

### Statement of material fact

«On convening and holding the general meeting of participants (shareholders) of the issuer, as well as the decisions taken by the general meeting of participants (shareholders) of the issuer»

### Statement on insider information

«On convening and holding the general meeting of participants (shareholders) of the issuer, including the agenda, date of holding, the record date of the list of persons entitled to participate in the general meeting, as well as the decisions taken by the general meeting of participants (shareholders) of the issuer»

#### 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.mrsk-1.ru/ru/information/">http://www.mrsk-1.ru/ru/information/</a> |

#### 2. Contents of the statement

2.1. Type of general meeting of participants (shareholders) of the issuer (annual (regular), extraordinary): **annual (regular).**

2.2. The form of the general meeting of participants (shareholders) of the issuer (meeting (co-presence) or absentee voting): **meeting (co-presence).**

2.3. Date, time and place of the general meeting of participants (shareholders) of the issuer:  
**The date of the Annual General Meeting of Shareholders of the Company – June 15, 2012.**  
**The location of the Annual General Meeting of Shareholders of the Company – Moscow, Dmitrovskoye shosse 171 (Hotel Holiday Inn Vinogradovo, conference center).**  
**The time of the Annual General Meeting of Shareholders of the Company – 11 hours 00 minutes.**

2.4. Quorum of the general meeting of participants (shareholders) of the issuer:

**Quorum on all items (## 1-6) of the agenda: 90,3788 %.**

**Number of votes related to items ## 1, 3, 4, 5, 6, which belonged to the persons included in the list of persons entitled to participate in the Annual General Meeting (holders of placed voting shares), – 42 217 941 468 votes.**

**Number of votes related to items ## 1, 3, 4, 5, 6, which belonged to the persons who participated in the Annual General Meeting, – 38 156 052 699 votes.**

**Number of votes for cumulative voting related to item # 2, which belonged to the persons included in the list of persons entitled to participate in the Annual General Meeting (holders of placed voting shares) – 464 397 356 148 votes.**

**Number of votes for cumulative voting related to item # 2, which belonged to the persons who participated in the Annual General Meeting – 419 716 579 689 votes.**

2.5. The agenda for the Annual General Meeting of participants (shareholders) of the issuer:

- 1. Approval of the annual report, annual accounting statements, including profit and loss statement of the Company, as well as the distribution of income (including dividends) and losses of the Company following the results of fiscal year 2011;**
- 2. Election of members of the Board of Directors of the Company;**
- 3. Election of members of the Audit Commission of the Company;**
- 4. Approval of the Company's auditor;**

**5. On amendments to the Company's Articles of Association;****6. Approval of the Regulations on the procedure for convening and holding meetings of the Board of Directors of IDGC of Centre in the new edition.**

2.6. Results of voting on the agenda of the general meeting of participants (shareholders) of the issuer for which there was a quorum, and the formulation of decisions taken by the general meeting of participants (shareholders) of the issuer on these items:

**On item 1 of the agenda:**

Number of votes cast for each voting option:

Voting options	Number of votes	% of persons participated in the voting
«FOR»	<b>30 890 793 442</b>	<b>80.9591%</b>
«AGAINST»	<b>2 672 230</b>	<b>0.0070%</b>
«ABSTAINED»	<b>264 375 713</b>	<b>0.6929%</b>

Number of votes in ballots declared invalid	<b>6 918 024 013</b>
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**Decision:**

1. To approve the Annual Report of the Company for 2011, the annual accounting statements of the Company for 2011, including profit and loss statement of the Company.

2. To approve the following profit (loss) distribution of the Company according to the results of 2011 financial year:

	(thousand RUB)
Undistributed profit (loss) of the reporting period:	5 203 492
To be distributed to:	
Reserve fund	0
Profit for development	4 781 313
Dividends	422 179
Repayment of losses of previous years	0

3. To pay dividends on common stocks of the Company following the results of 2011 in the amount of 0,01 rubles per one ordinary share of the Company in cash within 60 days from the date of the decision on the payment.

**On item 2 of the agenda:**

Number of votes, cast for each candidate:

Item #	Candidate's full name	Number of votes for cumulative voting
<b>«FOR», distribution of votes for candidates</b>		
1	Alexey Vladimirovich Demidov	41 049 877 511
2	Madina Valeryevna Kaloeva	34 017 871 855
3	Mikhail Yuryevich Kurbatov	34 305 672 361
4	Alexander Albertovich Popov	34 306 151 676
5	Dmitry Olegovich Gudzhoyan	34 798 533 830
6	Natalia Anatolyevna Umanets	34 305 759 947
7	Maxim Mikhailovich Saukh	34 305 875 847
8	Alexey Vladimirovich Sergutin	1 204 775
9	Svetlana Alexandrovna Balaeva	1 079 675
10	Ivan Vladimirovich Vinogradov	2 536 978
11	Sergey Borisovich Vasilyev	1 290 961
12	Alexander Grigoryevich Starchenko	33 724 069 018
13	Tatiana Petrovna Dronova	4 286 953
14	Alexander Markovich Branis	33 662 248 665
15	Denis Alexandrovich Spirin	590 434
16	Roman Alexeyevich Filkin	33 662 869 536
17	Denis Viktorovich Kulikov	33 191 408 875

18	Alexander Viktorovich Shevchuk	37 104 341 181	
«AGAINST» all candidates		<b>419 265</b>	<b>0.0001</b>
«ABSTAINED» for all candidates		<b>100 936 484</b>	<b>0.0240</b>

Number of votes in ballots declared invalid	<b>1 168 844 424</b>
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**Decision:**

To elect the following candidate members of the Company's Board of Directors:

1. Alexey Vladimirovich Demidov
2. Alexander Viktorovich Shevchuk
3. Dmitry Olegovich Gudzhoyan
4. Alexander Albertovich Popov
5. Maxim Mikhailovich Saukh
6. Natalia Anatolyevna Umanets
7. Mikhail Yuryevich Kurbatov
8. Madina Valeryevna Kaloeva
9. Alexander Grigoryevich Starchenko
10. Roman Alexeyevich Filkin
11. Alexander Markovich Branis

**On item 3 of the agenda:**

Number of votes cast for each voting option per each candidate:

#	Candidate's full name	FOR		AGAINST		ABSTAINED		Invalid
1	Izumrud Aligadzhiyevna Alimuradova	25 289 550 160	66.2793	314 329 455	0.8238	8 171 552 145	21.4161	4 300 433 638
2	Vladimir Nikolaevich Arkhipov	22 785 961 340	59.7178	315 281 238	0.8263	9 521 998 037	24.9554	5 452 624 783
3	Igor Yuryevich Bogachev	25 246 761 072	66.1671	314 888 714	0.8253	8 213 781 974	21.5268	4 300 433 638
4	Galina Ivanovna Meshalova	25 289 589 702	66.2794	314 329 319	0.8238	8 171 513 661	21.4160	4 300 432 716
5	Olga Viktorovna Popova	25 182 439 964	65.9985	885 096 994	2.3197	7 707 895 724	20.2010	4 300 432 716
6.	Igor Georgiyevich Polovnev	10 417 386 434	27.3021	1 228 809 090	3.2205	922 625 815	2.4180	25 507 044 059

**Decision:**

To elect the following candidate members of the Company's Audit Commission:

1. Galina Ivanovna Meshalova
2. Izumrud Aligadzhiyevna Alimuradova
3. Igor Yuryevich Bogachev
4. Olga Viktorovna Popova
5. Vladimir Nikolaevich Arkhipov

**On item 4 of the agenda:**

Number of votes cast for each voting option:

Voting options	Number of votes	% of persons participated in the voting
«FOR»	<b>30 767 547 675</b>	<b>80.6361%</b>
«AGAINST»	<b>0</b>	<b>0.0000%</b>
«ABSTAINED»	<b>450 073 545</b>	<b>1.1796%</b>

Number of votes in ballots declared invalid	<b>6 858 244 178</b>
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**Decision:**

To approve ZAO KPMG as the Company's Auditor.

**On item 5 of the agenda:**

Number of votes cast for each voting option:

Voting options	Number of votes	% of persons participated in the voting
«FOR»	<b>30 960 722 140</b>	<b>81.1424%</b>
«AGAINST»	<b>0</b>	<b>0.0000%</b>
«ABSTAINED»	<b>256 866 465</b>	<b>0.6732%</b>

Number of votes in ballots declared invalid	<b>6 858 276 793</b>
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**Decision:**

To amend the Company's Articles of Association as follows.

To read Clause 1.5. as follows:

«1.5. The Company is located at: 127018, Moscow, Russia, 2nd Yamskaya, 4.».

**On item 6 of the agenda:**

Number of votes cast for each voting option:

Voting options	Number of votes	% of persons participated in the voting
«FOR»	<b>26 655 054 621</b>	<b>69.8580%</b>
«AGAINST»	<b>38 115</b>	<b>0.0001%</b>
«ABSTAINED»	<b>465 728 989</b>	<b>1.2206%</b>

Number of votes in ballots declared invalid	<b>10 955 043 673</b>
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**Decision:**

To approve the Regulations on the procedure for convening and holding meetings of the Board of Directors of IDGC of Centre in the new edition.

2.7. Date and number of minutes of the general meeting of participants (shareholders) of the issuer:  
**Minutes #01/12 dated from 20.06.2012.**

**3. Signature**

3.1. Deputy General Director  
for Corporate Governance (acting under power  
of attorney # D-CA/126 dated from 11.07.2011)

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(signature)

O.V. Tkacheva

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3.2. Date «20» June 2012.