

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) | 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 | 127018, Moscow, Russia, 2nd Yamskaya, 4 |
| 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.e-disclosure.ru/portal/company.aspx?id=7985;
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): 10 persons. 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» - 7; «AGAINST» - 0; «ABSTAINED» - 3.
- Item 4: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 3.
- Item 5: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 6: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 7: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 8: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 9: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 10: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 11: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 12: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 13: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 14: «FOR» - 10; «AGAINST» - 0; «ABSTAINED» - 0.
- Item 15: «FOR» - 8; «AGAINST» - 0; «ABSTAINED» - 2.
- Item 16: «FOR» - 8; «AGAINST» - 2; «ABSTAINED» - 0.

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

Item 1. On convening the Annual General Meeting of Shareholders of the Company and determining the form of its holding.

Decision:

To convene the Annual General Meeting of Shareholders of the Company in the form of a meeting (joint attendance).

Decision is taken.

Item 2. On the determination of the date, time and place of the Annual General Meeting of Shareholders of the Company, the starting time of registration of persons participating in the Annual General Meeting of Shareholders of the Company.

Decision:

1. To determine the date of the Annual General Meeting of Shareholders of the Company – June 14, 2013.
2. To determine the time of the Annual General Meeting of Shareholders of the Company – 10 hours 00 minutes Moscow time.
3. To determine the venue of the Annual General Meeting of Shareholders of the Company – Moscow, Dmitrovskoye shosse, 171 (Hotel Holiday Inn Vinogradovo, conference centre).
4. To determine the time of the registration of persons participating in the AGM, - 09 hours 00 minutes Moscow time.

Decision is taken.

Item 3. On the prior approval of the Company's Annual Report for 2012.

Decision:

Tentatively to approve the Company's Annual Report for 2012. To recommend to the Annual General Meeting of Shareholders of the Company to approve the Annual Report in accordance with Appendix # 1 to this decision of the Board of Directors of the Company.

Decision is taken.

Item 4. Consideration of the annual accounting statements of the Company for 2012, including recommendations on the distribution of profits and losses of the Company based on the results of fiscal year 2012.

Decision:

1. To approve the annual accounting statements of the Company for 2012 (Appendix # 2 to this decision of the Board of Directors of the Company) and submit them for their approval by the Annual General Meeting of Shareholders of the Company.

2. To approve and recommend to the Annual General Meeting of Shareholders of the Company to approve the following distribution of profits (losses) of the Company for fiscal year 2012:

	(thousand RUB)
Retained earnings (loss) for the reporting period:	3 450 694
To distribute to:	
Reserve fund	0
Profit for development	2 587 759
Dividends	862 935
Repayment of losses of previous years	0

Decision is taken.

Item 5. On the recommendations of the amount of dividends on shares of the Company and the payment procedure following the results of 2012.

Decision:

To recommend to the Annual General Meeting of Shareholders of the Company to take the following decision:

To pay dividends on common stocks of the Company following the results of 2012 in the amount of 0,02044 rubles per ordinary share of the Company in cash within 60 days from the date of the decision on the payment.

Decision is taken.

Item 6. Consideration of the nomination of the Auditor of the Company.

Decision:

To propose the Annual General Meeting of Shareholders to approve ZAO "KPMG" as the Company's Auditor.

Decision is taken.

Item 7. On the determination of the agenda of the Annual General Meeting of Shareholders of the Company.

Decision:

To approve the following agenda for the Annual General Meeting of Shareholders of the Company:

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 2012.

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.

Decision is taken.

Item 8. On the record date of the list of persons eligible to participate in the Annual General Meeting of Shareholders of the Company.

Decision:

To determine the record date of the list of persons eligible to participate in the Annual General Meeting of Shareholders of the Company, - «06» May 2013.

Decision is taken.

Item 9. On the determination of the type (s) of preference shares, whose owners have the right to vote on items of the agenda of the Annual General Meeting of Shareholders of the Company.

Decision:

Due to the fact that the preferred shares were not issued by the Company, the decision on determining the type (s) of preference shares, whose owners have the right to vote on item of the agenda of the Annual General Meeting of Shareholders of the Company, is not to be taken.

Decision is taken.

Item 10. On the definition of a list of information (materials) provided to the shareholders of the Company in preparation for the Annual General Meeting of Shareholders, and the order of providing the shareholders with this information.

Decision:

1. To determine that information (materials) provided to the persons entitled to participate in the Annual General Meeting of Shareholders of the Company is:

- annual financial statements, including the auditor's opinion, the conclusion of the Audit Commission of the Company on the audit of the annual financial statements;
- Annual Report of the Company;
- conclusion of the Audit Commission about the data contained in the Company's annual report;
- information about the nominations to the Board of Directors of the Company;
- information about the nominations to the Audit Commission of the Company;
- information about the nomination of the Company's auditor;
- information about the presence or absence of a written consent of the candidates nominated for election to the Board of Directors of the Company and Audit Commission of the Company;
- recommendations of the Board of Directors of the Company regarding distribution of profits and losses of the Company following the results of the fiscal year;
- recommendations of the Board of Directors of the Company on the amount of dividends on shares of the Company and the payment procedure;
- draft decisions of the Annual General Meeting of Shareholders of the Company;
- conclusion of the Audit Committee of the Board of Directors of the Company on the reliability of the annual financial statements;
- conclusion of the Audit Committee of the Board of Directors of the Company on the assessment of the Company's auditor's opinion;
- conclusion of the Audit Committee of the Board of Directors of the Company on the assessment of the nomination of the auditor of the Company;
- conclusion of the Personnel and Remuneration Committee of the Board of Directors of the Company on the assessment of the nominations to the Board of Directors of the Company.

2. To establish that persons entitled to participate in the Annual General Meeting of Shareholders of the Company may learn specified information (materials) in the period from May 24, 2013 to June 13, 2013 from 10 hours 00 minutes to 17 hours 00 minutes, excluding weekends and holidays, as well as on June 14, 2013 during the AGM, at the following addresses:

- Russia, Moscow, 2nd Yamskaya, 4, IDGC of Centre,
- Russia, Moscow, Podkopaevsky pereulok, 2/6, building 3-4, Reestr-RN LLC,
- at the Company's website: <http://www.mrsk-1.ru/ru/investors/management/controls/stockholders/material/14062013/>.

The specified information (materials) shall be available to the persons entitled to participate in the Annual General Meeting of Shareholders of the Company on the day of holding the Annual General Meeting of Shareholders of the Company at its venue.

Decision is taken.

Item 11. On approval of form and content of ballots for voting at the Annual General Meeting of Shareholders of the Company.

Decision:

To approve the form and content of ballots for voting at the Annual General Meeting of Shareholders of the Company in accordance with Appendices ## 3-5 to this decision of the Board of Directors of the Company.

Decision is taken.

Item 12. On the determination of the date of sending ballots to persons entitled to participate in the Annual General Meeting of Shareholders of the Company, determination of the address to which completed ballot papers can be sent.

Decision:

1. To determine that the voting ballot are to be sent by certified mail or awarded on receipt to the persons, entitled to participate in the Annual General Meeting of Shareholders of the Company, no later than May 24, 2013.

2. To determine that the completed voting ballots can be sent to one of the following addresses:

- 127018, Russia, Moscow, 2nd Yamskaya, 4, IDGC of Centre,
- 115172, Russia, Moscow, p/o box 4, Reestr-RN LLC.

3. To determine that in defining the quorum and voting results the votes represented by ballots received by the Company not later than June 11, 2013 are taken into account.

4. To assign General Director of the Company to provide sending voting ballots to shareholders of the Company in accordance with this decision.

Decision is taken.

Item 13. On determining the order of notification of shareholders of the Company about the Company's Annual General Meeting of Shareholders holding, including the approval of the form and text of the notice.

Decision:

1. To approve the form and text of the notice about the Company's Annual General Meeting of Shareholders holding in accordance with Appendix # 6 to this decision of the Board of Directors of the Company.
2. To inform the persons entitled to participate in the Annual General Meeting of Shareholders of the Company regarding holding the Annual General Meeting of Shareholders of the Company:
 - by publishing the notice of the Annual General Meeting of shareholders of the Company in the newspaper "Izvestia" no later than May 14, 2013;
 - by posting the notice of the Annual General Meeting of shareholders of the Company on the Company's website no later than May 14, 2013.

Decision is taken.

Item 14. On election of the Secretary of the Annual General Meeting of Shareholders of the Company.

Decision:

To elect as the Secretary of the Annual General Meeting of Shareholders of the Company – Svetlana Vladimirovna Lapinskaya – Corporate Secretary of the Company.

Decision is taken.

Item 15. On approval of cost estimates associated with the preparation and holding of the Annual General Meeting of Shareholders of the Company.

Decision:

1. To approve the cost estimates associated with the preparation and holding of the Annual General Meeting of Shareholders of the Company in accordance with Appendix # 7 to this decision of the Board of Directors.
2. To assign Chief Executive Officer no later than two months after the holding of the Annual General Meeting of Shareholders of the Company to submit to the Board of Directors a report on the expenditure of funds for preparation and holding of the Annual General Meeting of Shareholders of the Company.

Decision is taken.

Item 16. On approval of the terms and conditions of the agreement with the Registrar of the Company.

Decision:

1. To approve the terms and conditions of the service agreement for preparation and holding of the Annual General Meeting of Shareholders of the Company with the registrar of the Company with the terms and conditions in accordance with Appendix # 8 to this decision of the Board of Directors.
2. To assign Chief Executive Officer of the Company to sign the service agreement for preparation and holding of the Annual General Meeting of Shareholders of the Company with the registrar of the Company with the terms and conditions in accordance with Appendix # 8 to this decision of the Board of Directors.

Decision is taken.

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **26.04.2013.**

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 # 10/13 of 29.04.2013.**

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 «29» April 2013.