Ivanovich	Energy Minister of the Russian Federation