

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

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.

Voting results:

- Item 1: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 2: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 3: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 4: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 5: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 6: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 7: «FOR» - 9; «AGAINST» - 0; «ABSTAINED» - 1.
- Item 8: «FOR» - 8; «AGAINST» - 1; «ABSTAINED» - 1.
- Item 9: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 10: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 11: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.
- Item 12: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.

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

Item 1. Consideration of the report of the General Director of the Company «On implementation of the decisions taken at previous meetings of the Board of Directors of the Company in 1Q 2012».

Decision:

To take into consideration the report of the General Director of the Company «On implementation of the decisions taken at previous meetings of the Board of Directors of the Company in 1Q 2012» in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Item 2. Consideration of the report of the General Director of the Company «Compliance of the Regulation on Information Policy of the Company in 1Q 2012».

Decision:

To take into consideration the report of the General Director of the Company «Compliance of the Regulation on Information Policy of the Company in 1Q 2012» in accordance with Appendix # 2 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 execution of the Schedule of activities to reduce outstanding receivables of IDGC of Centre for the services of

electric power transmission and settlement of differences existing as of 01.01.2012».

Decision:

To take into consideration the report of the General Director of the Company «On execution of the Schedule of activities to reduce outstanding receivables of IDGC of Centre for the services of electric power transmission and settlement of differences existing as of 01.01.2012», in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

Item 4. On approval of the Schedule of activities to reduce outstanding receivables of IDGC of Centre for the services of electric power transmission and settlement of differences existing as of 01.04.2012.

Decision:

To approve the Schedule of activities to reduce outstanding receivables of IDGC of Centre for the services of electric power transmission and settlement of differences existing as of 01.04.2012, in accordance with Appendix # 4 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 execution of the target values of Cash Flow of the Company in 1Q 2012».

Decision:

To take into consideration the report of the General Director of the Company «On execution of the target values of Cash Flow of the Company in 1Q 2012» in accordance with Appendix # 5 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 execution of the Action Plan to implement the production asset management system of IDGC of Centre in 1Q 2012».

Decision:

To take into consideration the report of the General Director of the Company «On execution of the Action Plan to implement the production asset management system of IDGC of Centre in 1Q 2012» in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.

Item 7. Consideration of the report of General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of industrial and economic and electric grid facilities of the Company in 1Q 2012».

Decision:

To take into consideration the report of the General Director of the Company «On execution of the Action Plan for implementing the mandatory energy audit of industrial and economic and electric grid facilities of the Company in 1Q 2012» in accordance with Appendix # 7 to this decision of the Board of Directors of the Company.

Item 8. On approval of the Development Strategy Implementation Plan of IDGC Holding in the Company up to 2015 and outlook up to 2020.

Decision:

1. To approve the Development Strategy Implementation Plan of IDGC Holding in the Company up to 2015 and outlook up to 2020 in accordance with Appendix # 8 to this decision of the Board of Directors of the Company.
2. To assign General Director of the Company:
 - 2.1. To determine responsible persons for the implementation of the Development Strategy Implementation Plan of IDGC Holding in the Company up to 2015 and outlook up to 2020 at the level not lower than Deputy General Director;
 - 2.2. Twice a year, up to July 15 and January 20 to submit to the Board of Directors of the Company a report on the implementation of activities pursuant to the Development Strategy Implementation Plan of IDGC Holding in the Company up to 2015 and outlook up to 2020.

Item 9. On approval of Agreement for the provision of services for property evaluation of JSC "Energetik", concluded between IDGC of Centre and "Institute of property and financial performance evaluation" LLC, which is a transaction of interest.

Decision:

1. To determine the price of the Agreement for the provision of services for property evaluation of JSC "Energetik", concluded between IDGC of Centre and "Institute of property and financial performance evaluation" LLC, which is a transaction of interest, in the amount of 142 000 (One hundred

forty two thousand) rubles 00 kopecks, including 18% VAT - 21 661 (Twenty-one thousand six hundred sixty-one) rubles 02 kopecks.

2. To approve the agreement for the provision of services for property evaluation of JSC "Energetik", concluded between IDGC of Centre and "Institute of property and financial performance evaluation" LLC, which is a transaction of interest (hereinafter – the Agreement, Appendix # 9 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Agreement:

IDGC of Centre - Customer;

"Institute of property and financial performance evaluation" LLC - Contractor.

Subject of the Agreement:

Contractor agrees to provide services by order of Customer on property evaluation in accordance with the Terms of Reference for the evaluation (Appendix # 1 to the Agreement), and Customer agrees to accept these services and pay for them in the manner and conditions stipulated by the Agreement.

Price of the Agreement:

The total cost of the services under the Agreement is 142 000 (One hundred forty two thousand) rubles 00 kopecks, including 18% VAT - 21 661 (Twenty-one thousand six hundred sixty-one) rubles 02 kopecks.

The advance payment under Agreement is made by Customer to Contractor as follows:

- advance payment in the amount of 70%, which is 99 400 (Ninety-nine thousand four hundred) rubles 00 kopecks, including VAT (18%) in the amount of 15 162 (Fifteen thousand one hundred sixty-two) rubles 71 kopecks, by bank transfer, within 5 (Five) working days from the date of the Draft Report submitted by Contractor and receipt of prior Customer's approval for it, in accordance with p.2.2.6 of the Agreement;

- the remainder in the amount of 30%, which is 42 600 (Forty-two thousand six hundred) rubles 00 kopecks, including VAT (18%) in the amount of 6 498 (Six thousand four hundred ninety eight) rubles 31 kopecks, by bank transfer, within 5 (five) working days after Customer has performed the activities per p.2.2.7 of the Agreement and the Services Completion Certificate has been signed by the parties.

Duration of the Agreement:

The Agreement enters into force from the date of its signing by both Parties and is valid until the Parties fulfill their obligations under the Agreement in full.

Item 10. On approval of immovable property lease agreement, concluded between IDGC of Centre and SO UES, which is a transaction of interest.

Decision:

1. To determine the price of the immovable property lease agreement, concluded between IDGC of Centre and SO UES, which is a transaction of interest, in the amount of 7279,93 (Seven thousand two hundred seventy-nine) rubles 93 kopecks, including 18 % VAT - 1110,50 (One thousand one hundred and ten) rubles 50 kopecks per month, for the period from 01.01.2012 to 31.12.2016, according to the report of an independent appraiser Panin N.E. from 27.12.2011 #262.12.11-0.

2. To approve the immovable property lease agreement, concluded between IDGC of Centre and SO UES, which is a transaction of interest (hereinafter – the Agreement, Appendix # 10 to this decision of the Board of Directors of the Company), on the following essential conditions:

Parties of the Agreement:

«Lessor» - SO UES;

«Lessee» - IDGC of Centre.

Subject of the Agreement:

Lessor shall provide Lessee for temporary compensatory possession and use of movable property that belongs to Lessor on the right of ownership (hereinafter - the property) in accordance with the List of the property (Appendix # 1 to the Agreement), and the Lessee agrees to take it for the temporary possession and use and pay Lessor rent under the terms of the Agreement.

Lessor warrants that the property at the time of the conclusion of the Agreement is not encumbered with the rights of third parties, is not subject to bail or dispute.

Price of the Agreement:

The size of the rent for the use and possession of leased movable property is determined in the amount of 7279,93 (Seven thousand two hundred seventy-nine) rubles 93 kopecks, including 18 % VAT - 1110,50 (One thousand one hundred and ten) rubles 50 kopecks per month, for the period from 01.01.2012 to 31.12.2016, according to the report of an independent appraiser Panin N.E. from 27.12.2011 #262.12.11-0.

Lease duration under the Agreement:

The term of lease of the property is determined from «01» January 2012 to «31» December 2016.

Duration of the Agreement:

The Agreement shall enter into force upon signature by the Parties and is valid until the Parties fulfill their obligations taken.

In accordance with paragraph 2 of Art. 425 of the Civil Code the Parties agree that the Agreement extends its effect on relations between the Parties arising actually from «01» January 2012.

Voting results:

The following members of the Board of Directors of IDGC of Centre did not take part in the voting on this item

- Kurbatov M.Y., since he is recognized as an interested person in accordance with paragraph 1 of Article 81 of the Federal Law "On Joint Stock Companies".
- Gudzhoyan D.O., since he is recognized as a dependent director in accordance with paragraph 3 of Article 83 of the Federal Law "On Joint Stock Companies".

Item 11. On the prior approval of the decision made by the Company of a transaction, involving the alienation of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a residential building, located at the address: Bryansk region, Komarichsky district, village of Usozha, Sovetskaya str., 8.

Decision:

To approve the decision made by the Company of a transaction, involving the alienation of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – a residential building, located at the address: Bryansk region, Komarichsky district, village of Usozha, Sovetskaya str., 8, on the following essential conditions:

- **the alienated property** - a residential building, purpose: residential, 1-storeyed, floor area 41,6 sq.m., inventory number 8029, letter A, located at the address: Bryansk region, Komarichsky district, village of Usozha, Sovetskaya str., 8;
- **the book (depreciated) value** of the alienated asset as of 01.02.2012 is 0 (Null) rubles 00 kopecks;
- **the way of alienation** - under the contract on transfer of the property without charge to municipal ownership of municipal formation "Usozhskoye rural settlement".

Item 12. On the prior approval of the decision made by the Company of a transaction, involving the alienation of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office and residential one- apartment building at SS “Dobrovodye”, located at the address: Bryansk region, Sevsky district, village of Dobrovodye.

Decision:

To approve the decision made by the Company of a transaction, involving the alienation of immovable property, which constitutes the fixed assets that are not used for generation, transmission, dispatch and distribution of electrical and heat energy – an office and residential one- apartment building at SS “Dobrovodye”, located at the address: Bryansk region, Sevsky district, village of Dobrovodye, on the following essential conditions:

- **the alienated property** - an office and residential one-apartment building at SS “Dobrovodye”, purpose: residential, 1-storeyed (ground floor – 0), floor area 83,8 sq. m., inventory number 813, letter A, located at the address: Bryansk region, Sevsky district, village of Dobrovodye;
- **the book (depreciated) value** of the alienated asset as of 01.03.2012 is 563 176 (Five hundred sixty-three thousand one hundred seventy-six) rubles 08 kopecks;
- **the way of alienation** - under the contract on transfer of the property without charge to municipal ownership of municipal formation "Dobrovodskoye rural settlement".

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **15.05.2012.**

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 # 11/12 of 18.05.2012.**

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 «18» May 2012.