

## QUARTERLY REPORT

### *“Interregional Distribution Grid Company of Volga” Open Joint-Stock Company*

*Issuer code: 04247-E*

**Q4 2010**

Issuer location:

**42/44, Pervomayskaya Str., Saratov, 410031, Russian Federation**

**Information contained in this quarterly report is subject to disclosure in compliance with the Russian Federation legislation on securities**

General Director

Date: February 10, 2011

\_\_\_\_\_ V.A. Ryabikin  
signature

Chief Accountant

Date: February 10, 2011

\_\_\_\_\_ I.A. Tamlenova  
signature

Contact person: **Burtseva Yuliya Gennadyevna, Head of Department of Relations with Shareholders and Investors of Corporate Management Department**

Telephone: **(8452) 30-24-89**

Fax: **(8452) 28-34-82**

E-mail: **yg.burceva@mrsk-volgi.ru**

Address of web-pages (web-pages), where information contained in this quarterly report is disclosed:

**www.mrsk-**

**volgi.ru/ru/aktsioneram\_i\_investoram/raskritie\_informatsii\_obcshestvom\_i\_otchetnaya\_informatsiya/ezhekvaralniye\_otcheti/**

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## Introduction

Grounds obliging the Issuer to disclose information in the form of Quarterly Report.

*With regard to Issuer's securities, securities prospectus has been registered.*

"Interregional Distribution Grid Company of Volga", Open Joint-Stock Company (hereinafter referred to as IDGC of Volga, OJSC) shall disclose information in the form of Quarterly Report in conformity with the Article 30 of the Federal Law "On Securities Market" of April 22, 1996 No. 39-FZ and the subparagraph a) of the paragraph 5.1 of the Regulation "On Information Disclosure by Issuers of Securities" approved by the Order of the Russian Federal Securities Commission of October 10, 2006 No. 06-117/pz-n, due to the registration of Securities Prospectus of IDGC of Volga, OJSC by the Federal Securities Commission on March 20, 2008.

The Issuer's full business name: "Interregional Distribution Grid Company of Volga", Open Joint-Stock Company;

Abbreviated business name: IDGC of Volga, OJSC.

The present Quarterly Report provides estimates and forecasts by authorized management bodies of the Issuer which concern future events and/or actions, outlook for the industry in which the Issuer performs its main business activity and the Issuer's performance including the Issuer's plans, probability of certain events occurrence and certain actions performance. Investors should not fully rely on the estimates and forecasts by management bodies of the Issuer since the Issuer's actual performance in future may differ from forecasted performance for many reasons. Acquisition of the Issuer's securities involves risks described herein.

## **I. Brief information on the Members of the Issuer's Management Bodies, Bank Accounts, Auditor, Appraiser and the Financial Advisor of the Issuer and other Signatories of the Quarterly Report**

### **1.1. The Members of the Issuer's Management Bodies**

Members of the Issuer's Board of Directors

Full Name	Year of Birth
Binko, Gennady Feliksovich (Chairman)	1958
Ametov, Iskander Dzhangirovich	1950
Vasilyev, Sergey Vyacheslavovich	1975
Kulikov, Denis Viktorovich	1975
Kurochkin, Aleksey Valeryevich	1973
Martsinkovsky, Gennady Olegovich	1968
Okley, Pavel Ivanovich	1970
Pankstyanov, Yury Nikolayevich	1980
Ryabikin, Vladimir Anatolyevich	1965
Tikhonova, Marya Gennadyevna	1980
Chigrin, Andrey Valeryevich	1968

Issuer's Sole Executive Body

Full name	Year of birth
Ryabikin, Vladimir Anatolyevich	1965

Members of Collegial Executive Body of the Issuer

Full name	Year of birth
Ryabikin, Vladimir Anatolyevich (Chairman)	1965
Kucherenko, Vladimir Ivanovich	1957
Ponomarev, Vladimir Borisovich	1950
Pyatigor, Victor Ivanovich	1951
Rebrova, Natalia Leonidovna	1960
Solostovsky, Victor Nikolaevich	1951
Tamlenova, Irina Alekseevna	1965
Frolov, Sergey Petrovich	1960

### **1.2. Information on the Issuer's Bank Accounts**

Information on credit institution

Full business name: **ALFA-BANK, OJSC, Branch "Nizhegorodsky"**

Abbreviated business name: **ALFA-BANK, OJSC, Branch "Nizhegorodsky"**

Address: ***Kalanchevskay Str., 27, Moscow, Russia, 107078***

TIN: ***7728168971***

BIC: ***042202824***

Account number: ***40702810502010000855***

Correspondent account: ***30101810200000000824***

Account type: ***Transaction account***

Information on credit institution

Full business name: ***Saratov Branch No. 8622 of "Sberbank of Russia", OJSC***

Abbreviated business name: ***Saratov Branch No. 8622 of "Sberbank of Russia", OJSC***

Address: ***Vavilova Str., 19, Moscow, Russia, 117997***

TIN: ***7707083893***

BIC: ***046311649***

Account number: ***40702810256020102436***

Correspondent account: ***30101810500000000649***

Account type: ***Transaction account***

Information on credit institution

Full business name: ***Saratov Branch No. 8622 of "Sberbank of Russia", OJSC***

Abbreviated business name: ***Saratov Branch No. 8622 of "Sberbank of Russia", OJSC***

Address: ***Vavilova Str., 19, Moscow, Russia, 117997***

TIN: ***7707083893***

BIC: ***046311649***

Account number: ***40702978156030000311***

Correspondent account: ***30101810500000000649***

Account type: ***Foreign currency transaction account***

Information on credit institution

Full business name: ***Saratov Branch of Gazprombank (JSC)***

Abbreviated business name: ***Saratov Branch of GPB (JSC)***

Address: ***Nametkina Str., 16/1, Moscow, Russia, 117420***

TIN: ***7744001497***

BIC: ***046322763***

Account number: ***40702810100000000962***

Correspondent account: ***30101810000000000763***

Account type: ***Transaction account***

Information on credit institution

Full business name: ***Saratov Branch of Nordea Bank, OJSC***

Abbreviated business name: ***Saratov Branch of Nordea Bank, OJSC***

Address: ***Yamskogo Polya 3d Str., 19/1, Moscow, Russia, 125040***

TIN: ***7744000398***

BIC: ***046311853***

Account number: ***40702810100400000553***

Correspondent account: ***30101810600000000853***

Account type: ***Transaction account***

Information on credit institution

Full business name: ***Interregional Commercial Bank for Settlements of the Telecommunications and***

**Postal Services (Open Joint-Stock Company) (AKB Sviaz-Bank, OJSC)**

Abbreviated business name: **Interregional Commercial Bank for Settlements of the Telecommunications and Postal Services (Open Joint-Stock Company) (AKB Sviaz-Bank, OJSC)**

Address: **Tverskaya Str., 7, Moscow, Russia, 125375**

TIN: **7710301140**

BIC: **046311823**

Account number: **40702810600280000425**

Correspondent account: **30101810300000000823**

Account type: **Transaction account**

Information on credit institution

Full business name: **Orenburg Branch No. 8623 of "Sberbank of Russia", OJSC**

Abbreviated business name: **Orenburg Branch No. 8623 of "Sberbank of Russia", OJSC**

Address: **Vavilova Str., 19, Moscow, Russia, 117997**

TIN: **7707083893**

BIC: **045354601**

Account number: **40702810246020002670**

Correspondent account: **30101810600000000601**

Account type: **Transaction account**

Information on credit institution

Full business name: **Ulyanovsk Branch No. 8588 of "Sberbank of Russia", OJSC**

Abbreviated business name: **Ulyanovsk Branch No. 8588 of "Sberbank of Russia", OJSC**

Address: **Vavilova Str., 19, Moscow, Russia, 117997**

TIN: **7707083893**

BIC: **047308602**

Account number: **40702810469160011444**

Correspondent account: **30101810000000000602**

Account type: **Transaction account**

Information on credit institution

Full business name: **Chuvashia Branch No. 88613 of "Sberbank of Russia", OJSC**

Abbreviated business name: **Chuvashia Branch No. 88613 of "Sberbank of Russia", OJSC**

Address: **Moskovskiy Avenue, 3, Cheboksary, Chuvash Republic, 428018**

TIN: **7707083893**

BIC: **049706609**

Account number: **40702810875020102992**

Correspondent account: **30101810300000000609**

Account type: **Transaction account**

Information on credit institution

Full business name: **Samara Branch of Nordea Bank, OJSC**

Abbreviated business name: **Samara Branch of Nordea Bank, OJSC**

Address: **Chapaevskaya Str., 138A, Samara, 443010**

TIN: **7744000398**

BIC: **043601792**

Account number: **40702810900200003778**

Correspondent account: **30101810500000000792**



Account type: *Transaction account*

### 1.3. Information on the Auditor(s) of the Issuer

On Auditor (auditors) carrying out independent audit of accounting records and financial (accounting) reports of the Issuer under concluded contract and on Auditor (auditors) approved (assigned) for the audit of the Issuer's annual financial (accounting) reports based on the results of the current or closed fiscal year:

1. Full business name: *“Auditor Company AUDITINFORM”, Closed Joint-Stock Company*

Abbreviated business name: *AC AUDITINFORM, CJSC*

Address: *4 Yaroslavskaya Str., Moscow, 129164, Russian Federation*

TIN: *7717025530*

PSRN: *1027739185044*

Telephone: *(495) 933-8165*

Fax: *(495) 933-8165*

E-mail: *auditinform@auditinform.ru*

Information on audit license

License Issuing Body: *Ministry of Finance of the Russian Federation*

Number: *E 003505*

Date of issue: *04.03.2003*

Expiry date *04.03.2013*

Information on auditor's membership in independent audit organizations

Full business name: *Non-commercial partnership "Moscow Audit Chamber"*

Address: *bl. 2, 8 Petrovsky Lane, Moscow, 107031, Russia*

Information on auditor's membership in panels, associations or other types of professional organizations:

AC AUDITINFORM, CJSC is a member of the Russian Audit Community.

Fiscal year (years) in which the Auditor carried out an independent audit of accounting records and financial (accounting) reports of the Issuer

Year
2010

Factors that can affect the Auditor's independency of the Issuer including information on existing substantial self-interest of the auditor (officers of the Auditor) in the activities of the Issuer (officials of the Issuer).

***Factors that can affect the Auditor's independency of the Issuer as well as substantial self-interest of the auditor (officers of the Auditor) in the activities of the Issuer (officials of the Issuer) do not exist.***

Procedure for selection of the Issuer's Auditor

Tendering procedure for the selection of auditor and its general conditions:

The Issuer's auditor was selected by Tender. To take part in Tender, audit organizations had to meet the following requirements:

- not to be under the liquidation;

- not to have the decision ordering the suspension of activity issued in compliance with the Code of Administrative Offences of the Russian Federation at the date of the approval of the application for Tender;

- not to have unsettled tax liabilities, unpaid levies and other outstanding statutory payments to all budget levels or to state non-budgetary funds from the previous calendar year, the amount of which exceeds twenty-five percent of the applicant's book value of assets as appears on financial statements for the most recent closed reporting period. Tender applicant is deemed as being in compliance with the specified requirement in case the applicant appeals against the mentioned debts in compliance with the laws of the Russian Federation and the judgment on such appeal has not been issued at the date of the approval of the application for Tender;

- not to meet the conditions (in respect to the Company and SDCs to IDGC Holding, OJSC) listed in the paragraph 1 of the Article 12 of the Federal Law "On Auditing Activities" of August 7, 2001 No. 119-FZ.

Procedure for nominating auditors for appointment by the Meeting of Shareholders including management body authorized to make such decision:

Based on Tender results, the Board of Directors of the Company nominates an auditor for the approval by the General Meeting of Shareholders.

The Board of Directors of the Company (Minutes No. 18 of May 06, 2010) recommended the General Meeting of Shareholders to approve "Auditor Company AUDITINFORM", Closed Joint-Stock Company as the Auditor of IDGC of Volga, OJSC.

By the decision of the Annual General Meeting of Shareholders of IDGC of Volga, OJSC (Minutes No. 3/2010 of June 29, 2010) AC AUDITINFORM, CJSC was assigned to audit 2010 financial (accounting) reports of IDGC of Volga, OJSC.

The Issuer's Auditor shall carry out an audit of the Issuer's financial and business activities in compliance with the laws of the Russian Federation and under concluded contract.

Information on special audit engagements:

There were no special audit engagements in the reporting period.

Information on the procedure for determination of the Auditor's compensation and the actual amount of fee paid by the Issuer to Auditor for each of five most recent closed fiscal years in which the Auditor carried out an independent audit of accounting records and financial (accounting) reports of the Issuer:

The amount of fee payable to the Auditor approved by the Annual General Meeting of Shareholders of the Issuer for services of conducting annual compulsory audit and validating annual financial reports is determined by the Board of Directors of the Company in accordance to the paragraph 24.9 of the Article 24 and the subparagraph 14 of the paragraph 15.1 of the Article 15 of the Charter of the Company.

According to the conditions of the Contract entered into between IDGC of Volga, OJSC and AC AUDITINFORM, CJSC, in October, 2010 the Company transferred the advance payment amounting to 601.8 th. rub. for the first stage of the audit of the Financial Statements for 2010 prepared in compliance with the Russian Accounting Standards. In December, 2010 two Parties signed the Acceptance Certificate and IDGC of Volga, OJSC transferred the second payment for the first stage of the audit to the amount of 601.8 th. rub.

Information on existing deferred or outstanding payments for audit services:

There are no deferred or outstanding payments for audit services provided.

2. Full business name: **"KPMG", Closed Joint-Stock Company**  
Abbreviated business name: **KPMG, CJSC**  
Address: **Olympiysky Avenue, 18/1, office 3035, Moscow, 129110**

TIN: 7702019950  
 PSRN: 1027700125628  
 Telephone: (495) 937-4477  
 Fax: (495) 937-4499  
 E-mail: *moscow@kpm*.  
 Information on audit license  
 License Issuing Body: *Ministry of Finance of the Russian Federation*  
 Number: *E 003330*  
 Date of issue: *17.01.2003*  
 Expiry date *17.01.2013*  
 Information on auditor's membership in independent audit organizations  
 Full business name: *Non-commercial partnership "Russian Audit Chamber"*  
 Location: *3-y Syromyatnichesky Alley, 3/9, building 3, Moscow, Russia, 105120*

Information on auditor's membership in panels, associations or other types of professional organizations:

- *European Business Association*
- *US Chamber of Commerce*
- *Canadian Business Association in Russia and Eurasia*
- *International Business Leaders Forum*
- *Japanese Business Club*
- *Russo-British Chamber of Commerce*
- *Russian Venture Capital Association*
- *Russian-German Chamber of Commerce*
- *Russian-American Business Council*
- *Association of Russian Banks*
- *Russian Audit Chamber*
- *French Chamber of Commerce and Industry in Russia*
- *National Council on Corporate Governance*
- *Russian Union of Industrialists and Entrepreneurs*

Fiscal year (years) in which the Auditor carried out an independent audit of accounting records and financial (accounting) reports of the Issuer

Year
2007
2008
2009
2010

Factors that can affect the Auditor's independency of the Issuer including information on existing substantial self-interest of the Auditor (officers of the Auditor) in the activities of the Issuer (officials of the Issuer).

*Factors that can affect the Auditor's independency of the Issuer as well as substantial self-interest of the Auditor (officers of the Auditor) in the activities of the Issuer (officials of the Issuer) do not exist.*

## Procedure for selection of the Issuer's Auditor

Tendering procedure for the selection of auditor and its general conditions:

The Issuer's auditor was selected by Tender. To take part in Tender audit organizations had to meet the following requirements:

- not to be under the liquidation;
- not to have the decision ordering the suspension of activity issued in compliance with the Code of Administrative Offences of the Russian Federation at the date of the approval of the application for Tender;
- not to have unsettled tax liabilities, unpaid levies and other outstanding statutory payments to all budget levels or to state non-budgetary funds from the previous calendar year, the amount of which exceeds twenty five percent of the applicant's book value of assets as appears on financial statements for the most recent closed reporting period. Tender applicant is deemed as being in compliance with the specified requirement in case the applicant appeals against the mentioned debts in compliance with the laws of the Russian Federation and the judgment on such appeal has not been issued at the date of the approval of the application for Tender;
- not to meet the conditions (in respect to the Company and SDCs to IDGC Holding, OJSC) listed in the paragraph 1 of the Article 12 of the Federal Law "On Auditing Activities" of August 7, 2001 No. 119-FZ.

Procedure for nominating auditors for appointment by Meeting of Shareholders including management body authorized to make such decision:

Nominee auditors assigned to carry out an audit of consolidated financial reports of IDGC of Volga, OJSC, in accordance with the International Financial Reporting Standards are not put forward for consideration by the General Meeting of Shareholders.

Information on special audit engagements shall be specified:

There were no special audit engagements.

Information on the procedure for determination of Auditor's compensation and the actual amount of fee paid by the Issuer to Auditor for each of five most recent closed fiscal years in which the Auditor carried out an independent audit of accounting records and financial (accounting) reports of the Issuer:

The amount of fee and the payment procedure for auditor's services are provided in the contract concluded between the Company and the Auditor. According to the conditions of the Contract entered into between IDGC of Volga, OJSC and KPMG, CJSC, IDGC of Volga, OJSC paid 27,500 th. rub. (without VAT) for the audit of its Consolidated Financial Statements for 2007 and 2008 prepared in compliance with the International Financial Reporting Standards.

Pursuant to the terms and conditions of the contract concluded between IDGC of Volga, OJSC and KPMG, CJSC, advance payment in the amount of 6,000 rubles was paid in the fourth quarter of 2009 for the audit of 2009 consolidated reports of IDGC of Volga, OJSC, and 6,000 rubles in the first quarter of 2010 in accordance with the International Financial Reporting Standards.

The final settlement under this contract was effected in the second quarter of 2010. The acceptance certificate for 20,000 thousand rubles was signed and the final payment in the amount of 8,000 thousand rubles was effected.

In addition, IDGC of Volga, OJSC and KPMG, CJSC entered into the Contract for auditing the Consolidated Financial Statements for 2010 prepared by IDGC of Volga, OJSC in compliance with the International Financial Reporting Standards. According to the conditions of this Contract, in Quarter 4, 2010 IDGC of Volga, OJSC transferred the advance payment amounting to 973.5 th. rub. to KPMG, CJSC.

Information on existing deferred or outstanding payments for audit services:

There are no deferred or outstanding payments for audit services provided.

#### **1.4. Information on the Issuer's Appraiser(s)**

*The Issuer did not assign Appraisers*

#### **1.5. Information of the Issuer's Advisors**

*The Issuer did not assign Financial Advisors*

#### **1.6. Information on other Signatories of the Quarterly Report**

*There are no additional signatories*

## **II. General Information on the Issuer's financial and economic performance**

### **2.1. Indices of the Issuer's financial and economic performance**

Not specified in the report for quarter 4

### **2.2. The Issuer's market capitalization**

*Market capitalization is calculated by multiplying the number of shares of a certain class (category) with the current market price of a share as disclosed by a securities trade organizer and determined in accordance with the Procedure for Calculation of Market Price of Issue Securities and Mutual Funds Admitted for Trading through Trade Organizers No. 03-52/ps approved by the Ordinance of the Russian Federal Securities Commission of December 24, 2003.*

Item name	4 quarter 2010
Market capitalization, rubles	32,090,430,865.90

Information on securities trade organizer that provides data used for the calculation of market capitalization and any other information on public trading of securities described at option of the Issuer:

The Company's shares appear in the Quotation List B of MICEX Stock Exchange Closed Joint-Stock Company, and the over-the-counter margin stock list of RTS Stock Exchange, Open Joint-Stock Company.

Market capitalization of IDGC of Volga, OJSC provided in this section relies on data from CJSC "MICEX Stock Exchange" (<http://www.micex.ru>) as of the last date of each mentioned reporting period.

### **2.3. Issuer's Liabilities**

#### **2.3.1. Payables**

Not specified in the report for quarter 4

#### **2.3.2. Issuer's Credit History**

This section provides information on the Issuer's fulfillment of its liabilities occurred during 5 most recent closed financial years, or for each closed financial year in case the Issuer operates

less than 5 years, and its liabilities under Credit Facility Agreements and/or Loan Agreements effective at the end date of reporting quarter, the amount of which is 5 percent or more of the Issuer's book value of assets as of the date of most recent closed reporting quarter preceding the conclusion of the respective agreement as well as under Credit Facility Agreements and/or Loan Agreements which the Issuer considers as substantial.

If the Issuer issued bonds, the Issuer provides a report on the fulfillment of its obligations for each bond issue with total par value of 5 or more percent of the Issuer's book value of assets as of the end date of the last closed quarter preceding state registration of the bond placement report; if bond placement is in process or bond placement report is not registered by state for any other reason, such information shall be provided as of the end date of the last closed quarter preceding the state registration of bond issue.

Liability	Creditor (lender)	Principal amount	Currency	Credit period (loan) / maturity date	Delay in fulfillment of obligations for repayment of principal debt and/or interest due, period of delay, days
<b>Liabilities under agreements effective during 2008</b>					
Line of credit	AB "ORGRESBANK"	450,000,000	RUB	over 24 months / 16.03.09	--
Line of credit	AB "ORGRESBANK"	300,000,000	RUB	over 24 months / 16.03.09	--
Line of credit	AB "ORGRESBANK"	200,000,000	RUB	over 18 months / 17.07.09	--
Line of credit	AB "ORGRESBANK"	200,000,000	RUB	over 18 months / 19.11.09	--
Line of credit	AB "ORGRESBANK"	200,000,000	RUB	over 18 months / 09.01.10	--
Line of credit	AB "ORGRESBANK"	300,000,000	RUB	over 18 months / 10.01.10	--
Line of credit	AKB "Rosbank"	700,000,000	RUB	18 months / 30.09.09	--
Line of credit	AKB "Rosbank"	500,000,000	RUB	18 months / 07.08.11	--
Line of credit	Gazprombank (OJSC)	800,000,000	RUB	18 months / 26.08.11	--
Line of credit	Sberbank	230,000,000	RUB	12 months / 12.11.08	--
Line of credit	Sberbank	200,000,000	RUB	12 months / 21.11.08	--
Line of credit	Sberbank	270,000,000	RUB	up to 12 months / 16.03.09	--
Line of credit	Sberbank	200,000,000	RUB	up to 12 months / 20.03.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 25.03.09	--

Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 08.07.09	--
Line of credit	Sberbank	200,000,000	RUB	up to 12 months / 08.07.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 07.04.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 04.12.09	--
Line of credit	KB Agropromkredit, LLC	100,000,000	RUB	over 12 months / 28.11.08	--
Line of credit	Sberbank	130,000,000	RUB	over 18 months / 14.04.09	--
Line of credit	Sberbank	80,000,000	RUB	up to 12 months / 11.07.08	--
Credit	AB "ORGRESBANK"	153,164,000	RUB	36 months / 24.12.10	--
Line of credit	Gazprombank (OJSC)	250,000,000	RUB	over 12 months / 23.01.09	--
Line of credit	AB "ORGRESBANK"	150,000,000	RUB	over 12 months / 01.04.09	--
Line of credit	AB "ORGRESBANK" (OJSC)	50,000,000	RUB	over 12 months / 17.10.08	--
Line of credit	AB "ORGRESBANK" (OJSC)	50,000,000	RUB	up to 12 months / 26.09.08	--
Line of credit	AB "ORGRESBANK" (OJSC)	60,000,000	RUB	over 12 months / 17.10.08	--
Line of credit	AB "ORGRESBANK" (OJSC)	30,000,000	RUB	over 12 months / 17.10.08	--
Line of credit	AB "ORGRESBANK" (OJSC)	60,000,000	RUB	over 12 months / 17.10.08	--
Line of credit	AB "ORGRESBANK" (OJSC)	30,000,000	RUB	over 12 months / 17.10.08	--
Credit	VTB Bank	120,000,000	RUB	over 12 months / 16.02.09	--
Credit	VTB Bank	130,549,000	RUB	60 months / 22.09.12	--
Line of credit	VTB Bank	269,451,000	RUB	up to 12 months / 01.08.08	--
Line of credit	KB Agropromkredit,	95,000,000	RUB	12 months / 27.05.08	--

	LLC				
Liabilities under agreements effective during 2009					
Line of credit	Nordea Bank	450,000,000	RUB	over 24 months / 13.08.09	--
Line of credit	Nordea Bank	300,000,000	RUB	over 24 months / 13.08.10	--
Line of credit	Nordea Bank	200,000,000	RUB	over 18 months / 28.07.09	--
Line of credit	Nordea Bank	200,000,000	RUB	over 18 months / 19.11.09	--
Line of credit	Nordea Bank	200,000,000	RUB	over 18 months / 09.03.10	--
Line of credit	Nordea Bank	300,000,000	RUB	over 18 months / 10.03.10	--
Line of credit	Nordea Bank	370,000,000	RUB	over 12 months / 14.03.10	--
Line of credit	Nordea Bank	370,000,000	RUB	over 12 months / 19.03.10	--
Line of credit	Nordea Bank	150,000,000	RUB	up to 12 months / 27.03.10	--
Line of credit	AKB "Rosbank"	700,000,000	RUB	over 24 months / 07.08.11	--
Line of credit	AKB "Rosbank"	500,000,000	RUB	over 24 months / 07.08.12	--
Line of credit	AKB "Rosbank"	100,000,000	RUB	over 12 months / 21.07.10	--
Line of credit	AKB "Rosbank"	400,000,000	RUB	over 12 months / 21.07.11	--
Line of credit	Gazprombank (OJSC)	800,000,000	RUB	over 24 months / 26.08.11	--
Line of credit	Gazprombank (OJSC)	400,000,000	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	400,000,000	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	350,000,000	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	300,000,000	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	250,000,000	RUB	up to 12 months / 19.02.10	--
Line of credit	TransCreditBank	350,000,000	RUB	over 18 months / 20.01.11	--
Line of credit	TransCreditBank	250,000,000	RUB	over 18 months / 21.01.11	--
Line of credit	TransCreditBank	200,000,000	RUB	over 18 months / 03.02.11	--



Line of credit	TransCreditBank	250,000,000	RUB	over 18 months / 12.02.11	--
Line of credit	Sberbank	270,000,000	RUB	up to 12 months / 16.03.09	--
Line of credit	Sberbank	200,000,000	RUB	up to 12 months / 20.03.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 25.03.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 08.07.09	--
Line of credit	Sberbank	200,000,000	RUB	up to 12 months / 08.07.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 29.05.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 04.12.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 12 months / 30.10.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 10.12.09	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 10.12.09	--
Line of credit	Sberbank	200,000,000	RUB	up to 18 months / 10.12.09	--
Line of credit	Sberbank	350,000,000	RUB	up to 18 months / 10.12.09	--
Line of credit	Sberbank	330,000,000	RUB	up to 18 months / 17.02.10	--
Line of credit	Sberbank	370,000,000	RUB	up to 18 months / 17.02.10	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 26.02.10	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 26.02.10	--
Line of credit	Sberbank	200,000,000	RUB	up to 18 months / 01.03.10	--
Line of credit	Sberbank	350,000,000	RUB	up to 18 months / 01.03.10	--
Line of credit	Sberbank	40,000,000	RUB	18 months / 21.01.09	--
Line of credit	Sberbank	30,000,000	RUB	18 months / 24.01.09	--
Line of credit	Sberbank	30,000,000	RUB	18 months / 07.02.09	--
Credit	Nordea Bank	153,164,000	RUB	36 months / 24.12.10	--

Line of credit	Nordea Bank	150,000,000	RUB	over 12 months / 10.04.09	--
Line of credit	Gazprombank (OJSC)	250,000,000	RUB	over 12 months / 23.01.09	--
Credit	VTB Bank, Saransk	120,000,000	RUB	over 18 months / 04.03.09	--
Credit	VTB Bank, Saransk	130,549,000	RUB	60 months / 22.09.12	--
Line of credit	Bank of Moscow	250,000,000	RUB	over 36 months / 01.10.12	--
Line of credit	Bank of Moscow	350,000,000	RUB	over 36 months / 01.10.12	--
Line of credit	Bank of Moscow	400,000,000	RUB	over 36 months / 01.10.12	--
Line of credit	Sviaz-Bank	250,000,000	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	350,000,000	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	400,000,000	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	300,000,000	RUB	over 18 months / 03.05.11	--
Line of credit	Alfa-Bank	300,000,000	RUB	over 36 months / 23.11.12	--
Line of credit	Alfa-Bank	400,000,000	RUB	over 36 months / 23.11.12	--
Line of credit	Alfa-Bank	250,000,000	RUB	over 36 months / 25.11.12	--
Line of credit	Alfa-Bank	350,000,000	RUB	over 36 months / 30.11.12	--
Line of credit	Alfa-Bank	350,000,000	RUB	over 36 months / 30.11.12	--
Line of credit	Alfa-Bank	250,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	400,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	400,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	350,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	300,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	250,000,000	RUB	up to 36 months / 09.11.12	--
Liabilities under agreements effective as of March 31, 2010					
Line of credit	Gazprombank	100,000,000	RUB	36 months /	

	(OJSC)			10.12.12	--
Line of credit	Gazprombank (OJSC)	0	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	0	RUB	36 months / 10.12.12	--
Line of credit	Gazprombank (OJSC)	0	RUB	36 months / 10.12.12	--
Line of credit	Sberbank	230,000,000	RUB	over 24 months / 20.02.12	--
Line of credit	Sberbank	370,000,000	RUB	over 24 months / 20.02.12	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 25.08.11	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 25.08.11	--
Line of credit	Sberbank	85,000,000	RUB	up to 18 months / 30.08.11	--
Line of credit	Sberbank	0	RUB	up to 18 months / 30.08.11	--
Credit	VTB Bank, Saransk	130,549,000	RUB	60 months / 22.09.12	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.11	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.11	--
Line of credit	Alfa-Bank	300,000,000	RUB	over 36 months / 23.11.12	--
Line of credit	Alfa-Bank	400,000,000	RUB	over 36 months / 23.11.12	----
Line of credit	Alfa-Bank	250,000,000	RUB	over 36 months / 25.11.12	--
Line of credit	Alfa-Bank	350,000,000	RUB	over 36 months / 30.11.12	--
Line of credit	Alfa-Bank	350,000,000	RUB	over 36 months / 30.11.12	--
Line of credit	Alfa-Bank	205,000,000	RUB	up to 36 months / 09.11.12	--
Line of credit	Alfa-Bank	325,000,000	RUB	up to 36 months /	

				28.12.12	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.12	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.12	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.12	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.12	--
Liabilities under agreements effective as of June 30, 2010					
Line of credit	Gazprombank	400,000,000	RUB	36 months /10.12.2012	--
Line of credit	Gazprombank	295,000,000	RUB	36 months /10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months /10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months /10.12.2012	--
Line of credit	Sberbank	50,000,000	RUB	over 24 months /20.02.2012	--
Line of credit	Sberbank	155,000,000	RUB	over 24 months /20.02.2012	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months /25.08.2011	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months /25.08.2011	--
Line of credit	Sberbank	200,000,000	RUB	up to 18 months /30.08.2011	--
Line of credit	Sberbank	350,000,000	RUB	up to 18 months /30.08.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months /03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months /03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months /03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months /03.05.2011	--
Line of credit	Alfa-Bank	300,000,000	RUB	up to 36 months /23.11.2012	--
Line of credit	Alfa-Bank	400,000,000	RUB	up to 36 months /23.11.2012	--
Line of credit	Alfa-Bank	250,000,000	RUB	up to 36 months /25.11.2012	--
Line of credit	Alfa-Bank	130,000,000	RUB	up to 36 months	--

				/30.11.2012	
Line of credit	Alfa-Bank	200,000,000	RUB	up to 36 months /30.11.2012	--
Line of credit	Alfa-Bank	25,000,000	RUB	up to 36 months /09.11.2012	--
Line of credit	Alfa-Bank	75,000,000	RUB	up to 36 months /28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months /28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months /28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months /28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months /28.12.2012	--
Liabilities under agreements effective as of September 30, 2010					
Line of credit	Gazprombank	400,000,000	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	295,000,000	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months / 10.12.2012	--
Line of credit	Sberbank	200,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	50,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	300,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	270,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	400,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.2011	--
Line of credit	Sviaz-Bank	0	RUB	over 18 months / 03.05.2011	--
Line of credit	Alfa-Bank	300,000,000	RUB	over 36 months / 23.11.2012	--
Line of credit	Alfa-Bank	400,000,000	RUB	over 36 months / 23.11.2012	--

Line of credit	Alfa-Bank	50,000,000	RUB	over 36 months / 25.11.2012	--
Line of credit	Alfa-Bank	130,000,000	RUB	over 36 months / 30.11.2012	--
Line of credit	Alfa-Bank	200,000,000	RUB	over 36 months / 30.11.2012	--
Line of credit	Alfa-Bank	25,000,000	RUB	up to 36 months / 09.11.2012	--
Line of credit	Alfa-Bank	75,000,000	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Liabilities under agreements effective as of December 31, 2010					
Line of credit	Gazprombank	300,000,000	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	295,000,000	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	0	RUB	36 months / 10.12.2012	--
Line of credit	Gazprombank	0	RUB	60 months / 17.11.2015	--
Line of credit	Gazprombank	200,000,000	RUB	60 months / 17.11.2015	--
Line of credit	Gazprombank	250,000,000	RUB	60 months / 17.11.2015	--
Line of credit	Gazprombank	450,000,000	RUB	60 months / 17.11.2015	--
Line of credit	Sberbank	200,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	250,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	300,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	350,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	400,000,000	RUB	18 months / 19.01.2012	--
Line of credit	Sberbank	340,000,000	RUB	over 36 months /	--

				24.12.2013	
Line of credit	Sberbank	0	RUB	60 months / 18.11.2015	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 19.06.2012	--
Line of credit	Sberbank	300,000,000	RUB	up to 18 months / 19.06.2012	--
Line of credit	Sberbank	200,000,000	RUB	up to 18 months / 19.06.2012	--
Line of credit	Sberbank	350,000,000	RUB	up to 18 months / 19.06.2012	--
Line of credit	Alfa-Bank	50,000,000	RUB	over 36 months / 23.11.2012	--
Line of credit	Alfa-Bank	300,000,000	RUB	over 36 months / 23.11.2012	--
Line of credit	Alfa-Bank	50,000,000	RUB	over 36 months / 25.11.2012	--
Line of credit	Alfa-Bank	50,000,000	RUB	over 36 months / 30.11.2012	--
Line of credit	Alfa-Bank	0	RUB	over 36 months / 30.11.2012	--
Line of credit	Alfa-Bank	25,000,000	RUB	up to 36 months / 09.11.2012	--
Line of credit	Alfa-Bank	75,000,000	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--
Line of credit	Alfa-Bank	0	RUB	up to 36 months / 28.12.2012	--

### **2.3.3. Issuer's liabilities for collateral pledged to third parties**

*There are no such liabilities*

### **2.3.4. Other liabilities of the Issuer**

*The Issuer does not have other liabilities not recognized on its balance sheet which can substantially affect its financial standing, liquidity, financing sources and conditions of their use, business performance and expenses*

### **2.4. Primary purposes of issue and intended use of funds raised from issue of securities**

*The Issuer did not place its securities through public offering in the reporting quarter*

## **2.5. Risks Involved with Acquiring of Issue Securities to Be Placed (Placed)**

The Issuer's risk management strategy:

The Company's risk management policies focus on timely identification and prevention of possible risks to minimize their negative impact on financial and business activities of the Company.

Risk management process includes the following phases:

- risk factors identification;
- risk assessment;
- selection of a risk management method.

Risk factors identification includes analyzing the data on the amount of risks, their interconnection and manageability as well as on the probability of losses associated with these risk factors and measures that could minimize possible losses or decreased income.

Risk assessment is based on the comprehensive research of the financial and business activities and external environment, the analysis of internal and external risk factors, building and analysis of outcomes for each risk factor as well as building mechanisms and models on the relationship of risk indicators and risk factors.

Risk assessment is performed after all risk indicators and sources have been identified and put into one of the following categories - existing risk, predictable risks and unpredictable risks.

The use of assessment methods depends on the category to which identified risks are assigned. As far as existing risks are concerned, the assessment uses, for example, estimates of expected losses and estimates of maximum decrease (at the fixed confidence level) in manageable indicators values provided that there are related data in the form of forecast estimates.

When assessing predictable risks, the focus is on building scenarios under which targeted indicators can decline down to threshold levels.

In some cases when the Issuer does not have enough statistical data, expert scenario modeling method is used.

The Issuer uses various methods to achieve an optimal (tolerable) risk level depending on the nature of business situation. The diversity of risk management methods applied can be divided into four types:

- risk aversion (avoiding unreliable partners and risky projects, business risks insurance, seeking for guarantors);
- risk localization (building working teams to complete risky projects);
- risk diversification (credit and investment portfolio diversification);
- risk compensation (strategic planning, monitoring of social and economic situation and regulatory environment, creating the system of reserves).

### **2.5.1. Industry Risks**

Projected development trend of the industry depends on the overall trend of social and economic development of the region and other industries of the Russian economy.

Consumer demand for the Issuer's industry services is steady and is subject to minor fluctuations. However, due to the crisis in the global and Russian economy and, thus, stagnation of real sector, there are risks of considerable decrease in the power consumption by industrial sector, which can lead to lower revenue from distribution grid services and, accordingly, poorer financial performance.

The Issuer generates most of its sales from power supply services to customers in 7 regions: Saratov Region, Samara Region, Ulyanovsk Region, Penza Region, Orenburg Region, Republic of Mordovia and Chuvash Republic.

Besides the Issuer other large grid companies operate on the territory of these regions, each confined to a certain area:



- in the Samara Region: “Samara Municipal Electric Power Grids”, CJSC, “Samara Grid Company”, CJSC, “Elektroset,” OJSC;
- in the Saratov Region: “Oblkommunenergo”, OJSC, “Saratov Enterprise of Municipal Electric Power Grids”, CJSC, “Gazpromenergo”, LLC, RZD OJSC “Privolzhye Railway” branch, “Energosbyt”, RZD OJSC “South-Eastern Railway” branch, “Promenergo”, LLC, “Balenergost”, LLC;
- in the Ulyanovsk Region: Municipal Unitary Enterprise “Ulyanovsk Municipal Electric Power Grids”, Ulyanovsk Grid Company, OJSC;
- in the Orenburg Region: South Ural Branch of “Gazpromenergo”, OJSC, State Unitary Enterprise “Orenburg Utility Electric Power Grids”;
- in the Penza Region: “Penzenskaya Gorelektroset”, CJSC, Municipal Enterprise “Gorelektroset” (Zarechny), Municipal Unitary Enterprise “Gorelektroset” (Kuznetsk), “Grid Company”, LLC, “Penzenskaya Electrotechnical Company”, LLC;
- in the Republic of Mordovia: “WATT” Technical Firm”, CJSC, “Life Support Systems”, LLC, “Elektroteploset”, LLC;
- in the Chuvash Republic: “Utility Technology”, LLC, “Kanash Municipal Electric Power Grids”, OJSC, Municipal Unitary Enterprise “Shumerlya Municipal Electric Power Grids”, “Gazpromenergo”, LLC.

The Issuer does not have risks associated with the possible changes in industrial commodity prices because the Issuer does not use commodities for its business.

Risks of changes in prices for materials, equipment and services used by the Issuer in its business are managed by conducting public tenders in accordance to the Regulation on Procedure for Carrying out Standardized Procurement of Goods, Works and Services for IDGC of Volga, OJSC.

According to applicable laws, an entity that provides power transmission services operates on the natural monopoly market where the business competition does not exist. The activity of such company is subject to government regulation.

Charges (prices) for services provided by the Issuer are set by regulating authorities of respective entities of the Russian Federation (Samara Region, Saratov Region, Ulyanovsk Region, Penza Region, Orenburg Region, Republic of Mordovia and Chuvash Republic) within the powers provided in the Federal Law on “Government Regulation of Charges for Power and Heat Energy in the Russian Federation” No. 41-FZ of April 14, 1995, according to which validity period of charges cannot be less than 12 months. Therefore, the risk of changes in charges is the lowest during one financial year.

There are no risks associated with changes in prices on foreign markets since the Issuer does not export its services.

### **2.5.2. Country and Regional Risks**

At the stage of formation of the report, the country is in the conditions of sufficient certainty as to its economic development: the task of transfer to an innovative model of economic development which has been put by the President and the Government is being performed. Besides, increase in energy efficiency and introduction of energy-saving technologies has been determined as one of priorities of further development.

On the other hand, the consequences of the global financial crisis have not been eliminated in full, due to which the risk of stagnation of the global economy still exists, in particular, with the USA and the European Union.

Further slowdown of global economic growth can't but affect Russian economy and power consumption, but, taking into consideration the government's policy of comprehensive support of real economy of the Russian Federation, the Company expects the lowest risks of decrease in power consumption in the mid-term.

In case of possible military conflicts, announcement of the state of emergency or strikes, the

Issuer faces the risk of suspension of its financial and business activities and non-receipt of a part of income from its core business activity.

Risks associated with geographic conditions the regions including increased risk of natural calamities, possible disruption of transportation networks due to remoteness and/or inaccessibility do not substantially affect the Issuer because such risks are not likely to occur in the regions in which the Issuer operates.

Thus, the Issuer does not forecast a significant impact of country and regional risks on its ability to meet liabilities for securities.

### **2.5.3. Financial risks**

#### *Risks related to revision of interest rates*

In connection with the downward trend of interest rates of credit agreements signed by the issuer and finance and credit companies that begins to show, and also observed downward trend of refinancing rate of the Russian Federation Central Bank, possible fluctuations of interest rates will not significantly affect finance and economic activity of the issuer, since share of credits and loans in the financing sources structure and share of expenses to cover interest for use of borrowed funds are negligible in the total sum of the issuer expenses.

According to the results of tenders held in 2009-2010 there has been a downward trend observed with regard to interest rates on borrowed funds. Besides, for 2010 the Issuer has reduced the total volume of credit mass, thus having additionally decreased the risk of interest rates rise.

It is worth noting that the Issuer is the subject of natural monopoly and selects finance and credit institutions through open single-stage tender in compliance with the requirements of the Federal Law No. 135-FZ dated July 26, 2006 "On Protection of Competition" and the Federal Law No. 94-FZ dated July 21, 2005 "On Placement of Orders for Supplies of Goods, Performance of Works, Rendering Services for State and Municipal Requirements".

According to the part 4.1. of the Article 9 of the Law No. 94-FZ dated July 21, 2005 "On Placement of Orders for Supplies of Goods, Performance of Works, Rendering Services for State and Municipal Requirements", the price of state contract is fixed and may not be modified in process of its fulfillment. Therefore, the risk of interest rates variation in credit agreements diminishes.

#### *Inflation risk*

Recently the status of the Russian economy is characterized by high rates of inflation. The table below provides data on inflation indices for the period from 31.12.1999 until 30.12.2010.

<b>Period</b>	<b>Inflation of the period*</b>
2010	8.8%
2009	8.8%
2008	13.3%
2007	11.9%
2006	9.0%
2005	10.9%
2004	11.7%
2003	12.0%
2002	15.1%
2001	18.6%

2000	20.1%
1999	36.5%

*\* data of Federal Service of State Statistics of the Russian Federation (Rosstat)*

According to the results of 2010, the inflation has made 8.8%. For the last two years a trend of inflation rates stabilization is beginning to show.

In whole influence of inflation factors at financial stability of the Issuer in the future is negligible.

According to the Issuer's estimate, mid-term chances of inflation growth in Russia within the specified limits are low due to declared intents of the Russian Federation Government and the Russian Federation Central Bank to implement anti-inflation policy.

In the specified situation the probability of the Issuer's failure to fulfill obligations on securities in actual terms of money is low.

#### *Risks related to variance in foreign currency exchange rates*

The Issuer engages into finance and economic activity exclusively in the domestic market and makes settlements in rubles. However, in process of investment activity, the issuer may be purchasing goods from foreign suppliers, cost of which directly depends on fluctuation of currencies. Therefore liability of the Issuer's financial state, liquidity and results of the Issuer's activity to the variances of the currency exchange rate is minimum.

*Liability of indices of the Issuer's financial reporting prepared in accordance with the Russian accounting standards to influence of specified financial risks.*

The following indices of financial reporting are most liable to variation as a result of influence of specified financial risks:

- accounts receivable – increased turnover time;
- accounts payable – increased turnover time;
- monetary funds – less free monetary funds;
- profit from the main activity – reduction.

These risks may be mitigated using the following methods:

- elaboration of a single development strategy and policy of realization of various aspects of finance activity in the Company;
- establishment of proper credit policy of the Company; raising credit resources to eliminate cash deficiency;
- establishment of budget policy and efficient performance of income and expenses plan;
- optimization of financial flows through strengthening of financial discipline;
- financial performance analysis in order to develop proposals for increase of profitability and improvement of efficiency, to save financial resources, to increase financial stability of the Company;
- optimization of costs management through reduction of expenses;
- efficient monitoring of accounts receivable;
- claims work with past-due accounts receivable;
- maintenance of corporate supervision over finance and economic activity of the issuer.

#### **2.5.4. Legal risks**

The Issuer is not engaged in exporting goods, works and services. Therefore, legal risks associated with the Issuer's business activities can occur only on the national market. Generally, risks associated with the Issuer's business activity are common for the majority of businesses operating within the territory of the Russian Federation.

Changes in laws on currency regulation and currency control cannot affect the Issuer's business activity because the Issuer's total amount of investments and major part of operating expenses are denominated in national currency and do not relate to transactions with foreign suppliers.

As with any other business, the Issuer is subject to tax regulations. In the Russian Federation these regulations currently include the Tax Code and a series of laws governing various taxes set by the federal and local authorities. Imposed taxes comprise value added tax, income tax, property tax, consolidated social tax and other deductions. Respective regulations often contain vague definitions or no definitions at all with minimal base. Moreover, various state ministries and agencies along their representatives often disagree on legal interpretation of different issues, creating uncertainty and ambiguity. Preparing and presenting of tax reports along with other components of regulation system are governed and supervised by various authorities which are legally entitled to imposed sizable fines, penalties and late fees. As a result, tax risks in Russia are higher than those in countries with more developed fiscal system.

The Issuer's management believes the Company fully adheres to tax laws related to its activities.

Risk of rising taxes is a key risk for the Issuer from this group.

Changes in regulations on customs control and duties cannot create any risks for the Issuer.

According to the laws of the Russian Federation, the Issuer's core business activity, power supply services, is not subject to obtaining a license.

The probability of changes in court practices related to the Issuer's activity (including licensing issues) are considered as low and cannot substantially affect the Issuer's activities since, pursuant to applicable laws, a leading case cannot become a source of law.

In case of changes in court practices regarding the Issuer's business, the Issuer intends to plan its financial and business activity with such changes in mind.

### **2.5.5. Risks associated with the Issuer's business activity**

The Issuer is currently not involved in court proceedings which could cause risks related to the Issuer's activity.

According to the laws of the Russian Federation, the Issuer's core business activity, power supply services, is not subject to obtaining a license.

The Issuer is currently not liable for debts of third parties including branches and dependent companies.

As power supply provider, the Issuer has no competitors since this type of business activity represents a natural monopoly. There are no risks associated with losing customers who make up not less than 10 percent of the Issuer's overall revenue from sales of goods (works, services).

## **III. Detailed information about the Issuer**

### **3.1. History of establishment and development of the Issuer**

#### **3.1.1. Information on the Issuer's business name**

The Issuer's full business name: *"Interregional Distribution Grid Company of Volga", Open Joint-Stock Company*

The Issuer's abbreviated business name: *IDGC of Volga, OJSC*

***Full or abbreviated business name of the Issuer (name if non-commercial organization) similar to a name of other legal person***

Names of such legal persons:

1. "Holding of Interregional Distribution Grid Companies", Open Joint-Stock Company (IDGC Holding, OJSC);
2. "Interregional Distribution Grid Company of Center", Open Joint-Stock Company (IDGC of Center, OJSC);
3. "Interregional Distribution Grid Company of North Caucasus", Open Joint-Stock Company (IDGC of North Caucasus, OJSC);
4. "Interregional Distribution Grid Company of Northwest", Open Joint-Stock Company (IDGC of Northwest, OJSC);
5. "Interregional Distribution Grid Company of Ural", Open Joint-Stock Company (IDGC of Ural, OJSC);
6. "Interregional Distribution Grid Company of Siberia", Open Joint-Stock Company (IDGC of Siberia, OJSC);
7. "Interregional Distribution Grid Company of South", Open Joint-Stock Company (IDGC of South, OJSC);
8. "Interregional Distribution Grid Company of Center and Privolzhye", Open Joint-Stock Company (IDGC of Center and Privolzhye, OJSC).

Notes necessary to avoid confusing the mentioned names:

To avoid confusion the Issuer's name with the names of above-mentioned interregional distribution grid companies, the Issuer advises focusing on geographical part of full and abbreviated names of such companies.

All previous names of the Issuer over its history

***The Issuer did not change its name over its history***

### **3.1.2. Information on State Registration of the Issuer**

Primary state registration number: *1076450006280*

Registration date: *29.06.2007*

Name of registering authority: *Interdistrict Tax Office of the Federal Tax Service of the Russian Federation No. 8 for the Saratov Region*

### **3.1.3. Information on Establishing and Development of the Issuer**

Information on the duration of the Issuer from the state registration date as well as business termination date if the Issuer has been established for a certain period of time or to achieve a definite purpose:

The duration of the Issuer from the state registration date to the approval date of Quarterly Report is 42 (forty-two) full months. The Issuer has been established to operate for indefinite period of time.

Brief description of the Issuer's establishment history and development. The Issuer's purpose, mission (if any) and other information on the Issuer's activities necessary for making decisions on purchasing securities of the Issuer:

The Issuer is registered on June 29, 2007 based on the decision of the sole founder OAO RAO UES of Russia (the Ordinance of the Chairman of the Management Board of OAO RAO UES of Russia of June 22, 2007 No. 191r) in compliance with the Civil Code of the Russian Federation, the Federal Law "On Joint-Stock Companies" and other bylaws of the Russian Federation.

IDGC of Volga, OJSC, is established to ensure effective management for the distribution grid complex of Volga in the course of implementing the investment stage of the reorganization of OAO RAO UES of Russia, which resulted in the subdivision of interregional distribution grid companies.

According to the structure of IDGC approved by the decision of the Board of Directors of OAO RAO UES of Russia (Minutes No. 250 of April 27, 2007), IDGC of Volga, OJSC included the following distribution grid companies (DGC):

- Volzhskaya IDC, OJSC;
- Mordovenergo, OJSC;
- Penzaenergo, OJSC;
- Orenburgenergo, OJSC;
- Chuvashenergo, OJSC.

The structure of IDGC of Volga, OJSC was based on the principle of territorial proximity and comparability of asset value of DGCs belonging to the group. Service area of IDGC of Volga, OJSC comprised service areas of DGCs belonging to its structure and consists of:

- Volzhskaya IDC, OJSC (comprises 15 branch distribution grid companies) operated on the territory of the Samara, Saratov and Ulyanovsk Regions with the total area of 200.28 thousand square kilometers and the population of 4,559.8 thousand of people; 9,818 employees;
- Mordovenergo, OJSC (comprises 3 branch distribution grid companies) operated on the territory of the Republic of Mordovia with the total area of 26.2 thousand square kilometers and the population of 876.1 thousand of people; 1,428 employees;
- Orenburgenergo, OJSC (comprises 6 branch distribution grid companies) operated on the territory of the Orenburg Region with the total area of 124 thousand square kilometers and the population of 2,150.4 thousand of people; 3,401 employees;
- Penzaenergo, OJSC (comprises 5 branch distribution grid companies) operated on the territory of the Penza Region with the total area of 43.3 thousand square kilometers and the population of 1,516 thousand of people; 2,497 employees;
- Chuvashenergo, OJSC (comprises 3 branch distribution grid companies) operated on the territory of the Chuvash Republic with the total area of 18.3 thousand square kilometers and the population of 1,299.3 thousand of people; 1,475 employees;

Total mileage of transmission lines of IDGC of Volga, OJSC is about 230,000 kilometers. Overall number of power substations serviced is more than 46,000 with the total power output of 56 billion kWh/year.

During the period from June 29, 2007 to March 31, 2008, IDGC of Volga, OJSC, provided management to DGCs belonging to its group in accordance to the structure of IDGC. As part of creating a targeted management model for DGCs and in accordance with decisions of the general meetings of shareholders of DGCs, the agreements on delegation of powers of sole executive bodies of DGCs to IDGC of Volga, OJSC, were concluded on October 1, 2007 on the terms and conditions approved by the Board of Directors of DGCs.

On December 03, 2007, the Federal Antimonopoly Service of Russia approved the

reorganization of IDGC of Volga, OJSC by affiliating with Volzhskaya IDC, OJSC, Mordovenergo, OJSC, Orenburgenergo, OJSC, Penzaenergo, OJSC, and Chuvashenergo, OJSC (Opinion No. AG/23341).

On December 25, 2007, Unscheduled General Meeting of Shareholders of the Company made a decision (Minutes of December 25, 2007 No. 1795pr/8) on the reorganization of IDGC of Volga, OJSC by affiliating with Volzhskaya IDC, OJSC, Mordovenergo, OJSC, Orenburgenergo, OJSC, Penzaenergo, OJSC, and Chuvashenergo, OJSC and on the approval of the Agreement on Affiliation of DGCs to IDGC of Volga, OJSC.

Unscheduled General Meeting of Shareholders of IDGC of Volga, OJSC, also decided to increase the authorized capital of the Company through the placement of additional ordinary shares in the amount of 178,515,200,000 (one hundred and seventy-eight billion, five hundred and fifteen million, two hundred thousand) shares. The method of placement is conversion of affiliated joint-stock companies into additional ordinary shares of IDGC of Volga, OJSC in the procedure stipulated in the Agreement on Affiliation.

On April 1, 2008, the reorganization of “Interregional Distribution Grid Company of Volga”, Open Joint-Stock Company was completed by affiliating with five regional grid companies: Volzhskaya IDC, OJSC, Mordovenergo, OJSC, Orenburgenergo, OJSC, Penzaenergo, OJSC and Chuvashenergo, OJSC. As of April 1, 2008, DGCs affiliated to IDGC of Volga, OJSC, ceased their activities as independent legal persons and began operating as branches: Mordovenergo, Orenburgenergo, Penzaenergo, Samara Distribution Grids, Saratov Distribution Grids, Ulyanovsk Distribution Grids, Chuvashenergo.

IDGC of Volga, OJSC is currently a consolidated managing company with headquarters in Saratov.

According to the Order of the Federal Tariff Service (FTS) No. 237-e of June 27, 2008, IDGC of Volga, OJSC was entered into the register of natural monopolies in energy sector.

The mission of the Issuer is effective use of distribution grid assets of the Company, maintaining their reliability and raising investment resources for the benefit of each shareholder and the whole Company.

Strategic goals of the Issuer:

- ensuring system reliability and safety for maintaining sustainable operation of the distribution grid complex and safe operation of major and auxiliary equipment and facilities and prevention of health hazards;

- sustainable enhancing of power supply services, increasing their volume and ensuring environmental safety, which promotes the growth in the Company's value while improving the infrastructure for economic growth of the region;

- growing the value of the Company which implies a steady income growth, increased profitability, expanding and improving the Company's asset portfolio, which will ensure meeting the shareholders' interests, will make the Company and its projects attractive for investors as well as make it possible to evaluate the performance of management and how effective resources are used.

The reorganization of OAO RAO UES of Russia was completed on July 1, 2008. Based on the Reorganization Balance Sheet of OAO RAO UES of Russia, the shares of IDGC of Volga, OJSC in the amount of 120,765,085,671 shares which makes 67.6260% of the authorized capital of IDGC of Volga, OJSC were transferred to the ownership of IDGC Holding, OJSC.

#### **3.1.4. Contact details**

Issuer's place of location: *Pervomayskaya Str., 42/44, Saratov, 410031, the Russian Federation*

Location of permanent executive body of the Issuer: *Pervomayskaya Str., 42/44, Saratov, 410031, the Russian Federation*

Mailing address: *Pervomayskaya Str., 42/44, Saratov, 410031, the Russian Federation*

Telephone: (8452) 30-26-59

Fax: (8452) 28-53-70, 28-54-10

E-mail: *office@mrsk-volgi.ru*

Internet-page providing information on the Issuer and the securities placed and/or to be placed by the Issuer *www.mrsk-volgi.ru*

Information on a special business unit of the Issuer for cooperation with shareholders and investors of the Issuer: *Corporate Governance Department*

Location of the unit: *Pervomayskaya Str., 42/44, Saratov, 410031, the Russian Federation*

Telephone: (8452) 30-24-89

Fax: (8452) 28-34-82

E-mail: *yg.burceva@mrsk-volgi.ru*

Internet Page: *not available.*

### **3.1.5. Taxpayer Identification Number**

*6450925977*

### **3.1.6. Branches and Representative Offices of the Issuer**

*There were no changes in the list of branches and representative offices of the Issuer in the reporting quarter.*

## **3.2. Issuer's Core Business Activity**

### **3.2.1. Issuer's Industry**

OKVED codes
40.10.2
40.10.3
40.10.5
64.20.11
74.14
74.15.2
55.51
60.24.1
60.24.2
70.2

### **3.2.2. Issuer's Core Business Activity**

The information is not specified in the report for quarter 4

### **3.2.3. Materials, Goods (Raw Material) and Suppliers of the Issuer**



The information is not specified in the report for quarter 4

### **3.2.4. Markets for the Issuer's Goods (Works, Services)**

Major markets where the Issuer operates:

The Issuer is operating within the territory of 7 constituent entities of the Russian Federation: the Chuvash Republic ("Chuvashenergo" branch), the Republic of Mordovia ("Mordovenergo" branch), Orenburg Region ("Orenburgenergo" branch), Penza Region ("Penzaenergo" branch), Saratov Region ("Saratov Distribution Grids" branch), Samara Region ("Samara Distribution Grids" branch) and Ulyanovsk Region ("Ulyanovsk Distribution Grids" branch). Core business activities include power supply services and services for technological connection of power receivers (power systems) of legal and natural persons to power grids. Above-mentioned activities are performed within the territory of 7 constituent entities of the Russian Federation: the Chuvash Republic, the Republic of Mordovia, Orenburg Region, Penza Region, Saratov Region, Samara Region and Ulyanovsk Region. Major customers of the Issuer are distribution companies emerged as a result of the reorganization of OAO RAO UES of Russia: "Samaraenergo", OJSC, "Saratovenergo", OJSC, "Ulyanovskenergo", OJSC, "Mordovia Power Distribution Company", OJSC, "Penzaenergobyt", OJSC, "Orenburgenergobyt", OJSC, "Chuvashia Power Distribution Company", OJSC and the consumers operating on the wholesale and retail power market including the largest consumers "Mezhregionenergobyt", OJSC and "Rusenergobyt", LLC. The number of the Issuer's customers is expected to grow rapidly due to changes in the power industry and on-going campaign promoting signing "direct" contracts on power supply services.

Factors that could adversely affect the distribution of the Issuer's goods (works, services) and the Issuer's expected actions to reduce such risks:

- Decline in the volume of rendered services due to the decrease in power consumption by large manufacturers and because of the increase in the amount of technical (due to physical deterioration of power supply facilities) and commercial (due to non-metered power consumption, undermetering) losses of power. IDGC of Volga, OJSC is using the Scheme on Losses Reduction and improving the power supply metering systems to reduce the amount of losses;
- Non-fulfillment of contractual payment obligations before the Issuer by power distribution companies established as a result of the reorganization of OAO RAO UES of Russia, due to crisis developments in the Russian economy. Major method to lower the risk of non-payment is signing direct contracts on power supply services with large industrial consumers and independent power distribution companies;
- Physical deterioration of machinery and plant. In order to minimize this negative factor, IDGC of Volga, OJSC is implementing investment programs to ensure the modernization of existing and introduction of new production facilities;
- Lack of qualified professionals. The management of IDGC of Volga, OJSC takes measures to implement relevant personnel training programs, ensures the participation of personnel in workshops and research-to-practice conferences as well as creates programs of sharing expertise between employees of regional distribution grid complexes.

### **3.2.5. Information on licenses held by the Issuer**

License Issuing Body: *Federal Environmental, Industrial and Nuclear Supervision Service*

Number: *VP-51-001493 (K)*

Type(s) of activity: *operating explosive industrial facilities*

Date of issue: **20.03.2009**

Expiry date: **20.03.2014**

License Issuing Body: **Ministry of Regional Development of the Russian Federation**

Number: **GS-4-64-01-1026-0-6450925977-007923-1**

Type(s) of activity: **designing of buildings and structures, excluding structures intended for seasonal or auxiliary use**

Date of issue: **23.10.2008**

Expiry date: **13.06.2011**

License Issuing Body: **Ministry of Regional Development of the Russian Federation**

Number: **GS-4-64-01-1027-0-6450925977-007924-1**

Type(s) of activity: **construction of buildings and structures, excluding structures intended for seasonal or auxiliary use**

Date of issue: **23.10.2008**

Expiry date: **12.12.2010**

License Issuing Body: **Federal Agency for Technical Regulation and Metrology**

Number: **001756-R**

Type(s) of activity: **repair of metering tools**

Date of issue: **28.02.2006**

Expiry date: **28.02.2011**

License Issuing Body: **Federal Environmental, Industrial and Nuclear Supervision Service**

Number: **OT-00-009635 (00)**

Type(s) of activity: **collection, use, decontamination, transportation and storage of hazardous waste**

Date of issue: **11.02.2009**

Expiry date: **10.02.2014**

License Issuing Body: **Directorate of Federal Security Service of Russia for the Saratov Region**

Number: **975**

Type(s) of activity: **use of information classified as state secret**

Date of issue: **08.10.2008**

Expiry date: **08.10.2011**

License Issuing Body: **Subsurface Resources Directorate for the Saratov Region**

Number: **SRT-01291-VE**

Type(s) of activity: *subsurface use permit*

Date of issue: *29.04.2009*

Expiry date: *28.04.2034*

### **3.2.6. The Issuer's joint-venture activity**

*The Issuer is not engaged in joint-ventures with other organizations*

### **3.3. The Issuer's Outlook**

Strategic development of the Company is aimed at building innovative and efficient distribution grid complex that is able to meet the demands of economic growth and social modernization in the regions where the Company operates.

Major strategic goal of the Company can be achieved provided that the following strategic objectives are completed:

- increasing the effectiveness of distribution grid complex;
- modernization and building new infrastructure for distribution grid complex based on a large-scale innovative reconstruction;
- improving the investment attractiveness of the Company.

To achieve these objectives IDGC of Volga, OJSC needs to focus on the following targets:

- to reduce the physical deterioration of distribution grid assets by 50% by 2020;
- to increase the operating effectiveness to the level of effectiveness of distribution grid companies in advanced economies by 2020;
- to create the reserve of power grids capacity that would outrun the demands of economic growth for 3 years by 2020;
- to ensure the profitability of investments in the distribution grid complex at the level of profitability of companies with comparable market risks in Russia;
- to raise funds needed to implement massive fixed assets renewal for higher reliability and quality of services and more efficient business activity of distribution grid companies;
- to introduce state-of-the-art technologies in the area of power distribution and transmission.

These goals require both additional major financial resources and high-quality power transmission improvements.

The Company drew up the principal directions in work:

- 1) to increase the reliability and quality of services and provide system safety by implementing repair and investment programs;
- 2) to improve operational effectiveness by implementing cost-cutting schemes;
- 3) to ensure business integration, power grids consolidation and bigger market presence;
- 4) to increase the investment attractiveness of the company through planned transition to RAB-regulation.

New charging policy would provide long-term regulation of charges to ensure return on investment for investors.

Transition to RAB has the following advantages:

- reliable economic and long-term budget planning in regions;
- ensuring good value for money in power transmission and supply services;
- release of funds from existing investment income to settle payables;
- attractiveness for investors built on transparent and guaranteed return on investment.

### **3.4. The Issuer's participation in industrial, bank and financial groups, holdings, corporate groups and associations**

Name of the group, holding, corporate group or association: ***The Issuer is a part of the group of companies "IDGC Holding", Open Joint-Stock Company (hereinafter referred to as Holding)***

Entry year: **2008**

Status (role) and functions of the Issuer in the Holding:

Taking into consideration that Holding's stake in the authorized capital of the Issuer amounts to 67.626%, IDGC of Volga, OJSC, according to the Articles 105, 106 of the Civil Code of the Russian Federation, is considered as branch and affiliated company to the Holding.

The Issuer performs the following major functions within the Holding:

- implementing the integrated power policy initiated by the Government of the Russian Federation and IDGC Holding, OJSC at the regional level;
- ensuring the reliability of distribution grid complex;
- implementing long-term investment programs in power industry;
- preventing crisis developments in the power industry;
- creating benefits for customers and shareholders.

### **3.5. Branches and affiliated business entities of the Issuer**

1. Full business name: ***"Social Sphere-M", Open Joint-Stock Company***

Abbreviated business name: ***Social Sphere-M, OJSC***

Location: ***50, Lenin Avenue, Saransk, Republic of Mordovia, 430003, Russia***

TIN: ***1326185581***

PSRN: ***1021300973033***

Branch: ***Yes***

Affiliated company: ***Yes***

Grounds for a company to be considered as a branch or affiliated company to the Issuer: ***The Issuer owns more than 50% of voting shares. The company is considered as a branch since the Issuer has the power to determine decisions made by this company using its controlling stake. The company is considered as an affiliated company since the Issuer has more than twenty percent of voting shares of the joint-stock company.***

Share of the Issuer in the authorized capital, %: ***100***

Amount of affiliated company's ordinary shares held by the Issuer, %: ***100***

Share of affiliated company in the authorized capital of the Issuer, %: ***0***

The affiliated company's portion of ordinary shares of the Issuer, %: ***0***

Core business activities of affiliated company. Relation of affiliated company's activities to the business activity of the Issuer: recreation and resort services; lodging, catering and medical treatment and prevention services.

Non-core activity.

Members of the Board of Directors of Affiliated Company

***Board of Directors is not stipulated in the Charter***

Sole Executive Body of Affiliated Company:

Full name	Year of birth	Share of the person in the authorized capital of the Issuer, %	The person's portion of ordinary shares of the Issuer, %
Sedin, Sergey Borisovich	1961	0	0

Members of Collegial Executive Body of Affiliated Company

***Collegial Executive Body is not stipulated in the Charter***

2. Full business name: "***Chuvash Motor Transport Company***", ***Open Joint-Stock Company***

Abbreviated business name: ***ChAK, OJSC***

Location: ***21, Promyshlennaya Str., Novocheboksarsk, Chuvash Republic, 429954, Russia***

TIN: ***2124021783***

PSRN: ***1042124002117***

Branch: ***Yes***

Affiliated company: ***Yes***

Grounds for a company to be considered as a branch or affiliated company to the Issuer: ***The Issuer owns more than 50% of voting shares. The company is considered as a branch since the Issuer has the power to determine decisions made by this company using its controlling stake. The company is considered as an affiliated company since the Issuer has more than twenty percent of voting shares of the joint-stock company.***

Share of the Issuer in the authorized capital, %: ***99.99***

Amount of affiliated company's ordinary shares held by the Issuer, %: ***99.99***

Share of affiliated company in the authorized capital of the Issuer, %: ***0***

The affiliated company's portion of ordinary shares of the Issuer, %: ***0***

Core business activities of affiliated company. Relation of affiliated company's activities to the business activity of the Issuer: transportation services; operation, maintenance and repair of vehicles.

Providing transportation services to "Chuvashenergo", the branch of IDGC of Volga, OJSC.

Members of the Board of Directors of Affiliated Company:

Full name	Year of birth	Share of the person in the authorized capital of the Issuer, %	The person's portion of ordinary shares of the Issuer, %
Zaretskiy, Dmitriy Lvovich	1967	0.00052	0.00052
Puchkova, Irina Yurievna	1963	0	0
Tkacheva, Olga Vladimirovna	1961	0	0

Fedoseyev, Alexey Yurievich	1976	0	0
Shashurin, German Lvovich	1969	0	0

Sole Executive Body of Affiliated Company:

Full name	Year of birth	Share of the person in the authorized capital of the Issuer, %	The person's portion of ordinary shares of the Issuer, %
Shashurin, German Lvovich	1969	0	0

Members of Collegial Executive Body of Affiliated Company

*Collegial Executive Body is not stipulated in the Charter*

3. Full business name: *"Solnechniy" Sanatorium-Preventorium", Open Joint-Stock Company*

Abbreviated business name: *"Solnechniy" Sanatorium-Preventorium", OJSC*

Location: *58, Turbinnaya Str., Orenburg, 460023, Russia*

TIN: *5611031844*

PSRN: *1045607457345*

Branch: *Yes*

Affiliated company: *Yes*

Grounds for a company to be considered as a branch or affiliated company to the Issuer: *The Issuer owns more than 50% of voting shares. The company is considered as a branch since the Issuer has the power to determine decisions made by this company using its controlling stake. The company is considered as an affiliated company since the Issuer has more than twenty percent of voting shares of the joint-stock company.*

Share of the Issuer in the authorized capital, %: *99.99*

Amount of affiliated company's ordinary shares held by the Issuer, %: *99.99*

Share of affiliated company in the authorized capital of the Issuer, %: *0*

The affiliated company's portion of ordinary shares of the Issuer, %: *0*

Core business activities of affiliated company. Relation of affiliated company's activities to the business activity of the Issuer: *medical, recreation and resort, fitness and recovery services.*

Non-core activity.

Members of the Board of Directors of Affiliated Company:

Full name	Year of birth	Share of the person in the authorized capital of the Issuer, %	The person's portion of ordinary shares of the Issuer, %
Zhidkova, Nina Nikolaevna	1959	0.002	0.002
Katelin, Sergey Gennadyevich (Chairman)	1968	0	0

Puchkova, Irina Yurievna	1963	0	0
Stepanova, Maria Dmitrievna	1982	0	0
Shapiro, Ekaterina Grigoryevna	1947	0	0

Sole Executive Body of Affiliated Company:

Full name	Year of birth	Share of the person in the authorized capital of the Issuer, %	The person's portion of ordinary shares of the Issuer, %
Shapiro, Ekaterina Grigoryevna	1947	0	0

Members of Collegial Executive Body of Affiliated Company

*Collegial Executive Body is not stipulated in the Charter*

**3.6. List, Structure and Value of the Issuer's Fixed Assets, Information on Plans for Acquisition, Replacement and Retirement of Fixed Assets as well as All Facts about Impairment of Fixed Assets of the Issuer**

**3.6.1. Property, Plant and Equipment**

Not specified in the report for quarter 4

**IV. Information on Financial and Business Activities of the Issuer**

**4.1. Results of Financial and Business Activities of the Issuer**

**4.1.1. Profit and Losses**

Not specified in the report for quarter 4

**4.1.2. Factors that Affected the Amount of Revenue from Sales of Goods, Products, Works, Services and the Amount of Profit (Loss) of the Issuer from Core Business Activity**

Not specified in the report for quarter 4

**4.2. Liquidity of the Issuer, Sufficiency of Equity and Current Assets**

Not specified in the report for quarter 4

**4.3. Amount and Structure of Equity and Current Assets of the Issuer**

**4.3.1. Amount and Structure of Equity and Current Assets of the Issuer**

Not specified in the report for quarter 4

**4.3.2. Financial Investments of the Issuer**

Not specified in the report for quarter 4

**4.3.3. Intangible Assets of the Issuer**

Not specified in the report for quarter 4

#### **4.4. Data on policy and expenses of the Issuer in the field of scientific and technical development, with regard to licenses and patents, new researches and developments**

1. Issuer's policy in the field of scientific and technical development:

1.1. Representatives of IDGC of Volga, OJSC have participated in the following events:

- Scientific and Technical Workshop "Up-to-date solutions for lightning protection of high-voltage transmission lines of 6-220 kV" (on November 16, 2010 in Saint Petersburg);

- International Exhibition "Russian Electrical Grids-2010" (from November 29 till December 03, 2010 in Moscow);

and attended the following training courses:

- advance training courses "Overload of power grids of 110 kV or more and methods of overload limitation" taken place in Advanced Training Power Institute of St. Petersburg on November 22-27, 2010 in St. Petersburg;

- training courses on non-destructive ultrasound test method taken place in Scientific Training Center Kachestvo on December 05-18, 2010 in Moscow.

1.2. During new construction, technical upgrading and reconstruction, and also in operation of electrical equipment and materials, worn and obsolescent equipment is replaced for new one, which provides for improved reliability of equipment under normal and abnormal modes of operations, higher safety level.

2. The Issuer does not own items of intellectual property (patents for invention, useful model or industrial sample, trademarks or service marks).

3. The Issuer hasn't created or ensured the legal protection of items of intellectual property over the period of its existence. Expenses for legal protection of items of intellectual property or results of intellectual activity have not been incurred by the Issuer.

The Issuer has obtained the following certificates for trademarks (service marks) registered on the Public Register of Trademarks and Service Marks.

April 29, 2008:

- trademark certificate No. 349047 under inquiry No. 2007730029;

- trademark certificate No. 349048 under inquiry No. 2007730031;

- trademark certificate No. 349049 under inquiry No. 2007730033.

December 3, 2008:

– trademark certificate No. 366456 under inquiry No. 2007730032.

December 5, 2008:

- trademark certificate No. 366537 under inquiry No. 2007730028.

#### **4.5. Analysis of Tendencies in the Issuer's Core Business Activity**

The following information is based on opinions of the Issuer's management bodies.

Outline of development trends in the industry where the Issuer performs its main business activity:

Historically, the power industry is the key for the Russian economy. As part of the energy



sector, the industry influences all industries and serves as an indicator of economic stability in the country.

The development of power industry in the period from 2000 to 2008 was primarily characterized by turnaround of negative power practices formed in mid 90s and the growth in power consumption emerged in 1999. Rising industrial production was accompanied by the increase in solvency of manufacturers - consumers of power and heat energy, which allowed to solve the problem of non-payment in the power industry.

The country's economic growth along with structural reforms that go along with this growth sets a new goal for the power industry. At this new stage, the power industry is challenged to provide the infrastructure that would enable the creation of new or expansion of existing industrial facilities at locations required by the nature of emerging manufacturing enterprises. The achievement of this goal would require accelerated development of grid and equipment components of the power industry and its increased flexibility.

Major development trends in the industry in the period from 2002 to 2005:

- setting up infrastructure wholesale companies: System Operator SO-CDA UES, OJSC; UNEG Management Company FGC UES, OJSC; Trading System Administrator - NP ATS;
- arrangement and commencement of the reorganization of AO-energo, establishing power generating, sales, grid (distribution and dispatch) companies;
- opening of the free wholesale power market “5-15”;
- opening of the free wholesale electrical capacity market.

It is important to point out negative effects caused by global financial and economic crisis. Positive economic growth developed in the period from 2000 to the first half of 2008 was followed by a slowdown in the fourth quarter in 2008 and then the decline in power consumption by large metal manufacturers and engineering manufactures.

Negative effects lingered throughout 2009. For instance, the amount power supply to the grids of IDGC of Volga dropped 8.2% for 12 months of 2009 compared to the same period in 2008.

The growth tendency as to the supply of energy that developed in the period fourth quarter of 2009 – first quarter 2010, continues in the fourth quarter of 2010 due to the growth of power consumption by major industrial enterprises in connection with the general improvement of the economic climate in Russia.

Changes in regulations in the course of power industry reorganization:

1. As of January 01, 2006, power generating companies belonging to OAO RAO UES of Russia, emerged a result of reorganization of AO-energo and FGC UES, OJSC, entered the wholesale power market. This led to the revision of the information exchange practices with market players and tightening of requirements on power metering at DGCs.
2. Approval and enactment of the Transitional Rules for Retail and Wholesale Power Market as of September 01, 2006 (the Ordinance of the Government of the Russian Federation No. 529 and 530 of August 31, 2006). In addition to the transformation of the existing structure of the wholesale power market and clear standardization of the functions of each entity operating on the wholesale and retail power market, these regulations changed the payment procedures for services provided by DGCs and their relationships with customers.
3. Changes in the charging policy for services provided by FGC UES, OJSC as of July 01, 2006. Introduction of new rules for the pricing policy of UNEG (changing to announced capacity based charges) allowed DGCs to more precisely plan for the volume and cost of services provided by FGC UES, OJSC from 2006 and later.
4. Changes in the charging policy for services provided by distribution grid companies as of January 01, 2008 that introduced double-rate charges for the transmission of power including the rate for grid maintenance (per announced capacity), and the rate for covering losses (per actual amount of

transmitted power).

5. Setting equal charges for power transmission services are provided in requirements laid down by the FTS and the Government of the Russian Federation. Apart from setting an equal charge for power transmission services in regions, this relationship model requires DGCs to conclude contracts on power transmission to end users with every power grid company operating in their region.

Factors having significant effect on the condition of the industry: reorganization pace, availability of regulatory base in particular; solvent demand from customers; technical condition of plant and machinery.

Overall assessment of the Issuer's performance in the industry

IDGC of Volga, OJSC successfully meets its objectives of nationwide importance to provide reliable and steady power supply to customers from every industry in the economy.

Power supply industry was hurt by global financial and economic crisis. Developed during the 1-3 quarters of 2008 a positive growth in productive supply due to booming local markets was followed by a slowdown in the 4<sup>th</sup> quarter of 2008 and then the decline in the amount of power supply caused by shrinking output by large manufacturers.

For the first 9 months of 2009, power consumption in the service area of IDGC of Volga, OJSC, was an average 89% against the actual amount in 2008.

In the 4<sup>th</sup> quarter of 2009, the amount power supply to the grids of IDGC of Volga, OJSC, reached the level of the "crisis" 4<sup>th</sup> quarter of 2008.

In the first quarter of 2010, the growth of the power transmission and consumption was seen compared to the first quarter of 2009; this growth continued in the second, third and fourth quarters of 2010.

Scope of services of IDGC of Volga, OJSC of power transfer (for data comparability, useful distribution is provided within the borders of balance inventory of IDGC of Volga, OJSC) in Q4 2010 has made 15,258 mln kWh, which is by 2.4% higher than planned and by 2.44% more than for a similar period of 2009. For 12 months of 2010 useful distribution of IDGC of Volga, OJSC within the borders of balance inventory of IDGC of Volga, OJSC has made 56,368 mln kWh, which is by 4.42% higher than planned and by 5.65% more than for a similar period of 2009.

Proceeds from rendering services of power transfer in Q4 2010 have made 10,316 mln RUB (VAT not included), which is lower than planned by 17.863 mln RUB (-0.2%). For 12 months of 2010 proceeds from rendering services of power transfer has made 38,737 mln RUB (VAT not included), which is higher than planned by 939.4 mln RUB (+2.5%).

Losses of power for Q4 2010 have made 1,236 mln kWh, which is by 5.7% lower than planned, besides, relative value of losses has made 7.5%, while planned value is 8.09%. Costs for losses compensation have made 2,980 mln RUB (VAT not included), relatively planned value has been exceeded by 135.4 mln RUB (+4.8%). For 12 months of 2010 losses of power have made 4,176 mln kWh, which is by 3.4% lower than planned, besides, relative value of losses has made 6.9%, while planned value is 7.41%. Costs for losses compensation for 12 months of 2010 have made 9,730 mln RUB (VAT not included), relatively planned value has been exceeded by 375.2 mln RUB (+4.0%). Increased costs for losses compensation have been caused by higher level of uncontrolled price.

In general, IDGC of Volga, OJSC assesses the results of its activities as relevant to the current trends in the sector in which it carries out its activities.

#### **4.5.1. Analysis of Factors and Conditions Affecting the Issuer's Activity**

Factors and conditions affecting the Issuer's activity and the results of such activity, and outlook for the duration of mentioned factors and conditions:

Power industry reorganization and extensive government regulation of the industry (including charging policy) represent the major factors affecting the power industry and the Issuer's activity.

Factors and conditions that could substantially affect the activity of companies managed by the

Issuer include:

- overstatement of announced (contractual) capacity factored in when calculating charges for power transmission compared to the value in a forecast balance of the RF FTS; possible non-payment of customers for contractual capacity factored in when calculating charges;
- decrease in actual power consumption compared to the values budgeted when calculating charges for power transmission services;
- FGC UES, OJSC refusal to perform the contracts of use of the components of power grid industry (last mile agreements) from January 01, 2011;
- setting limiting charges for power transmission by the Federal Tariff Service of Russia which do not fully reflect financial expenditures of the Company needed to ensure reliable and steady operation and its further growth;
- increasing emergency risk due to physical deterioration of machinery and plant. Physical deterioration and obsolescence of plant and machinery, increased requirements on reliability and safety of operation, higher risk of severe accidents related to the destruction of power supply facilities, all call for emphasis on the reliability and safety issues.

These factors are components of the overall development trend in the Issuer's market. In the Issuer's opinion, they could make a lasting effect on the Issuer's activity in the mid-term.

Measures which are being undertaken by the Issuer and measures which the Issuer plans to undertake in future in order to minimize the negative impact of factors and conditions affecting the Issuer's activity:

In the Issuer's opinion, the following are the most effective ways to reduce the negative impact of factors and conditions affecting the Company's activity at present and in near future:

- cooperation with customers on formation of the scheduled balances of power applied to charges calculation which take into account the economic interests of the grid company and the participants of the sector of power supply;
- reaching an economically viable level of charges for energy sources while striking a balance of economic interests between energy companies and power consumers;
- providing investment-friendly environment in the power industry;
- team working on the discussion of development plan for constituent entities of the Russian Federation to ensure more accurate and precise planning for power industry development;
- increasing the effectiveness of local power industry;
- creating an integrated power grid environment in the regions to increase the reliability of power supply;
- reaching an economically viable level of charges for energy sources while striking a balance of economic interests between energy companies and power consumers.

Substantial events/factors which may have a substantially negative impact on the Issuer's achievement of the same or better results in future compared with those achieved for the last reporting period. Probability of occurrence of such events/factors:

- introduction of limiting charges by the Federal Tariff Service of Russia which do not fully reflect financial expenditures of the Company needed to ensure reliable and steady operation and its further growth;
- continuation of financial and economic crisis in the global and Russian economy for an indefinite period;
- progress of the Russian power industry reorganization;
- increase in prices for component parts, materials and equipment.

The probability of occurrence of these factors is considered by the Issuer as high. These factors are beyond the Issuer's control.

Substantial events/factors which may improve the Issuer's performance, the probability of their occurrence and their duration:

- implementation of long-term projects, attracting long-term investments at minimal cost;
- effective allocation of risks among all participating parties;
- creation of incentives to increase company's effectiveness by cutting down costs and investing in advanced technologies;
- ensuring fair price for power supply services consistent with the reliability and quality of services;
- dramatic improvement of payment discipline of the consumers of power;
- adjusting charges for power supply to economically viable levels to ensure both proper maintenance of fixed assets and investment potential of the industry.

The growth of profit from providing power supply services can be primarily achieved by cutting down costs, minimization of losses through modernization of worn equipment and increasing the volume of services through expansion of facilities.

Actions undertaken by the Issuer and actions which the Issuer plans to undertake in future to use these factors and conditions effectively:

In order to use above mentioned factors and conditions effectively, the Issuer is undertaking and plans to undertake in future the following actions:

- ensuring a steady growth of effectiveness of all organizational components of the Issuer;
- implementing active investment policy aimed at the modernization of deteriorated electrical equipment, developing the power industry and commissioning new facilities.

Measures which are being undertaken by the Issuer and measures which the Issuer plans to undertake in the future in order to minimize the negative impact of factors and conditions affecting the Issuer's activity:

In order to minimize the negative impact of factors and conditions affecting the Issuer's activity, the Issuer is undertaking and plans to undertake in the future the following actions:

- modernization of fixed assets;
- prevention of non-payment by power consumers;
- tightening financial controls and reducing costs.

According to the results of 2010, the gross profit of the Company has made 2,780,123 KRUB. Three components may be separated in the structure of gross profit:

- profit from services of power transmission;
- profit from services of technological connection;
- profit received for other goods (services), from main and other activities.

Profit from services of power transmission for 2010 has made 2,402,419 KRUB.

Influence of the main indices at financial result is given in the table below.

#### **Factor Analysis of Influence from Modification of Production and Economic Indices at Financial Performance of the Company for 2010**

No.	Indices	Compared to the similar period of 2009	
		Absolute value of indices, variance: (+) incr., (-) decr.	Influence at financial result (+) profit, (-) loss
1	2	3	4
<b>1.</b>	<b>Variance in volume of distributed products, total</b>	<b>10,102,153</b>	<b>10,102,153</b>

1.1.	<i>Services of power transmission</i>	10,245,011	10,245,011
	also as a result of the following:		
1.1.2.	variance in useful power distribution	1,350,565	1,350,565
1.1.3.	variance in average distribution tariff for power transmission	8,894,446	8,894,446
	Services of technological connection	-116,987	-116,987
	Other services	-25,871	-25,871
<b>2.</b>	<b>Variance of product COGS, total including</b>	<b>10,427,547</b>	<b>-10,427,547</b>
2.1.	<i>services of power transmission</i>	10,423,313	-10,423,313
2.2.	<i>services of technological connection</i>	20,150	-20,150
2.3.	<i>other products</i>	-15,916	15,916
<b>3.</b>	<b>Variance of costs to cover services of FGC UES, OJSC</b>	<b>2,177,826</b>	<b>-2,177,826</b>
<b>4.</b>	<b>Services of distribution grid companies</b>	<b>3,479,152</b>	<b>-3,479,152</b>
<b>5.</b>	<b>Variance of costs for purchased energy, total</b>	<b>4,002,871</b>	<b>-4,002,871</b>
	including		
	variance of costs for purchased energy for compensation of		
5.1.	losses, total	3,959,180	-3,959,180
	variance of volume of purchased energy for compensation of		
5.1.2.	losses, total	-102,404	102,404
5.1.3.	variance of average tariff to cover losses	4,061,584	-4,061,584
<b>6.</b>	<b>Variance of conditionally fixed costs, total</b>	<b>767,698</b>	<b>-767,698</b>
	also as a result of the following:		
6.1.	variance of repair costs	182,341	-182,341
<b>7.</b>	<b>TOTAL variance of gross profit</b>	<b>X</b>	<b>-325,394</b>
7.1.	<i>services of power transmission</i>	<b>x</b>	<b>-178,303</b>
7.2.	<i>services of technological connection</i>	<b>x</b>	<b>-137,137</b>
7.3.	<i>other products</i>	<b>x</b>	<b>-9,955</b>
<b>8.</b>	<b>Variance of administrative costs</b>	<b>58,750</b>	<b>-58,750</b>
<b>9.</b>	<b>Variance of other profits</b>	<b>3,754,003</b>	<b>3,754,003</b>
<b>10.</b>	<b>Variance of other expenses</b>	<b>3,136,199</b>	<b>-3,136,199</b>
<b>11.</b>	<b>Variance of profit tax</b>	<b>112,999</b>	<b>-112,999</b>
<b>12.</b>	<b>TOTAL net profit (loss)</b>	<b>X</b>	<b>120,660</b>

Increased volume of transmitted power for 9 months of 2010 compared to correlated period of 2009 by 2,487 mln kWh caused higher gross profit by 1,350,565 KRUB. Besides, higher average power distribution tariff compared to correlated period by 161.8 RUB/MWh resulted in higher profit by 8,894,446 KRUB. In whole for 2010 proceeds from power transmission services has emerged as higher than the level of 2009 by 10,245,011 KRUB, which is mainly due to variances in so called “boiler” type settlements with territorial grid companies. This factor has also significantly influenced

higher costs for payment of territorial grid companies' services.

Higher prime cost of sold services for the reporting period of 2010 compared to correlated period of 2009 has made 10,427,547 KRUB, including payment of services of FGC UES, OJSC - 2,177,826 KRUB, services of distribution grid companies - 3,479,152 KRUB and costs for compensation of power losses - 3,959,180 KRUB. Higher costs to purchase power in order to compensate for losses is mainly due to growth of average tariff for payment of power losses compared to value of correlated period by 972.6 RUB/th. kWh, which caused increase of costs by 4,061,584 KRUB and according reduction in profit. In its turn, lower volume of purchased power for compensation of losses caused profit increase by 102,404 KRUB.

Positive dynamics of costs for payment of FGC UES, OJSC services in the reporting period compared to correlated period of 2010 by 2,177,826 KRUB is mainly due to higher tariffs of Unified National Power Grid services.

Higher costs to purchase power in order to compensate for losses compared to 2009 is mainly due to higher costs of power losses as a result of increasing free sector share in the structure and volume of cross subsidization following taken tariff decisions in 2010.

Compared to correlated period of 2009, conditionally fixed costs have increased by 767,698 KRUB, including repairs – by 182,341 KRUB, which reduced gross profit by this amount.

Lower administrative costs compared to 2009 have caused higher profit before tax by 58,750 KRUB.

Variance of other profit and expenses balance of the Company has affected actual profit before tax for 9 months of 2010. Lower adverse actual balance for other profit and expenses compared to actuals of 2009 has increased profit by 617,803 KRUB.

Higher profit tax (with account of other similar payments) by 112,999 KRUB compared to actuals of correlated period of 2009 in the same volume has reduced net profit of the Company, which has made 262,267 KRUB according to the results of 2010.

#### **4.5.2. The Issuer's Competitors**

Core business activity of the Issuer is providing services of power supply and technological connection to power networks. The Issuer does not have competitors in a very real sense of this term since power supply services are defined as a monopoly activity, according to paragraph 1 of Article 4 of the Federal Law “On Natural Monopolies” of August 17, 1995, No. 147-FZ.

Power grid sector of the power industry is characterized by the following features.

There are currently three levels of power grid companies which have been formed on the technological and territory basis:

Level 1 - Federal power grid company, operating 220 kV grids and above. This company operates across the Russian Federation and has branches in all regions of RF;

Level 2 - Regional grid companies, emerged as a result of AO-energo reorganization. These companies operate 110-0.4 kV grids and provide power transmission services within the territory of the constituent entity of the Russian Federation where they are based.

Level 3 - local power grid companies, operating 0.4-10 kV grids. These companies basically emerged from wholesale power companies set up as municipal enterprises to service customers within a single municipality.

IDGC of Volga, OJSC, falls into Level 2 - Regional Power Grid Company.

In the current environment, there is almost no competition among power grid companies operating within the area of responsibility of IDGC of Volga, OJSC. Competition among distribution grid companies can be possible only if several companies operate the grids of the same voltage level within their service area. Regional and local power grid companies are currently operating 0.4-10 kV grids, but the competition in this sector of power transmission market is almost absent as this level of voltage basically serves households and government-financed organizations who, as power consumers, do not generate enough revenue for the power grid companies to cover their power transmission expenses.

## **V. Detailed Information on Members of the Issuer's Management Bodies, the Issuer's Financial and Business Supervisory Bodies and Brief Information on the Issuer's Personnel (Employees)**

### **5.1. Information on the structure and responsibilities of the Issuer's Management Bodies**

Detailed description of the structure of the Issuer's Management Bodies as stipulated in the Charter (Constituent Documents) of the Issuer.

Management Bodies of the Company include:

- General Shareholders' Meeting;
- Board of Directors;
- Management Board;
- General Director.

According to the paragraph 10.2. of the Article 10 of the Charter of IDGC of Volga, OJSC, General Shareholders' Meeting is responsible for the following matters:

- 1) amending and revising the Charter or adoption of Restated Charter;
- 2) reorganization of the Company;
- 3) liquidation of the Company, appointing the Liquidation Committee and approval of the intermediate and final liquidation balance sheet;
- 4) determination of the amount, face value, category (type) of authorized shares and rights which these shares confer;
- 5) increasing the Authorized Capital of the Company by increasing the face value of shares or by placing additional shares;
- 6) decreasing the Authorized Capital of the Company by decreasing the face value of shares, by repurchasing a part of shares to reduce their total number as well as by redemption of purchased shares or shares bought out by the Company;
- 7) stock split or reverse stock split;
- 8) making decisions on the placement of bonds, convertible shares or other issue securities convertible to shares;
- 9) determination of the number of members of the Board of Directors of the Company, election of members of the Board of Directors and early termination of their powers;
- 10) election of the members of the Auditing Commission of the Company and early termination of their powers;
- 11) appointing of the Auditor of the Company;
- 12) making decision on the delegation of the authority of Sole Executive Body of the Company to Trustee in Bankruptcy (Trustee) and early termination of its powers;
- 13) approval of annual reports, annual accounting reports including profit and loss statement (profit and loss account) of the Company as well as allocation of profit (including dividend payout (announcement), excluding profit allocated as dividends based on results of the first quarter of, the first half of, first nine months of fiscal year) and losses of the Company based on the results of fiscal year;
- 14) payout (announcement) of dividends based on the results of the first quarter of, the first half of, first nine months of fiscal year;
- 15) determination of the procedure for holding the General Meeting of Shareholders of the Company;
- 16) making decisions on approval of transactions in cases stipulated in the Article 83 of the Federal Law "On Joint-Stock Companies";
- 17) making decisions on approval of large transactions in cases stipulated in the Article 79 of the Federal Law "On Joint-Stock Companies";

- 18) making decisions on participation in holdings, financial and industrial groups, associations and other unions of commercial organizations;
- 19) approval of internal documents governing the activity of the Company's bodies;
- 20) making decision on paying remunerations and/or compensations to the members of the Auditing Commission of the Company;
- 21) making decision on paying remunerations and/or compensations to the members of the Board of Directors of the Company;
- 22) deciding on other matters stipulated in the Federal Law "On Joint-Stock Companies".

According to the paragraph 15.1 of the Article 15 of the Charter of IDGC of Volga, OJSC, the Board of Directors of the Company is responsible for the following matters:

- 1) setting priorities for the Company's business activity and its development strategy;
- 2) convening of the annual and extraordinary General Meetings of Shareholders of the Company, excluding the cases provided for in paragraph 14.8 of Article 14 of the Charter, as well as announcement of a new date for General Meeting of Shareholders in place of a meeting failed due to the lack of quorum;
- 3) approval of the agenda of the General Meeting of Shareholders of the Company;
- 4) election of the Secretary of the General Meeting of Shareholders of the Company;
- 5) setting the date for providing the list of persons entitled to participate in the General Meeting of Shareholders, approval of expenses estimate for the holding of the General Meeting of Shareholders and attending to other matters related to the arrangement and holding of the General Meeting of Shareholders;
- 6) presenting matters stipulated in items 2, 5, 7, 8, 12-20 of paragraph 10.2. of Article 10 of the Charter for consideration by the General Meeting of Shareholders as well as decreasing the Authorized Capital by decreasing the face value of shares;
- 7) placement of bonds and other issue securities by the Company, excluding the cases stipulated by law of the Russian Federation and this Charter;
- 8) approval of decision on the issue of securities and securities prospectus, approval of securities placement report, share repurchase reports, redemption of shares reports and buyout requirement reports;
- 9) determination of price (monetary value) of assets, price of placement and buyout of issue securities in cases stipulated in the Federal Law "On Joint-Stock Companies" as well as when deciding on the matters stated in the items 11, 22, 38 of Clause of 15.1 of Article 15 of this Charter;
- 10) repurchasing of outstanding shares, bonds and other securities in cases stipulated by the Federal Law "On Joint-Stock Companies";
- 11) disposal (selling) of shares of the Company which become property of the Company through repurchasing or buyout from shareholders of the Company as well as in other cases stipulated by the Federal Law "On Joint-Stock Companies";
- 12) election of the General Director of the Company and early termination of its powers, including deciding on early termination of the employment agreement with the General Director;
- 13) deciding on the number of members of the Management Board of the Company, electing the members of the Management Board and determination of their remunerations and compensations, early termination of their powers;
- 14) recommending the amount of remunerations and compensations paid to the members of the Auditing Commission of the Company for consideration by General Meeting of Shareholders and determining the amount of fee payable to the Auditor;
- 15) recommendations on the amount of dividends on shares and dividend payout procedure;
- 16) approval of internal documents governing the procedure for accumulation and use of funds of the Company;
- 17) making decision on the use of funds of the Company; approval of financial plans for use of special purpose funds and evaluating the results of financial plans for use of special purpose funds;
- 18) approval of internal documents of the Company, excluding the internal documents approval of which is assigned to the responsibility of the General Meeting of Shareholders as well as of other



internal documents approval of which is assigned to the responsibility of the executive bodies of the Company;

- 19) approval of business plan (adjusted business plan), including investment plan, and business plan performance report as well as approval (adjustment) of key figures of the cash flow of the Company;
- 20) consideration of the investment program, including amendment thereto;
- 21) setting up branches and opening representative offices of the Company, their liquidation as well as making changes to the Charter of the Company in relation to setting up branches, opening representative offices of the Company (including changes in names and locations of branches and representative offices of the Company) and their liquidation;
- 22) making decisions on the participation of the Company in other organizations (on joining an existing organization or setting up a new organization including approval of constituent documents) as well as on purchasing, disposal and impairment of shares or a stake in authorized capital of organizations in which the Company participate, changing the portion of participation interest in the authorized capital of respective organization and termination of the participation of the Company in other organizations;
- 23) determination of the credit policy of the Company with regard to lending loans, concluding credit agreements and borrowing agreements, granting guarantees, assuming liabilities under bills of exchange (issuing promissory notes or bills of exchange), pledging property and making decisions on effecting mentioned transactions by the Company in cases when the procedure for making decisions on such transactions is not determined by credit policy of the Company as well as making decisions in the procedure defined by the credit policy of the Company on adjusting liabilities of the Company to the limits set by the credit policy of the Company;
- 24) approval of major transactions in cases stipulated in Section X of the Federal Law "On Joint-Stock Companies";
- 25) approval of transactions stipulated in Section XI of the Federal Law "On Joint-Stock Companies";
- 26) approval of the Company's Registrar, terms and conditions of the employment agreement with Registrar as well as termination of the agreement;
- 27) election of the Chairman of the Board of Directors of the Company and early termination of its powers;
- 28) election of the Vice-Chairman of the Board of Directors of the Company and early termination of its powers;
- 29) election of the Corporate Secretary of the Company and early termination of its powers;
- 30) preliminary approval of decisions on effecting transactions related to the transfer of the Company's property without compensation or transfer of property rights (claims) to the Company itself or a third party; transactions related to the release from property responsibilities before the Company itself or a third party; transactions related to providing services (works) without compensation to third parties in cases (amount) determined by decisions of the Board of Directors of the Company as well as making decisions on effecting such transactions by the Company when above mentioned cases (amounts) are not determined;
- 31) making decision on suspending the powers of the managing organization (managing executive);
- 32) making decision on the appointment of the Acting General Director of the Company in cases provided for by separate decisions of the Company's Board of Directors as well as bringing the Acting General Director to disciplinary responsibility;
- 33) bringing the General Director of the Company and the members of the Management Board to disciplinary responsibility and paying rewards to them as required by labor laws of the Russian Federation;
- 34) approval of the company performance report submitted by the General Director (including the report on execution of duties by General Director), the report on execution of the decisions of the General Meeting of Shareholders and the Board of Directors of the Company;
- 35) approval of the procedure for the cooperation between the Company and organizations in which the Company participates;
- 36) determination of the position of the Company (representatives of the Company), including ordering to take or not to take part in voting on matters of the agenda or vote as "in favor", "against",

or "abstained", on the following matters of the agendas of the General Meetings of Shareholders of subsidiary and dependent companies (hereinafter referred to as SDCs) (excluding cases when the functions of General Meeting of Shareholders of SDCs are delegated to the Board of Directors of the Company) and the agendas of the Board of Directors of SDCs (excluding the matter on the approval of the agenda of the General Meeting of Shareholders when the functions of General Meeting of Shareholders of SDCs are delegated to the Board of Directors of the Company):

- a) defining the agenda of the General Meeting of Shareholders (participants) of SDCs;
- b) reorganization or liquidation of SDCs;
- c) determination of the number of members of the management bodies and supervisory bodies of the SDCs, nomination and election of the members and early termination of their powers, nomination and election of the Sole Executive Body of SDCs and early termination of his/her powers;
- d) determination of the amount, face value, category (type) of authorized shares of SDCs and the rights which these shares confer;
- e) increasing the Authorized Capital of the SDCs by increasing the face value of shares or by placing additional shares;
- f) placement of securities of SDCs which are convertible into ordinary shares;
- g) split or reverse split of shares of SDCs;
- h) approval of major transactions effected by SDCs;
- i) participation of SDCs in other organizations (entering existing organization or establishing new organization) as well as purchasing, disposal and impairment of shares and participation interest in authorized capital of organizations in which SDCs participate, changing a portion of the participation interest in the authorized capital of respective organization;
- j) transactions of SDCs (including several associated transactions) related to disposal of or possible disposal of property which represents fixed assets, intangible assets, objects under construction which are intended for generating, transmission, dispatch, distribution of power and heat energy in cases (amounts) determined by the procedure for cooperation between the Company and the organizations in which the Company participates approved by the Board of Directors of the Company;
- k) amending and revising constituent documents of SDCs;
- l) approval of the procedure for awarding compensations to the members of the Board of Directors and the Auditing Commission of SDCs;
- m) approval of targeted levels of key performance indicators (adjusted targeted key performance indicators);
- n) approval of the report on meeting targeted annual and quarterly key performance indicators;
- o) approval of business plan (adjusted business plan), including investment plan, and business plan performance report;
- p) approval (discussion) of the business plan performance report;
- q) approval of the allocation of profit and losses based on fiscal year results;
- r) recommendations on the amount of dividends on shares and dividend payout procedure;
- s) payout (announcement) of dividends based on results of the first quarter of, the first half of, first nine months of fiscal year as well as based on entire fiscal year results;
- t) consideration of the investment program, including amendment thereto;
- u) approval (discussion) of the investment program performance report.

37) determination of the position of the Company (representatives of the Company) on the following matters of the agendas of the Meetings of the Board of Directors of SDCs (including ordering to take or not to take part in voting on matters of the agenda or vote as "in favor", "against", or "abstained"):

- a) determination of the position of the representatives of SDCs on the matters of the agendas of the General Meetings of Shareholders (participants) and the Meetings of the Boards of Directors of subsidiary and dependent companies to SDCs concerning making (approval) transactions (including several associated transactions) related to disposal of or possible disposal of assets which represent fixed assets, intangible assets, objects under construction which are intended for generating, transmission, dispatch, distribution of power and heat energy in cases (amounts) determined by the procedure for cooperation between the Company and the organizations in which the Company participates approved by the Board of Directors of the Company;

- b) determination of the position of the representatives of SDCs on the matters of the agendas of the General Meetings of Shareholders (participants) and the Meetings of the Boards of Directors of subsidiary and dependent companies to SDCs which generate, transmit, dispatch, distribute and sell power or heat energy on their reorganization, liquidation, increasing the authorized capital of such companies by increasing the face value of shares or by placing additional shares, and placement of securities convertible into ordinary shares;
- 38) preliminary approval of the following transactions of the Company:
- a) transactions with fixed assets of the Company which represent more than 10 percent of the book value of the Company's fixed assets as estimated at the date of making decision on concluding the transaction;
- b) transactions (including several associated transactions) related to disposal of or possible disposal of property which represents fixed assets, intangible assets, objects under construction which are intended for generating, transmission, dispatch, distribution of power and heat energy in cases (amounts) determined by decisions of the Board of Directors of the Company;
- c) transactions (including several associated transactions) related to disposal of or possible disposal of property which represents fixed assets, intangible assets, objects under construction which are not intended for generating, transmission, dispatch, distribution of power and heat energy in cases (amounts) determined by decisions of the Board of Directors of the Company;
- 39) nomination of candidates for the position of the Sole Executive Body and for other Management Bodies, Supervisory Bodies as well as nomination of auditors of organizations in which the Company participates and which generate, transmit, dispatch, distribute and sell power or heat energy or perform maintenance and service activities;
- 40) determination of the areas of insurance coverage for the Company, including the approval of the Insurer of the Company;
- 41) approval of the administrative structure of the Company's executive bodies and making changes thereto;
- 42) approval of the rules of material incentives for the General Director, rules of material incentives for the Company's top managers; approval of the top managers list;
- 43) approval of candidates for positions in the Executive Bodies of the Company determined by the Board of Directors of the Company;
- 44) making decision on nominating the General Director of the Company for State Awards;
- 45) preliminary approval of Union Contract and agreements concluded by the Company as part of regulation of social and employment relationships;
- 46) establishing the Committees of the Board of Directors of the Company, election of the members of the Committees of the Board of Directors of the Company and early termination of their powers, election and early termination of powers of chairmen of the Committees of the Board of Directors of the Company;
- 47) approval of independent appraiser (appraisers) for the evaluation of the value of shares, property and other assets of the Company in cases stipulated in the Federal Law "On Joint-Stock Companies", this Charter or determined by decisions of the Board of Directors of the Company;
- 48) approval of financial advisor hired in compliance with the Federal Law "On Securities Market" as well as book runners and consultants on transactions which are directly related to raising funds through public offering;
- 49) preliminary approval of transactions which may result in liabilities denominated in foreign currency (or liabilities the amount of which is based on foreign currency) in cases and in the amounts determined by decisions of the Board of Directors of the Company, or, if mentioned cases (amounts) are not determined by the Board of Directors of the Company;
- 50) determination of the procurement policy of the Company including the approval of the Regulation on Procedure for Carrying Out Standardized Procurement of Goods, Works and Services, the appointment of the Head of the Central Procurement Body and its members as well as the approval of the Annual Integrated Procurement Plan and making other decisions in compliance with the Company's Regulations and Policies governing the procurement activities of the Company;
- 51) making decision on nominating the General Director of the Company for State Awards;

- 52) approval of targeted levels (adjusted levels) of key performance indicators (KPI) of the Company and KPI performance reports;
- 53) defining the Company's policy aimed at the improvement of the reliability of distribution grid complex and other components of power grid industry including approval of strategic plans of the Company for improving the reliability of distribution grid complex, distribution grid complex development and safety;
- 54) defining the housing policy of the Company with regard to providing corporate support to employees for the improvement of housing conditions in form of entitlements, compensation of expenses, non-interest bearing loans and the approval of decisions on providing such support by the Company in cases when the procedure for providing such support is not defined in the Company's housing policy;
- 55) other matters assigned to the responsibility of the Board of Directors by the Federal Law "On Joint-Stock Companies" and this Charter.

According to paragraph 22.2. of Article 22 of the Charter of IDGC of Volga, OJSC the Management Board of the Issuer is responsible for the following matters:

- 1) preparation of the Company's development strategy and its submission for approval of the Board of Directors;
- 2) preparation of annual (quarterly) business plan (including the investment program) and performance report thereon, and approval (adjustment) of the Company's cash flow (budget);
- 3) preparation of the annual report on the Company's financial and business activities and on implementation of resolutions of the Company's General Meeting of Shareholders and Board of Directors by the Management Board;
- 4) review of reports prepared by the Deputy General Directors of the Company and Directors of separate structural subdivisions of the Company on implementation of the approved plans, programs and orders; review of reports, documents and other information on the activities of the Company and its subsidiaries and affiliated companies;
- 5) making decisions on the issues covered by the Top Management of business entities with 100 (one hundred) percent of the authorized capital owned by the Company (with account of sub-paragraphs 36, 37, paragraph 15.1, Article 15 of this Charter);
- 6) preparation of reports on financial and business activities of business entities with 100 (one hundred) percent of the authorized capital owned by the Company and their submission for consideration by the Board of Directors;
- 7) making decisions on entering into transactions related to property, works and services to the amount of 1-25 percent of the book value of the Company's fixed assets estimated as of the date of making decision on entering into this transaction (except for the cases specified in sub-paragraph 38, paragraph 15.1 of this Charter);
- 8) making decision on other issues related to the management of the current activities of the Company in compliance with the resolutions issued by the General Meeting of Shareholders and Board of Directors of the Company, and on the issues submitted by the General Director of the Company for consideration by the Management Board.

Responsibilities of the General Director are stipulated in the Article 23 of the Charter of the Issuer:

23.2. Responsibilities of the General Director of the Company include all matters concerning management of current operations of the Company, excluding matters assigned to the responsibility of the General Shareholders' Meeting, the Board of Directors and the Management Board of the Company.

23.3. The General Director of the Company acts on behalf on the Company without the letter of attorney in compliance with restrictions imposed by the laws, the Charter and decisions of the Board of Directors of the Company and is responsible for:

- ensuring the completion of the Company's plans aimed at reaching the goals of the Company;
- organizing the maintenance of accounting records and preparation of financial reports of the Company;
- disposing of the Company's assets, making transactions on behalf of the Company, issuing letters of attorney, opening transaction and other accounts of the Company in banks and other credit institutions (as well as in organizations of securities market professionals in cases stipulated in laws);
- issue of orders, approval of procedures, regulations and policies related to matters assigned to responsibilities of the General Director, and giving instructions binding on all employees of the Company;
- approving the Regulation on branches and representative offices of the Company;
- approving staffing chart and official salaries of employees of the Company based on the administrative structure of the Company;
- exercising rights and responsibilities for employees of the Company in accordance to employment laws;
- performing functions of the Chairman of the Management Board of the Company;
- assigning responsibilities among deputies of the General Director;
- submitting financial and business reports of branches and affiliates companies which shares (stocks) are owned by the Company to the Board of Directors as well as information on other organizations in which the Company participates, excluding the cases provided in the item 6 of the paragraph 22.2 of the Article 22 of the Charter;
- submitting Annual Report, Balance Sheet, Profit and Loss Account of the Company, Report on Distribution of Profit and Losses of the Company to the Board of Directors of the Company not later than 45 (forty-five) days prior to the date of annual General Shareholders' Meeting of the Company;
- managing other matters concerning current activities of the Company, excluding matters assigned to the responsibility of the General Shareholders' Meeting, the Board of Directors and the Management Board of the Company.

***The Issuer approved (endorsed) the Code of Corporate Conduct or other similar document.***

The Board of Directors of IDGC of Volga, OJSC, approved the Code of Corporate Governance on August 29, 2007 (Minutes No. 2).

Full version of the Code is available for free at: [www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnie\\_dokumenty/vnutrennie\\_dokumenty\\_obcshestva/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnie_dokumenty/vnutrennie_dokumenty_obcshestva/).

Full versions of the Charter and internal documents governing the activity of the Issuer are available for free at: [www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnie\\_dokumenty/ustav\\_obcshestva/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnie_dokumenty/ustav_obcshestva/).

## **5.2. Information on members of the Issuer's Management Bodies**

### **5.2.1. The Issuer's Board of Directors (Supervising Board)**

Full name: ***Binko, Gennady Feliksovich (Chairman)***

Year of birth: ***1958***

Education: ***higher***

***Moscow Engineering Physics Institute (MEPhI) (1982),***

***All-Russia Extra-Mural Institute of Finance and Economics (2004)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2005	2009	OGC-6, OJSC	member of the Management Board, Deputy General Director
2009	present	IDGC Holding, OJSC	member of the Management Board, Deputy General Director
12.2008	present	OAo RAO ES of the East	member of the Board of Directors
08.2009	present	OESK, OJSC	Chairman of the Board of Directors
12.2009	present	RZhS Foundation	member of the Board of Trustees
06.2010	present	IDGC of the South, OJSC	Deputy Chairman of the Board of Directors
06.2010	present	IDGC of North Caucasus, OJSC	member of the Board of Directors
06.2010	present	Tyumenenergo, OJSC	member of the Board of Directors
06.2010	present	NIIEE, OJSC	Chairman of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Ametov, Iskander Dzhangirovich***

Year of birth: ***1950***

Education: ***higher***

***Tashkent Polytechnic Institute (1972)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
10.03.2003	08.06.2010	Interregional Dispatching Office of Middle Volga, branch of SO UES, OJSC	Deputy Head Dispatcher, First Deputy General Director - Head Dispatcher, Deputy General Director, General Director

09.06.2010	present	SO UES, OJSC	Adviser of the Chairman of the Management Board
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***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Vasilyev, Sergey Vyacheslavovich***

Year of birth: ***1975***

Education: ***higher***

***M.V. Lomonosov Moscow State University***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2003	2008	OAo RAO UES of Russia	Chief of the Legal Department
2008	present	IDGC Holding, OJSC	Director for Legal Issues, Chief of the Department of Legal Maintenance
2007	present	IDGC of the South, OJSC	member of the Board of Directors
2009	present	Tyumenenergo, OJSC	member of the Board of Directors
2009	present	IDGC Holding, OJSC	member of the Management Board

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Kulikov, Denis Viktorovich***

Year of birth: ***1975***

Education: ***higher***

***Moscow State Legal Academy (2005)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2001	2006	Investors Protection Association	Expert
2006	2008	Investors Protection Association	Deputy Executive Director
2008	present	Investors Protection Association	Executive Director
2004	present	YuTK, OJSC	member of the Board of Directors
2007	present	OGC-2, OJSC	member of the Board of Directors
2007	present	MOEK, OJSC	member of the Board of Directors
2008	present	Severo-Zapadny Telecom, OJSC	member of the Board of Directors
2009	present	Baikalvestkom, OJSC	member of the Board of Directors
2009	present	OEK, OJSC	member of the Board of Directors
06.2010	present	VolgaTelecom, OJSC	member of the Board of Directors
06.2010	present	Dalsvyaz, OJSC	member of the Board of Directors
06.2010	present	Uralsvyazinform, OJSC	member of the Board of Directors
06.2010	present	CenterTelecom, OJSC	member of the Board of Directors
06.2010	present	IDGC of Northwest, OJSC	member of the Board of Directors

Share of affiliated company in the authorized capital of the Issuer, %: ***0.00168***

The affiliated company's portion of ordinary shares of the Issuer, %: ***0.00168***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period



when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Kurochkin, Aleksey Valeryevich***

Year of birth: ***1973***

Education: ***higher***

***Ural State Legal Academy (1995)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
06.2005	07.2008	FGC UES, OJSC	Deputy Chief of the Center for Management of Interregional Distribution Grid Companies
07.2008	06.2009	IDGC Holding, OJSC	Corporate Policy Director
06.2009	present	IDGC Holding, OJSC	Head of the Department for Corporate Governance and Cooperation with Shareholders
06.2010	present	Tyumenenergo, OJSC	member of the Board of Directors
06.2010	present	Yekaterinburg Electrical Networks Company, OJSC	member of the Board of Directors
21.06.2010	present	Lenenergo, OJSC	member of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Martsinkovsky, Gennady Olegovich***

Year of birth: ***1968***

Education: ***higher***

***Tselinograd Agricultural Institute, Ph.D. in Economics***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2003	2006	FGC UES, OJSC	Chief of the Division for Construction of High Voltage Lines and Substations under the Capital Construction Department
2006	2008	TsIUS UES, OJSC	Head of the Department for Construction
2008	present	IDGC Holding, OJSC	Head of the Capital Construction Department

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Okley, Pavel Ivanovich***

Year of birth: ***1970***

Education: ***higher***

***Omsk Institute of Railroad Transport Engineers (OmIIT) (1992)***

***Academy of National Economy under the Government of the Russian Federation, professional retraining program "Regulation of Company Development" (2005);***

***Moscow Power Engineering Institute, postgraduate education (2008 - present)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
02.2004	08.2005	Power Grid Enterprise, branch of AK Omskenergo, OJSC	Deputy Chief Engineer
09.2005	12.2005	AK Omskenergo, OJSC	Head of Power Dispatching Department
12.2005	07.2008	FGC UES, OJSC	Deputy Head, Head of Corporate

			Center for IDGC
05.2008	06.2008	FGC UES, OJSC	Deputy Managing Directors of the Business-unit IDGC Holding, OJSC (part-time position)
07.2008	24.08.2010	IDGC Holding, OJSC	Deputy General Director - Technical Director
10.2010	present	OAO INTER RAO UES	member of the Management Board, Head of the Block of Industrial Activity
10.2010	present	OGC-1, OJSC	Executive Director
2009	present	Tyumenenergo, OJSC	member of the Board of Directors
2009	present	NP INVEL	member of the Supervisory Board
2009	29.09.2010	IDGC Holding, OJSC	member of the Management Board
2010	present	IDGC of Center and Privolzhye, OJSC	Chairman of the Board of Directors
2010	present	IDGC of the South, OJSC	member of the Board of Directors
2010	present	NIIEE, OJSC	member of the Board of Directors
2010	present	NP "NTS UES"	member of the Supervisory Board

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Pankstyanov, Yury Nikolayevich***

Year of birth: ***1980***

Education: ***higher***

***State University of Management (2002)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period	Name of organization	Position
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from	to		
12.2004	07.2008	FGC UES, OJSC	Chief of Administration
07.2008	present	IDGC Holding, OJSC	Chief of the Tariffs Formation Department

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Ryabikin, Vladimir Anatolyevich***

Year of birth: ***1965***

Education: ***higher***

***Russian State Open Technical University for Railway Transportation (1996)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2003	2005	Privolzhsky electrical grids, branch of Saratovenergo, OJSC	Director
2006	2006	Privolzhsky electrical grids, branch of Volzhskaya IDC, OJSC	Director
2006	2007	Volzhskaya IDC, OJSC;	First Deputy General Director
2007	11.12.2008	IDGC of Volga, OJSC	Deputy General Director for Engineering - Chief Engineer
12.12.2008	present	IDGC of Volga, OJSC	General Director
12.12.2008	present	IDGC of Volga, OJSC	Chairman of the Management Board

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Tikhonova, Marya Gennadyevna***

Year of birth: ***1980***

Education: ***higher***

***Volgo-Vyatskaya Academy of Public Service (2002);***

***Academy of National Economy under the Government of the Russian Federation, professional retraining program "Government Regulation of Economic Development" (2005); Higher School of Economics, MBA program (2008).***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
12.04.2005	08.2008	Federal Agency for Energy	Deputy Head of the Department for Legal Protection and Property Relationships in Energy Industry
08.2008	04.2009	Ministry of Energy of the Russian Federation	Head of the Department for Economic Regulation and Property Relationships in Energy Industry
05.2009	01.2010	Ministry of Energy of the Russian Federation	Deputy Head of the Department for Economic Regulation and Property Relationships in Energy Industry
12.01.2010	11.03.2010	Ministry of Energy of the Russian Federation	Acting Director of the Department for Economic Regulation and Property Relationships in Energy Industry
12.03.2008	present	Ministry of Energy of the Russian Federation	Head of the Department for Economic Regulation and Property Relationships in Energy Industry
2009	present	Kamchatskenergo, OJSC	member of the Board of Directors
2009	present	DEK, OJSC	member of the Board of Directors
2009	present	Bashkirenergo, OJSC	member of the Board of Directors
2009	present	Mobile Gas Turbine Power Plants, OJSC	member of the Board of Directors
2009	present	OGC-5, OJSC	member of the Board of Directors

2009	present	TGC-5, OJSC	member of the Board of Directors
2009	present	TGC-11, OJSC	member of the Board of Directors
2009	present	TGC-7, OJSC	member of the Board of Directors
2009	present	TGC-12, OJSC	member of the Board of Directors
2009	present	TGC-6, OJSC	member of the Board of Directors
2009	present	Krasny Yakor, OJSC	member of the Board of Directors
2009	present	Research and Development Institute for Heat Energy Tool Engineering, OJSC	member of the Board of Directors
2009	present	Mosenergoremont, OJSC	member of the Board of Directors
2009	present	Trest Hydromontazh, OJSC	member of the Board of Directors
2010	present	Peterburgskaya Sbytovaya Company, OJSC	member of the Board of Directors
2010	present	Energy Index UES FGC, LLC	member of the Board of Directors
2010	present	Tyumenenergo, OJSC	member of the Board of Directors
2010	present	Zagorodskaya Hydroelectric Pumped Storage Power Plant-2, OJSC	member of the Board of Directors
2010	present	Gidroinvest, OJSC	member of the Board of Directors
2010	present	Energy Index – HydroOGC, LLC	member of the Board of Directors
2010	present	Spetsstroyaterialy, OJSC	member of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

#### ***Information on Committees of the Board of Directors of IDGC of Volga, OJSC***

The following committees report to the Board of Directors of IDGC of Volga, OJSC have been formed:

- Audit Committee;
- Personnel and Award Committee;
- Committee for Reliability;
- Committee for Strategy and Development;
- Committee for Technological Connection to Electric Power.

Information on the members and powers of the Committees of the Board of Directors of IDGC of Volga is available at the following pages of the Company's website:

- Audit Committee - [http://www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnoe\\_upravlenie/sovet\\_direktorov/komiteti\\_pri\\_sovete\\_direktorov/komitet\\_po\\_auditu/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnoe_upravlenie/sovet_direktorov/komiteti_pri_sovete_direktorov/komitet_po_auditu/)

- Personnel and Award Committee - [http://www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnoe\\_upravlenie/sovet\\_direktorov/komiteti\\_pri\\_sovete\\_direktorov/komitet\\_po\\_kadram\\_i\\_voznagrazhdeniyam/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnoe_upravlenie/sovet_direktorov/komiteti_pri_sovete_direktorov/komitet_po_kadram_i_voznagrazhdeniyam/)

- Committee for Reliability - [http://www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnoe\\_upravlenie/sovet\\_direktorov/komiteti\\_pri\\_sovete\\_direktorov/komitet\\_po\\_nadezhnosti/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnoe_upravlenie/sovet_direktorov/komiteti_pri_sovete_direktorov/komitet_po_nadezhnosti/)

- Committee for Strategy and Development - [http://www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnoe\\_upravlenie/sovet\\_direktorov/komiteti\\_pri\\_sovete\\_direktorov/komitet\\_po\\_strategii\\_i\\_razvitiu/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnoe_upravlenie/sovet_direktorov/komiteti_pri_sovete_direktorov/komitet_po_strategii_i_razvitiu/)

- Committee for Technological Connection to Electric Power - [http://www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnoe\\_upravlenie/sovet\\_direktorov/komiteti\\_pri\\_sovete\\_direktorov/komitet\\_po\\_tehnologicheskomu\\_prisoedineniu\\_k\\_elektricheskim\\_setyam/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnoe_upravlenie/sovet_direktorov/komiteti_pri_sovete_direktorov/komitet_po_tehnologicheskomu_prisoedineniu_k_elektricheskim_setyam/)

### 5.2.2. Information on the Sole Executive Body of the Issuer

Full name: ***Ryabikin, Vladimir Anatolyevich***

Year of birth: **1965**

Education: ***higher***

***Russian State Open Technical University for Railway Transportation (1996)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2003	2005	Privolzhye Power Grids, branch of Saratovenergo, OJSC	Director
2006	2006	Privolzhye Power Grids, branch of Volzhskaya IDC, OJSC	Director
2006	2007	Volzhskaya IDC, OJSC;	First Deputy General Director
2007	11.12.2008	IDGC of Volga, OJSC	Deputy General Director for Engineering – Chief Engineer
12.12.2008	present	IDGC of Volga, OJSC	General Director
12.12.2008	present	IDGC of Volga, OJSC	Chairman of the Management Board
05.06.2009	present	IDGC of Volga, OJSC	Member of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

### 5.2.3. Members of Collegial Executive Body of the Issuer

Full name: ***Ryabikin, Vladimir Anatolyevich (Chairman)***

Year of birth: ***1965***

Education: ***higher***

***Russian State Open Technical University for Railway Transportation (1996)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2003	2005	Privolzhsky electrical grids, branch of Saratovenergo, OJSC	Director
2006	2006	Privolzhsky electrical grids, branch of Volzhskaya IDC, OJSC	Director
2006	2007	Volzhskaya IDC, OJSC;	First Deputy General Director
2007	11.12.2008	IDGC of Volga, OJSC	Deputy General Director for Engineering - Chief Engineer
12.12.2008	present	IDGC of Volga, OJSC	General Director
05.06.2009	present	IDGC of Volga, OJSC	member of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance,



taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Kucherenko, Vladimir Ivanovich***

Year of birth: ***1957***

Education: ***higher***

***Saratov Polytechnical Institute (1980)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
1993	2005	Saratovenergo, OJSC	Head of the Central Service for Voltage Protection and High-voltage Equipment Testing
01.01.2006	2007	Volzhskaya TGC, OJSC	Deputy Head of the Department for Operation and Maintenance of Electrical Equipment
20.08.2007	2008	IDGC of Volga, OJSC	Director for Technical Development and Operation
15.12.2008	23.02.2009	IDGC of Volga, OJSC	Acting Deputy General Director for Engineering - Chief Engineer
24.02.2009	present	IDGC of Volga, OJSC	Deputy General Director for Engineering - Chief Engineer
01.03.2010	present	IDGC of Volga, OJSC	Acting Deputy General Director of IDGC of Volga, OJSC – director of Saratov Distribution Grids branch

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Ponomarev, Vladimir Borisovich***

Year of birth: ***1950***

Education: ***higher***

***N.G. Chernyshevsky Saratov State University (1973)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2001	2005	Saratovenergo, OJSC	Head of the Department for Safety and Operation Conditions
01.01.2006	2007	Volzhskaya IDC, OJSC	Head of the Department for Safety
14.05.2007	2007	Volzhskaya IDC, OJSC	Director for Economic Security and Operation Conditions
03.10.2007	23.04.2009	IDGC of Volga, OJSC	Deputy General Director for Economic Security and Controlling
24.04.2009	present	IDGC of Volga, OJSC	Deputy General Director for Security

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Pyatigor, Viktor Ivanovich***

Year of birth: ***1951***

Education: ***higher***

***Tselinograd Agricultural Institute (1974)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2004	2005	FGC UES, OJSC	Deputy Head of the Department for Regional Power Grid Complexes

2005	2007	Voronezhenergo, OJSC	General Director
2007	2009	IDGC of Center, OJSC	Deputy General Director - Managing Director of Voronezhenergo, OJSC
2009	present	IDGC of Volga, OJSC	Deputy General Director for Development and Sales

*The member does not have any share in the Issuer's authorized capital or hold ordinary shares.*

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Rebrova, Nataliya Leonidovna***

Year of birth: ***1960***

Education: ***higher***

***Saratov Polytechnic Institute (1983)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2006	2007	Volzhskaya IDC, OJSC	Head of the Corporate Department, Head of the Department for Corporate Affairs
2007	2008	IDGC of Volga, OJSC	Head of the Department of Corporate Events and Reports by Department of Corporate Governance
2008	2009	IDGC of Volga, OJSC	Head of the Department of Corporate Governance
02.03.2009	16.09.2009	IDGC of Volga, OJSC	Acting Deputy General Director for Corporate Governance
17.09.2009	present	IDGC of Volga, OJSC	Deputy General Director for Corporate Governance

Share of affiliated company in the authorized capital of the Issuer, %: ***0.000035.***

The affiliated company's portion of ordinary shares of the Issuer, %: ***0.000035.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and

dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Solostovsky, Viktor Nikolayevich***

Year of birth: ***1951***

Education: ***higher***

***Saratov Polytechnic Institute (1973)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
1997	2005	Saratov CHP-5, branch of Saratovenergo, OJSC	Director
01.01.2006	2006	Saratov CHP-5, branch of Volzhskaya TGC, OJSC	Director
24.05.2006	2008	Volzhskaya TGC, OJSC	Deputy Technical Director at the Administrative Directorate for the Saratov Region
27.05.2008	2009	Engels CHP-3, branch of Volzhskaya TGC, OJSC	Director - Chief Engineer
02.02.2009	2009	IDGC of Volga, OJSC	Advisor of General Director
25.02.2009	present	IDGC of Volga, OJSC	Deputy General Director for Capital Projects

Share of affiliated company in the authorized capital of the Issuer, %: ***0.00004.***

The affiliated company's portion of ordinary shares of the Issuer, %: ***0.00004.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Tamlenova, Irina Alekseyevna***

Year of birth: ***1965***

Education: ***higher***

***Saratov Polytechnic Institute (1988)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
01.09.2003	2005	Privolzhsky Electrical Grids, branch of Saratovenergo, OJSC	Chief Accountant
01.01.2006	2008	Privolzhsky Electrical Grids, branch of Volzhskaya IDC, OJSC	Chief Accountant
01.04.2008	2009	Privolzhsky production division of the branch of IDGC of Volga, OJSC - Saratov Distribution Grids	Chief Accountant
31.03.2009	present	IDGC of Volga, OJSC	Chief Accountant - Head of the Department for Accounting and Reporting

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Frolov, Sergey Petrovich***

Year of birth: ***1960***

Education: ***higher***

***Ulyanovsk Polytechnic Institute (1983)***

Positions held within the Issuer or in other organizations for the past 5 years and at present,

including part-time positions:

Period		Name of organization	Position
from	to		
04.11.1983	31.12.2005	Ulyanovsk Power Grids, business division of Ulyanovskenergo, OJSC	Director
01.01.2006	31.03.2008	Ulyanovsk Distribution Grids, branch of Volzhskaya IDC, OJSC	Director
01.04.2008	present	Ulyanovsk Distribution Grids, branch of IDGC of Volga, OJSC	Deputy General Director - Director of branch

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares.***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's subsidiary and dependent companies: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by bankruptcy (insolvency) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

### **5.3. Information on the amount of rewards, benefits and/or compensations due to each Management Body of the Issuer**

Information on the amount of reward due to each Management Body (excluding a natural person holding the position of Sole Executive Body of the Issuer). Information on the type of rewards, including salaries, bonuses, fees, benefits and/or compensations of expenses as well as other pecuniary rewards which were paid by the Issuer for the last closed fiscal year:

Unit of measurement: ***rub.***

Board of Directors:

Reward	10,279,397
Salaries	0
Bonuses	114,474
Fees	0
Benefits	0
Compensation of expenses	0
Other pecuniary rewards	0
Other	0
TOTAL	10,393,871

Information on effective agreements on paying such rewards in the current financial year:

Agreements on rewards have not been concluded in the current financial year.

Awarding rewards to the members of the Board of Directors of the Issuer is made in compliance with the Regulation on awarding rewards and compensations to the members of the Board of Directors of IDGC of Volga, OJSC approved by the decision of the Annual General Shareholders' Meeting of the IDGC of Volga, OJSC (Minutes No. 1/2008 of June 07, 2008).

The amount of reward due to this body for the last closed financial year as set (approved) by the authorized management body of the Issuer but remaining outstanding at the end date of the reporting period: *there are no unpaid rewards.*

Collegial Executive Body:

Reward	1,288,160
Salaries	29,424,834
Bonuses	724,330
Fees	0
Benefits	0
Compensation of expenses	1,779,606
Other pecuniary rewards	0
Other	0
<b>TOTAL</b>	<b>33,216,930</b>

Information on effective agreements on paying such rewards in the current financial year:

As of November 30, 2009, pursuant to the Charter and the Regulation on the Management Board, the Issuer concluded additional agreements to the Employment Agreement on Exercising Powers of Collegial Executive Body which entitle the members of the Management Board of the Company to receive a monthly bonus of 15,830 rubles for the period of their powers.

The amount of reward due to this body for the last closed financial year as set (approved) by the authorized management body of the Issuer but remaining outstanding at the end date of the reporting period: *there are no unpaid rewards.*

#### **5.4. Information on the structure and responsibilities of the Issuer's Financial and Business Supervisory Bodies**

Detailed description of the structure of the Issuer's Financial and Business Supervisory Bodies as stipulated in the Charter (Constituent Documents) of the Issuer:

Business and Financial Supervisory Body of the Issuer is represented by the Audit Commission. According to the paragraph 24.1 of the Article 24 of the Charter of the Issuer, the Audit Commission contains 5 (Five) members. According to the paragraph 24.3 of the Article 24, responsibilities of the Audit Commission of the Company include:

- verification of the integrity of data in the annual report, annual accounting reports, profit and loss account the Company;
- analysis of the financial condition of the Company, identification of opportunities for improvement in the financial condition of the Company and working out recommendations for the Company's Management Bodies;

- organization and carrying out of the verification (audit) of financial and business activity of the Company, including:
- verification (audit) of financial, accounting, payment and other documents of the Company related to the Company's financial and business activities for the compliance with laws of the Russian Federations, Charter, Policies and Regulations of the Company and other corporate documents;
- supervision over preservation and use of fixed assets;
- supervision over the compliance with the procedure for the writing off bad debts as losses of the Company;
- supervision over the use of funds of the Company in accordance to approved business plan and the budget of the Company;
- supervision over the accumulation and use of reserve and other special purpose funds of the Company;
- verification of the accuracy and promptness of accruing and paying out the dividends on the Company's shares, interests on bonds, and earnings on other securities;
- follow-up control of the execution of previously issued instructions for elimination of irregularities and shortcomings identified by previous verifications (audits);
- performing other actions (measures) associated with the audit of financial and business activities of the Company.

#### ***The Issuer has set up the Department for Internal Audit***

Duration of the Department for Internal Audit/Control and its key members:

According to the Organizational Structure of the Issuer approved by the Board of Directors of the Company (Minutes No. 1 of July 17, 2007), the Department for Internal Control and Audit was established. As of April 22, 2009, according to a new organizational structure of administration approved by the Board of Directors of IDGC of Volga, OJSC (Minutes No. 16 of April 07, 2009), the Department for Internal Control and Audit was renamed into the Department for Internal Audit.

Key member of the Department for Internal Audit of IDGC of Volga, OJSC is the Head of the Department for Internal Audit of IDGC of Volga, OJSC, Klimova Elena Viktorovna.

Major functions of the Department for Internal Audit; accountability of the Department for Internal Audit and its relationships with Executive Bodies of the Issuer and the Board of Directors (Supervisory Council) of the Issuer:

According to the Article 4 of the Regulation on the Department for Internal Audit (hereinafter referred to as Regulation), the Department performs the following major functions:

- 3.1. Audit of the Company's technical, financial and management reports, analysis of their integrity, and evaluation of the promptness of their preparation and submitting.
- 3.2. Supervision over the compliance with laws and bylaws as well as with the requirements of the Accounting Policy of the Company, instructions, decisions, orders of executives and (or) shareholders of the Company.
- 3.3. Working out audit programs and plans.
- 3.4. Auditing the business units of the Company in accordance to approved plan.
- 3.5. Collection of audit-related data and its analysis for reaching the goals of internal audit.
- 3.6. Control and audit of the proper use of funds of the Company and its business units.
- 3.7. Audit of the preservation and effectiveness of use of the Company's assets.



- 3.8. Monitoring the plan for the use of funds for various projects and programs and the analysis of their fulfillment and economic efficiency.
- 3.9. Carrying out extraordinary targeted audit, express analyses and inventory auditing in order to identify and eliminate debts and deficiencies; analysis of payables and receivables, working out recommendations and timely instructions for reducing debts.
- 3.10. Targeted audit of the quantity of works on repair and capital projects.
- 3.11. Audit of procurement activities of the Company and its business units.
- 3.12. Supervision over the execution of Decisions approved by the Company's management on elimination and prevention of irregularities identified by internal control and audit.
- 3.13. Monitoring of data contained in internal control and audit reports, processing monitoring analytic data.
- 3.14. Preparation of audit reports, analytical reports, memos and opinions.
- 3.15. Providing information on substantial risks, control and corporate governance problems and other information needed by the Company's top-management as well as recommendations on the improvement of existing systems.
- 3.16. Execution of individual instructions of the General Director of the Company, Deputy General Director for Security, Deputy General Director for Economy and Finance.
- 3.17. Taking part in the planning of the Company's activities on matters assigned to the responsibilities of the Department for Internal Audit.

Interaction the Department for Internal Audit and External Auditor of the Issuer:

According to Regulation, the Department for Internal Audit is functionally subordinated to the General Director of the Issuer and directly to the Deputy General Director for Security while as far as financial and economic issues are concerned, it is functionally subordinated to the Deputy General Director for Economy and Finance.

***The Issuer has endorsed (approved) a regulation that provides the rules for prevention of use of confidential (insider) information.***

Information on availability of the document on prevention of use of confidential (insider) information:

IDGC of Volga, OJSC applies the Regulation on Insider Information of August 29, 2007 approved by the Board of Directors of IDGC of Volga, OJSC (Minutes No. 2).

Full version of the Regulation is available for free at: [www.mrsk-volgi.ru/ru/aktsioneram\\_i\\_investoram/korporativnie\\_dokumenti/vnutrennie\\_dokumenti\\_obcshestva/](http://www.mrsk-volgi.ru/ru/aktsioneram_i_investoram/korporativnie_dokumenti/vnutrennie_dokumenti_obcshestva/).

## **5.5. Information on the members of the Issuer's Business and Financial Supervisory Bodies**

Name of the Issuer's Financial and Business Supervisory Body: ***Audit Commission***

Full name: ***Alimuradova, Izumrud Aligadzhievna***

Year of birth: ***1971***

Education: ***higher***

***Dagestan State University named after V.I. Lenin, Ph.D. in Economics***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		

2003	2009	Energoconsalting, LLC	Director for Development
2009	present	IDGC Holding, OJSC	Department for Internal Control and Risk Management

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Arkhipov, Vladimir Nikolayevich***

Year of birth: ***1956***

Education: ***higher***

***Novosibirsk Electronic Technical Institute of Communications (1979)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2000	2006	Federal State Unitary Enterprise "Rosoboronexport"	Advisor
2006	2009	Rustel, CJSC	General Director
2009	present	IDGC Holding, OJSC	First Deputy Head of the Security Department

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Bikmurzin, Adel Fyaritovich***

Year of birth: ***1979***

Education: ***higher***

***N.P. Ogarev's Mordovian State University***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
01.09.2003	30.06.2008	ОАО РАО УЭС of Russia	Senior Expert at the Department for Ensuring Board of Directors Activity, Corporate Secretary of the Audit Committee in the Board of Directors
10.09.2008	present	IDGC Holding, OJSC	Senior Expert at the Department for Standards and Methodology of the Department for Corporate Governance and Cooperation with Shareholders, Secretary of the Audit Committee of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: *Filippova, Irina Aleksandrovna*

Year of birth: *1958*

Education: *higher*

*Ryazan State Agricultural Academy named after Professor P.A. Kostychev (1979)*

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
03.2006	11.2009	Energoconsalting, LLC	Lead Expert
12.2009	present	IDGC Holding, OJSC	Senior Expert of the Department for Internal Control, Audit and Expertise of the Department for Internal Audit and Risk Management

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: *Rokhlina, Olga Vladimirovna*

Year of birth: *1974*

Education: *higher*

*Samara State Aerospace University named after academician S.P. Korolyov (1997),  
International Market Institute (1997)*

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
01.06.2004	01.07.2008	OAo RAO UES of Russia	Lead Expert of the Unit for Audit

			Methodology of the Department for Internal Audit at the Corporate Center
12.2009	present	IDGC Holding, OJSC	Chief Expert of the Department for Internal Control, Audit and Expertise of the Department for Internal Audit and Risk Management

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Name of the Issuer's Financial and Business Supervisory Body: ***Audit Committee for the Board of Directors***

Full name: ***Binko, Gennady Feliksovich***  
(Chairman)

Year of birth: ***1958***

Education: ***higher***

***Moscow Engineering Physics Institute (MEPhI) (1982),***

***All-Russia Extra-Mural Institute of Finance and Economics (2004)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2005	2009	OGC-6, OJSC	member of the Management Board, Deputy General Director
2009	present	IDGC Holding, OJSC	member of the Management Board, Deputy General Director
12.2008	present	OAO RAO ES of the East	member of the Board of Directors
08.2009	present	OESK, OJSC	Chairman of the Board of Directors
12.2009	present	RZhS Foundation	member of the Board of Trustees

06.2010	present	IDGC of the South, OJSC	Deputy Chairman of the Board of Directors
06.2010	present	IDGC of North Caucasus, OJSC	member of the Board of Directors
06.2010	present	Tyumenenergo, OJSC	member of the Board of Directors
06.2010	present	NIIEE, OJSC	Chairman of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Kulikov, Denis Viktorovich***

Year of birth: ***1975***

Education: ***higher***

***Moscow State Legal Academy (2005)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
2001	2006	Investors Protection Association	Expert
2006	2008	Investors Protection Association	Deputy Executive Director
2008	present	Investors Protection Association	Executive Director
2004	present	YuTK, OJSC	member of the Board of Directors
2007	present	OGC-2, OJSC	member of the Board of Directors
2007	present	MOEC, OJSC	member of the Board of Directors
2008	present	Severo-Zapadny Telecom, OJSC	member of the Board of Directors
2009	present	Baikalvestkom, OJSC	member of the Board of Directors
2009	present	OEC, OJSC	member of the Board of Directors
06.2010	present	VolgaTelecom, OJSC	member of the Board of Directors
06.2010	present	Dalsvyaz, OJSC	member of the Board of Directors
06.2010	present	Uralsvyazinform, OJSC	member of the Board of Directors

06.2010	present	CenterTelecom, OJSC	member of the Board of Directors
06.2010	present	IDGC of Northwest, OJSC	member of the Board of Directors

Share of affiliated company in the authorized capital of the Issuer, %: **0.00168**

The affiliated company's portion of ordinary shares of the Issuer, %: **0.00168**

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Kurochkin, Aleksey Valeryevich***

Year of birth: ***1973***

Education: ***higher***

***Ural State Legal Academy (1995)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
06.2005	07.2008	FGC UES, OJSC	Deputy Chief of the Center for Management of Interregional Distribution Grid Companies
07.2008	06.2009	IDGC Holding, OJSC	Corporate Policy Director
06.2009	present	IDGC Holding, OJSC	Head of the Department for Corporate Governance and Cooperation with Shareholders
06.2010	present	Tyumenenergo, OJSC	member of the Board of Directors
06.2010	present	Yekaterinburg Electrical Networks Company, OJSC	member of the Board of Directors
21.06.2010	present	Lenenergo, OJSC	member of the Board of Directors

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

Full name: ***Pankstyanov, Yury Nikolayevich***

Year of birth: ***1980***

Education: ***higher***

***State University of Management (2002)***

Positions held within the Issuer or in other organizations for the past 5 years and at present, including part-time positions:

Period		Name of organization	Position
from	to		
12.2004	07.2008	FGC UES, OJSC	Chief of Administration
07.2008	present	IDGC Holding, OJSC	Chief of the Tariffs Formation Department

***The member does not have any share in the Issuer's authorized capital or hold ordinary shares***

The number of shares of each class (category) issued by the Issuer that can be purchased by the person by exercising the options issued by the Issuer: ***the Issuer has not issued options.***

The person's share in the authorized (stock) capital (mutual fund) of the Issuer's branches and affiliates: ***the person does not have mentioned ownership interests.***

Details on the nature of any family relationships with other persons who are members of the Issuer's Management Bodies and/or the Issuer's Financial and Business Supervisory Bodies: ***there are no mentioned family relationships.***

Information on the imposition of administrative sanctions for offences in the area of finance, taxes and levies, securities market or the prosecution (possession of criminal record) for economic crimes or crimes against the State: ***the person is free of any criminal records.***

Information on holding positions in management bodies of commercial companies in the period when bankruptcy procedures were initiated against mentioned organizations and/or when one of the bankruptcy procedures provided by insolvency (bankruptcy) laws of the Russian Federation was introduced: ***the person has not held mentioned positions.***

**5.6. Information on the Amount of Remunerations, Benefits and/or Compensation of Expenses for the Members of the Issuer's Financial and Business Supervisory Bodies**

Information on the amount of remunerations, benefits and/or compensations due to each Financial and Business Supervisory Body. Information on the type of remunerations, including salaries, bonuses, fees, benefits and/or compensations of expenses as well as other pecuniary rewards



which were paid by the Issuer for the last closed fiscal year:

Measurement unit: **RUB**

Name of the Issuer's Business and Financial Supervisory Body: **Auditing Commission**

Remuneration	1,123,800
Salaries	2,394,633
Bonuses	75,000
Fees	0
Benefits	0
Compensation of expenses	0
Other pecuniary rewards	0
Other	0
<b>TOTAL</b>	<b>3,593,433</b>

Information on effective agreements on paying such rewards in the current financial year: agreements on Rewards have not been concluded in the current financial year.

Awarding remunerations to the members of the Auditing Commission of the Issuer is made in compliance with the Regulation on awarding remunerations to the members of the Auditing Commission of IDGC of Volga, OJSC approved by the decision of the General Meeting of Shareholders of the Issuer (Minutes of October 05, 2007 No. 1751pr/3) and revised Regulation on awarding remunerations and compensations to the members of the Auditing Commission of IDGC of Volga, OJSC approved by the decision of the General Meeting of Shareholders of the Issuer on June 07, 2008 (Minutes No. 1/2008).

The amount of remuneration due to this body for the last closed financial year as set (approved) by the authorized management body of the Issuer but remaining outstanding at the end date of the reporting period: **there are no unpaid remunerations**

Name of the Issuer's Business and Financial Supervisory Body: **Audit Committee of the Board of Directors**

Remuneration	44,199
Salaries	
Bonuses	
Fees	
Benefits	
Compensation of expenses	
Other pecuniary rewards	
Other	
<b>TOTAL</b>	<b>44,199</b>

Information on effective agreements on paying such rewards in the current financial year:

Awarding remunerations to the members of the Audit Committee of the Board of Directors is made in compliance with the Regulation on awarding remunerations to the members of the Audit Committee of the Board of Directors approved by the decision of the Board of Directors of IDGC of Volga, OJSC on November 13, 2008 (Minutes No. 6).

The amount of remuneration due to this body for the last closed financial year as set (approved)

by the authorized management body of the Issuer but remaining outstanding at the end date of the reporting period: *there are no unpaid remunerations*

#### **5.7. Information on the Number of Personnel (Employees) and Summary Data on Their Education as well as Changes in the Number of Personnel (Employees) of the Issuer**

Not specified in the report for quarter 4

#### **5.8. Information on any obligations of the Issuer for personnel (employees) related to possibility of their participation in authorized (stock) capital (mutual funds) of the Issuer**

*The Issuer does not have any obligations for personnel (employees) relating to the possibility of their participation in the authorized (stock) capital of the Issuer.*

## **VI. Information on stockholders (shareholders) of the Issuer and the Issuer's interested party transactions**

### **6.1. Information on the overall number of shareholders (stockholders) of the Issuer**

The overall number of persons recorded in the Issuer's Shareholder Register at the end date of the last reporting quarter: **18,652**.

Overall number of nominee shareholders of the Issuer: **14**.

### **6.2. Information on stockholders (shareholders) of the Issuer who own no less than 5 percent of the Issuer's authorized (stock) capital (mutual fund) or no less than 5 percent of the Issuer's ordinary shares as well as information on stockholders (shareholders) of such organizations which own no less than 20 percent of the authorized (stock) capital (mutual fund) or no less than 20 percent of ordinary shares of such organizations**

Stockholders (shareholders) of the Issuer who own no less than 5 percent of the Issuer's authorized (stock) capital (mutual fund) or no less than 5 percent of the Issuer's ordinary shares.

Full business name:  ***Holding of Interregional Distribution Grid Companies, Open Joint-Stock Company***

Abbreviated business name: ***IDGC Holding, OJSC***

Address: ***5A, Akademika Chelomeya Str., Moscow, 117630, Russia***

TIN: ***7728662669***

PSRN: ***1087760000019***

Share of affiliated company in the authorized capital of the Issuer, %: ***67.626***

The affiliated company's portion of ordinary shares of the Issuer, %: ***67.626***

Stockholders (shareholders) of the company who own no less than 20 percent of the Issuer's authorized (stock) capital (mutual fund) or no less than 20 percent of the Issuer's ordinary shares.

Full business name: ***The Russian Federation represented by the Federal Agency for State Property Management***

Abbreviated business name: ***Rosimushchestvo***

Address: ***9, Nikolsky Alley, Moscow, 103685, Russia***

TIN: ***7710723134***

PSRN: ***1047796345794***

The company's share in the authorized capital of the Issuer's shareholder (stockholder), %: ***52.683***

The portion of ordinary shares of the Issuer's shareholder (stockholder) held by the agency, %: ***54.992***

Share of affiliated company in the authorized capital of the Issuer, %: **0.529**

The affiliated company's portion of ordinary shares of the Issuer, %: **0.529**

Full business name: **AGANA Management Company, Limited Liability Company**

Abbreviated business name: **AGANA MC, LLC**

Address: **1/9, Staromonetny Alley, Moscow, 119017, Russia**

TIN: **7706219982**

PSRN: **1027700076513**

Share of affiliated company in the authorized capital of the Issuer, %: **5.928**

The affiliated company's portion of ordinary shares of the Issuer, %: **5.928**

Stockholders (shareholders) of the company who own no less than 20 percent of the Issuer's authorized (stock) capital (mutual fund) or no less than 20 percent of the Issuer's ordinary shares.

Full business name: **"Second Legal Firm", Limited Liability Company**

Abbreviated business name: **Second Legal Firm, LLC**

Address: **1/9, Staromonetny Alley, Moscow, 119017, Russia**

TIN: **7706208229**

PSRN: **1027700076018**

The company's share in the authorized capital of the Issuer's shareholder (stockholder), %: **80.1**

Share of affiliated company in the authorized capital of the Issuer, %: **0**

The affiliated company's portion of ordinary shares of the Issuer, %: **0**

#### **Nominee Shareholder**

Information about nominee shareholder:

1. Full business name: **"Depositary and Corporate Technologies", Limited Liability Company**

Abbreviated business name: **Depositary and Corporate Technologies, LLC**

Address: **4/1, Stromynka, Moscow, 107014, Russia**

TIN: **7729520219**

PSRN: **1057746181272**

Telephone: **(495) 641-3031**

Fax: **(495) 641-3031**

E-mail: **dkt@depotech.ru**

Information on the license for securities market professional

Number: **177-11151-000100**

Date of issue: **03.04.2008**

Expiry date: **open ended**

License Issuing Body: **Federal Securities Commission**

The number of ordinary shares of the Issuer registered on the Issuer's Shareholder Register as held by a nominee shareholder: **120,765,085,671**

The number of preferred shares of the Issuer registered on the Issuer's Shareholder Register as held by a nominee shareholder: **0**

#### **Nominee Shareholder**

Information about nominee shareholder:

2. Full business name: **"Depositary Clearing Company", Closed Joint-Stock Company**

Abbreviated business name: *DCC, CJSC*

Address: *bld. 1, 4/7, Vozdvizhenka, Moscow, 125009, Russia*

TIN: *7710021150*

PSRN: *1027739143497*

Telephone: *(495) 956-0999*

Fax: *(495) 232-6804*

E-mail: [dcc@dcc.ru](mailto:dcc@dcc.ru)

Information on the license for securities market professional

Number: *177-06236-000100*

Date of issue: *09.10.2002*

Expiry date: *open ended*

License Issuing Body: *Federal Securities Commission*

The number of ordinary shares of the Issuer registered on the Issuer's Shareholder Register as held by a nominee shareholder: *29,360,533,739*

The number of preferred shares of the Issuer registered on the Issuer's Shareholder Register as held by a nominee shareholder: *0*

### **6.3. Information on the share of the State or Municipality in the authorized (stock) capital (mutual fund) of the Issuer and veto right (golden share)**

Portion of authorized (stock) capital (mutual fund) of the Issuer held by the Federal Government, % – *0.529*

Managing entity.

Full business name: *The Russian Federation represented by the Federal Agency for State Property Management*

Portion of authorized (stock) capital (mutual fund) of the Issuer held by the constituent entities of the Russian Federation, %: *no portion*

Portion of authorized (stock) capital (mutual fund) of the Issuer held by Municipalities, %: *no portion*

Veto right (golden share) of the Russian Federation, Constituent Entities of the Russian Federation or Municipalities to govern the Issuer – Joint-Stock Company and the validity period of the veto right (golden share): *veto right is not available.*

### **6.4. Information on the restrictions on the participation in the authorized (stock) capital (mutual fund) of the Issuer**

*There are no restrictions on the participation in the authorized (stock) capital of the Issuer.*

### **6.5. Information on changes in the body and the amount of participation of shareholders (stockholders) of the Issuer who own no less than 5 percent of the Issuer's authorized (stock) capital (mutual fund) or no less than 5 percent of the Issuer's ordinary shares**

The body of shareholders (stockholders) of the Issuer who held no less than 5 percent of the authorized (stock) capital of the Issuer, and no less than 5 percent of the Issuer's ordinary shares if the Issuer is a joint-stock company, determined as of date of the list of persons entitled to participate in each General Shareholders' (Stockholders) Meeting of the Issuer held for five most recent closed financial years preceding the end date of the reporting quarter or for each closed financial year preceding the end date of the reporting quarter if the Issuer operates for less than five years as well as for the last quarter based on the list of persons entitled to participate in each of such Meetings.

Date of the list of persons entitled to participate in the General Shareholders' (Stockholders) Meeting of the Issuer: **April 18, 2008**

List of Shareholders (Stockholders)

Full business name: **Russian Open Joint-Stock Company of Energetics and Electrification "UES of Russia"**

Abbreviated business name: **ОАО РАО УЭС of Russia**

The company's share in the authorized capital of the Issuer, %: **67.626**

The company's portion of ordinary shares of the Issuer, %: **67.626**

Date of the list of persons entitled to participate in the General Shareholders' (Stockholders) Meeting of the Issuer: **April 24, 2009**

List of Shareholders (Stockholders)

Full business name: **"IDGC Holding", Open Joint-Stock Company**

Abbreviated business name: **IDGC Holding, OJSC**

The company's share in the authorized capital of the Issuer, %: **67.626**

The company's portion of ordinary shares of the Issuer, %: **67.626**

Date of the list of persons entitled to participate in the General Meeting of Shareholders (Stockholders) of the Issuer: **May 12, 2010**

List of Shareholders (Stockholders)

Full business name: **"Holding of Interregional Distribution Grid Companies", Open Joint-Stock Company**

Abbreviated business name: **IDGC Holding, OJSC**

Share of affiliated company in the authorized capital of the Issuer, %: **67.626**

The company's portion of ordinary shares of the Issuer, %: **67.626**

Full business name: **AGANA Management Company, Limited Liability Company**

Abbreviated business name: **AGANA MC, LLC**

Share of affiliated company in the authorized capital of the Issuer, %: **5.928**

The company's portion of ordinary shares of the Issuer, %: **5.928**

## **6.6. Information on the Issuer's interested party transactions**

Information on the number and monetary amount of interested party transactions as defined by the laws of the Russian Federation and subject to approval by an authorized Management Body of the Issuer for the last reporting quarter.

Measurement unit: **RUB**

Item name	Overall number, pcs	Total monetary amount
The Issuer's interested party transactions subject to approval	13	15,315,800.04

by an authorized Management Body of the Issuer		
The Issuer's interested party transactions subject to approval by the General Stockholders' (Shareholders) Meeting of the Issuer	0	0
The Issuer's interested party transactions subject to approval by the Board of Directors (Supervisory Council of the Issuer)	13	15,315,800.04
The Issuer's interested party transactions subject to approval but were not approved by an authorized Management Body of the Issuer	0	0

Transactions (group of associated transactions), the value of which make up 5 and more percent of the book value of the Issuer's assets as estimated based on the data from the Issuer's accounting reports as of the last reporting date before making the transaction made by the Issuer for the last reporting period: *mentioned transactions were not effected.*

Total monetary amount of interested party transactions made by the Issuer for the last reporting quarter, rub.: *15,315,800.04.*

Interested party transactions (group of associated transactions) subject to approval under the laws of the Russian Federation but which were not approved by the Board of Directors (Supervisory Council) or by the General Shareholders' (Stockholders) Meeting: *mentioned transactions were not effected.*

#### **6.7. Information on the Amount of Receivables**

Not specified in this reporting quarter

### **VII. Accounting reports of the Issuer and other financial information**

#### **7.1. Annual accounting reports of the Issuer**

Not specified in this reporting quarter

#### **7.2. Quarterly accounting reports of the Issuer for the last closed reporting quarter**

Not specified in this reporting quarter

#### **7.3. Consolidated accounting reports of the Issuer for the last closed financial year**

Not specified in this reporting quarter

#### **7.4. Information on the Accounting Policy of the Issuer**

Not specified in this reporting quarter

#### **7.5. Information on the Total Amount of Exports and the Portion of Exports in the Total Amount of Sales**

Not specified in this reporting quarter

#### **7.6. Information on the value of fixed property of the Issuer and substantial changes to the structure of the fixed property of the Issuer after the end date for the last closed fiscal year**

Total value of fixed property as of end date of reporting quarter, rub.: *27,010,795,066*

Amount of depreciation as of the end date of reporting quarter, rub.: *5,084,486,798*

Information on substantial changes to the structure of the fixed property of the Issuer occurred during 12 months from the end date of reporting quarter.

*There were no substantial changes to the structure of the fixed property occurred during 12 months from the end date of reporting quarter.*

Information on purchases or disposal for any reason of any other assets of the Issuer if the book value of such assets exceeds 5 percent of the total book value of the Issuer's assets as well as information on any other substantial changes to the structure of other assets of the Issuer occurred from the end date of the last closed financial year to the end date of reporting quarter: *mentioned changes did not occur.*

#### **7.7. Information on the Issuer's involvement in lawsuits which could substantially affect financial and business activities of the Issuer**

*The Issuer was not involved/is being involved in lawsuits which affected/could affect financial and business activities for the past three years prior to the end date of reporting quarter.*

### **VIII. Additional information on the Issuer and issue securities placed by the Issuer**

#### **8.1. Additional Information on the Issuer**

##### **8.1.1. Information on the amount and structure of authorized (stock) capital (mutual fund) of the Issuer**

The amount of authorized (stock) capital (mutual fund) of the Issuer as of the end date of reporting quarter, rub.: *17,857,780,114.60*

Ordinary shares

Total par value: *17,857,780,114.60*

Portion in authorized capital, %: *100*

Preferred shares

Total par value: *0*

Portion in authorized capital, %: *0*

##### **8.1.2. Information on changes in the amount of authorized (stock) capital (mutual fund) of the Issuer**

Information on changes in the amount of authorized (stock) capital (mutual fund) of the Issuer for the most recent 5 closed financial years preceding the end date of reporting quarter as well as in the reporting quarter.

Date of change in the amount of authorized capital: *08.05.2008*

Amount of authorized capital before the change (rub.): *10,000,000*

Structure of authorized capital before the change

Ordinary shares

Total par value: **10,000,000**

Portion in authorized capital, %: **100**

Preferred shares

Total par value: **0**

Portion in authorized capital, %: **0**

Amount of authorized capital after the change (rub.): **17,857,780,114.60**

The Issuer's Management Body which decided on making changes to the amount of authorized (stock) capital (mutual fund) of the Issuer: **Management Board of OAO RAO UES of Russia (Extraordinary General Shareholders' Meeting of IDGC of Volga, OJSC)**

Minutes date of the meeting of the Issuer's Management Body at which the decision on changing the amount of authorized (stock) capital (mutual fund) of the Issuer was made: **25.12.2007**

Minutes number: **1795pr/8.**

### **8.1.3. Information on Accumulation and Use of Reserve Fund and Other Funds of the Issuer**

For the reporting quarter

Information on accumulation and use of reserve fund as well as other funds of the Issuer generated from net income.

Name: **Reserve Fund**

Amount of fund provided by constituent documents: **amount of the Reserve Fund - 5 (five) percent of the authorized capital of the Issuer.**

Monetary amount of the fund as of the end date of reporting quarter, RUB:

**226,001,037**

Percentage of the fund in the authorized (stock) capital (mutual fund): **1.3**

Amount of contributions to the fund during the reporting period: **0**

Amount of fund used during the reporting period: **0**

Intended use of funds: **reserve funds were not used in the reporting period.**

### **8.1.4. Information on the procedure for convening and holding the meeting (session) of the top Management Body of the Issuer**

Top Management Body of the Issuer: **According to the paragraph 10.1 of the Article 10 of the Charter of IDGC of Volga, OJSC, Top Management Body of the Issuer is represented by General Shareholders' Meeting.**

Procedure for notification of shareholders (stockholders) on holding the meeting (session) of the top Management Body of the Issuer:

According to the paragraph 11.5 of the Article 11 and the paragraph 12.4 of the Article 12 of the Charter of the Issuer, the notification on holding the General Shareholders' Meeting shall be published by the Company in the Rossiiskaya Gazeta as well as on the Company's website not later than 30 (thirty) days prior to the meeting held in the form of attendance by the shareholders, or not later than 30 (thirty) days prior to the end date for casting ballots if the General Shareholders' Meeting is held by absentee voting.

Persons (bodies) who have the right to convene (demand convening) an extraordinary meeting (session) of the top Management Body of the Issuer and the procedure for forwarding (issuing) such demands:



Pursuant to the paragraph 14.2 of the Article 14 of the Charter of the Issuer, the Board of Directors of the Company at its own initiative, the Audit Commission of the Company, the Auditor of the Company and shareholder (shareholders) who holds no less than 10 (ten) percent of voting shares of the Company at the date of issuing the demand are entitled to convene (demand convening) an Extraordinary General Shareholders' Meeting. According to the paragraph 14.4 of the Article 14 of the Charter of the Issuer, the demand for convening the Extraordinary General Shareholders' Meeting of the Company shall contain articulated matters to be included on the agenda of the meeting. Person (persons) demanding for convening the Extraordinary General Shareholders' Meeting of the Company is entitled to submit a proposal for decision by the General Shareholders' Meeting and a suggestion on the form of holding of the General Shareholders' Meeting. The demand for convening the Extraordinary General Shareholders' Meeting containing the suggestion on nominating candidates shall provide name and the data from the identity document (series and (or) the number of document, date and place of issue and the name of issuing body) of each nominated candidate and the name of a body for which the candidate is nominated. According to the paragraph 14.5 of the Article 14 of the Charter of the Issuer, if the demand for convening the Extraordinary General Shareholders' Meeting of the Company is initiated by shareholder (shareholders), such demand shall contain the name (institutional name) of shareholder (shareholders) demanding for the convention of the meeting stating the number, class (category) of the Company's shares held by these shareholders. The demand for convening the Extraordinary General Shareholders' Meeting of the Company shall be signed by the person (persons) demanding for the convention of the Extraordinary General Shareholders' Meeting of the Company.

Procedure for setting the date of meeting (session) of the top Management Body of the Issuer:

According to the paragraph 11.1 of the Article 11 of the Charter of the Issuer, the Annual General Shareholders' Meeting of the Company shall be held within the period of not earlier than two months prior to and not later than six months after the end of financial year. According to the paragraph 14.3 of the Article 14 of the Charter of the Issuer, the convention of the Extraordinary General Shareholders' Meeting upon the demand of the Audit Commission of the Company, the Auditor of the Company and shareholder (shareholders) who holds no less than 10 (ten) percent of voting shares of the Company shall be made by the Board of Directors of the Company. Such General Shareholders' Meeting shall be held within 40 (forty) days from the date of demand for convening the Extraordinary General Shareholders' Meeting, excluding the case when the agenda of the Extraordinary General Shareholders' Meeting contains a matter on election of the members of the Board of Directors of the Company. If the agenda of the Extraordinary General Shareholders' Meeting contains a matter on election of the members of the Board of Directors of the Company, the General Shareholders' Meeting shall be held within 90 (ninety) days from the date of issuing the demand for convening the Extraordinary General Shareholders' Meeting of the Company.

Persons who have the right to put forward suggestions for the agenda of the meeting (session) of the top Management Body of the Issuer and the procedure for putting forward such suggestions:

According to the paragraph 13.1 of the Article 13 of the Charter of the Issuer, shareholder (shareholders) of the Company who holds a total of at least 2 (two) percent of voting shares of the Company is entitled to put forward suggestions for the agenda of the Annual General Shareholders' Meeting and to nominate candidates for the Board of Directors and the Audit Commission of the Company in the number not exceeding the number of members of the bodies in question within the period of not later than 60 (sixty) days from the end date of financial year. According to the paragraph 13.2 of the Article 13 of the Charter of the Issuer, the suggestion on putting forward matters for the agenda of General Shareholders' Meeting and suggestions on nomination of candidates shall be presented in writing stating the name (institutional name) of shareholders (shareholder) initiating such suggestions, the amount and class (category) of shares owned by them and shall be signed by shareholders (shareholder). According to the paragraph 13.3 of the Article 13 of the Charter of the Issuer, the suggestion on putting forward matters for the agenda of General Shareholders' Meeting shall contain the written statement of each suggested matter and the suggestion on nominating candidates shall provide a name and the data from the identity document (series and (or) the number of

document, date and place of issue and the name of issuing body) of each nominated candidate and the name of a body for which the candidate is nominated.

Persons who are entitled to access the information (materials) provided for the arrangement and holding the meeting (session) of the top Management Body of the Issuer and the procedure for accessing such information (materials):

According to the paragraph 11.7 of the Article 11 of the Charter of the Issuer, the information (materials) on matters of the agenda of the General Shareholders' Meeting shall be made available to the persons entitled to participate in the General Shareholders' Meeting at the office of Executive Body of the Company or other places at addresses stated in the notice on holding the General Shareholders' Meeting within the period of 20 (twenty) days, or, in case of holding the General Shareholders' Meeting to discuss the matter on reorganization of the Company, within 30 (thirty) days prior to the holding the General Shareholders' Meeting. Mentioned information (materials) shall be available to persons participating in the General Shareholders' Meeting during the holding of the Meeting. The procedure for providing information (materials) on the matters of agenda of the General Shareholders' Meeting to the persons entitled to participate in the General Shareholders' Meeting and the scope of such information (materials) are determined by the decision of the Board of Directors of the Company.

Procedure for announcement (communication to shareholders (stockholders) of the Issuer) of decisions made by the top Management Body of the Issuer and voting results:

According to the paragraph 11.13 of the Article 11 of the Charter of the Issuer, voting results and decisions made by the General Shareholders' Meeting of the Company can be announced at the General Shareholders' Meeting of the Company.

If voting results and decisions made by the General Shareholders' Meeting of the Company has not been announced at the General Shareholders' Meeting of the Company, the decisions made by the General Shareholders' Meeting of the Company and voting results in the form of voting results report (decisions made by the General Shareholders' Meeting held by absentee voting as well as voting results in the form of voting results report) shall be communicated to the persons entitled to participate in the General Shareholders' Meeting via publication in the Rossiiskaya Gazeta and on the Company's website not later than 10 (ten) days from the minutes on voting results.

#### **8.1.5. Information on commercial organizations in which the Issuer owns not less than 5 percent of the authorized (stock) capital (mutual fund) or not less than 5 percent of ordinary shares**

List of commercial organizations in which the Issuer owns not less than 5 percent of the authorized (stock) capital (mutual fund) or not less than 5 percent of ordinary shares as of the end date of the last reporting quarter.

Full business name: *"Social Sphere-M", Open Joint-Stock Company*

Abbreviated business name: *Social Sphere-M, OJSC*

Location: *50, Lenina Avenue, Saransk, Republic of Mordovia, 430003, Russia*

TIN: *1326185581*

PSRN: *1021300973033*

Share of the Issuer in the authorized capital, %: *100*

Amount of ordinary shares held by the Issuer, %: *100*

The company's share in the authorized capital of the Issuer, %: *0*

The company's portion of ordinary shares of the Issuer, %: *0*

Full business name: *"Chuvash Motor Transport Company", Open Joint-Stock Company*

Abbreviated business name: *ChAK, OJSC*

Location: *21, Promyshlennaya Str., Novocheboksarsk, Chuvash Republic, 429954, Russian*

TIN: *2124021783*

PSRN: *1042124002117*

Share of the Issuer in the authorized capital, %: *99.99*

Amount of ordinary shares held by the Issuer, %: *99.99*

The company's share in the authorized capital of the Issuer, %: *0*

The company's portion of ordinary shares of the Issuer, %: *0*

Full business name: *"Solnechniy" Sanatorium-Preventorium", Open Joint-Stock Company*

Abbreviated business name: *"Solnechniy" Sanatorium-Preventorium", OJSC*

Location: *58 Turbinnaya Street, Orenburg, 460023, Russia*

TIN: *5611031844*

PSRN: *1045607457345*

Share of the Issuer in the authorized capital, %: *99.99*

Amount of ordinary shares held by the Issuer, %: *99.99*

The company's share in the authorized capital of the Issuer, %: *0*

The company's portion of ordinary shares of the Issuer, %: *0*

#### **8.1.6. Information on major transactions made by the Issuer**

For the reporting quarter

*There were no major transactions within the reporting quarter.*

#### **8.1.7. Information on credit ratings of the Issuer**

*The Issuer was not assigned any credit rating.*

#### **8.2. Information on each class (type) of shares of the Issuer**

Class of shares: *ordinary*

Par value of each share (rub.): *0.1*

Number of outstanding shares (number of shares which are not redeemed or cancelled): *0*

Number of additional shares which are in the process of placement (number of shares from additional issue in relation to which the placement report has not received state registration): *0*

Number of authorized shares: *37,398,854*

Number of balance sheet shares: *0*

Number of additional shares which can be placed due to conversion of previously placed securities convertible to shares or due to meeting liabilities for options of the Issuer: *0*

Issues of this class (category) of shares:

State registration date	Registration number
10.10.2007	1-01-04247-E
20.03.2008	1-01-04247-E-001D
20.03.2008	1-01-04247-E-002D
20.03.2008	1-01-04247-E-003D
20.03.2008	1-01-04247-E-004D
20.03.2008	1-01-04247-E-005D
20.03.2008	1-01-04247-E-006D
20.03.2008	1-01-04247-E-007D

Rights conferred by shares to their owners:

Rights conferred by shares to their owners are specified in the paragraph 6.2 of the Article 6 of the Charter of the Issuer, namely:

Each registered ordinary share of the Company grants a shareholder – its owner – the equal scope of rights.

Shareholders-owners of registered ordinary shares of the Company are entitled to:

- 1) participate in the General Shareholders' Meeting of the Company personally or by proxy and vote on all matters assigned to the responsibility of the Meeting;
- 2) put forward suggestions for the agenda of the General Shareholders' Meeting in the procedure provided in laws of the Russian Federation and the present Charter;
- 3) receive information on the Company's activities and access documents of the Company in accordance to the Article 91 of the Federal Law "On Joint-Stock Companies", other bylaws and the present Charter;
- 4) receive dividends announced by the Company;
- 5) pre-emptive purchase of shares and issue securities convertible to shares placed through subscription in the amount equal to the number of ordinary shares owned in cases provided in laws of the Russian Federation;
- 6) receive the portion of the Company's assets in case of the liquidation of the Company;
- 7) exercise other rights provided by the laws of the Russian Federation and the present Charter.

As of July 31, 2008, the Federal Securities Commission made the Decision on Cancelling Identification Numbers (codes):

- 001D state registration number 1-01-04247-E-001D of March 20, 2008,
- 002D state registration number 1-01-04247-E-002D of March 20, 2008,
- 003D state registration number 1-01-04247-E-003D of March 20, 2008,
- 004D state registration number 1-01-04247-E-004D of March 20, 2008,
- 005D state registration number 1-01-04247-E-005D of March 20, 2008,
- 006D state registration number 1-01-04247-E-006D of March 20, 2008,
- 007D state registration number 1-01-04247-E-007D of March 20, 2008, assigned to additional issues of uncertified registered ordinary shares of "Interregional Distribution Grid Company of Volga", Open Joint-Stock Company (notification on cancelling No. 8-EK-03/17047 of August 12, 2008). This Decision was made due to the expiry of the three month period from the date of state registration of the reports on the placement of uncertified registered ordinary shares of IDGC of Volga, OJSC.

### **8.3. Information on previous issues of securities of the Issuer other than shares of the Issuer**

#### **8.3.1. Information on the issues with fully redeemed securities (cancelled)**

*There are no mentioned issues.*

#### **8.3.2. Information on the issues with currently outstanding securities**

*There are no mentioned issues.*

#### **8.3.3. Information on defaulted issues of securities**

*There are no mentioned issues.*

### **8.4. Information on person (persons) who pledged collateral for issued bonds**

*The Issuer has not placed asset-backed bonds that have not yet been collateralized.*

### **8.5. Conditions of ensuring the fulfillment of obligations for issued bonds**

*The Issuer has not backed its bonds with outstanding (unredeemed) assets or defaulted assets.*

#### **8.5.1. Conditions of ensuring the fulfillment of obligations for mortgage-backed bonds**

*The Issuer has not placed mortgage backed bonds that have not yet been collateralized.*

### **8.6. Information on organizations that maintain records of rights for issue securities of the Issuer**

Person who is responsible for maintaining the register of registered securities of the Issuer: **Registrar.**

Registrar details

Full business name: *"Reestr-RN", Limited Liability Company*

Abbreviated business name: *Reestr-RN, LLC*

Location: *bld. 3-4, 2/6, Podkopaevskiy Alley Moscow, 109028*

TIN: *7705397301*

PSRN: *1027700172818*

License for maintaining the register of issue securities:

Number: *10-000-1-00330*

Date of issue: *16.12.2004*

Expiry date: *open ended*

License Issuing Body: *Federal Securities Commission*

Date from which the registrar maintains the register of owners of the Issuer's securities: *18.12.2010*

### **8.7. Information on statutes regulating imports and exports of capital which may affect payment of dividends, interests and other payments to non-residents**

List of regulations on dividends including those governing payments to non-residents:

1. Civil Code of the Russian Federation (Part I) of November 30, 1994 No. 51-FZ;
2. Tax Code of the Russian Federation, Part I of July 31, 1998 No. 146-FZ (with subsequent amendments and additions);
3. Tax Code of the Russian Federation, Part II of August 05, 2000 No. 117-FZ (with subsequent amendments and additions);

4. Customs Code of the Russian Federation of May 28, 2003 No. 61-FZ (with subsequent amendments and additions);
5. Federal Law "On Securities Market" of April 22, 1996 No. 39-FZ (with subsequent amendments and additions);
6. Federal Law "On the Protection of the Rights and Legitimate Interests of Investors on the Securities Market" of March 05, 1999 No. 46-FZ (with subsequent amendments and additions);
7. Federal Law "On Foreign Investments in the Russian Federation" of June 09, 1999 No. 160-FZ (with subsequent amendments and additions);
8. Federal Law "On Investment Activity in the Russian Federation Realized in the Form of Capital Investments" of February 25, 1999 No. 39-FZ (with subsequent amendments and additions);
9. Federal Law "On Prevention of Legalization (Laundering) of Illegally Received Income and Terrorist Financing" of August 07, 2001 No. 115-FZ (with subsequent amendments and additions);
10. Federal Law "On the Legal Status of Foreign Citizens in the Russian Federation" of July 25, 2002 No. 115-FZ (with subsequent amendments and additions);
11. Federal Law "On Insolvency (Bankruptcy)" of October 26, 2002 No. 127-FZ (with subsequent amendments and additions);
12. Federal Law "On Currency Regulation and Currency Control" of December 10, 2003 No. 173-FZ (with subsequent amendments and additions);
13. Federal Law "On Central Bank of the Russian Federation (Bank of Russia)" of July 10, 2002 No. 86-FZ (with subsequent amendments and additions);
14. International Treaties of the Russian Federation on Avoiding Double Taxation.

### **8.8. Description of the Procedure for the Taxation of Income from Placed and Placing Issue Securities of the Issuer**

Taxation of income from placed and placing issue securities of the Issuer is regulated by the Tax Code of the Russian Federation (hereinafter referred to as TC) and other regulations of the Russian Federation adopted in compliance with the Tax Code of the Russian Federation.

#### TAX RATES

Type of Income	Legal Persons		Natural Persons	
	Residents	Non-residents	Residents	Non-residents
Income from sale of securities	% (out of which: Federal budget: -2%; budget of constituent entity: -18%)	20%	13%	30%
Income from dividends	9%	15%	9%	15%

#### PROCEDURE FOR TAXATION FOR NATURAL PERSONS

When calculating the tax base for income from transactions with securities, the tax base includes income received from the following transactions:

- 1) with securities traded in the organized stock market;
- 2) with securities not traded in the organized stock market;

The securities traded in the organized stock market include:

- 1) securities accepted for trades of Russian stock market trading organizer, including the stock exchange;
- 2) investment units of Unit Investment Trusts managed by the managing companies;
- 3) securities of foreign issuers accepted for trading in foreign stock exchanges;

The securities traded in the organized stock market include the securities with calculated market quotation.

The "Security market quotation" means:

- volume-weighted average price of a security traded in the transactions during one trading day;
- closing price of a security calculated by the foreign stock exchange based on transactions made during one trading day through the stock exchange.

Securities shall be deemed realized (purchased) in the event of termination of taxpayer's obligations to transfer (accept) the relevant securities as set-off counter claims of the same kind, including without limitation when exercising clearing in accordance with the law of the Russian Federation.

The claims with respect to assignment of the rights of the equal volume attached to securities of the same issuer, of the same type, same category (class) or securities of the same mutual investment fund (for investment units in the investment mutual funds) shall be deemed claims of the same kind.

In this case the set-off of the counter claims of the same kind shall, in accordance with the law of the Russian Federation, be confirmed by documents on termination of an obligation to transfer (accept) securities, including without limitation clearing organization's reports, report of persons performing brokerage activities, or managers, which provide a taxpayer with the clearing, brokerage services or perform trust management in favor of a taxpayer in accordance with the law of the Russian Federation.

An income from purchase and sale of securities earned in the tax period shall be deemed incomes from transactions with securities.

An income in the form of interest (coupons, a discount) earned from securities in the tax period shall be included in income from the transactions with securities unless otherwise provided in Article 214.1 of the RF TC.

An income from transactions with the securities both traded and not traded in the organized stock market shall be included in the beneficiary income from transactions with securities both traded and not traded in the organized stock market.

Costs related to securities purchase, realization, holding or redemption, documented and actually incurred by a taxpayer shall be deemed costs of transactions with the securities.

Mentioned costs include:

- 1) amounts paid to the securities issuer (managing company of the mutual investment fund in payment for placed securities and amounts paid under the securities contract, including without limitation the coupon amounts;
- 2) amounts of the paid variable margin and (or) premiums under contracts, as well as other periodic or fixed payments provided for by terms of the term transaction financial instruments;
- 3) payment for services provided by securities market professionals, exchange intermediaries and clearing centers;
- 4) premium paid to the managing company of the mutual investment fund in the event of purchase of an investment unit in the investment mutual fund determined in accordance with the RF laws on investments funds.
- 5) discount paid to the managing company of the mutual investment fund in the event of redemption of an investment unit in the investment mutual fund determined in accordance with the RF laws on investments funds.
- 6) expenses subject to compensation to securities market professionals, the managing company which administers the property trust constituting the investment mutual fund;

- 7) exchange charge (commission);
- 8) payment for services to persons who are responsible for maintaining the register;
- 9) tax payable by a taxpayer in the course of the securities receipt by way of succession;
- 10) tax payable by a taxpayer in case of receipt of securities, investment units by way of gift in accordance with Clause 18.1 of Article 217 of the Code;
- 11) interest amounts received by a taxpayer under loans and borrowings obtained from transactions with securities (including interests under loans and borrowings for making margin transactions), within the amounts calculated based on the refinancing rate of the Central Bank of the Russian Federation effective as of the interest payment date increased in 1.1 times for loans and borrowings in rubles and based on 9 percent for loans and borrowing in foreign currency;
- 12) other expenses directly related to transactions with securities, as well as expenses related to services rendered by securities market professionals, managing companies, which administer the property trust constituting the investment mutual fund, within the framework of their professional activities.

A financial result in connection with the securities transactions shall be determined as an income from transactions after deduction of the relevant expenses.

In this case the expenses which may not be directly allocated to reduction of the income from transactions with securities both traded and not traded in the organized stock market or reduction of the relevant income type shall be allocated in proportion to a portion of each separate income type.

A financial result shall be determined for each separate transaction and for each population of transactions, i.e. for securities traded in the organized stock market and for securities not traded in the organized stock market.

A financial result is determined upon termination of a tax period. A negative financial result received in a specific tax period from specific transactions with securities reduces the financial result received in the tax period on an aggregate basis of the relevant transactions. In this case the negative financial results for transactions with securities traded in the organized stock market which diminish the financial result for operations with the securities traded in the organized stock market shall be determined subject to fluctuation limits of the securities market value.

A negative financial result obtained in a tax period for separate transactions with securities not traded in the organized stock market, which at the time of their purchase were securities traded in the organized stock market, may diminish the financial result obtained in a tax period for transactions with the securities traded in the organized stock market.

A negative financial result for each transactions population shall be deemed as loss. Losses from transactions with securities shall be recorded in accordance with the procedure provided for by Article 214.1 and Article 220.1 of the Tax Code.

The tax base for each transactions population shall be determined separately.

Taxpayers who received losses from transactions with the securities traded in the organized stock market in the previous tax period are entitled to reduce their tax base for transactions with the securities traded in the organized stock market accordingly in the relevant tax period for the total amount of the obtained loss or for a part of this sum (carry forward mentioned losses).

In this case the tax base of the on-going tax period shall be determined subject to provisions provided for by this Article and Article 220.1 of the Tax Code.

The losses from transactions with the securities traded in the organized stock market which were carried forward reduce the tax base for such transactions of the relevant tax periods.

Carrying forward losses from transactions with the securities not traded in the organized stock market is not allowed. A taxpayer is entitled to carry forward the losses within 10 years following the year than such losses were incurred.

A taxpayer is entitled to carry forward to the on-going tax period the losses incurred in the previous tax periods. In this case the loss carried forward to the nearest subsequent year may be fully



or partially carried forward to the next year from the subsequent nine years subject to provisions of this Clause.

Should losses be incurred by a taxpayer in more than one tax periods such losses shall be carry forward in the order in which such losses were incurred.

A taxpayer shall keep the documents confirming the amount of the incurred losses within the entire period than such taxpayer reduces his/her tax base of the current tax period for the amounts of the previously incurred losses.

Losses shall be recorded in accordance with Article 220.1 of the Code at the time of a declaration submission to a tax authority at the end of a tax period.

Tax base for transactions with securities and transactions with forward contracts and futures is calculated at the end of tax period.

Calculation, deduction and payment of a tax amount are made by a tax agent at the end of tax period or prior to the end of subsequent tax period.

To determine the tax base the tax agent shall calculate the financial result in accordance with Clause 12 of Article 214.1 of the Tax Code for the taxpayer who receives money or the revenue in kind as of the date of the income payment. In this case if the amount payable to the taxpayer does not exceed the calculated amount equal to the financial result from transactions where a trustee (broker, a person entered into transactions under trust deed, commission agent agreement, agency contract to the benefit of a taxpayer, other person recognized as tax agent in accordance with the Code) acts as a tax agent, the tax shall be payable from the amount of the payment.

In the event of the revenue payment in kind the payment amount is determined in the amount of the actually incurred and documented expenses for purchase of the securities transferred to the taxpayer.

Should the amount payable to a taxpayer exceed the calculated amount of the financial result from transactions where a trustee (broker, a person entered into transactions under trust deed, commission agent agreement, agency contract to the benefit of a taxpayer, other person recognized as tax agent in accordance with the Code) acts as a tax agent, the tax shall be paid from the total amount corresponding to the financial result from transactions calculated for such taxpayer where a trustee (broker, a person entered into transactions under trust deed, commission agent agreement, agency contract to the benefit of a taxpayer, other person recognized as tax agent in accordance with the Code) acts as a tax agent.

When income (revenue in kind) is paid to a taxpayer more than once during the tax period, the calculation of tax amount is made on an accrual basis deducting previously paid tax amounts.

Date of actual receiving of income:

1. date of payment of income including transferring the income to the taxpayer's bank account or bank accounts of third parties by his order if income is received in monetary form;
2. date of purchase of securities.

Should accrued tax cannot be deducted at source (fully or partially), the tax agent (broker, trustee in bankruptcy or other person acting under the trust agreement, commission agreement, other agreement for the benefit of taxpayer or other person recognized as tax agent in accordance with the Code) shall notify the local tax authority on the impossibility to make the mentioned deduction and the amount of accrued taxes of the taxpayer in writing within one month from the date of occurrence of this circumstance. In this case, the amount of tax shall be paid in accordance to the Article 228 of the Tax Code.

Tax agents calculate, deduct and transfer the tax amount deducted from a taxpayer within one month from the end date of the tax period or from the money payment (securities transfer) date.

A taxpayer is eligible for deduction in the actually incurred and documented expenses in tax calculation and payment from the tax agent (broker, trustee, managing company, which administers the property trust constituting the investment mutual fund or from other person acting under the trust agreement, commission agreement, other agreement for the benefit of a taxpayer) or upon termination

of the tax period when a declaration is submitted to a tax authority.

#### SPECIAL PROCEDURE FOR CALCULATION OF TAX BASE FOR SECURITIES LENDING

The tax base for securities lending shall be calculated in compliance with Article 214.4 of the Tax Code.

The securities shall be lent under the Loan Agreement entered into in compliance with the law of the Russian Federation or with the foreign law.

The procedure for calculation of the tax base according to Article 214.4 of the Tax Code covers the securities lending transactions made at the expense of the taxpayer by the broker, exchange dealer, agent or trustee acting on the basis of civil law contract, including through the stock market trading organizer.

The Loan Agreement with the loan granted in the form of securities shall provide the payment of interests in money terms. The conditions of the Loan Agreement shall contain the interest rate or the procedure for its calculation. For the purpose of interest calculation, the price of securities delivered under the Loan Agreement shall be equal to the market price of these securities as of the date of entering into this Loan Agreement or, if the market price is not available, to the estimated price.

The date of securities lending shall be the date of actual receipt of these securities by the Borrower. The validity period of the Loan Agreement for securities lending shall not exceed one year.

The securities lending transaction shall be deemed unduly made in the following cases: (i) when the obligation to return securities was not fully or partially discharged within the loan return period specified in the Agreement; (ii) when the obligation to return securities was discharged through payment of money to the Creditor or through return of some property other than securities. In the event of failure to duly make the securities lending transaction, the income from selling the lent securities shall be calculated by following the procedure specified in Article 214.1 of the Tax Code.

The interests obtained by the Creditor under the Loan Agreement shall be added to taxpayer's income gained from the securities lending transactions.

The interests paid by the Borrower under the Loan Agreement shall be recognized as expenses within the amounts calculated on the basis of the refinancing rate of the Central Bank of the Russian Federation as of the date of payment of interests increased by 1.1 (for interest paid in rubles) and on the basis of 9% (for interests paid in foreign currency).

The interest expenses incurred under the Loan Agreement shall be deducted from the income gained from the securities lending transactions and from the income from the transactions involving the securities obtained under the loan agreements.

The tax base for the securities lending transactions shall be calculated through deduction of interest expenses incurred during the tax period under all loan agreements under which the taxpayer acts as a Borrower from the interest incomes gained during the tax period under all loan agreements under which the taxpayer acts as a Creditor.

If the amount of expenses exceeds the amount of incomes, the tax base for the securities lending transaction shall be deemed to be equal to zero. In addition, the amount by which the expenses exceed the incomes shall be deducted from the incomes gained by the taxpayer during the same tax period from the transactions involving the securities untraded in the organized stock market in the proportion calculated as a ratio of price of the lent securities untraded in the organized stock market and total value of securities involved in lending transactions. The price of securities used for calculation of the above proportion shall be computed according to paragraphs 5 and 6, Article 280 of the Tax Code.

In the event of failure to duly make the securities lending transactions, the procedure for mutual settlement specified in the Loan Agreement may be applied (the mutual settlement under the agreement shall be performed within 30 calendar days from the due date of the loan). Upon mutual settlement according to the procedure provided in the Loan Agreement, the tax base for the securities lending transaction shall be calculated as follows:

For the taxation purpose, the Creditor shall recognize interest incomes (expenses) under paragraph 5, Article 214.4 of RF Tax Code and securities expenses (incomes) - under Article 214.1 of RF Tax Code as of the date of completion of the mutual settlement procedure.

The incomes (expenses) from the purchase and sales transactions with the securities obtained under the Loan Agreement shall be recognized for the taxation purposes according to the procedure provided in Article 214.1 of the Tax Code, if the Borrower does not own the securities of the same issue.

The taxation procedure applied for securities lending transactions shall be followed when securities conversion, cancellation of individual number of issue code or any changes in individual state registration number of issue of these securities took place before the due date of the loan.

## PROCEDURE FOR TAXATION FOR LEGAL PERSONS

Type of tax: income tax

Income includes:

- income from sales of securities untraded in the organized stock market;
- income from sales of securities traded in the organized stock market;
- non-operating income such as interests on securities and other debt instruments and/or from ownership interest in other organizations.

Tax base

Taxpayer income from transaction on sale or other disposal of securities (including redemption) is calculated based on a selling price or disposal price as well as based on the amount of the accrued interest (coupon) return paid by the buyer to the taxpayer and the amount of the accrued interest (coupon) return paid by the issuer (drawer) to the taxpayer. In this case the amounts of the interest (coupon) return previously recognized at taxation are not included in the taxpayer income from securities sale or other disposal.

Expenses connected with sales (or other disposal) of securities shall be calculated on the basis of the security price (including the expenses connected with its purchase), security sales expenses, discount on estimated prices of the investment units, amount of accumulated interest (coupon) income paid to the seller of the security by the taxpayer. In this case, the expense shall exclude the amount of accumulated interest (coupon) income previously accounted in the course of taxation.

When computing the expenses connected with sales (or other disposal) of securities, the cost of purchase of the security nominated in foreign currency (including the expenses connected with its purchase) shall be calculated on the basis of the rate fixed by the Central Bank of the Russian Federation as of the date of accounting for this security. The current revaluation of the securities nominated in foreign currency shall be avoided.

Securities shall be deemed as traded in the organized stock market provided the following requirements are simultaneously met:

- 1) if they have been admitted to trading by at least one trade organizer who is entitled to do so in accordance with national laws;
- 2) if the information on their price (quotation) is available in mass-media (including electronic mass media) or can be provided by a trade organizer or by other authorized person to any interested party within three years from the date of transaction with securities;
- 3) if the market quotation was calculated for these securities during last three months preceding the date of transaction with these securities made by the taxpayer, if provided by the applicable law.

The applicable law means the law of the country where securities circulate (where the taxpayer makes the civil transactions that cause the transfer of ownership in securities). In the event of failure to clearly define the exact country where the securities transaction were made out of the organized stock market (including the transactions made through electronic trading systems), the taxpayer may, at its

own discretion, select this country basing on the location of seller or buyer of securities in compliance with its accounting policy used for the taxation purposes.

Securities shall be also deemed as sold (purchased) upon discharge of taxpayer's obligations to return (accept) these securities through mutual settlement of uniform claims, including the cases when these obligations were discharged through clearing in compliance with the law of the Russian Federation.

Market price of securities traded in the organized stock market for the taxation purposes refers to an actual selling price or disposal price of securities if this price stays within the interval between the minimum and the maximum price of transactions (price interval) with mentioned security registered by a trade organizer at the date of making such transaction. In case of sale of securities traded in the organized stock market at a price lower than the minimum price of transactions in the organized stock market, the minimum price of the transaction in the organized stock market is accepted when calculating the financial result.

As for securities which are not traded in the organized stock market, actual selling price or disposal price shall be accepted for the taxation purposes, provided that at least one of the following requirements is met:

1) if actual price of the respective transaction is in the price interval for similar (identical, same-class) security registered by a trade organizer as at the date of making the transaction or at the date of the last trading session closed prior to the date of making such transaction if trading for these securities took place at a trade organizer at least once during the past three months;

2) if the variation in actual price is within 20 percent upward or downward of a weighted average price for security.

In case of selling of securities untraded in the organized stock market at the price lower than the minimum price calculated on the basis of the security estimated price and extreme price deviations, the minimum price calculated on the basis of the security estimated price and extreme price deviations shall be used to compute the financial result for the taxation purposes.

In case of selling or other disposal of securities the Issuer shall expense the cost of disposed securities as incurred based on the unit value (according to the Issuer's accounting policy). Taxpayers who received a loss (losses) from transactions with securities in the previous tax period or in the previous tax periods are entitled to reduce their tax base for transactions with securities in the reporting (tax) period (carry forward mentioned losses) in the procedure and on the terms provided in the Article 283 of TC.

In this case, losses from transactions with securities which are not traded in the organized stock market received in the previous tax period (previous tax periods) can be deducted from the tax base for transactions with such securities as calculated in the reporting (tax) period. Losses from transactions with securities which are traded in the organized stock market received in the previous tax period (previous tax periods) can be deducted from the tax base for transactions on sale of this category of securities.

During tax period, carrying forward losses incurred in the respective reporting period from transactions with the securities traded in the organized stock market and the securities not traded in the organized stock market shall be made separately for mentioned categories of securities and, accordingly, within the amount of income received from transactions with such securities.

*3.5. Details on the procedure for taxation of foreign legal persons (non-residents) receiving the income from sources located on the territory of the RF:*

When applying the provisions of the international treaties of the Russian Federation, the foreign organization shall provide a tax agent who pays an income a confirmation that this foreign organization is permanently based in the country with which the Russian Federation has an international treaty (agreement) that governs taxation issues and which shall be certified by an authorized body of the respective foreign country. In case such confirmation is drawn up in foreign language, the tax agent shall be provided with a version translated into the Russian language.

When foreign organization entitled to receive an income presents the confirmation to the tax agent who pays an income prior to the payment of income in relation to which an international treaty of the Russian Federation provides tax benefits, such income shall be released from tax deduction at source or tax deduction at source at reduced rates.

In case a tax agent pays an income to a foreign organization which, in accordance to international treaties (agreements) is taxable at reduced rates in the Russian Federation, the calculation and deduction of income tax amount shall be made by the tax agent at the respective reduced rates provided that the foreign organization presents a confirmation provided in the item 1 of the Article 312 of the TC of RF to the tax agent.

## **8.9. Information on announced (accrued) and paid dividends on shares of the Issuer and income from bonds of the Issuer**

### **8.9.1. Information on announced (accrued) and paid dividends on shares of the Issuer for the most recent five closed financial years or for each closed financial year if the Issuer operates for less than five years.**

*The Issuer has not made decisions on payment of dividends within the mentioned period.*

### **8.9.2. Issues of bonds that paid coupons for five most recent closed financial years preceding the end date of the reporting quarter or for each closed financial year preceding the end date of the reporting quarter if the Issuer operates for less than five years**

*The Issuer has not issued bonds.*

## **8.10. Other information**

Information on transactions (group of associated transactions) with branches and affiliates, intragroup transactions, transactions between and with branches and affiliates as well as transactions which cannot be classified as substantial but could affect the Company's activities.

Information on the above-mentioned transactions is available on the Company's website at:

[http://www.mrsk-volgi.ru/ru/osnovnie\\_pokazateli\\_deyatelnosti/svedeniya\\_o\\_sdelkah\\_obcshestva/](http://www.mrsk-volgi.ru/ru/osnovnie_pokazateli_deyatelnosti/svedeniya_o_sdelkah_obcshestva/).

Information on accumulation and use of reserve fund and other funds of the Issuer

Information on reserve fund of the Company is provided in the paragraph 8.1.3 of the report.

Additional information on the Issuer's shares subject to disclosure.

In May 2008, shares of IDGC of Volga, OJSC entered trading floors through entering into the lists of stock exchanges "Securities accepted for circulation but not added to quotation lists". As of May 19, the Issuer's shares began trading on RTS Classic Market and RTS Board at the RTS Stock Exchange, Joint-Stock Company (location: 38/1 Dolgorukovskaya Str., Moscow, 127006) at starting price of 0.18 rubles and on May 23, 2008, at the MICEX Stock Exchange, Closed Joint-Stock Company (location: 13, Bolshoy Kislovsky Alley, Moscow, 125009), at the price of 0.195 rubles.

According to the decision of the Directorate of CJSC "MICEX Stock Exchange" of June 23, 2009 (Minutes No. 93), ordinary shares of IDGC of Volga, OJSC were listed in the Quotation List B of CJSC "MICEX Stock Exchange" and admitted to trading by listing in the section Quotation List B on the List of Securities Admitted to Trading at CJSC "MICEX Stock Exchange".

## **8.11. Information on depositary receipts and Issuer of depositary receipts, the right of ownership for which is confirmed by Russian depositary receipts**

*The Issuer does not issue depositary receipts, the right of ownership for which is confirmed by Russian depositary receipts.*

