

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): 10 persons. The quorum for all the items is present.

Voting results:

Item 1: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 2: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 3: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

Item 4: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 5: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 6: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.

A.E. Murov did not take part in the voting on this item, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».

Item 7: «FOR» - 9; «AGAINST» - 1; «ABSTAINED» - 0.

Item 8: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 9: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 10: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

A.E. Murov did not take part in the voting on this item, recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies»; A.V. Kazachenkov and V.N Sedunov did not take part in the voting on this item, recognized as interested directors in accordance with paragraph 3 of Article 83 of the Federal Law «On Joint Stock Companies».

Item 11:

Item 11.1. «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 11.2. «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

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

Item 1. On consideration of the Company's proposals on the adjusted target values of reliability and quality of services provided indicators of IDGC of Centre for 2013-2017.

Decision:

1. To take into consideration the proposals of the Company on adjusted planned values of reliability of provided services of IDGC of Centre for 2013-2017 in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

2. To assign General Director of the Company to send to the executive authorities in the field of state regulation of tariffs of the Russian Federation subjects the adjusted planned values referred to in paragraph 1 of this decision, as part of the tariff application for tariff and (or) the maximum levels of tariff setting. Deadline: no later than May 01, 2013.

Decision is taken.

Item 2. On approval of the report of Acting General Director of the Company «On execution of the Annual integrated purchasing program in 4Q 2012 and following the results of 2012».

Decision:

To approve the report of Acting General Director of the Company «On execution of the Annual integrated purchasing program in 4Q 2012 and following the results of 2012» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

Decision is taken.

Item 3. On approval of the target values of Cash Flow of the Company for 2Q 2013.

Decision:

1. To approve the following target values of Cash Flow of the Company for 2Q 2013:

thousand RUB

Name	Dividends
April	0
May	0
June	0

2. To assign General Director of the Company:

2.1. no later than 5 days from the date of this decision to ensure the formation of the draft of the Cash and Flow and its approval;

2.2. no later than one day from the date of approval of the Cash Flow to send the document to members of the Board of Directors of the Company.

Decision is taken.

Item 4. On coordination of nominations for certain positions in the Executive Office of the Company, determined by the Board of Directors of the Company.

Decision:

1. To agree upon the nomination of Igor Viktorovich Maximov for the position of Deputy General Director for Capital Construction of IDGC of Centre.

2. To agree upon the nomination of Lyudmila Alexeevna Sklyarova for the position of Chief Accountant – Head of Financial and Tax Accounting and Reporting Department of IDGC of Centre.

3. To agree upon the nomination of Evgeniya Gennadyevna Fisenko for the position of Head of Public Relations Department of IDGC of Centre.

Decision is taken.

Item 5. On determination of the position of IDGC of Centre regarding the agenda item of a meeting of the Board of Directors of JSC “Yargorelectroset”: On consideration of the Investment program of JSC “Yargorelectroset” for 2013-2018.

Decision:

To instruct representatives of IDGC of Centre at the meeting of the Board of Directors of JSC “Yargorelectroset” regarding the item «On consideration of the Investment program of JSC “Yargorelectroset” for the period until 2018» to vote «FOR»:

«1. To approve the draft of the Investment program of the Company for 2013-2018 (Appendix # 3 to this decision of the Board of Directors of the Company), taking into account the need for its approval in the manner specified by Resolution of the Government of the Russian Federation dated 01.12.2009 # 977.

2. To assign the director of the Company:

2.1. To ensure approval of the Investment program of the Company for 2013-2018, including sources of funding with the authorized body of executive power of the Russian Federation subject until 15.08.2013;

2.2. To submit a report on the execution of the assignment referred to in paragraph 2.1. to the Board of Directors of the Company until 15.09.2013».

Decision is taken.

Item 6. On approval of Amendment #1 to Agreement to process calls # 7700/00004/13 of 01.01.2013, concluded between IDGC of Centre and JSC “Energy Service Company”, which is a related party transaction.

Decision:

To approve Amendment #1 to Agreement to process calls # 7700/00004/13 of 01.01.2013, concluded between IDGC of Centre and JSC “Energy Service Company”, which is a related party transaction (hereinafter – Amendment, Appendix # 4 to this decision of the Board of Directors of the Company), which is a related party transaction, on the following essential conditions:

Parties of the Amendment:

«Customer» - IDGC of Centre

«Contractor» - JSC “Energy Service Company”

Subject of the Amendment:

Parties agreed to amend Agreement to process calls # 7700/00004/13 of 01.01.2013 (hereinafter – «Agreement»), as follows:

1. Paragraph 6.1 of the Agreement to read in the following edition:

«6.1. This Agreement shall enter into force upon signature by both Parties and is valid until 31.05.2013, on the condition that the obligations of the parties under this Agreement have been fulfilled in full».

2. To supplement the Agreement with paragraph 4.9 in the following edition:

«4.9. If the actual cost of services during the period of the agreement exceeds the maximum value specified in paragraph 4.5 of the Agreement, the provision of the services by Contractor is terminated».

3. Paragraph 2.1.4. of the Agreement to read in the following edition:

«2.1.4. Contractor on a monthly basis, not later than the fifth (5th) day of the month following the settlement period for each branch and the Executive office must provide Customer the Report on the services provided (under the form of Appendix #2 to this Agreement), Acceptance of delivery of services provided (under the form of Appendix #3 to this Agreement) and a detailed tax invoice made out under the form and within the time limits established by this Agreement and the applicable laws of the Russian Federation (Art. 168, Art. 169 of the Tax Code of the Russian Federation).

Contractor acknowledges that the Acceptance of delivery of services provided, the form of which is shown in Appendix #3 to this Agreement, is a form of primary accounting documents, approved by Order of JSC "Energy Service Company" dated 28.12.2012 # 99-od».

Duration of the Amendment:

The Agreement shall enter into force upon signature and shall be valid for the entire duration of the Agreement. The terms of this Agreement shall apply to the relations between the Parties, which arose from 29.03.2013.

Decision is taken.

Item 7. 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 # 5 to this decision of the Board of Directors and put it into force starting from July 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 18.02.2013 (Minutes # 02/13 of 21.02.2013), to have lost its force starting from July 01, 2013.

Decision is taken.

Item 8. On the Company's nomination of a candidate to be elected as Director of JSC "Yargorelectroset".

Decision:

To nominate Sergey Viktorovich Zorin to be elected as Director of JSC "Yargorelectroset".

Decision is taken.

Item 9. On determination of the position of IDGC of Centre regarding the agenda item of a meeting of the Board of Directors of JSC "Yargorelectroset" – On election of Director of JSC "Yargorelectroset".

Decision:

To instruct representatives of IDGC of Centre at the meeting of the Board of Directors of JSC "Yargorelectroset" regarding the item «On election of Director of JSC "Yargorelectroset" to vote «FOR» to take the following decision:

«1. To elect Sergey Viktorovich Zorin as Director of JSC "Yargorelectroset".

2. To authorize Oleg Yuryevich Isaev, General Director of IDGC of Centre, to carry out on the Company's behalf the rights and obligations of the employer in respect of Director of the Company Sergey Viktorovich Zorin, including determining terms and conditions of a labour agreement, to sign the labour agreement, amendments and agreements related to the termination of the labour agreement».

Decision is taken.

Item 10. On approval of an amendment to electric grid facilities lease agreement of 26.10.2011 # ESKH-2011/25/7700/00187/11, concluded between IDGC of Centre and FGC UES, which is a related party transaction.

Decision:

1. To determine the rent under the Amendment to electric grid facilities lease agreement of 26.10.2011 # ESKH-2011/25/7700/00187/11, concluded between IDGC of Centre and FGC UES, which is a related party transaction, as follows:

- for the period from 01.04.2011 to 31.12.2011 in the amount of 7 955 696,00 (Seven million nine hundred fifty-five thousand six hundred ninety-six) for the period of 360 calendar days, in addition VAT is paid in accordance with the laws of the Russian Federation».

- from 01.01.2012 in the amount of 7 955 508,00 (Seven million nine hundred fifty-five thousand five hundred and eight) for the period of 360 calendar days, in addition VAT is paid in accordance with the laws of the Russian Federation.

2. To approve the amendment to electric grid facilities lease agreement of 26.10.2011 # ESKH-2011/25/7700/00187/11, concluded between IDGC of Centre and FGC UES (hereinafter – Amendment, Appendix # 6 to this decision of the Board of Directors of the Company) and which is a related party transaction on the following essential conditions:

Parties:

FGC - FGC UES;

User - IDGC of Centre

Subject of the Amendment:

1. In connection with the change of the list of leased Facilities under the Agreement, Parties have agreed to amend the Agreement as follows:

1.1. From 01.04.2011 to read appendix 6 to the Agreement in the edition of appendix 1 to the Amendment.

1.2. To read paragraph 7.1. of the Agreement in the following edition:

«7.1. Parties have established the rent for the use of the Facilities as follows:

- for the period from 01.04.2011 to 31.12.2011 in the amount of 7 955 696,00 (Seven million nine hundred fifty-five thousand six hundred ninety-six) for the period of 360 calendar days, in addition VAT is paid in accordance with the laws of the Russian Federation.

- from 01.01.2012 in the amount of 7 955 508,00 (Seven million nine hundred fifty-five thousand five hundred and eight) for the period of 360 calendar days, in addition VAT is paid in accordance with the laws of the Russian Federation».

2. Within 15 (fifteen) working days after the signing of the Amendment Parties have undertaken to sign the Act of Reconciliation.

3. Parties have agreed that the cost of the rent overpayment by User under the Agreement, defined with the Act of Reconciliation, shall be taken into account in future payments under the agreement.

Duration of the Amendment:

This Amendment shall enter into force upon signature and shall apply to the relations between the Parties from 01.04.2011.

Decision is taken.

Item 11. On determination of the position of the Company regarding the agenda item of the Extraordinary General Meeting of the Shareholders of JSC “Energy Service Company”:

11.1. On early termination of powers of members of the Board of Directors of JSC “Energy Service Company”.

11.2. On election of members of the Board of Directors of JSC “Energy Service Company”.

Decision regarding item 11.1.:

To instruct representatives of IDGC of Centre regarding the item of the agenda of the Extraordinary General Shareholders Meeting of JSC “Energy Service Company” «On early termination of powers of members of the Board of Directors of JSC “Energy Service Company” to vote «FOR»:

«To early terminate the powers of all the members of the Board of Directors of JSC “Energy Service Company”.

Decision regarding item 11.1. taken.

Decision regarding item 11.2.:

To instruct representatives of IDGC of Centre regarding the item of the agenda of the Extraordinary General Shareholders Meeting of JSC “Energy Service Company” «On election of members of the Board of Directors of JSC “Energy Service Company” to vote «FOR»:

«To elect the following members to the Board of Directors of JSC “Energy Service Company”:

##	Full name	Title
1.	Yury Veniaminovich Adler	Head of Section of standards and methodology of Corporate Governance and Shareholder Relations Department of JSC Russian Grids
2.	Vladimir Vyacheslavovich Inozentsev	Director for electric energy delivery and energy saving of JSC Russian Grids
3.	Sergey Yuryevich Rumyantsev	Acting General Director for Economy and Finance of IDGC of Centre
4.	Victor Nikolayevich Startsun	Acting General Director for Security of IDGC of Centre
5.	Olga Vladimirovna Tkacheva	Deputy General Director for Corporate Governance of IDGC of Centre
6.	Sergey Sergeyevich Cheripko	Acting General Director for Investment of IDGC of Centre
7.	Yuliya Eduardovna Sharkova	Deputy General Director for Development and Sale of Services of IDGC of Centre

Decision regarding item 11.2. taken.

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **18.04.2013.**

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 # 09/13 of 19.04.2013.**

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.

(signature)

V.A. Alimenko

Stamp here.

3.2. Date «19» April 2013.