

Statement of material fact
On a meeting of the Board of Directors (Supervisory Board) of the issuer and its agenda, and the separate decisions taken by the Board of Directors (Supervisory Board) of the issuer (insider information disclosure)

1. General information

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	4/2, Glukharev Lane, Moscow, 129090
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.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:
The quorum for all the items is present.

Item 1:

Item 1.1: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

Item 1.2: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

Item 2: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.

Item 3: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 4: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.

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

Item 6: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

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

Item 8: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.

Item 9: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 2.

Item 10: «FOR» - 7; «AGAINST» - 3; «ABSTAINED» - 0.

Item 11:

On approval of Amendment # 4: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 5: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 6: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 7: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 8: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 9: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 10: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

On approval of Amendment # 11: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.

Item 12: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 13: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

Item 14: «FOR» - 7; «AGAINST» - 2; «ABSTAINED» - 1.

Item 15: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.

Item 16: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

Item 17: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.

Item 18: «FOR» - 6; «AGAINST» - 2; «ABSTAINED» - 2.

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

Item 1. On determination of the position of IDGC of Centre regarding the agenda item of a meeting of the Board of Directors of JSC “Energetik”:

1.1. On approval of the target values of key performance indicators of the Company for 2012.

1.2. On approval of the Business Plan of the Company for 2012.

Decision regarding item 1.1.:

1. To instruct representatives of IDGC of Centre regarding the agenda item of a meeting of the Board of Directors of JSC “Energetik” «On approval of the target values of key performance indicators of the Company for 2012» to vote «FOR»:

«To approve the target values of key performance indicators of the Company for 2012 in accordance with Appendix # 1 to this decision of the Board of Directors».

Decision regarding item 1.2.:

2. To instruct representatives of IDGC of Centre regarding the agenda item of a meeting of the Board of Directors of JSC "Energetik" «On approval of the Business Plan of the Company for 2012» to vote «FOR»:
«To approve the Business Plan of the Company for 2012 in accordance with Appendix # 2 to this decision of the Board of Directors».

Item 2. Consideration of the report of the Committee for Audit of the Board of Directors of the Company «On the results of the internal control procedures implementation in 2011».

Decision:

To take into consideration the report of the Committee for Audit of the Board of Directors of the Company «On the results of the internal control procedures implementation in 2011» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Item 3. Consideration of the report of the General Director of the Company «On the current situation in the Company's activity regarding technological connection of customers to power grids in 4Q 2011 and 2011».

Decision:

To take into consideration the report of the General Director of the Company «On the current situation in the Company's activity regarding technological connection of customers to power grids in 4Q 2011 and 2011» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

Item 4. Consideration of the report of the General Director of the Company «On the work performance in 2011 on registration of property rights to immovable property, registration/re-registration of rights of use of land lots».

Decision:

To take into consideration the report of the General Director of the Company «On the work performance in 2011 on registration of property rights to immovable property, registration/re-registration of rights of use of land lots» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

Item 5. Consideration of the report of the General Director of the Company «On the disposal of housing and communal facilities in 2011».

Decision:

To take into consideration the report of the General Director of the Company «On the disposal of housing and communal facilities in 2011» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Item 6. Consideration of the report of the General Director of the Company «On the implementation status of the Program to consolidate electric grid assets of IDGC of Centre for 2011-2015 in 2011».

Decision:

1. To take into consideration the report of the General Director of the Company «On the implementation status of the Program to consolidate electric grid assets of IDGC of Centre for 2011-2015 in 2011» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

2. To mention in whole the execution by the Company of the targets of the Program on consolidation of power grid assets and the failure of the targets on the c.u. (23% of the plan) in terms of acquiring power grid facilities as property.

Item 7. On approval of the report of the General Director of the Company «On the execution of the Annual integrated purchasing program in 4Q 2011 and 2011».

Decision:

To approve the report of the General Director of the Company «On the execution of the Annual integrated purchasing program in 4Q 2011 and 2011» in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

Item 8. On approval of the Annual integrated purchasing program of IDGC of Center for 2012.

Decision:

To defer consideration of this item at a later date.

Item 9. On approval of Amendment # 4 to lease agreement of immovable property dated from 31.10.2006 # 34-Buh-06/a*, concluded between IDGC of Centre and SO UPS, which is a transaction of interest.

Decision:

1. To determine the size of the monthly lease fee per Amendment # 4 to lease agreement of immovable property dated from 31.10.2006 # 34-Buh-06/a*, concluded between IDGC of Centre and SO UPS, which is a transaction of interest, in the amount of 5 219,21 (Five thousand two hundred nineteen) rubles 21 kopecks, including 18% VAT - 796,15 (Seven hundred and ninety-six) rubles and 15 kopecks for the period from 31.10.2011 to 31.12.2011 and 5 915,72 (Five thousand nine hundred fifteen) rubles 72 kopecks, including 18% VAT - 902,40 (Nine hundred and two) rubles 40 kopecks for the period from 01.01.2012 to 31.12.2012.

2. To approve Amendment # 4 to lease agreement of immovable property dated from 31.10.2006 # 34-Buh-06/a*, concluded between IDGC of Centre and SO UPS, which is a transaction of interest (hereinafter - Amendment, Appendix # 9 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

IDGC of Centre - the Lessor;

SO UPS - the Lessee.

Subject of the Amendment:

The Parties agreed to amend lease agreement of immovable property dated from 31.10.2006 # 34-Buh-06/a* (hereinafter - the Agreement) as follows:

«1.1. In connection with the state registration of changes to the Articles of Association of SO UPS, related to a change in the location of the Branch of SO UPS Smolensk TCC (certificate of registration in the Unified State Register of Legal Entities series 77 # 013866054 of 22.11.2010), in section 16 of the Agreement the address and details of the Lessee to read as follows:

«SO UPS

109074, Moscow, Kitaigorodskiy proezd 7, buiding 3.

TIN 7705454461, CRR 9974500001

Branch of SO UPS Smolensk TCC

214019, Smolensk, Molodezhniy pereulok 5

TIN 7705454461, CRR 673243001

All-Russian Classifier of Businesses and Organizations 25771709

settlement account 40702810600440000004

in Branch # 3652 of VTB 24 Bank (Closed joint-stock company) in Voronezh

correspondent account 30101810100000000738 in Main Financial Settlements Center of General Office of Central Bank of Russia in the Voronezh region in the city of Voronezh

BIC 042007738.

1.2. Item 5.1. of the Agreement to read as follows:

«The monthly rent for the use of the «Facility» from 31.10.2011 to 31.12.2011 in accordance with the Cost of Rent Estimate (Appendix # 1 to the Agreement) is 5 219,21 (Five thousand two hundred nineteen) rubles 21 kopecks, including 18% VAT - 796,15 (Seven hundred and ninety-six) rubles and 15 kopecks.

The monthly rent for the use of the «Facility» from 01.01.2012 to 31.12.2012 in accordance with the Cost of Rent Estimate (Appendix #1 to the Agreement) is 5 915,72 (Five thousand nine hundred fifteen) rubles 72 kopecks, including 18% VAT - 902,40 (Nine hundred and two) rubles 40 kopecks».

1.3. Item 10.1. of the Agreement to read as follows:

«The Lease Agreement for the «Facility» is entered for the term from 01.11.2006 to 31.10.2016».

1.4. Appendix # 1 to the Agreement to read in the edition, specified in Appendix #1 to the Amendment.

1.5. The terms and conditions of the Agreement, not specified in the Amendment, remain the same.

Price of the Amendment:

The monthly rent for the use of the «Facility» from 31.10.2011 to 31.12.2011 is 5 219,21 (Five thousand two hundred nineteen) rubles 21 kopecks, including 18% VAT - 796,15 (Seven hundred and ninety-six) rubles and 15 kopecks.

The monthly rent for the use of the «Facility» from 01.01.2012 to 31.12.2012 is 5 915,72 (Five thousand nine hundred fifteen) rubles 72 kopecks, including 18% VAT - 902,40 (Nine hundred and two) rubles 40 kopecks.

Duration of the Amendment:

The Amendment shall enter into force upon its state registration. The terms and conditions of item 1.1. of the Amendment cover the relations of the Parties arising from 22.11.2010. The terms and conditions of item 1.2, item 1.3 and item 1.4 of the Amendment shall be valid from 31.10.2011.

Item 10. On approval of Amendment to road transport services agreement for the needs of IDGC of Centre dated from 08.02.2011 #7700/00010/11, concluded between NIC EES and IDGC of Centre, which is a transaction of interest.

Decision:

To approve the amendment to road transport services agreement (Appendix # 10 to this decision of the Board of Directors) of 08.02.2011 #7700/00010/1, concluded between NIC EES and IDGC of Centre, which is a transaction of interest, on the following essential conditions:

Parties of the Amendment:

Customer – IDGC of Centre;

Contractor – NIC EES.

Subject of the Amendment:

1. To put in force the Price list for the provision of transport services (Appendix # 1 to the Agreement) in accordance with Appendix # 1 to the Amendment.

2. Item 2.1.1 of the Agreement to read as follows:

«2.1.1. To provide the vehicles to the Customer according to the following schedule:

- for General Director – the vehicles MB GL 350 or BMW 750i, daily, 24 hours a day;

- for Deputy General Director for Technical Issues - Chief Engineer – the vehicles Toyota LC Prado or Lexus GX 470, 5 days a week, 12 hours a day;

- for Deputies General Director – the vehicles Volvo S80, 5 days a week, 12 hours a day;
- for Directors – the vehicles Toyota Camry, 5 days a week, 10 hours a day;
- mobile office – the vehicle Volkswagen Multivan, by request, 8 hours a day by a request;
- field vehicles – the vehicles Ford Focus, 5 days a week, 8 hours a day».

3. Item 4.4 of the Agreement to read as follows:

«4.4. In the case of actual non-use by the Customer of the vehicles on schedule in accordance with Appendix # 1 to the agreement or reducing the time of use of a vehicle (except in cases of non-use of the vehicles because they are not provided by the Contractor), the monthly cost of services payable under item 4.2 of the Agreement does not change.

It is allowed to exceed the limit of use of the vehicles on the whole list of the vehicles listed in Appendix # 1 to this Agreement, up to 670 vehicle-hours per month, or cumulatively up to 8040 vehicle-hours per year, which is included in the monthly cost of services in accordance with item 4.2 of the Agreement.

The Contractor shall submit a monthly report to the Customer on the limit excess of use of the vehicles in the form of a report as a supplement to Appendix # 3 to the Agreement. In the case of exceeding the limit of use of the vehicles over 670 vehicle-hours per month, or cumulatively over 8040 vehicle-hours per year the Parties before the expiry of the Agreement undertake to sign the Amendment to the Agreement for compensation for costs associated with this excess to the Contractor».

Duration of the Amendment:

The Amendment shall enter into force upon its signing by both Parties and shall be valid within the duration of the Agreement.

Item 11. On approval of amendments to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest.

Decision on approval of Amendment # 4:

1. To determine the monthly rent per Amendment # 4 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 313 109,82 (Three hundred thirteen thousand one hundred and nine) rubles 82 kopecks, including 18% VAT in the amount of 47 762,51 (Forty-seven thousand seven hundred sixty-two) rubles 51 kopecks. The rent includes utilities.

2. To approve Amendment # 4 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 11 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to changes in the calculation of the cost of rent and adjusting the size of the total area of leased premises the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read item 1.1. of the Agreement as follows:

«The Lessor transfers for payment in temporary possession and use to the Lessee the non-residential premises in accordance with Appendix # 2 to this Agreement with the total area of 1447.63 square meters in good condition suitable for further use for its intended purpose, which are located in buildings owned by the Lessor on the basis of a right of ownership».

- to read Appendix # 2 to the Agreement in the edition of Appendix # 1 to the Amendment.

- to supplement the Agreement with Appendix # 3 (layouts for the leased premises) in the edition of Appendix # 2 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 313 109,82 (Three hundred thirteen thousand one hundred and nine) rubles 82 kopecks, including 18% VAT in the amount of 47 762,51 (Forty-seven thousand seven hundred sixty-two) rubles 51 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, shall cover the relations of the Parties arising from 01.01.2009, and shall be valid within the duration of the Agreement.

Appendix # 2 (layouts for the leased premises) to the Amendment shall enter into force upon the signature of the Amendment by the Parties and shall cover the relations of the Parties actually arising from 23.01.2006.

Decision on approval of Amendment # 5:

1. To determine the monthly rent per Amendment # 5 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 308 826,44 (Three hundred and eight thousand eight hundred twenty-six)

rubles 44 kopecks, including 18% VAT - 47 109,12 (Forty-seven thousand one hundred and nine) rubles 12 kopecks. The rent includes utilities.

2. To approve Amendment # 5 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 12 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to the change of the size of the total area of leased premises the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement) as follows:

- to read item 1.1. of the Agreement as follows:

«The Lessor transfers for payment in temporary possession and use to the Lessee the non-residential premises in accordance with Appendix # 2 to this Agreement with the total area of 1397,93 square meters in good condition suitable for further use for its intended purpose, which are located in buildings owned by the Lessor on the basis of a right of ownership».

- to read Appendix # 2 to the Agreement in the edition of Appendix #1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 308 826,44 (Three hundred and eight thousand eight hundred twenty-six) rubles 44 kopecks, including 18% VAT - 47 109,12 (Forty-seven thousand one hundred and nine) rubles 12 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 06.10.2009, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 6:

1. To determine the monthly rent per Amendment # 6 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 319 101,94 (Three hundred and nineteen thousand one hundred and one) rubles 94 kopecks, including 18% VAT - 48 676,57 (Forty-eight thousand six hundred seventy-six) rubles 57 kopecks. The rent includes utilities.

2. To approve Amendment # 6 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 13 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to changes in the amount of compensation to the Lessor of the incurred costs consisting of the consumed by the Lessee utilities, the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix #1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 319 101,94 (Three hundred and nineteen thousand one hundred and one) rubles 94 kopecks, including 18% VAT - 48 676,57 (Forty-eight thousand six hundred seventy-six) rubles 57 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 01.01.2010, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 7:

1. To determine the monthly rent per Amendment # 7 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 182 154,98 (One hundred eighty-two thousand one hundred fifty-four) rubles 98 kopecks, including 18% VAT in the amount of 27 786,36 (Twenty-seven thousand seven hundred eighty-six) rubles 36 kopecks. The rent includes utilities.

2. To approve Amendment # 7 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 14 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to the partial exemption by the Lessee of the leased premises with the total area of 421.45 square meters, located in the city of Tambov, Aviation Street, 149, the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix # 1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 182 154,98 (One hundred eighty-two thousand one hundred fifty-four) rubles 98 kopecks, including 18% VAT in the amount of 27 786,36 (Twenty-seven thousand seven hundred eighty-six) rubles 36 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 16.09.2010, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 8:

1. To determine the monthly rent per Amendment # 8 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 228 192,01 (Two hundred twenty-eight thousand one hundred ninety-two) rubles 01 kopecks, including 18% VAT – 34 808,95 (Thirty-four thousand eight hundred and eight) rubles 95 kopecks. The rent includes utilities.

2. To approve Amendment # 8 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 15 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to changes in the amount of compensation to the Lessor of the incurred costs consisting of the consumed by the Lessee utilities, the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix #1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 228 192,01 (Two hundred twenty-eight thousand one hundred ninety-two) rubles 01 kopecks, including 18% VAT – 34 808,95 (Thirty-four thousand eight hundred and eight) rubles 95 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 01.01.2011, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 9:

1. To determine the monthly rent per Amendment # 9 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 161 511,43 (One hundred sixty-one thousand five hundred eleven) rubles 43 kopecks, including 18% VAT – 24 637,34 (Twenty-four thousand six hundred thirty-seven) rubles 34 kopecks. The rent includes utilities.

2. To approve Amendment # 9 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 16 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to the partial exemption by the Lessee of the leased premises with the total area of 123.5 square meters, located in the Tambov region, Michurinsky district, settlement of Green Guy, Substation 220 (on-site facilities), Tambov region, Pervomaysky district, workers settlement of Pervomaysky, East Street, 58 (office facilities), the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix # 1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 161 511,43

(One hundred sixty-one thousand five hundred eleven) rubles 43 kopecks, including 18% VAT – 24 637,34 (Twenty-four thousand six hundred thirty-seven) rubles 34 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 20.01.2011, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 10:

1. To determine the monthly rent per Amendment # 10 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 81 370,26 (Eighty-one thousand three hundred seventy) rubles 26 kopecks, including 18% VAT – 12 412,41 (Twelve thousand four hundred twelve) rubles 41 kopecks. The rent includes utilities.

2. To approve Amendment # 10 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 17 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to the partial exemption by the Lessee of the leased premises with the total area of 239.46 square meters, located in the Tambov region, Morshansky district, village of Ustye, Power Engineers pereulok, 2 (administrative and production buildings), the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix # 1 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 81 370,26 (Eighty-one thousand three hundred seventy) rubles 26 kopecks, including 18% VAT – 12 412,41 (Twelve thousand four hundred twelve) rubles 41 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 18.03.2011, and shall be valid within the duration of the Agreement.

Decision on approval of Amendment # 11:

1. To determine the monthly rent per Amendment # 11 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest, in the amount of 72 615,22 (Seventy-two thousand six hundred fifteen) rubles 22 kopecks, including 18% VAT – 11 076,90 (Eleven thousand seventy-six) rubles 90 kopecks. The rent includes utilities.

2. To approve Amendment # 11 to lease agreement of non-residential premises dated from 23.01.2006 # 418, concluded between IDGC of Centre and OJSC «Tambov Power Retail Company», which is a transaction of interest (hereinafter - Amendment, Appendix # 18 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Amendment:

«Lessor» - IDGC of Centre

«Lessee» - OJSC «Tambov Power Retail Company»

Subject of the Amendment:

Due to the exemption by the Lessee of the leased premises with the total area of 10,1 square meters, located in the Tambov region, Michurinsky district, settlement of Green Guy, Substation 220 (on-site facilities), the Parties agreed to amend lease agreement of non-residential premises dated from 23.01.2006 # 418 (hereinafter - the Agreement), as follows:

- to read Appendix # 2 to the Agreement in the edition of Appendix # 1 to the Amendment.

- taking into account amendments ##5, 6, 7, 8, 9, 10, 11 to read Appendix # 3 to the Agreement in the edition of Appendix # 2 to the Amendment.

Price of the Amendment:

The size of the rent for the possession and use of the leased premises is determined in the amount of 72 615,22 (Seventy-two thousand six hundred fifteen) rubles 22 kopecks, including 18% VAT – 11 076,90 (Eleven thousand seventy-six) rubles 90 kopecks a month. The rent includes utilities.

Duration of the Amendment:

The Amendment shall enter into force upon its signing by the Parties, cover the relations of the Parties arising from 01.06.2011, and shall be valid within the duration of the Agreement.

Item 12. Consideration of the report of the General Director of the Company «On the results of

implementation of the construction management system for the most important investment projects and the given system start of operation».

Decision:

1. To take into consideration the report of the General Director of the Company «On the results of implementation of the construction management system for the most important investment projects and the given system start of operation» in accordance with Appendix # 19 to this decision of the Board of Directors of the Company.
2. To note the untimely fulfillment of the following actions, established by order of IDGC of Centre on the implementation of the construction management system for the most important investment projects dated from 14.11.2011 # 320-TSA:
 - the development and approval of the project charter;
 - the structure formation with taking into account the implementation of the construction management system for the most important investment projects;
3. To assign General Director of the Company to complete all the actions no later than 31.03.2012. To submit a report on the implementation of this assignment to the Board of Directors of the Company until 30.04.2012.

Item 13. On approval of internal documents of the Company: the Company's Standards in the area of construction and operation of fibre-optic communication lines:

1. **On approval of the Standard of IDGC of Centre on provision of electric grid facilities for temporary restricted use to install fibre-optic communication lines of third party investors;**
2. **On approval of the Standard of IDGC of Centre on installation of fibre-optic communication lines of third party investors in protected zones along conductors;**
3. **On approval of the Standard of IDGC of Centre «FOCL-CONDUCTOR. TERMS AND DEFINITIONS».**

Decision:

1. To approve the Company's Standard on provision of electric grid facilities for temporary restricted use to install fibre-optic communication lines of third party investors in accordance with Appendix # 20 to this decision of the Board of Directors of the Company.
2. To approve the Company's Standard on installation of fibre-optic communication lines of third party investors in protected zones along conductors in accordance with Appendix # 21 to this decision of the Board of Directors of the Company.
3. To approve the Company's Standard «FOCL-CONDUCTOR. TERMS AND DEFINITIONS» in accordance with Appendix # 22 to this decision of the Board of Directors of the Company.

Item 14. On the Company's activity priority areas: on construction and operation of fibre-optic communication lines.

Decision:

1. To determine the construction and operation of fibre-optic communication lines (FOCL-CONDUCTOR) as a priority area of the Company's activity.
2. To approve the Action Plan for 2012 for the construction and operation of fibre-optic communication lines in accordance with Appendix # 23 to this decision of the Board of Directors of the Company (hereinafter - the Action Plan).
3. To assign General Director of the Company:
 - no later than June 30, 2012 to submit to the Board of Directors of the Company the Report on the implementation of the Action Plan in the format in accordance with Appendix # 24 to this decision of the Board of Directors of the Company.
 - quarterly to submit to the Board of Directors of the Company the Report on health check of fibre-optic communication lines in the format in accordance with Appendix # 25 to this decision of the Board of Directors of the Company.

Item 15. On approval of the Head and members of the Central purchasing authority of the Company.

Decision:

To defer consideration of this item at a later date.

Item 16. On entering amendments to the Regulations on the procedure of the regulated purchase of goods, works and services for IDGC of Centre, JSC, approved by the decision of the Board of Directors of IDGC of Centre on 26.12.2011 (Minutes # 27/11 of 29.12.2011) with the amendments dated from 15.02.2012 (Minutes # 02/12 of 20.02.2012)».

Decision:

1. To revoke the decision of the Board of Directors regarding item # 9 «On entering amendments to the Regulations on the procedure of the regulated purchase of goods, works and services for IDGC of Centre dated from 15.02.2012 (Minutes # 02/12 of 20.02.2012).
2. To amend the Regulation on the procedure of the regulated purchase of goods, works and services for IDGC of

Centre (hereinafter - the Regulation), approved by the decision of the Board of Directors of IDGC of Centre on 26.12.2011 (Minutes # 27/11 of 29.12.2011):

2.1. To exclude the seventh paragraph of item 1.1.3 of the Regulation, according to which the Regulation does not apply when implementing the selection of financial companies to provide financial services in accordance with Article 18 of Federal Law of 26 July 2006 N 135-FZ "On Protection of Competition".

2.2. To supplement Appendices ##6,7,8,9,10 to the Regulation with the following form «Form of information provision by participants of procurement procedures on the whole chain of their owners, including the beneficiaries (including the final ones)» (Appendix # 26 to this decision).

2.3. To supplement section 8.2. with paragraphs as follows:

«8.2.5. Customer must establish the requirement on information provision by participants of procurement procedures on the whole chain of their owners, including the beneficiaries (including the final ones) in accordance with the form of information provision by participants of procurement procedures on the whole chain of their owners, including the beneficiaries (including the final ones), specified in Appendices ##6,7,8,9,10 to the Regulation.

8.2.6. Customer must refuse the application of the purchase participant, in case of failure to provide the information referred to in paragraph 8.2.5 of this Regulation».

2.4. Paragraph 10.8.4. of the Regulation to read as follows:

«10.8.4. In particular, during the purchase in the amount of more than 50 million rubles without VAT the Chairman of the Purchasing Commission is determined among the members of the CPB, and members of the Purchasing Commission to be agreed with the CPB of the Company. In the procurement of financial services for the Company the CPB of the Company may provide another procedure for the formation of purchasing commissions, with membership of purchasing commissions is also subject to mandatory approval of the CPB of the Company».

3. To assign the General Director of the Company to make changes in local regulations, according to which the failure of the counterparty to provide information in respect of the whole chain of his owners, including the beneficiaries (including the final ones) forbids the conclusion of new contracts.

Item 17. On entering amendments to the internal documents of the Company - the Regulations on material incentives of General Director of IDGC of Centre.

Decision:

1. In accordance with the decisions of the Board of Directors of the Company dated from 15.07.2011 (Minutes # 16/11 of 18.07.2011) and the Board of Directors of the Company dated from 27.01.2012 (Minutes #01/12 of 30.01.2012) paragraph 3.1. of section 3 «Annual bonus» of appendix 1 to the Regulations on material incentives of General Director of IDGC of Centre to read as follows:

«3.1. The mandatory conditions for awarding following the annual results of the KPIs performance are the following KPIs:

- «Net profit availability»;

- «Reducing the cost of acquisition of goods (works/services) per unit of production by at least 10 percent per year over three years in real terms in 2010 prices».

2. These changes shall enter into force from January 01, 2012.

Item 18. On approval of a paid services agreement for the examination of materials which substantiate the value of the standard of technological electric energy losses in electric networks for 2012, concluded between OJSC "Research and Development Engineering Center of Interregional Distribution Grid Companies" and IDGC of Centre, which is a transaction of interest.

Decision:

1. To determine that the price of the services for the examination of materials which substantiate the value of the standard of technological energy losses in electric networks for 2012, concluded between IDGC of Centre and OJSC "Research and Development Engineering Center of Interregional Distribution Grid Companies" is 14 440 623,12 (Fourteen million four hundred forty thousand six hundred and twenty-three) rubles 12 kopecks, including VAT 18% - 2 202 806,92 (Two million two hundred and two thousand eight hundred and six) rubles 92 kopecks in accordance with the Agreement on the contracted price, agreed by the Parties per Appendix # 2 to the Agreement, including the cost of services for each of the branches corresponds to the data given below:

Branch/RF Subject	Price, rubles (without VAT)	VAT, rubles	Price, rubles (with VAT)
Belgorodenergo	1 488 719,53	267 969,51	1 756 689,04
Bryanskenergo	751 327,80	135 239,00	886 566,81
Voronezhenergo	1 525 293,12	274 552,76	1 799 845,88
Kostromaenergo	1 045 704,82	188 226,87	1 233 931,68
Kurskenergo	1 133 274,16	203 989,35	1 337 263,50
Lipetskenergo	916 301,36	164 934,24	1 081 235,60

Orelenegero	770 237,48	138 642,75	908 880,22
Smolenskenergo	1 352 330,00	243 419,40	1 595 749,39
Tambovenergo	854 126,80	153 742,82	1 007 869,62
Tverenergo	1 473 246,84	265 184,43	1 738 431,27
Yarenergo	927 254,31	166 905,78	1 094 160,09
Total for the Agreement	12 237 816,20	2 202 806,92	14 440 623,12

2. To approve the paid services agreement for the examination of materials which substantiate the value of the standard of technological energy losses in electric networks for 2012 (Appendix # 27 to this decision of the Board of Directors of the Company), concluded between IDGC of Centre and OJSC "Research and Development Engineering Center of Interregional Distribution Grid Companies" and which is a transaction of interest, on the following essential conditions:

Parties of the Agreement:

«Contractor» - OJSC "Research and Development Engineering Center of Interregional Distribution Grid Companies";

«Customer» - IDGC of Centre.

Subject of the Agreement:

The Contractor agrees pursuant to the instruction of the Customer to perform the following services:

- to perform examination of materials, which substantiate the standard value of technological losses of electricity during its transmission through the electric grid of IDGC of Centre, including by branches "Belgorodenergo", "Bryanskenergo", "Voronezhenergo", "Kostromaenergo", "Kurskenergo", "Lipetskenergo", "Smolenskenergo", "Tambovenergo", "Tverenergo", "Yarenergo", submitted for approval to the Russian Ministry of Energy, in accordance with Resolution of the Government of the Russian Federation "On the Ministry of Energy of the Russian Federation" # 400 of 28.05.2008 and in accordance with the Administrative regulations of the Ministry of Industry and Energy of RF in the execution of state function according to norms of technological losses of electricity during its transmission through electric grids approved by order of the Ministry of Industry and Energy of RF dated from 01.11.2007 # 470 (hereinafter – Regulations);

- to prepare an expert opinion on compliance with the Regulations on the organization in the Ministry of Energy of Russia of works on calculation and justification of the norms of technological losses of electricity during its transmission through electric grids, approved by order of the Russian Energy Ministry dated from 30.12.2008 # 326 (hereinafter – the instruction);

- to take part in the review and approval in the Ministry of Energy of the Russian Federation of standards of technological losses of electricity during its transmission through the electric grid of the Customer.

The Customer agrees to accept in the absence of defects the services specified in section 1.1. of the Agreement, provided in accordance with the requirements of this Agreement, and pay in full the Contractor the cost of services rendered in accordance with the terms and conditions of the Agreement.

Price of the Agreement:

The total price of the Agreement is 14 440 623,12 (Fourteen million four hundred forty thousand six hundred and twenty-three) rubles 12 kopecks, including VAT 18% - 2 202 806,92 (Two million two hundred and two thousand eight hundred and six) rubles 92 kopecks in accordance with the Agreement on the contracted price, agreed by the Parties per Appendix # 2 to the Agreement, including the cost of services for each of the branches corresponds to the data given below:

Branch/RF Subject	Price, rubles (without VAT)	VAT, rubles	Price, rubles (with VAT)
Belgorodenergo	1 488 719,53	267 969,51	1 756 689,04
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Kostromaenergo	1 045 704,82	188 226,87	1 233 931,68
Kurskenergo	1 133 274,16	203 989,35	1 337 263,50
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Orelenegero	770 237,48	138 642,75	908 880,22
Smolenskenergo	1 352 330,00	243 419,40	1 595 749,39
Tambovenergo	854 126,80	153 742,82	1 007 869,62
Tverenergo	1 473 246,84	265 184,43	1 738 431,27
Yarenergo	927 254,31	166 905,78	1 094 160,09
Total for the Agreement	12 237 816,20	2 202 806,92	14 440 623,12

Payment procedure:

The Customer performs the payment by transferring money in Russian rubles to the account of the Contractor in the following order:

The first (advance) payment under this Agreement in the amount of 30% of the price specified in paragraph 6.1. of this Agreement shall be made within five (5) working days after the signing of this Agreement and receipt of the Contractor's invoice.

The second payment under this Agreement in the amount of 70% of the price specified in paragraph 6.1 of this Agreement shall be made within five (5) working days from the date of signature of the Act of Acceptance of the services rendered by the Parties after the results achieved in accordance with paragraph 4.1. of the Agreement.

Duration of the Agreement:

The Contractor following the results of the services provision shall submit the following documents to the Customer by March 25, 2012:

- an expert opinion on materials of the Customer justifying the standard of technological losses of electricity;
- an extract from the order of the Russian Energy Ministry with an indication of approved standards of technological losses of electricity.

The Contractor reserves the right to pre-term delivery of services under this Agreement.

The terms of the services provision under this Agreement may be extended by agreement of the Parties that should be in the form of an amendment to the Agreement.

The Agreement shall enter into force upon signature by the Parties and covers the relations, in fact, arisen from 01.09.2011.

2.3. Date of the meeting of the Board of Directors of the issuer, at which the corresponding decisions were taken: **28.03.2012**

2.4. Date of drawing up and number of the Minutes of the meeting of the Board of Directors of the issuer, at which the corresponding decisions were taken: **Minutes # 06/12 of 02.04.2012.**

3. Signature

3.1. Director of Corporate Governance

- Head of corporate governance and interaction with shareholders Department, acting under power of attorney # D-CA/177 dated from 09.12.2011.

(signature)

V.A. Alimenko

Stamp here.

3.2. Date «02» April 2012.