

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

<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): 9 persons. The quorum for all the items is present.

Voting results:

- Item 1: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 2: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 3: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 4: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 5: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 6: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 7: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 8: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 9: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 10: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 11: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 12: «FOR» - 5; «AGAINST» - 2; «ABSTAINED» - 2.
- Item 13: «FOR» - 8; «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 14: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 15: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 16: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 17: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 18: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 19: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 20: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 21: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 22: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 23: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 24: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 25: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 26: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 27: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 0.

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

**Item 1. Consideration of the report of General Director of the Company «On implementation of the decisions taken at the meetings of the Board of Directors of the Company in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On implementation of the decisions taken at the meetings of the Board of Directors of the Company in 1Q 2013» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 2. Consideration of the report of General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On compliance with the Regulations on Information Policy of the Company in 1Q 2013» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 3. Consideration of the report of General Director «On the technical audit of fiber-optic lines in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On the technical audit of fiber-optic lines in 1Q 2013» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 4. Consideration of the report of General Director of the Company «On execution of the schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On execution of the schedule of activities to bring the customer service system of the Company into compliance with the requirements of the Standard of IDGC of Centre «Centralized customer service system» in 1Q 2013» in accordance with Appendix # 4 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 5. Consideration of the report of General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 1Q 2013».**

**Decision:**

1. To take into consideration the report of General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company in 1Q 2013» in accordance with Appendix # 5 to this decision of the Board of Directors of the Company.

2. To cancel the assignment, provided for with item 3 of the decision of the Board of Directors of the Company on 14.10.2011 regarding item # 7 «About priority areas of activities of the Company: on performance of the mandatory energy audit of sites of industrial and economic needs and electric grid facilities of the Company in 2011-2012» (Minutes # 22/11 of 17.10.2011), in connection with the execution of the Action Plan for implementing the mandatory energy audit of facilities of industrial and economic needs and electric grid facilities of the Company.

**Decision is taken.**

**Item 6. Consideration of the report of General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On execution of the Program of measures to improve the activity of IDGC of Centre in the field of energy conservation, energy efficiency and reduction of electricity losses in 1Q 2013» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 7. Consideration of the report of General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 1Q 2013 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On execution of the Schedule of activities of IDGC of Centre in 1Q 2013 to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.01.2013» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 8. On approval of the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.04.2013.**

**Decision:**

To approve the Schedule of activities of IDGC of Centre to reduce overdue accounts receivable for the services of electric power transmission and settlement of disputes established by 01.04.2013 in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 9. Consideration of the report of General Director of the Company «On execution of the target values of Cash Flow of the Company in 1Q 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On execution of the target values of Cash Flow of the Company in 1Q 2013» in accordance with Appendix # 9 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 10. On approval of the Regulations on the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre in a new edition.**

**Decision:**

To approve the Regulations on the Committee for Personnel and Remuneration of the Board of Directors of IDGC of Centre in a new edition in accordance with Appendix # 10 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 11. On approval of the list of titles, included in the category of senior managers of IDGC of Centre.**

**Decision:**

1. To consider the list of titles, included in the category of Senior managers of IDGC of Centre, approved by the decision of the Board of Directors of IDGC of Centre on 15.07.2011 (Minutes #16/11 of 18.07.11) to have lost force starting from July 01, 2013».

2. To approve and put in force starting from July 01, 2013 the following list of titles, included in the category of Senior managers of IDGC of Centre:

Senior managers of category 1:

1. First Deputy General Director;
2. Deputy General Director for Technical Issues – Chief Engineer;
3. Deputy General Director for Capital Construction and Investment;
4. Deputy General Director for Economy and Finance;
5. Chief Accountant – Head of Financial and Tax Accounting and Reporting Department;
6. Deputy General Director for Development and Sale of Services;
7. Deputy General Director for Logistics and Procurement;
8. Deputy General Director for Corporate Governance;
9. Deputy General Director for Human Resources and Organization Design;
10. Deputy General Director for Security;
11. Deputy General Director – division director.

**Decision is taken.**

**Item 12. On approval of the List of titles of the executive office of the Company, approval of candidates for which is within the competence of the Board of Directors of the Company.**

**Decision:**

1. To consider the list of titles of the executive office of the Company, approval of nominations for which is within the competence of the Board of Directors of the Company, approved by the decision of the Board of Directors on 15.07.2011 (Minutes #16/11 of 18.07.11) to have lost force».

2. To approve the following list of titles of the executive office of the Company, approval of nominations for which is within the competence of the Board of Directors of the Company:

1. Deputy General Director for Technical Issues – Chief Engineer;
2. Deputy General Director for Security;
3. Deputy General Director – division director.

**Decision is taken.**

**Item 13. On approval of Agreement to provide treasury services, concluded between IDGC of Centre and JSC “Energy Service Company”, which is a related party transaction.**

**Decision:**

1. To determine that the value of the Agreement to provide treasury services, concluded between IDGC of Centre and JSC “Energy Service Company”, is 324 000 (Three hundred and twenty four thousands) rubles 00 kopecks, including VAT of 18%, which amounts to 49 423 (Forty-nine thousand four hundred twenty-three) rubles 73 kopecks, and can be changed during the duration of the contract as agreed by the Parties when the volume of services is amended.

The cost of the services under the agreement per month is 36 000 (Thirty-six thousand) rubles 00 kopecks, including VAT of 18%, which amounts to 5 491 (Five thousand four hundred ninety-one) rubles 53 kopecks.

2. To approve the Agreement to provide treasury services (hereinafter – the Agreement, Appendix # 11 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 Agreement:**

«Contractor» - IDGC of Centre;

«Customer» - JSC “Energy Service Company”

**Subject of the Agreement:**

Contractor shall provide the Customer on a regular basis the treasury services and services for making operations on current accounts (hereinafter – the Services), and Customer agrees to pay for the Services on the terms and conditions established by the Agreement.

**Price of the Agreement:**

The cost of the Services under the Agreement is 324 000 (Three hundred and twenty four thousands) rubles 00 kopecks, including VAT of 18%, which amounts to 49 423 (Forty-nine thousand four hundred twenty-three) rubles 73 kopecks, and can be changed during the duration of the contract as agreed by the Parties when the volume of the Services is amended.

The cost of the services under the agreement per month is 36 000 (Thirty-six thousand) rubles 00 kopecks, including VAT of 18%, which amounts to 5 491 (Five thousand four hundred ninety-one) rubles 53 kopecks.

**Settlement procedure:**

Payment for the Services rendered in the month is made by Customer by wire transfer to the account of Contractor until the 3rd day of the month following the settlement one in the amount of 100% of the cost of the Services per month, which is 36 000 (Thirty-six thousand) rubles 00 kopecks, including VAT of 18%, which amounts to 5 491 (Five thousand four hundred ninety-one) rubles 53 kopecks.

**Duration of the Agreement:**

The Agreement shall enter into force upon signature by both Parties and shall apply to the relations between the Parties, in fact arisen from 08.04.2013, and is valid until December 31, 2013 (inclusive).

**Decision is taken.**

**Item 14. On approval of candidatures of insurers of IDGC of Centre.**

**Decision:**

To approve the following nominations as insurers of the Company:

Voluntary health insurance	SOGAZ	01.04.2013- 31.03.2014
Insurance against accidents and illnesses	AlfaStrakhovanie	01.04.2013- 31.03.2014

**Decision is taken.**

**Item 15. On election of members of the Management Board of the Company.**

**Decision:**

To elect Igor Viktorovich Maximov - Deputy General Director for Capital Construction of IDGC of Centre as a member of the Management Board of the Company.

**Decision is taken.**

**Item 16. On coordination of nominations for certain positions in the Executive Office of the Company, determined by the Board of Directors of the Company.**

**Decision:**

To agree upon the nomination of Nikolay Yuryevich Pavelko for the position of Deputy General Director of IDGC of Centre — Orelenergo division director.

**Decision is taken.**

**Item 17. On placement of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-02).**

**Decision:**

To place unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter - the Issuer) of series BO-02 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each (hereinafter referred to – the Commercial papers of series BO-02), total par value of 5 000 000 000 (Five billion) rubles, being placed by public offering at the price of 100 (One hundred) percent of the face value of the Commercial papers of series BO-02 – 1 000 (One thousand) rubles for 1 (One) Commercial paper of series BO-02 – (starting from the second day of placing buyers also pay accrued coupon yield) maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-02.

At placement the Commercial papers of series BO-02 shall be paid in cash by wire transfer in the currency of the Russian Federation.

The Commercial papers of series BO-02 mature in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-02. Repayment of the Commercial papers of series BO-02 is made for the outstanding amount of the face value. The outstanding amount of the face value is defined as the difference between the nominal value of each Commercial Paper of series BO-02 and its part, repaid at partial early redemption of the Commercial papers of series BO-02 (in case a decision on partial early repayment is made by the Issuer). Start and end dates of repayment of the Commercial papers of series BO-02 coincide.

Repayment of the Commercial papers of series BO-02 is made in cash by wire transfer in the currency of the Russian Federation in favour of the holders of the Commercial papers of series BO-02 or other persons exercising rights in compliance with federal laws under the Commercial papers of series BO-02, who are such as of the close of the business day of the relevant depository, prior to the date of repayment of the Commercial papers of series BO-02, and if the responsibility for making the final payment under the Commercial papers of series BO-02 in due time established by the Issuer has not been performed or performed improperly - by the end of the business day following the date on which Non-bank credit organization CJSC «National Settlement Depository» disclosed the information that it had received payments to be transferred under the Commercial papers of series BO-02. If the maturity date of the Commercial papers of series BO-02 falls on a holiday or weekend - no matter whether it is a public holiday or a day off for settlement operations, - then the amount due is transferred on the first business day following the holiday or day off. The owner of the Commercial papers of series BO-02 has no right to claim any interest or any other compensation for such delay in payment.

Payment of income under the Commercial papers of series BO-02 is made in cash by wire transfer in the currency of the Russian Federation. Transfer of payments under the Commercial papers of series BO-02 is carried out by the depository to the person who is its depositor at the end of the business day preceding the date, which is determined in accordance with the document certifying the rights, fixed by the securities, and on which the obligation to make payments on the securities is to be performed.

Choice of forms of repayment of the Commercial papers of series BO-02 by the owners of the Commercial papers of series BO-02 is not provided.

The costs related to making credit entries of crediting the placed Commercial papers of series BO-02 of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers of series BO-02.

The possibility of early repayment of the Commercial papers BO-02 is provided at the discretion of the Issuer and at the request of their owners. The procedure and conditions for early repayment of the Commercial papers BO-02 at the discretion of the Issuer and at the request of their owners are set by the Decision on issue of securities and the Prospectus of securities. Early repayment of the Commercial papers BO-02 at the discretion of the Issuer and at the request of their owners is made in cash by wire transfer in the currency of the Russian Federation.

**Decision is taken.**

#### **Item 18. On placement of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-03).**

##### **Decision:**

To place unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter - the Issuer) of series BO-03 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each (hereinafter referred to – the Commercial papers of series BO-03), total par value of 5 000 000 000 (Five billion) rubles, being placed by public offering at the price of 100 (One hundred) percent of the face value of the Commercial papers of series BO-03 – 1 000 (One thousand) rubles for 1 (One) Commercial paper of series BO-03 – (starting from the second day of placing buyers also pay accrued coupon yield) maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-03.

At placement the Commercial papers of series BO-03 shall be paid in cash by wire transfer in the currency of the Russian Federation.

The Commercial papers of series BO-03 mature in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-03. Repayment of the Commercial papers of series BO-03 is made for the outstanding amount of the face value. The outstanding amount of the face value is defined as the difference between the nominal value of each Commercial Paper of series BO-03 and its part, repaid at partial early redemption of the Commercial papers of series BO-03 (in case a decision on partial early repayment is made by the Issuer). Start and end dates of repayment of the Commercial papers of series BO-03 coincide.

Repayment of the Commercial papers of series BO-03 is made in cash by wire transfer in the currency of the Russian Federation in favour of the holders of the Commercial papers of series BO-03 or other persons exercising rights in compliance with federal laws under the Commercial papers of series BO-03, who are such as of the close of the business day of the relevant depository, prior to the date of repayment of the Commercial papers of series BO-03, and if the responsibility for making the final payment under the Commercial papers of series BO-03 in due time established by the Issuer has not been performed or performed improperly - by the end of the business day following the date on which Non-bank credit organization CJSC «National Settlement Depository» disclosed the information that it had received payments to be transferred under the Commercial papers of series BO-03. If the maturity date of the Commercial papers of series BO-03 falls on a holiday or weekend - no matter whether it is a public holiday or a day off for settlement operations, - then the amount due is transferred on the first business day following the holiday or day off. The owner of the Commercial papers of series BO-03 has no right to claim any interest or any other compensation for such delay in payment.

Payment of income under the Commercial papers of series BO-03 is made in cash by wire transfer in the currency of the Russian Federation. Transfer of payments under the Commercial papers of series BO-03 is carried out by the depository to the person who is its depositor at the end of the business day preceding the date, which is determined in accordance with the document certifying the rights, fixed by the securities, and on which the obligation to make payments on the securities is to be performed.

Choice of forms of repayment of the Commercial papers of series BO-03 by the owners of the Commercial papers of series BO-03 is not provided.

The costs related to making credit entries of crediting the placed Commercial papers of series BO-03 of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers of series BO-03.

The possibility of early repayment of the Commercial papers BO-03 is provided at the discretion of the Issuer and at the request of their owners. The procedure and conditions for early repayment of the Commercial papers BO-03 at the discretion of the Issuer and at the request of their owners are set by the Decision on issue of securities and the Prospectus of securities. Early repayment of the Commercial papers BO-03 at the discretion of the Issuer and at the request of their owners is made in cash by wire transfer in the currency of the Russian Federation.

**Decision is taken.**

**Item 19. On placement of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-04).**

**Decision:**

To place unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter - the Issuer) of series BO-04 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each (hereinafter referred to – the Commercial papers of series BO-04), total par value of 5 000 000 000 (Five billion) rubles, being placed by public offering at the price of 100 (One hundred) percent of the face value of the Commercial papers of series BO-04 – 1 000 (One thousand) rubles for 1 (One) Commercial paper of series BO-04 – (starting from the second day of placing buyers also pay accrued coupon yield) maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-04.

At placement the Commercial papers of series BO-04 shall be paid in cash by wire transfer in the currency of the Russian Federation.

The Commercial papers of series BO-04 mature in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-04. Repayment of the Commercial papers of series BO-04 is made for the outstanding amount of the face value. The outstanding amount of the face value is defined as the difference between the nominal value of each Commercial Paper of series BO-04 and its part, repaid at partial early redemption of the Commercial papers of series BO-04 (in case a decision on partial early repayment is made by the Issuer). Start and end dates of repayment of the Commercial papers of series BO-04 coincide.

Repayment of the Commercial papers of series BO-04 is made in cash by wire transfer in the currency of the Russian Federation in favour of the holders of the Commercial papers of series BO-04 or other persons exercising rights in compliance with federal laws under the Commercial papers of series BO-04, who are such as of the close of the business day of the relevant depository, prior to the date of repayment of the Commercial papers of series BO-04, and if the responsibility for making the final payment under the Commercial papers of series BO-04 in due time established by the Issuer has not been performed or performed improperly - by the end of the business day following the date on which Non-bank credit organization CJSC «National Settlement Depository» disclosed the information that it had received payments to be transferred under the Commercial papers of series BO-04. If the maturity date of the Commercial papers of series BO-04 falls on a holiday or weekend - no matter whether it is a public holiday or a day off for settlement operations, - then the amount due is transferred on the first business day following the holiday or day off. The owner of the Commercial papers of series BO-04 has no right to claim any interest or any other compensation for such delay in payment.

Payment of income under the Commercial papers of series BO-04 is made in cash by wire transfer in the currency of the Russian Federation. Transfer of payments under the Commercial papers of series BO-04 is carried out by the depository to the person who is its depositor at the end of the business day preceding the date, which is determined in accordance with the document certifying the rights, fixed by the securities, and on which the obligation to make payments on the securities is to be performed.

Choice of forms of repayment of the Commercial papers of series BO-04 by the owners of the Commercial papers of series BO-04 is not provided.

The costs related to making credit entries of crediting the placed Commercial papers of series BO-04 of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers of series BO-04.

The possibility of early repayment of the Commercial papers BO-04 is provided at the discretion of the Issuer and at the request of their owners. The procedure and conditions for early repayment of the Commercial papers BO-04 at the discretion of the Issuer and at the request of their owners are set by the Decision on issue of securities and the Prospectus of securities. Early repayment of the Commercial papers BO-04 at the discretion of the Issuer and at the request of their owners is made in cash by wire transfer in the currency of the Russian Federation.

**Decision is taken.**

**Item 20. On placement of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-05).**

**Decision:**

To place unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter - the Issuer) of series BO-05 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each (hereinafter referred to – the Commercial papers of series BO-05), total par value of 5 000 000 000 (Five billion) rubles, being placed by public offering at the price of 100 (One hundred) percent of the face value of the Commercial papers of series BO-05 – 1 000 (One thousand) rubles for 1 (One) Commercial paper of series BO-05 – (starting from the second day

of placing buyers also pay accrued coupon yield) maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-05.

At placement the Commercial papers of series BO-05 shall be paid in cash by wire transfer in the currency of the Russian Federation.

The Commercial papers of series BO-05 mature in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-05. Repayment of the Commercial papers of series BO-05 is made for the outstanding amount of the face value. The outstanding amount of the face value is defined as the difference between the nominal value of each Commercial Paper of series BO-05 and its part, repaid at partial early redemption of the Commercial papers of series BO-05 (in case a decision on partial early repayment is made by the Issuer). Start and end dates of repayment of the Commercial papers of series BO-05 coincide.

Repayment of the Commercial papers of series BO-05 is made in cash by wire transfer in the currency of the Russian Federation in favour of the holders of the Commercial papers of series BO-05 or other persons exercising rights in compliance with federal laws under the Commercial papers of series BO-05, who are such as of the close of the business day of the relevant depository, prior to the date of repayment of the Commercial papers of series BO-05, and if the responsibility for making the final payment under the Commercial papers of series BO-05 in due time established by the Issuer has not been performed or performed improperly - by the end of the business day following the date on which Non-bank credit organization CJSC «National Settlement Depository» disclosed the information that it had received payments to be transferred under the Commercial papers of series BO-05. If the maturity date of the Commercial papers of series BO-05 falls on a holiday or weekend - no matter whether it is a public holiday or a day off for settlement operations, - then the amount due is transferred on the first business day following the holiday or day off. The owner of the Commercial papers of series BO-05 has no right to claim any interest or any other compensation for such delay in payment.

Payment of income under the Commercial papers of series BO-05 is made in cash by wire transfer in the currency of the Russian Federation. Transfer of payments under the Commercial papers of series BO-05 is carried out by the depository to the person who is its depositor at the end of the business day preceding the date, which is determined in accordance with the document certifying the rights, fixed by the securities, and on which the obligation to make payments on the securities is to be performed.

Choice of forms of repayment of the Commercial papers of series BO-05 by the owners of the Commercial papers of series BO-05 is not provided.

The costs related to making credit entries of crediting the placed Commercial papers of series BO-05 of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers of series BO-05.

The possibility of early repayment of the Commercial papers BO-05 is provided at the discretion of the Issuer and at the request of their owners. The procedure and conditions for early repayment of the Commercial papers BO-05 at the discretion of the Issuer and at the request of their owners are set by the Decision on issue of securities and the Prospectus of securities. Early repayment of the Commercial papers BO-05 at the discretion of the Issuer and at the request of their owners is made in cash by wire transfer in the currency of the Russian Federation.

**Decision is taken.**

## **Item 21. On placement of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-06).**

### **Decision:**

To place unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter - the Issuer) of series BO-06 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each (hereinafter referred to – the Commercial papers of series BO-06), total par value of 5 000 000 000 (Five billion) rubles, being placed by public offering at the price of 100 (One hundred) percent of the face value of the Commercial papers of series BO-06 – 1 000 (One thousand) rubles for 1 (One) Commercial paper of series BO-06 – (starting from the second day of placing buyers also pay accrued coupon yield) maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-06.

At placement the Commercial papers of series BO-06 shall be paid in cash by wire transfer in the currency of the Russian Federation.

The Commercial papers of series BO-06 mature in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers of series BO-06. Repayment of the Commercial papers of series BO-06 is made for the outstanding amount of the face value. The outstanding amount of the face value is defined as the difference between the nominal value of each Commercial Paper of series BO-06 and its part, repaid at partial early redemption of the Commercial papers of series BO-06 (in case a decision on partial early repayment is made by the Issuer). Start and end dates of repayment of the Commercial papers of series BO-06 coincide.

Repayment of the Commercial papers of series BO-06 is made in cash by wire transfer in the currency of the Russian Federation in favour of the holders of the Commercial papers of series BO-06 or other persons exercising rights in compliance with federal laws under the Commercial papers of series BO-06, who are such as of the close of the business day of the relevant depository, prior to the date of repayment of the Commercial papers of series BO-06, and if the responsibility for making the final payment under the Commercial papers of series BO-06 in due time established by the Issuer has not been performed or performed improperly - by the end of the business day following the date on which Non-bank credit organization CJSC «National Settlement Depository» disclosed the information that it had received payments to be transferred under the Commercial papers of series BO-06. If the maturity date of the Commercial papers of series BO-06 falls on a holiday or weekend - no matter whether it is a public holiday or a day off for settlement operations, - then the amount

due is transferred on the first business day following the holiday or day off. The owner of the Commercial papers of series BO-06 has no right to claim any interest or any other compensation for such delay in payment.

Payment of income under the Commercial papers of series BO-06 is made in cash by wire transfer in the currency of the Russian Federation. Transfer of payments under the Commercial papers of series BO-06 is carried out by the depository to the person who is its depositor at the end of the business day preceding the date, which is determined in accordance with the document certifying the rights, fixed by the securities, and on which the obligation to make payments on the securities is to be performed.

Choice of forms of repayment of the Commercial papers of series BO-06 by the owners of the Commercial papers of series BO-06 is not provided.

The costs related to making credit entries of crediting the placed Commercial papers of series BO-06 of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers of series BO-06.

The possibility of early repayment of the Commercial papers BO-06 is provided at the discretion of the Issuer and at the request of their owners. The procedure and conditions for early repayment of the Commercial papers BO-06 at the discretion of the Issuer and at the request of their owners are set by the Decision on issue of securities and the Prospectus of securities. Early repayment of the Commercial papers BO-06 at the discretion of the Issuer and at the request of their owners is made in cash by wire transfer in the currency of the Russian Federation.

**Decision is taken.**

**Item 22. On approval of the Decision on issue of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-02).**

**Decision:**

To approve the Decision on issue of securities - unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter – the Issuer, the Company) of series BO-02 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-02, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with Appendix # 12 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 23. On approval of the Decision on issue of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-03).**

**Decision:**

To approve the Decision on issue of securities - unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter – the Issuer, the Company) of series BO-03 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-03, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with Appendix # 13 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 24. On approval of the Decision on issue of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-04).**

**Decision:**

To approve the Decision on issue of securities - unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter – the Issuer, the Company) of series BO-04 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-04, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with Appendix # 14 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 25. On approval of the Decision on issue of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-05).**

**Decision:**

To approve the Decision on issue of securities - unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter – the Issuer, the Company) of series BO-05 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-05, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with Appendix # 15 to this decision of the Board of Directors of the Company.

**Decision is taken.**



**Item 26. On approval of the Decision on issue of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-06).**

**Decision:**

To approve the Decision on issue of securities - unconvertible documentary interest-bearing commercial papers payable to bearer of Interregional Distribution Grid Company of Centre, Joint-Stock Company (hereinafter – the Issuer, the Company) of series BO-06 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-06, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering, in accordance with Appendix # 16 to this decision of the Board of Directors of the Company.

**Decision is taken.**

**Item 27. On approval of the Prospectus of securities of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Commercial papers of series BO-02, BO-03, BO-04, BO-05, BO-06).**

**Decision:**

To approve the Prospectus of securities in accordance with Appendix # 17 to this decision of the Board of Directors of the Company:

- unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-02 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-02, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering;

- unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-03 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-03, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering;

- unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-04 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-04, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering;

- unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-05 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-05, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering;

- unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-06 with the mandatory centralized custody in the amount of 5 000 000 (Five million) pieces, par value of 1 000 (One thousand) rubles each, total par value of 5 000 000 000 (Five billion) rubles, maturing in the 3640th (Three thousand six hundred and fortieth) day from the date of placing of the Commercial papers BO-06, with the possibility of early redemption at the request of the owners and at the discretion of the Issuer to be placed by public offering.

**Decision is taken.**

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **15.05.2013.**

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 # 12/13 of 20.05.2013.**

2.5. The surname, first name and patronymic of the person, elected to the Management Board of the Company: **Igor Viktorovich Maximov.**

2.6. Share of participation in the authorized capital of the issuer, as well as the stake of ordinary shares of the issuer: **I.V. Maximov has no share in the authorized capital of IDGC of Centre.**

### **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 «20» May 2013.