

AUDITING COMMITTEE
Minutes #01/11 of 21.06. 2011.

Elected by the resolution of the General Meeting of the Shareholders

FINAL REPORT OF THE AUDITING COMMITTEE

On the findings of the audit of the financial and economic activities

**of Interregional Distribution Grid Company of
Centre, Joint-Stock Company**

for 2011

INFORMATION ON THE COMPANY

Full company name	Interregional Distribution Grid Company of Centre, Joint-Stock Company
Location (legal address)	4/2, Glukharev Lane, Moscow, 129090
Postal address	127018, Russia, Moscow, 2nd Yamskaya, 4, IDGC of Centre
State registration (PSRN, date)	1046900099498 of 17.12.2004
Taxpayer Identification Number (TIN)	6901067107
Филиалы и обособленные подразделения с раздельным балансом	- Belgorodenergo – a branch of IDGC of Centre; - Bryanskenergo – a branch of IDGC of Centre; - Voronezhenergo – a branch of IDGC of Centre; - Kostromaenergo – a branch of IDGC of Centre; - Kurskenergo – a branch of IDGC of Centre; - Lipetskenergo – a branch of IDGC of Centre; - Orelenergo – a branch of IDGC of Centre; - Smolenskenergo – a branch of IDGC of Centre; - Tambovenergo – a branch of IDGC of Centre; - Tverenergo – a branch of IDGC of Centre; - Yarenergo – a branch of IDGC of Centre.
Executive Body (Full name, position, date of entry into service) of all within the reporting period and any events after the reporting date	Dmitry Olegovich Gudzhoyan, time of taking office 17.12.2010
Chief Accountant (Full name, position, date of entry into service)	Svetlana Yuryevna Puzenko, Director for Accounting Policy, 26.04.2007 (leaving 12.12.2011 Order # 643-lp) Marina Viktorovna Danilova, Acting Chief Accountant – Head of Financial and Tax Accounting and Reporting Department 09.12.2011# 641- lp

INFORMATION ON THE MEMBERS OF THE AUDITING COMMITTEE

Председатель of the Auditing Committee	Izumrud Aligadzhievna Alimuradova
Секретарь of the Auditing Committee	Olga Sergeevna Sinitsina
Члены of the Auditing Committee	Vladimir Nikolaevich Arkhipov
	Galina Ivanovna Meshalova
	Igor Yuryevich Bogachev

INFORMATION ON THE AUDITOR

Full name of the organisation	“RSM Top Audit”, Limited Liability Company
Legal address (location)	119285, Moscow, Pudovkina street 4
State registration (PSRN, date)	119285, Moscow, Pudovkina street 4
Name of the self-regulating auditor association	1027700257540
Full name of the organisation	Non-commercial partnership "Russian Collegium of Auditors"
Auditor's opinion	unmodified
Minutes of the annual shareholders' meeting (that approved the Auditor, who confirmed the accounting (financial) statements)	Minutes # 01/11 of 21.06.2011

I. ANALYTICAL PART

The audit by the Auditing Committee (hereinafter - Audit) of IDGC of Centre (hereinafter – the Company) was performed in accordance with the following:

- The Federal Law “On Joint-Stock Companies”;
- The Articles of Association of the Company;

- The Regulations on the Auditing Committee of Interregional Distribution Grid Company of Centre, Joint-Stock Company (Minutes # 1429pr/1 of 30.03.2006);
- The resolution of the Annual Meeting of the Shareholders electing the Auditing Committee (Minutes # 01/11 of 21.06.2011);
- The resolution of the Auditing Committee of the Company on the audit of the financial and economic activities of the Company for 2011 (Minutes # 2 of 01.03.2012);
- Other regulatory acts.

The goal of the audit: confirmation of the reliability of the accounting (financial) statements and the annual report of the Company for 2011 (hereinafter – the Statements). The reliability in all material aspects implies the degree of accuracy of the information contained within the Statements, which allow the users of these statements to draw correct conclusions concerning the results of the economic activities and financial and proprietary status of the Company, and to make informed decisions based upon these conclusions.

Audited entity: accounting (financial) statements, annual report, compliance of the financial and economic activities of the Company with current legislation and internal local regulations.

This Final Report is an official document opened for publication and intended for the shareholders, investors, and other interested parties.

The audit was performed by us in accordance with the following:

- Federal Law No. 129-FZ of 21.11.1996 “On Accounting”;
- Order of the Ministry of Finance of the Russian Federation No.34n of 29.07.1998 “On the Adoption of the Regulations on Accounting in the Russian Federation”;
- Regulations (standards) on accounting;
- Order of the Ministry of Finance of the Russian Federation No.66n of 02.07.2010 “On the Forms of Financial Statements of Organisations”;
- Other legislative and internal local regulations of the Company.

The responsibility for compliance with the legislation of the Russian Federation in relation to the financial and economic transactions of the Company lies with the Executive Office of the Company.

The audit was planned and conducted by us in such a manner as to be reasonably assured that the Statements for 2011 do not contain any essential falsifications.

The audit was planned on a sample basis and included a study through the testing of the evidence, which supports the meaning and the disclosure of the information on the financial and economic activities of the Company, an assessment of its accounting principles and methods, the rules for the preparation of the Statements, and the identification of any essential imputations.

During the course of the audit, we reviewed the observance by the Company of the legislation of the Russian Federation and internal local regulations of the Company. We checked the compliance of a number of financial and economic transactions concluded by the Company with the legislation solely to obtain a reasonable and sufficient level of assurance that the Statements do not contain any essential falsifications.

During the course of the audit, the materiality level was determined (the level of the aggregate tolerated error in the Statements). The materiality in our understanding is the property of the information disclosed in Statements to influence the decisions taken by the users of these

Statements. The level of the tolerated error is for us the criterion as regards to the assurance of the reliability of the Statements of the Company.

The materiality level has been defined by us in the amount of 2 480 million RUB.

Audited period:

We audited the Statements attached to the Final Report for the following period:

1) the reporting period:

from 01.01.2011 to 31.12.2011 within the financial and economic activity for 2011

2) Events occurring after the balance sheet date:

from 01.01.2012 to 29.02.2012

The Statements have been drawn up in accordance with the legislative and regulatory acts of the Russian Federation (RAS) and the internal local regulations of the Company.

Состав подтверждаемой Ревизионной комиссией Отчетности of the Company:

Item #	Form #	Name of the statement form	Date of signature by the management	Number of sheets in the document
1.	#1	Accounting balance sheet (<i>consolidated for all separate subdivisions of the Company</i>)	29.02.2012	2
2.	#2	Profit and loss statement (<i>consolidated for all separate subdivisions of the Company</i>)	29.02.2012	4
3.	#3	Statement of changes in equity	29.02.2012	5
4.	#4	Statement of cash flow	29.02.2012	2
5.		Other appendices (notes) to the accounting balance sheet and profit and loss statement	29.02.2012	42
6.	-	Explanatory note (<i>consolidated for all separate subdivisions of the Company</i>) with appendices	29.02.2012	87
7.	-	Auditor's opinion the accounting (financial) statements of IDGC of Centre for 2011	29.02.2012	2
8.	-	Annual report (<i>consolidated for all separate subdivisions of the Company recording the information on the Company's affiliates</i>)	04.04.2012	166

We believe that the performed Audit presents sufficient evidence to express our opinion concerning the reliability of the Statements of the Company.

II. FINAL PART

In our opinion, the Statements of the Company for 2011 record reliably, in all essential aspects, the financial standing of IDGC of Centre as of December 31, 2011, the results of its financial and economic activities and cash flow for 2011 in accordance with the established rules on the preparation of accounting (financial) statements and internal local regulations on the preparation of the Company's annual report.

DISSENTING OPINION

There is no dissenting opinion of the members of the Auditing Committee different from that which is stated in the final part of the Final Report.

Approved by the Minutes of the Auditing Committee # 3 of 04.04.2012.

Chairperson of the Auditing
Committee

I.A. Alimuradova