



Key strategic priorities for 2011-2015, financial results for 2010 & 1H 2011



VTB Capital «RUSSIA CALLING!» Investment Forum October 05-07, 2011

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I.

Key strategic priorities for 2011-2015



## **Industry Structure**

### **Industry restructuring 2003-2007**

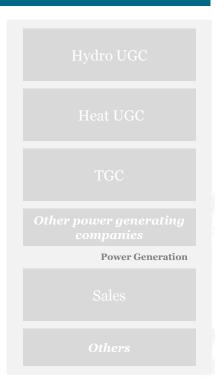
System Operator

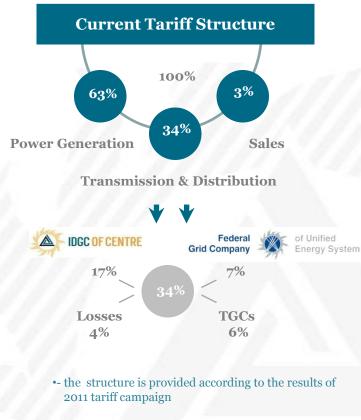
Federal Grid Company
Transmission network
220 kV and above)

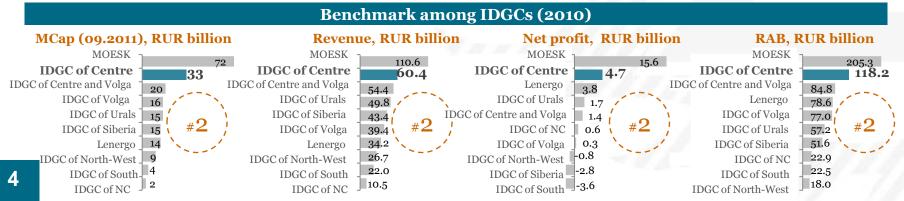
HOLDING
LOCK
Holding IDGC
(11 IDGCs – distribution
network 110 kV and
below, 7 sales, 5
DGCs, others)

Infrastructure

RAO UES of Russia





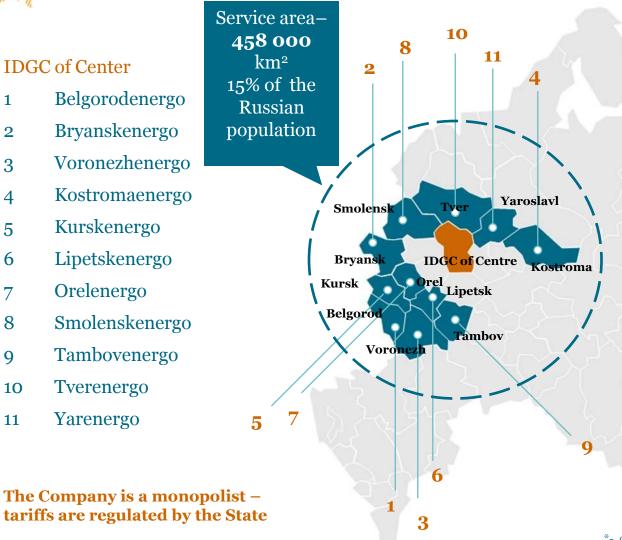


## Introduction



### **IDGC** of Center

- Belgorodenergo 1
- Bryanskenergo 2
- Voronezhenergo 3
- Kostromaenergo
- Kurskenergo 5
- Lipetskenergo 6
- Orelenergo
- 8 Smolenskenergo
- Tambovenergo 9
- 10 Tverenergo
- Yarenergo 11



	2010
MCap, RUR billion as at September 30, 2011	33
Revenue (IFRS)  RUR billion	61
Length of lines, km thousand*	365
Substation capacity, <sub>MWA</sub>	
35-110 kV	31 404
6-10/0.4 kV	15 192
Staff number	30 906
Number of shareholders**	16 775

<sup>\*-</sup> overhead power lines 0.4-110 kV

<sup>\*\* -</sup> as at 12.05.2011 - the date of registry closed





09.2010

11,2010

12,2010

01.2011

06.2011

08.2011

12.2004 2009





The first stage of

program is









Board of directors approved the Regulations on the dividend policy based on a system executing a set of criteria

December'04

As part of RAO UES reforming IDGC of Centre and North Caucasus had been registered for **RGC** integration

April '07

The final structure of the Company Smart Grid had been accepted, including 11 regional grid companies completed in of central Russia (the decision of Belgorod The board of directors of RAO UES)

March '08 Affiliation of RGCs May '08 Listing on MICEX and RTS 5 years RAB tariff system had been adopted in Orelenergo and Bryanskenergo iRAB amounts USD 3.9 billion (RUR 118 bln)

> The company acquired 100% of Yargorelectroset, the share of IDGC of Centre in regional grid assets increased to 90%

Successful implementation of the business plan and the investment program for 2010, the actual volume of CAPEX amounted to 103% of the plan –USD 401 million (RUR 12 billion)

> 5 years RAB tariff system adopted in Kostromaenergo, Tambovenergo, Voronezhenergo, Smolenskenergo and Yargorelectroset

The AGSM approved USD 20.1 million (RUR 611 million) of dividend payment (the pay-out ratio -12.6%).

The Company fulfilled its obligations to pay dividends on 17.08.2011

Board of directors approved the corrected business plan and investment program for 2011 due to the new tariff balanced solutions

Company stocks moved across to MICEX quotation list A2. Company confirmed 7+ rating of corporate governance (on the national scale) the highest among all IDGCs.

Company reported 1H2011 IFRS financials, demonstrating material growth throughout the reporting period across key financial indicators

## Strategic goals



Consolidation of power grid assets

1

Improvement of quality and reliability of customer services

2

Improving the efficiency of operating activities

3

Consolidation of TGCs and abandoned power grids in regions

- Management of inefficient owners' power grids
- Settlement of the "last mile" and the tariff rates growth in the regions of TGCs
- Reliable sources of technical and commercial losses calculation system established
- Replacement of lines and transformers on the basis of economic expediency
- Implementation of the innovative projects (smart grid, smart metering)
- Increasing of the reliability indicators (SAIDI, SAIFI)
- Working in accordance with the RAB methodology
- Assets management program (unified technical policy)
- Improving the procurement process
- Optimization of the management structure

## Improvement of the Company's equity story

- Shareholder value growth through meeting strategic goals 1-3;
  - Share liquidity program implementation;
    - Possible privatization in 2013-2014



## Company structure and key shareholders

## **Russian Federation**



## **IDGC Holding**

50.23%

### **Minor shareholdres**

49.77%\*

#### **Group of companies**

## **IDGC of Center, JSC**



11 operating

business

units



Subsidiaries – 100%



**Energetik, JSC** 

**51%** 



YarESK, JSC

## -November 11, 2009

Energetik, JSC acquired the controlling stake of YarESK, JSC, which is target company for consolidation of power grid assets in Yaroslavl region

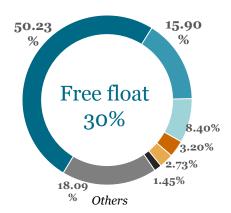
### Yargorelectroset, JSC

Yargoreletroset, JSC is the largest Territory Grid Organization in the Central Federal Region. The result of acquisition of the 100% stake is that IDGC of Center now controls more than 90% of power grid assets in the Yaroslavl region

## Energy service company, JSC

The main activities are providing saving energy services, energy efficiency

## Share capital structure, %



- IDGC Holding, JSC
- Jamica Limited
- The Bank of New York Mellon
- Immenso Enterprises Limited
- Energosoyuz Holdings Limited

Rusenergo Fund Limited

\* - including the State share 0.46%



## Share capital structure and corporate governance

**Developed corporate** governance practice, leading position among IDGCs



activities of the Company



Supreme governing body:

**Board of Directors** 

**Management board** 

Committee on Strategy

5 Committees:

Committee on Audit

Committee on personnel

Committee on reliability

Committee on TC\*

# СВИДЕТЕЛЬСТВО РЕЙТИНГ

**History of IDGC of Center corporate** rating on the national scale

### NRCG\*\*

Confirmed (7+) **August' 11** January' 11 Upgraded (7+) Confirmed July' 09 Confirmed February' 09 September' 08 Assigned

\* - technological connection



## **M&A projects - grid assets integration**

## TGCs in IDGC of Centre service area

**Amount of other TGCs = 441** 

## The other TGCs' average share in revenue in IDGC of Centre service areas - 20%;

- Required Gross Revenue (RGR) of the Company due to the assets consolidation in regions may increase to RUR 10 billion by 2015, RGR share may grow by 97%;
- One of the key goals of the Company is the integration of power grid assets that will allow:
- increasing the reliability level of power supply
- enlarging the power distribution sales market
- improving the quality of customer service
- balancing the tariff on power distribution

#### 120 102 100 80 62 60 40 23 25 26 18 20 Belgorod Bryansk Kursk Orel Tver Lipetsk Smolensk Yaroslavl

## Share of the Company in the power transmission market, 2007-2015F

Kostroma

Tambov

	2007	2008	2009	2010	2015F
Market share in terms of money	83%	83.6%	83.8%	84%	97%





## Target/ Program

- Providing monopoly on power grid services market in the regions of presence with more than 97% share;
- Long-term target program for the consolidation of power grid assets have been developed and approved (power grid assets consolidation plan for 2011 - 2015)

# Methods and advantages of consolidation

- Company consolidates the assets primarily in 3 ways: acquisition of power grid, long term property rent, purchase of shares of power grid companies;
- The basic advantages of consolidation are as follows: implementation of a unified technical policy, the development of a unified scheme of long-term development of power grids, improving the reliability of electricity supply to consumers of all categories, increasing of power grid capacity

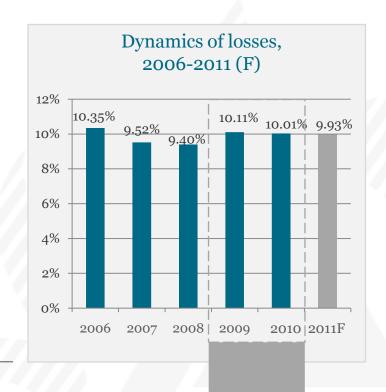
# Plans for 2011-2015

- It is planned in 2011 to consolidate municipal power grid assets of the Voronezh region, to acquire the property in the Lipetsk region and to consolidate the assets in the Tver region;
- Program provides working with more than 5 thousand owners





2007       5 932       9.         2008       5 875       9.         2009       5 977       10.         2010       6 230       10.				
2007       5 932       9.         2008       5 875       9.         2009       5 977       10.         2010       6 230       10.	Year	-	%	Change, p.p.
2008 5 875 9. 2009 5 977 10. 2010 6 230 10.	2006	6 238	10.35	
2009 5 977 <b>10</b> 2010 6 230 <b>10</b> .	2007	5 932	9.52	(0.83)
2010 6 230 10.	2008	5 875	9.40	(0.12)
	2009	5 977	10.11	0.71
2011F 6 237 9.	2010	6 230	10.01	(0.10)
	2011F	6 237	9.93	(0.08)



- Reduction of losses the priority target for the management
- Implementation of renovation program and modern metering systems will allow IDGC to reduce losses by 1% by 2015

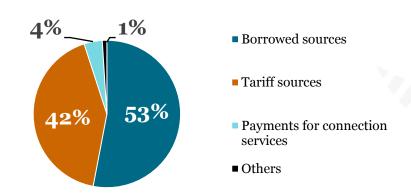
Increase of losses was a result of implementation of integration program, introduction of common technical requirements for all subsidiaries will allow to reduce losses

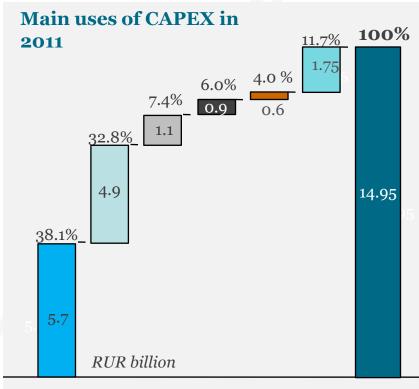


# Expected CAPEX for 2011-2015 amounts to RUR 102 billion\*

Year	Development, RUR billion	Commissioning, RUR billion
2011F	14.95	15.68
2012F	17.58	18.84
2013F	20.82	20.82
2014F	23.92	23.93
2015F	24.57	24.15

### Sources of finance in 2011





- - Replacement of the main power equipment
- New construction(substations, overhead и cable lines)
- □ ASMD systems, connection, IT
- - Developing/Modernization of accounting systems
- Modernization and reconstruction
- Others

<sup>\* -</sup> in accordance with the adjusted IP which had been approved in September, 2011



# The development of energy-saving technologies –Energy Service Company, JSC

The Program of the RF Government -"Energy-saving and enhancement of power efficiency for the period up to 2020"





Share in the authorized capital -100%

### **Energy Service Company, JSC**

Key goals of establishment

Key tasks

- 1
- Diversification of the Company's operations, strengthening its market positions, increase of revenues;

Formation of the competence center for the implementation of measures for energy-saving and power efficiency based on Energy Service Company (design and construction of facilities using energy-efficient technologies);

3

 Formation of the resource base of highly qualified personnel and technology for implementation of the repair program and the program of energy-saving and power efficiency of IDGC of Centre.

- Conducting energy audits, evaluation and reduction of energy losses of consumers;
- Implementation of service and maintenance functions to ensure stable and reliable operation of power facilities;
- Work on the analysis of new projects and existing utility systems and equipment (expert review);
- Development of design and estimate documentation and its coordination (examination) in the supervisory bodies;
- The activities within energy service contracts.



## **Attractive target for investments**

RAB regulation

- Transition to RAB is a vigorous driver for increase in operational efficiency and decrease in costs per unit
- The first IDGC among others which transferred all its branches to RAB: 2009: 3 branches, 2010: 4 branches, since 01.01.2011: 4 branches
- High level of RAB USD 4.0 billion (RUR 121 billion as at 01.01.2011)
- Capital formation rate is lower than profitability rate of invested capital

Strong team of managers

- Developed and implemented KPI system
- Strong financial performance **positive dynamics** on all key financial and operating indicators for 4 years
- Transparent system of corporate management (7+ corporate governance rating on national scale)

Prospects of growth

- Investment history of distribution grid complex attracts high attention of analysts and investors:
  - on 21.06.2011 Annual General Meeting of Shareholders approved dividend payments for 2010 in amount of USD 20.05 million (RUR 610 million)
  - sector is significantly **undervalued as compared to foreign peers**



## II.

Financial results for 2010 & 1H2011 (IFRS)

# **Key IFRS financial indicators 2008 - 2011**

## Key indicators 2008-2010 and 1H2011 (IFRS)

RUR billion	2008	2009	2010	CAGR
Revenue	43.7	49.3	60.6	17.8%
Revenue growth		12.8%	22.9%	
EBITDA	8.8	8.6	12.4	18.7%
EBITDA margin	20.2%	17.4%	20.5%	
Net Income	2.8	2.1	5.1	35.0%
Net margin	6.4%	4.3%	8.4%	
Net Debt	9.3	10.8	14.7	25.6%
Net Debt/EBITDA Sources: Company's data, KPMG auditor	1.1	1.3	1.2	5.8%

1H2010	1H2011	Growth, %
29.5	35.2	19.2%
28.6	33.6	17.6%
5.7	8.6	49.9%
19.3%	24.3%	5 p.p.
2.3	3.8	63.7%
7.9%	10.9%	3 p.p.
14.7	11.4	-22.4%

Sources: Company's data

## **Key operating drivers in 1H2011:**

#### •The control for final commercial and procurement procedures

•The economy on procurement for 1H2011 amounts about RUR 1.9 billion (about 14% of all procurement procedures)

#### Staff optimization

•The number of employees within the executive office reduced by 154 in 9 months of 2011 (-7%)

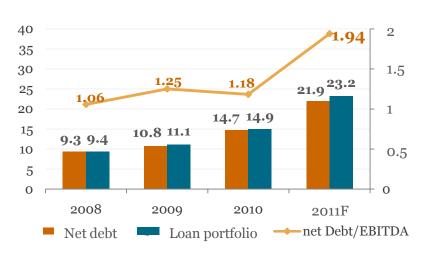
#### •The conclusion of the single contract between FGC UES and IDGC of Centre

• In April 2011 the working group between UES FGC and IDGC of Centre was created – the single contract on providing the services has been concluded. The principle advantage is that the payment for the services provided is based on balanced capacity. The estimated economical effect is about RUR 1.4 billion per year of reducing the tariff



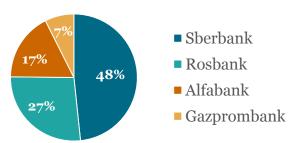
## Loan portfolio structure & credit rating

### Net debt/EBITDA, RUR billion



# Recommended ratio Net Debt/EBITDA = 3

## Structure of loan portfolio (%), 2011



## **Credit rating history**



## History of IDGC of Centre credit rating

#### Standard&Poor's

Confirmed	February'11
Confirmed	July '10
Assigned	November'00

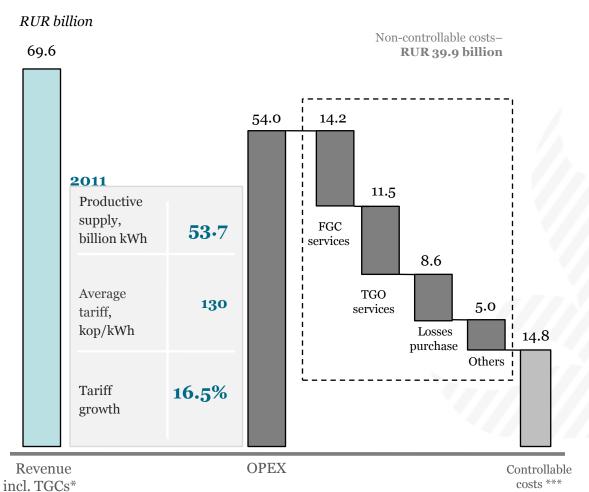
#### NRA\*

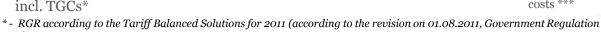
Upgraded to AA-	December '10
Confirmed	October'10
Confirmed	September'09
Upgraded (level A+)	September'08
Upgraded (level A)	August'07

<sup>\*</sup> National Rating Agency

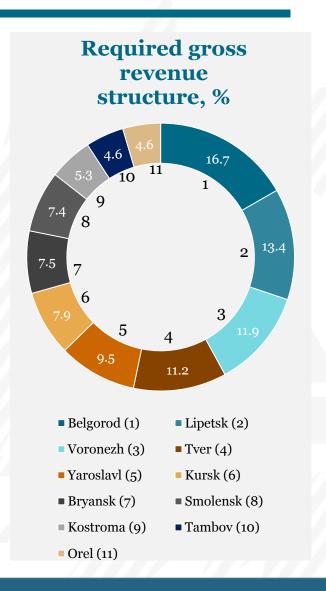


# Required Gross Revenue\*\* structure and structure of operating expenditures 2011





<sup>1172)
\*\*-</sup> exc. Yargorelectroset



<sup>\*\*\* -</sup> Controllable costs within OPEX



## **IDGC OF CENTRE** Stock performance and liquidity increase



Company 's shares were listed on MICEX (quotation list B), RTS Company's shares were included in the index:
MICEX PWR

Company's shares were included in RTS EU\* Confirmation of presence in RTS EU and RTS-2

Dividends payment USD 20.05 million (RUR 610 million), MICEX A2 inclusion

Launch of option program DR program

### **Dividends for 2010:**

Total (RUR million) 610.9

Net profit share 12.6%

Dividend yield 1.37%

- forecast

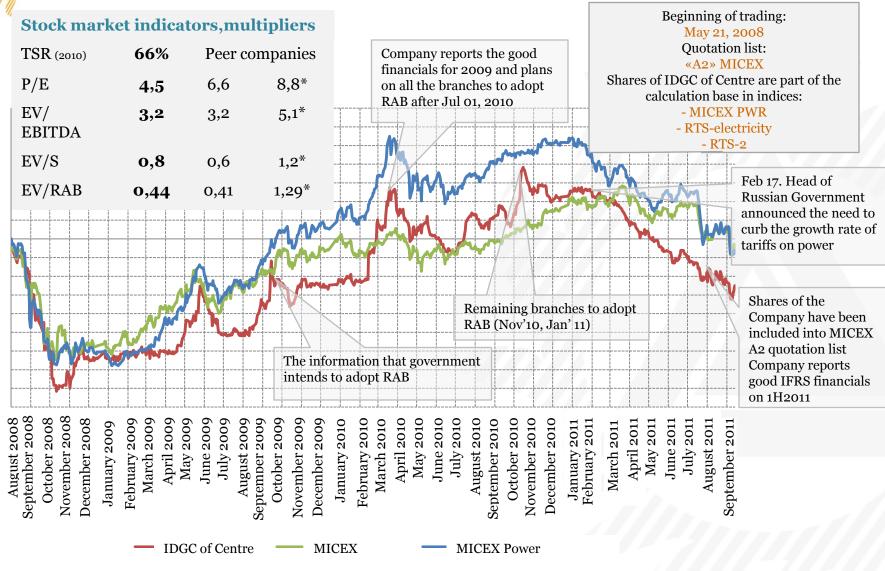
\* - RTS energy utilities

# Company's priorities for the stock performance improvement:

- Stable dividend policy
- Quotation list update (MICEX A1)
- Depositary receipts launching
- Inclusion in international indexes

## **IDGC OF CENTRE**

## Company's shares and sector indexes dynamics



<sup>\* -</sup> Average international peer companies

70%

60%

50%

40%

30%

20%

10%

0%

-10% -20% -30%

-40%

-50%

-60%

-70%

-80%

-90%



## THANK YOU FOR YOUR ATTENTION!

IR specialists will provide you with any additional information upon your request: Head of IR
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Tickers:

MICEX: MRKC

RTS: MRKC, MRKCG



## **APPENDIX**

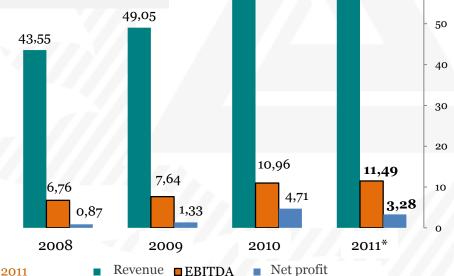


## **RAS** Financial indicators for 2008-11F\*

n, s di						
	RUR billion	2008	2009	2010	2011*	CAGR
Revenue		43.6	49.1	60.4	68.2	16.1%
Costs		37.6	43.3	50.9	57.9	15.5%
EBITDA		6.76	7.64	10.96	11.49	19.3%
EBITDA margin		112.7%	131.7%	115.1%	112.4%	
Net profit		0.87	1.33	4.71	3.28	55.6%
Net profit margir	ı	2.00%	2.71%	7.80%	4.81%	
The basic causes IDGC of Centre fo		busine	ess plan	of 4	3,55	49,05

<sup>•</sup>Revision of the tariff balanced solutions for 2011 by the regional regulation authorities;

•Correction of investment program as a result of revision of the tariff balanced solutions for 2011.



<sup>\* -</sup> corrected business plan, which had been approved by BD in September 2011

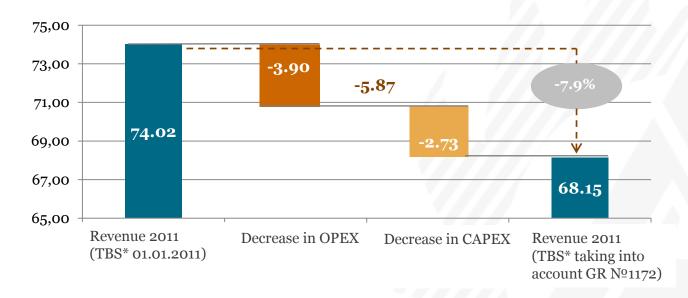
RUR billion

80

70



# Decrease in RGR in accordance to Government Regulation №1172 offset by lower costs in 2011



Figures	Revenue from services	OPEX	CAPEX	
2011	<b>7</b> 4.00	69 ==	1= 60	
(TBS* 01.01.2011)	74.02	68.77	17.68	
<b>2011</b> (TBS* taking into account GR №1172)	68.15	64.87	14.95	
Absolute CHNG	<b>-5.8</b> 7	-3.90	-2.73	
*Tariff Balanced Solutions				



## **RAB adoption. Results**

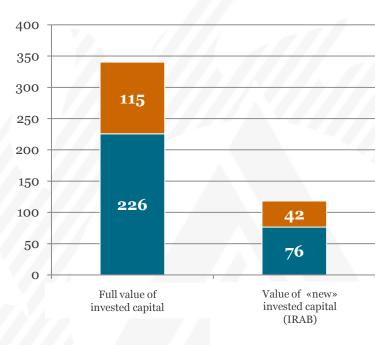
Date of transition

Subsidiaries Total value of invested

capital RUR million IRAB, RUR million

	Total	340 382	118 162
	Yargorelectroset*	3 969	2 168
	Smolenskenergo	37 041	13 735
from 01.01.2011	Voronezhenergo	38 110	12 650
	Tambovenergo	18 609	5 515
	Kostromaenergo	17 058	7 603
110111 01.11.2010	Orelenergo	21 571	6 407
from 01.11.2010	Bryanskenergo	20 045	5 989
from 01.01.2010	Yarenergo	21 586	
from 01 01 0010	Kurskenergo	30 782	
	Tverenergo	55 276	
from 01.01.2009	Lipetskenergo	25 726	10 030
	Belgorodenergo	50 609	19 930
		minon	

### Full value of IC and iRAB



- RAB subsidiaries after 01.01.2011
- RAB subsidiaries before 01.01.2011

Approved iRAB on subsidiaries – USD 3.9 billion (RUR 118 billion)\*

\*Including Yargorelectroset 100% stake is owned by IDGC of Center