

Statement of material fact

«On holding meeting of the Board of Directors of the issuer, as well as the separate decisions taken by the Board of Directors of the issuer»

Statement on insider information

«On the agenda of the meeting of the Board of Directors of the issuer, as well as the decisions taken by it»

1. General information

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| 1.1. Full issuer's business name (for non-commercial organization – name) | Interregional Distribution Grid Company of Centre, Joint-Stock Company |
| 1.2. Brief issuer's business name | IDGC of Centre, JSC |
| 1.3. Issuer's location | 127018, Moscow, Russia, 2nd Yamskaya, 4 |
| 1.4. Primary State Registration Number of the issuer | 1046900099498 |
| 1.5. Tax payer number of the issuer | 6901067107 |
| 1.6. Issuer's Unique code, assigned by registering authority | 10214-A |
| 1.7. Web page address used by the issuer for information disclosure | http://www.e-disclosure.ru/portal/company.aspx?id=7985; |

<http://www.mrsk-1.ru/ru/information/>

2. Contents of the statement

2.1. The quorum of the meeting of the Board of Directors and the voting results on the decision-making items:

Total number of members of the Board of Directors: 11 persons. Participants of the meeting (who provided questionnaires): 11 persons. The quorum for all the items is present.

Voting results:

Item 1: «FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

Item 2: «FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

Item 3: «FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

Item 4: «FOR» - 11; «AGAINST» - 0; «ABSTAINED» - 0.

Item 5: «FOR» - 7; «AGAINST» - 1; «ABSTAINED» - 3.

Item 6: «FOR» - 9; «AGAINST» - 1; «ABSTAINED» - 1.

Item 7: «FOR» - 6; «AGAINST» - 2; «ABSTAINED» - 1.

The following members did not take part in the voting on this item: S.A. Arkhipov, O.Y. Isaev, recognized as dependent directors in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».

Item 8: «FOR» - 6; «AGAINST» - 2; «ABSTAINED» - 1.

The following members did not take part in the voting on this item: S.A. Arkhipov, O.Y. Isaev, recognized as dependent directors in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».

2.2. The content of the decisions taken by the Board of Directors of the issuer:

ITEM 1: On consideration of the report of General Director of the Company «On the execution of regulations for the establishment of indicators of reliability and quality of services provided by the branches of the Company».

Decision:

1. To take into consideration the report of General Director of the Company «On the execution of regulations for the establishment of indicators of reliability and quality of services provided by the branches of the Company» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To consider item 2.4. of the decision of the Board of Directors of IDGC of Centre on 31.08.2011 (Minutes # 19/11 of 02.09.2011) to have lost its force.

DECISION IS TAKEN.

ITEM 2: On coordination of holding positions in the governing bodies of other organizations by General Director and members of the Management Board of the Company.

Decision:

1. To agree upon holding the position by Member of the Management Board of IDGC of Centre, Sergey Yuryevich Rumyantsev, in the Board of Directors of:

- JSC "Energy Service Company";

- JSC "Yargoelectroset".

2. To agree upon holding the position by Member of the Management Board of IDGC of Centre, Olga Vladimirovna Tkacheva, in the Board of Directors of JSC "Energy Service Company".

3. To agree upon holding the position by Member of the Management Board of IDGC of Centre, Yuliya Eduardovna Sharkova, in the Board of Directors of:

- JSC "Energy Service Company";
- JSC "Yargorelectroset".

DECISION IS TAKEN.

ITEM 3: On approval of the nomination of an independent appraiser to determine the market value of the property, which constitutes fixed assets, located at the address: Orel region, Livensky district, High Voltage street.

Decision:

1. To approve the nomination of the independent appraiser LLC "LAIR", St. Petersburg to determine the market value of the property, which constitutes fixed assets, located at the address: Orel region, Livensky district, High Voltage street:

- buying price: 120 000 (One hundred and twenty thousand) rubles 00 kopecks, including VAT;
- payment terms: in accordance with the "Schedule of payment for services provision"
- 1 stage: advance payment of 30% of the cost of services provided under the Agreement is made within 10 (Ten) calendar days from the date of the Agreement conclusion based on the invoice for payment;
- 2 stage: the final payment of 70% of the cost of works performed is made via a bank transfer within 30 (Thirty) calendar days after the signing of the Act for the provision of services and providing a tax invoice;
- duration of the services provision: with the "Schedule of services provision" - 5 (Five) days from the date of the Agreement signature.

2. To recommend to General Director of the Company in the further implementation of procurement procedures to assess the market value of assets for the Company to consider as the main criterion for determining the winner the positive experience of the appraiser being selected with JSC "Russian Grids" and the Federal Property Management Agency.

DECISION IS TAKEN.

ITEM 4: On consideration of the report of General Director of the Company «On implementation of the assignment of the Board of Directors issued at the meeting of the Board of Directors of the Company on 13.03.2013 (Minutes #05/13 of 15.03.2013) regarding item # 1».

Decision:

To take into consideration the report of General Director of the Company «On implementation of the assignment of the Board of Directors issued at the meeting of the Board of Directors of the Company on 13.03.2013 (Minutes #05/13 of 15.03.2013) regarding item # 1» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

DECISION IS TAKEN.

ITEM 5: On the determination of cases (amounts) of property transactions of IDGC of Centre, subject to prior approval by the Board of Directors of the Company.

Decision:

1. To establish that in accordance with sections c) and d) of subparagraph 40 of paragraph 15.1 of Article 15 of the Articles of Association of IDGC of Centre decisions of the Company's transactions (including several interconnected transactions) shall be tentatively approved by the Board of Directors, which are associated with the alienation or possible alienation of:

- 1.1. fixed assets, classified according to the law as real estate, construction in progress, intended for the generation, transmission, dispatch and distribution of electrical and heat energy, regardless of their book or market value;
- 1.2. fixed assets, classified according to the law as real estate, construction in progress, not intended for the generation, transmission, dispatch and distribution of electrical and heat energy, the book or market value of which is over 30 million rubles, except for the alienation at no cost to the state or municipal ownership of housing and public utilities and public engineering infrastructure regardless of their book or market value;
- 1.3. fixed assets, except for those classified according to the law as real estate, regardless of intended use (purpose), the book or market value of which is over 30 million rubles;
- 1.4. intangible assets, regardless of their intended use (purpose) and their book or market value.

2. To establish that transactions associated with the alienation of fixed assets, classified according to the law as real estate, construction in progress, not intended for the generation, transmission, dispatch and distribution of electrical and heat energy, are subject to execution in accordance with the Regulations on the sale of noncore assets of IDGC of Centre, approved by the decision of the Board of Directors of the Company dated from 14.11.2008 (Minutes # 18/08 of 18.11.2008), and in case if their book or market value is 5 million rubles and more, after obtaining a recommendation of the Committee for Audit of the Company with approval of the use of assessment results of their market value.

3. To assign General Director of IDGC of Centre:

3.1. in the first quarter following the reporting one to submit for consideration of the Board of Directors of the Company a report on transactions related to alienation of fixed assets, classified according to the law as real estate, construction in progress, not intended for the generation, transmission, dispatch and distribution of electrical and heat energy, and as well as stocks (shares) of subsidiaries and affiliates, which are not engaged in the generation, transmission, dispatching, distribution and retail of electrical and heat energy;

3.2. to submit for consideration at a regular meeting of the Board of Directors of the Company the issue of updating the registry (program of sale) of non-core assets of IDGC of Centre in order to generate additional revenue for deficit financing

of the investment program of the Company, including in terms of setting the term of sale of non-core assets in respect of which the Board of Directors of IDGC of Centre has set a pending date of sale.

4. To consider items 1-3 of the decision of the Board of Directors of IDGC of Centre on 15.07.2011 (Minutes # 16/11 of 18.07.2011) regarding item # 23 «On definition of cases (sizes) of property transactions of IDGC of Center, subject to prior approval by the Board of Directors of the Company» to have lost force.

DECISION IS TAKEN.

ITEM 6: On approval of the corporate structure of the Executive Office of IDGC of Centre.

Decision:

1. To approve the corporate structure of the Executive Office of the Company in accordance with Appendix #3 to this decision of the Board of Directors of the Company and put it into force starting from August 01, 2013.

2. To consider the corporate structure of the Executive Office of the Company, approved by the decision of the Board of Directors of the Company on 18.04.2013 (Minutes # 09/13 of 19.04.2013), to have lost its force starting from August 01, 2013.

DECISION IS TAKEN.

ITEM 7. On approval of General Agreement on the construction and operation of fiber-optic lines to be installed at electricity facilities of IDGC of Centre - Tverenergo division at the direction of "Rzhev - Torzhok", concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction.

Decision:

To approve General Agreement on the construction and operation of fiber-optic lines to be installed at electricity facilities of IDGC of Centre - Tverenergo division at the direction of "Rzhev - Torzhok", concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration» (Appendix # 4 to this decision of the Board of Directors of the Company), which is a related party transaction, on the following conditions:

Parties of the Agreement:

«Owner» - IDGC of Centre

«User» - OJSC «FOCL-Conductor Administration»

Subject of the Agreement:

The Parties confirm their intention to cooperate in the use of overhead lines of Owner, involved in the installation of fiber-optic communication lines of User, the list of which is given in Appendix # 1 to General Agreement, hereinafter - the Electric Grid Facilities, namely:

Owner, in accordance with the requirements of the "Inter-branch regulations on labour protection (safety) for the operation of electrical installations» of Occupational Safety Rules RM-016-2001, as well as the Program to reduce the risk of injury to third parties at facilities of IDGC of Centre, approved by the Board of Directors of IDGC of Centre on 27.12.2012 (Minutes # 33/12 of 29.12.2012), shall provide User (its contractors) access to the Electric Grid Facilities for the purpose of installation and further deployment of fiber-optic communication lines of User (consisting of 48 optical fibers and protective shell, power elements and optical modules, hydrophobic gels, connecting and splitting couplings, optical distribution frames and fittings necessary for installation of fiber-optic communication lines), hereinafter - FOCL;

Owner provides the right of temporary restricted use of the Electric Grid Facilities to install FOCL for a period of 25 years;

User performs installation of FOCL in full compliance with the requirements of the Russian Federation legislation, local regulatory rules of Owner, and in accordance with the issued by Owner Technical Specifications that are an integral part of General Agreement (Appendix #2 to General Agreement);

User pays to Owner for giving the right of temporary restricted use, including the right of admission, of the Electric Grid Facilities for the installation and further deployment of FOCL the fee under the agreement to grant the rights of temporary restricted use of overhead lines of Owner and the service contract to access overhead lines of Owner concluded between Owner and User.

The relations between the Parties on the use of Electric Grid Facilities for installation and placement of FOCL, the main provisions of which are set out in this General Agreement shall be subject to consolidation and detailed description in Agreements granting the right of temporary restricted use of overhead lines of Owner. For each involved Electric Grid Facility at the installation of FOCL the Parties conclude a separate contract, and the encumbrance of such Electric Grid Facility, established in the agreement, is subject to state registration in accordance with the legislation of the Russian Federation.

The share of FOCL, consisting of the share in the amount of 1/6 of the optical fibers in FOCL and 1/6 in the rest of the property of FOCL, namely: in a protective shell, power components, optical modules, hydrophobic gels in-splices and connectors, and optical cross-connect, as well as in the reinforcement required for the installation FOCL, shall be transferred by User to the property of Owner in accordance with agreements reached between the Parties. Transfer of the Share of FOCL is made upon installation of FOCL in the manner specified by the Parties on the basis of an agreement concluded by them (the agreement on compensation/sale and purchase agreement /agreements, provided by paragraph 1.2. of General Agreement or another contract). Such an agreement is concluded by the Parties no later than the date of completion of installation of FOCL at the Electric Grid Facilities.

The Parties confirm that they will provide maintenance services of the created FOCL and bear the costs of such services in proportion to FOCL, belonging to the Parties for the duration of the use of FOCL.

Duration of the Agreement:

General Agreement shall enter into force upon signature by both Parties. If, in accordance with the current legislation of the Russian Federation and/or internal documents of the Parties the General Agreement shall be subject to approval by the authorities of the Parties, such approval must be made before it is signed by the Parties.

DECISION IS TAKEN.

ITEM 8. On approval of General Agreement on the construction and operation of fiber-optic lines to be installed at electricity facilities of IDGC of Centre - Yarenergo division at the direction of "Yaroslavl – Pereslavl-Zalesskiy", concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration», which is a related party transaction.

Decision:

To approve General Agreement on the construction and operation of fiber-optic lines to be installed at electricity facilities of IDGC of Centre - Yarenergo division at the direction of "Yaroslavl – Pereslavl-Zalesskiy", concluded between IDGC of Centre and OJSC «FOCL-Conductor Administration» (Appendix # 5 to this decision of the Board of Directors of the Company), which is a related party transaction, on the following conditions:

Parties of the Agreement:

«Owner» - IDGC of Centre

«User» - OJSC «FOCL-Conductor Administration»

Subject of the Agreement:

The Parties confirm their intention to cooperate in the use of overhead lines of Owner, involved in the installation of fiber-optic communication lines of User, the list of which is given in Appendix # 1 to General Agreement, hereinafter - the Electric Grid Facilities, namely:

Owner, in accordance with the requirements of the "Inter-branch regulations on labour protection (safety) for the operation of electrical installations» of Occupational Safety Rules RM-016-2001, as well as the Program to reduce the risk of injury to third parties at facilities of IDGC of Centre, approved by the Board of Directors of IDGC of Centre on 27.12.2012 (Minutes # 33/12 of 29.12.2012), shall provide User (its contractors) access to the Electric Grid Facilities for the purpose of installation and further deployment of fiber-optic communication lines of User (consisting of 48 optical fibers and protective shell, power elements and optical modules, hydrophobic gels, connecting and splitting couplings, optical distribution frames and fittings necessary for installation of fiber-optic communication lines), hereinafter - FOCL;

Owner provides the right of temporary restricted use of the Electric Grid Facilities to install FOCL for a period of 25 years; User performs installation of FOCL in full compliance with the requirements of the Russian Federation legislation, local regulatory rules of Owner, and in accordance with the issued by Owner Technical Specifications that are an integral part of General Agreement (Appendix #2 to General Agreement);

User pays to Owner for giving the right of temporary restricted use, including the right of admission, of the Electric Grid Facilities for the installation and further deployment of FOCL the fee under the agreement to grant the rights of temporary restricted use of overhead lines of Owner and the service contract to access overhead lines of Owner concluded between Owner and User.

The relations between the Parties on the use of Electric Grid Facilities for installation and placement of FOCL, the main provisions of which are set out in this General Agreement shall be subject to consolidation and detailed description in Agreements granting the right of temporary restricted use of overhead lines of Owner. For each involved Electric Grid Facility at the installation of FOCL the Parties conclude a separate contract, and the encumbrance of such Electric Grid Facility, established in the agreement, is subject to state registration in accordance with the legislation of the Russian Federation.

The share of FOCL, consisting of the share in the amount of 1/6 of the optical fibers in FOCL and 1/6 in the rest of the property of FOCL, namely: in a protective shell, power components, optical modules, hydrophobic gels in-splices and connectors, and optical cross-connect, as well as in the reinforcement required for the installation FOCL, shall be transferred by User to the property of Owner in accordance with agreements reached between the Parties. Transfer of the Share of FOCL is made upon installation of FOCL in the manner specified by the Parties on the basis of an agreement concluded by them (the agreement on compensation/sale and purchase agreement /agreements, provided by paragraph 1.2. of General Agreement or another contract). Such an agreement is concluded by the Parties no later than the date of completion of installation of FOCL at the Electric Grid Facilities.

The Parties confirm that they will provide maintenance services of the created FOCL and bear the costs of such services in proportion to FOCL, belonging to the Parties for the duration of the use of FOCL.

Duration of the Agreement:

General Agreement shall enter into force upon signature by both Parties. If, in accordance with the current legislation of the Russian Federation and/or internal documents of the Parties the General Agreement shall be subject to approval by the authorities of the Parties, such approval must be made before it is signed by the Parties.

DECISION IS TAKEN.

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **31.07.2013.**

2.4. Date of drawing up and number of minutes of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **Minutes # 18/13 of 01.08.2013.**

3. Signature

3.1. Director of Corporate Governance –
Head of corporate governance and interaction
with shareholders Department,
acting under power of attorney
D-CA/2 dated from 09.01.2013.

V.A. Alimenko

(signature)

Stamp here.

3.2. Date «01» August 2013.