

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

### 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): 7 persons. The quorum for all the items is present.

Voting results:

Item 1: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 2: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 3: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 4: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 5: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 6: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 7: «FOR» - 7; «AGAINST» - 0; «ABSTAINED» - 0.

Item 8: «FOR» - 5; «AGAINST» - 0; «ABSTAINED» - 0.

*A.E. Murov and D.V. Kulikov did not take part in the voting on this item, recognized as interested directors in accordance with paragraph 1 of Article 81 of the Federal Law «On Joint Stock Companies».*

Item 9: «FOR» - 5; «AGAINST» - 0; «ABSTAINED» - 2.

Item 10: «FOR» - 7; «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 the credit policy of the Company in 4Q 2012».**

**Decision:**

To take into consideration the report of General Director of the Company «On the credit policy of the Company in 4Q 2012» 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 «On the status of the implementation of the documents for the improvement and development of internal control, audit and risk management of the Company in 4Q 2012 and in 2012».**

**Decision:**

1. To take into consideration the Report «On the status of the implementation of the documents for the improvement and development of internal control, audit and risk management of the Company in 4Q 2012 and in 2012» in accordance with Appendix # 2 to this decision of the Board of Directors of the Company.

2. To take into consideration the Report «On the key risks of the Company in 4Q 2012 and in 2012» in accordance with Appendix # 3 to this decision of the Board of Directors of the Company.

3. To assign General Director of the Company to submit the Report «On key risks of the Company for consideration:

- following the results of 1H - at a meeting of the Audit Committee of the Board of Directors of the Company;
- following the results of the year - at a meeting of the Board of Directors of the Company with prior consideration at a meeting of the Audit Committee of the Board of Directors of the Company.

**Decision is taken.**

**Item 3. Consideration of the report of General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre in March 2013».**

**Decision:**

To take into consideration the report of General Director of the Company «On execution of the KPIs by JSC “Energy Service Company” to evaluate the quality of the services provision to process calls for IDGC of Centre in March 2013» in accordance with Appendix # 4 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 «Cost certification and structure of the work on the development of automated process control and telecommunications systems within the targeted development programs for automated process control systems».**

**Decision:**

To defer consideration of this item at a later date.

**Decision is taken.**

**Item 5. On implementation of the assignment of the Board of Directors of the Company dated 28.02.2013 (Minutes of 01.03.2013 # 03/13): on performance of an audit of the activity of JSC "Yargorelectroset" in the provision of services for the transmission of electrical energy, energy conservation, energy efficiency and reduction of electricity losses.**

**Decision:**

To defer consideration of this item at a later date.

**Decision is taken.**

**Item 6. Consideration of the report of General Director «On execution of the Action Plan of the Company for 2012 to implement the Strategy of the Company in the area of information technology, automation and telecommunications for the period up to 2016».**

**Decision:**

To defer consideration of this item at a later date.

**Decision is taken.**

**Item 7. On approval of the nomination of an independent appraiser to determine the market value of the property, which constitutes fixed assets and construction in progress, located at the address: Voronezh, workers' settlement of Somovo.**

**Decision:**

To approve the nomination of the independent appraiser LLC “Lair” to determine the market value of the property, which constitutes fixed assets and construction in progress, specified in Appendix # 5 to this decision of the Board of Directors, on the following conditions:

- offer price: 540 000 rubles (Five hundred and forty thousand) 00 kopecks with VAT;
- payment terms: in accordance with the "Schedule of payment for the services provision" - stage 1: the advance payment of 30% of the cost of the services provided under the Agreement is made within 10 (Ten) calendar days from the date of the Agreement conclusion based on the invoice for payment;

stage 2: the final payment of 70% of the cost of the work performed is made with non-cash payment within 30 (Thirty) calendar days after the signing of the Certificate of services rendered and the provision of the detailed tax invoice;

- term of service provision: in accordance with the "Schedule of payment for the services provision" - 6 working days from the date of signing the Agreement.

**Decision is taken.**

**Item 8. On approval of the agreement to perform emergency and restoration and repair work, concluded between IDGC of Centre and IDGC of North-West, which is a related party transaction.**

**Decision:**

1. To determine that the preliminary cost of the work under the agreement to perform emergency and restoration and repair work, concluded between IDGC of Centre and IDGC of North-West, is 7 308 430,57 (Seven million three hundred and eight thousand four hundred and thirty) rubles 57 kopecks, including 18% VAT - 1 114 845,34 (One million one hundred fourteen thousand eight hundred forty-five) rubles 34 kopecks.

2. To approve the agreement to perform emergency and restoration and repair work, concluded between IDGC of Centre and IDGC of North-West, which is a related party transaction (hereinafter – the Agreement, Appendix # 5 to this decision of the Board of Directors of the Company), on the following essential conditions:

**Parties of the Agreement:**

Customer — IDGC of North-West.

Contractor — IDGC of Centre.

**Subject of the Agreement:**

Contractor undertakes to perform emergency and restoration and repair work in the aftermath of accidents at electric power facilities of a branch of Customer (branch of JSC "IDGC North-West" - "Pskovenergo"), caused by damage to the equipment due to natural disasters, and deliver the result of the work to Customer.

Types of work, their scope, volume and value are determined by the parties in the local estimates for each branch of Contractor (Appendix 1-4 to the Agreement).

**Price of the Agreement:**

The preliminary cost of the work of Contractor is 7 308 430,57 (Seven million three hundred and eight thousand four hundred and thirty) rubles 57 kopecks, including 18% VAT - 1 114 845,34 (One million one hundred fourteen thousand eight hundred forty-five) rubles 34 kopecks, in accordance with the planned scope of work specified in the local estimates (Appendix #1-4 to the Agreement).

**Turnaround time:**

The performance time under the Agreement is from «01» December 2012 to «12» December 2012.

**Duration of the Agreement:**

The Agreement shall enter into force upon signature by both parties and is valid until the parties fulfill their obligations in full. The Agreement applies to the relation of the parties, in fact arisen from «01» December 2012.

**Decision is taken.**

**Item 9. On preliminary approval of the decision to provide sponsor support by IDGC of Centre.**

**Decision:**

To approve the provision of sponsor support by the Company to Interregional Social Fund for Development of Physical Culture and Sports "Sambo" in the amount of 30 000 000 (Thirty million) rubles.

**Decision is taken.**

**Item 10. On material incentives for General Director of the Company.**

**Decision:**

To award a bonus to General Director of IDGC of Centre, Oleg Yuryevich Isaev, for completing an important assignment, which has special significance for the distribution grid complex, in the amount of 1.5 (one and a half) salary.

**Decision is taken.**

2.3. Date of meeting of the Board of Directors of the issuer, at which the relevant decisions were taken: **30.04.2013.**

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 # 11/13 of 30.04.2013.**

**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 «30» April 2013.