

**Statement of material fact**  
**«About the stages of the procedure of issue of equity securities of the issuer»**

**1. General information**

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>4/2, Glukharev Lane, Moscow, 129090</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**

**On approval of the decision to issue securities**

2.1. Issuer's management body that approved the decision to issue securities (additional issue), and the way the decision was taken (specify type of general meeting (annual or extraordinary) in case the issuer's management body, which adopted the decision to approve the decision to issue securities (additional issue), is the general meeting of participants (shareholders) of the issuer, as well as form of voting (joint presence or absentee voting): **Board of Directors of IDGC of Center (absentee voting).**

2.2. Date and place of the meeting (session) of the authorized management body of the issuer, where the decision was taken to approve the decision to issue securities (additional issue): **31.05.2012, the questionnaires were taken at the address: 127018, Russia, Moscow, 2nd Yamskaya, 4.**

2.3. Date of drawing up and number of the minutes of the meeting (session) of the authorized management body of the issuer, where the decision was taken to approve the decision to issue securities (additional issue): **04.06.2012, Minutes # 13/12.**

2.4. The quorum and voting results on the item to approve the decision to issue securities (additional issue): **9 out of 11 members of the Board of Directors took part in the absentee voting. Quorum was present. Voting results:**

**«For» - 7 votes;**

**«AGAINST» - 1 vote;**

**«ABSTAINED» - 1 vote.**

**Decision was taken.**

2.5. Kind, category (type), series and other identification features of securities to be placed: **Unconvertible documentary interest-bearing commercial papers payable to bearer of series BO-01 with the mandatory centralized custody in the amount of 4 000 000 (Four million) pieces, par value of 1 000 (One thousand) rubles each, maturing in the 1092nd (One thousand ninety-second) day from the date of placing exchange-traded bonds, 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 (hereinafter - the Commercial papers).**

2.6. The maturity (for bonds and options of the issuer): **the 1092nd (One thousand ninety-second) day from the date of placing the Commercial papers.**  
**Start and end dates of repayment of the Commercial papers are the same.**

2.7. Number of securities to be placed and the nominal value (if the presence of the par value is provided by the legislation of the Russian Federation) of each placed security: **4 000 000 (Four million) pieces, par value of 1 000 (One thousand) rubles each.**

2.8. Method of placement and if placement of securities by private offering - also the number of potential purchasers of securities to be placed: **Public offering.**

2.9. The offering price of securities or the procedure for determining it:

Placing price of the Commercial papers is set equal to 1 000 (One thousand) rubles per one (1) Commercial paper (100% of the nominal value).

Starting from the 2nd (Second) day of placing the Commercial papers the buyer when making purchase transactions for the Commercial papers also pays accrued coupon income on the Commercial papers, calculated from the placement start date of the Commercial papers with the following formula:

$ACI = Nom * C(1) * (T - T(0)) / 365 / 100\%$ , where

ACI - accumulated coupon income, rubles;

Nom - nominal value of one Commercial paper, rubles;

C(1) - the interest rate of the 1st coupon per cent per annum (%);

T – the current placement date of the Commercial papers;

T(0) - the placement start date of the Commercial papers.

The amount of the accrued coupon is calculated with an accuracy of one kopeck, rounding numbers when calculating is made in accordance with the rules of mathematical rounding. At the same time under the rules of mathematical rounding the rounding method shall be understood where the whole kopeck (whole kopecks) does not change if the rounded number is in the range from 0 to 4 (inclusive), and is incremented by one if the first is a rounded number in the range from 5 to 9 (inclusive).

2.10. Period (start and end dates) of placement or the procedure for determining it:

Placing the Commercial papers can be started no earlier than seven days from the date of disclosure by the Issuer and the stock exchange, which carried out the introduction of the Commercial papers for trading, of information on the introduction of the Commercial papers for trading on the stock exchange.

Notice of introduction of the Commercial papers for trading during their placement and manner of access to information contained in the Prospectus is published by the Issuer in the manner and time specified in paragraph 11 of the Decision to issue the securities and paragraph 2.9. of the Prospectus.

Date of start of placement of the Commercial papers is set by the authorized management body of the Issuer.

If at the time of the event, on which the Issuer shall disclose information in accordance with applicable federal laws and regulations of the federal executive body for the securities market, a different procedure and timing of the disclosure of such an event is established, rather than the procedure and deadlines provided by the Decision to issue securities and the Prospectus, the information on this event is disclosed in the manner and time stipulated by federal laws, as well as regulations of the federal executive body for the securities market, current at the time of the event.

Notice of the date of the placement of the Commercial papers is published by the Issuer in accordance with the requirements of the Regulation on information disclosure by issuers of securities, approved by Order of the Federal Financial Markets Service of Russia from October 4, 2011 # 11-46/pz-n (hereinafter - the Regulations on Disclosure of Information) in the following time:

- in the newswire of media agencies, authorized by the federal executive body for the securities market to disclose information on the securities market (hereinafter - in the newswire) - no later than 5 (Five) days before the date of placement of securities;
- on the Issuer's website page in information and telecommunications network "Internet" (hereinafter - the Internet) at: <http://www.mrsk-1.ru> - no later than 4 (Four) days before the date of placement of securities.

The Issuer shall notify C JSC "MICEX" (hereinafter - the Exchange, MICEX Stock Exchange) on the date of placement, not later than 5 (Five) days before the placement date of the Commercial papers.

Date of start of placement of the Commercial papers, defined by the authorized management body of the Issuer, may be modified by a decision of the same management body of the Issuer, subject to the requirements for disclosure of changing the placement date of the Commercial papers, determined by laws of the Russian Federation, the Decision to issue securities and the Prospectus.

If the Issuer decides to change the placement date of securities as disclosed in the manner provided above, the Issuer is obliged to publish a notice on the change of the placement date of securities in the newswire and on the Internet no later than 1 (One) day before such date.

The Issuer shall notify the Exchange on the change of the placement start date no later than the day after the date of drawing up the minutes (date of expiry of the period established by the legislation of the Russian Federation for drawing up minutes) of the meeting (session) of the authorized management body of the Issuer, which took the relevant decision, or from the date of this decision taken by the authorized management body of the Issuer, if drawing up the minutes is not required.

Placement end date or the procedure for determining it:

Placement end date of the Commercial papers is the earliest of the following dates:

- a) 3rd (Third) business day from the placement start date of the Commercial papers;
- b) the date of placement of the last Commercial paper of the issue, but not later than one month from the placement start date of the Commercial papers.

The Issuer in accordance with the applicable regulations of the federal executive body for the securities market shall be obliged to complete the placement of the Commercial papers within the period prescribed by the Decision to issue securities, but not later than one month from the placement start date of the Commercial papers.

The issue of the Commercial papers is not supposed to be placed in tranches.

2.11. Other terms and conditions of placement of securities as defined by the decision on their placement:

**Form of payment for the Commercial papers being placed:**

The Commercial papers shall be paid in cash by wire transfer in the currency of the Russian Federation.

**Form and procedure for redemption of the Commercial papers:**

Repayment of the Commercial papers is made in cash by wire transfer in the currency of the Russian Federation. Choice of forms of repayment of the Commercial papers by the owners of the Commercial papers is not provided.

Repayment of the Commercial papers is made for the outstanding amount of the face value. The Issuer fulfills the obligation to repay the Commercial papers by transferring money to Non-bank Credit Institution Closed Joint-Stock Company "National Settlement Depository" (hereinafter – NSD). This obligation is considered executed by the Issuer on the date of receipt of funds on the account of NSD.

NSD shall transfer the payment for the Commercial papers to its depositors no later than the next working day after receipt. The Issuer is liable to the depositors of NSD with subsidiary responsibility for the execution of the said NSD's responsibilities.

For the Commercial papers the payment of income as a percentage of the outstanding nominal value of the Commercial papers is provided.

**Early repayment of the Commercial papers at the request of their owners:**

Early repayment of the Commercial papers shall be permitted only after full payment of the Commercial papers, the disclosure by MICEX Stock Exchange of information on the results of the Commercial papers issue and the notification of the federal executive body for the securities market, except for the early repayment if shares of all categories and types, and/or all bonds of the Issuer of the Commercial papers, introduced on the stock exchanges, are excluded from the list of securities introduced on all stock exchanges, which have allowed the introduction of the Commercial papers (except for the delisting of bonds in connection with their expiration or their redemption).

The owner of the Commercial papers has the right to demand early repayment of the Commercial papers and the payment of his accrued coupon income on the Commercial papers, calculated as of the date of commitment execution to early repayment of the Commercial papers, in the following cases:

- delay of more than 7 (Seven) business days of execution by the Issuer of its obligations to pay the coupon on the Commercial papers from the date of payment of the appropriate coupon, established in accordance with the Decision to issue securities and the Prospectus;
- announcement by the Issuer of its inability to meet financial obligations in respect of the Commercial papers;
- delay of more than 30 (Thirty) business days by the Issuer of its obligations to repay (including early repayment) of the Commercial papers;
- delisting of the Commercial papers on all stock exchanges, which included the Commercial papers in the quotation lists, provided that such Commercial papers have been previously listed on the "B" list on any of the stock exchanges.

- if shares of all categories and types, and/or all bonds of the Issuer of the Commercial papers, introduced on the stock exchanges, are excluded from the list of securities introduced on all stock exchanges, which have allowed the introduction of the Commercial papers (except for the delisting of bonds in connection with their expiration or their redemption).

Early repayment of the Commercial papers is made for the outstanding amount of the face value. In this case additionally accumulated coupon interest is paid calculated at the date of redemption of the Commercial papers.

The owners of the Commercial papers can submit notices of early redemption of the Commercial papers for 30 (Thirty) days from the date of disclosure of information by the Issuer in the newswire, the creation of the right for the owners of the Commercial papers to demand early repayment of the Commercial papers and the terms and conditions of their redemption, and if the shares of the Issuer of the Commercial papers after their exclusion are not included by the stock exchange in the list of securities introduced for trading within a 30-days' period - the applications for early repayment of the Commercial papers may be submitted by the Owners of the Commercial papers before the redemption date of the Commercial papers (the maturity end date of the Commercial papers in the event that such redemption is carried out within a certain period (time period)).

**Early repayment of the Commercial papers at the discretion of the Issuer:**

A) The Issuer has the right to decide on the early repayment of the Commercial papers on the end date of the k-th coupon period ( $k < 6$ ), preceding the coupon period, the interest rate for which will be determined after full payment of the Commercial papers, disclosure by MICEX Stock Exchange of information on the results of the Commercial papers issue and the notification of the federal executive body for the securities market.

The Commercial papers are repaid ahead of schedule on the outstanding amount of the face value. At the same time paid the coupon yield is paid for the corresponding coupon period.

Early repayment of the Commercial papers is made in cash by wire transfer in the currency of the Russian Federation. Choice of forms of repayment of the Commercial papers by the owners of the Commercial papers is not provided.

The Issuer fulfills the duty of early redemption of the Commercial papers by transferring money to NSD. This obligation is considered executed by the Issuer on the date of receipt of funds on the account of NSD.

NSD shall transfer the payment for the Commercial papers to its depositors no later than the next working day after receipt.

The Issuer is liable to the depositors of NSD with subsidiary responsibility for the execution of the said NSD's responsibilities.

In the event the Issuer decides on early redemption at the discretion of the Issuer the Commercial papers will be repaid on the end date of the k coupon period, determined by a decision of the authorized management body of the Issuer.

Start and end dates of early redemption of the Commercial papers are the same.

The Commercial papers, redeemed by the Issuer in advance, cannot be put into circulation.

B) Prior to the start date of placement of the Commercial papers the Issuer has the right to decide on the partial early repayment of the Commercial papers on the next expiration date (s) of the coupon's (s') period (s). In this case the Issuer shall determine the number (s) of the coupon's (s') period (s) on which expiration date (s) the Issuer shall perform early repayment of the nominal value of a certain number of the Commercial papers (hereinafter – Date(s) of partial early repayment), as well as the percentage of par value, redeemable on a completion date of the required coupon period.

Partial early repayment of the Commercial papers is made as a percentage of par value of one Commercial paper, specified by the Issuer before placing the Commercial papers. At the same time the coupon yield on the k-th coupon period is paid, where k - number of the coupon period on the date of payment of which the partial early repayment of the Commercial papers is made.

Partial early repayment of the nominal value of the Commercial papers is made in cash by wire transfer in the currency of the Russian Federation. Choice of forms of partial early repayment of the Commercial papers by the owners of the Commercial papers is not provided.

Partial early repayment of the nominal value of the Commercial papers at the discretion of the Issuer is made by the Issuer by transferring money to NSD.

The Issuer fulfills the obligation for a partial early redemption of the Commercial papers by transferring money to NSD. This obligation is considered executed by the Issuer on the date of receipt of funds on the account of NSD.

NSD shall transfer the payment for the Commercial papers to its depositors no later than the next working day after receipt.

The Issuer is liable to the depositors of NSD with subsidiary responsibility for the performance by NSD of the specified obligation.

Partial early repayment of the Commercial papers shall be permitted only after full payment of the Commercial papers, the disclosure by MICEX Stock Exchange of information on the results of the Commercial papers issue and the notification of the federal executive body for the securities market.

In the event the Issuer decides on partial early redemption at the discretion of the Issuer the Commercial papers will be partially repaid on the date of the coupon's (s') period (s), determined by a decision of the authorized management body of the Issuer prior to the date of placement of the Commercial papers.

**The costs related to making credit entries of crediting the placed Commercial papers on the securities account of the first owners (transferees):**

The costs related to making credit entries of crediting the placed Commercial papers on the securities account in a depository (providing centralized custody of the Commercial papers) of the first owners (transferees) are paid by the first owners (transferees) of the Commercial papers.

2.12. The fact of providing pre-emptive right to acquire securities to shareholders (participants) of the issuer and (or) other persons: **Pre-emptive right to purchase the securities is not provided.**

2.13. When the registration of the prospectus is made at the discretion of the issuer – the fact of the issuer's obligation undertaking to disclose information after each step of the procedure of issue of securities: **Prospectus is presented by MICEX Stock Exchange for the introduction of the securities for trading on that stock exchange without submission of the prospectus to the registering authority for the implementation of its registration.**

**The issuer shall disclose the information after each stage of the procedure of issue of securities.**

### 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 «04» June 2012.