



OAO RAO UES of Russia

22.06.2007

ORDER

191p

Moscow

No. _____

On the establishment of IDGC of Volga, JSC

Following the decision of the Board of Directors of OAO RAO UES of Russia (minutes dated 27.04.2007 No.250):

1. To establish the joint stock company “Interregional Distribution Grid Company of Volga”, Joint-Stock Company (IDGC of Volga, JSC), which sole founder is OAO RAO UES of Russia.
2. To determine that the amount of the authorized capital of IDGC of Volga, JSC makes up RUR 10, 000, 000 (ten million) and is divided into 100, 000, 000 (hundred million) of ordinary registered shares at par value of 10 (Ten) kopecks each.
3. To determine the following order of payment of stock of IDGC of Volga, JSC: all shares are subjected to payment during 1 (One) month since the moment of IDGC of Volga, JSC state registration.
4. To determine the following form of IDGC of Volga, JSC payment of stock: by money means in the amount of RUR 10,000,000 (Ten million) rubles.
5. To approve the Articles of IDGC of Volga, JSC according to the annex.
6. To elect Ryabov Dmitriy Vladislavovich as the General Director of IDGC of Volga, JSC. Ryabov Dmitriy Vladislavovich is charged to provide the state registration of IDGC of Volga, JSC in the body that implements the state registration of legal bodies in the order, stipulated by the Federal Law “On the state registration of the legal persons and sole proprietors”.
7. To elect the Board of Directors of IDGC of Volga, JSC. The structure is the following:

- | | |
|--------------------------------------|---|
| 1. Chistyakov Alexander Nikolayevich | The first vice-president of the Board of UES FGC JSC of Russia |
| 2. Zenyukov Igor Alikovich | The deputy chief of Corporate Governance Department and interaction with shareholders of OAO RAO UES of Russia corporate center |
| 3. Dolgikh Vyacheslav Mikhailovich | The deputy chief of Normative Control Department of OAO RAO UES of Russia Reform Management Center |
| 4. Ryabov Dmitry Vladislavovich | Deputy general director on the investments, economy and finances of IDGC of Urals and Volga, JSC |

- | | |
|---------------------------------------|--|
| 5. Kurochkin Alexey Valeryevich | The vice president of the interregional distribution grid complexes control center of UES FGC |
| 6. Streltsov Sergey Viktorovich | The general director of the branch of UES FGC of Russia – bulk power systems of Volga |
| 7. Zemlyanskiy Igor Ivanivich | The head of the department of JSC UES FGC Clients interaction |
| 8. Kolesnikov Anton Sergeyevich | The vice president of the interregional distribution grid complexes control center of UES FGC |
| 9. Kravchenko Vyacheslav Mikhailovich | Director of the Department of structure and tariff policy in natural monopolies of Russia's industry and energy ministry |
| 10. Remes Seppo Ukha | The president of the Consulting Company Kiuru Partners LLC, the senior advisor of FIM – financial services |
| 11. Fedorov Denis Vladimirovich | The General Director Advisor of JSC “Mezhregiongaz” |

8. To elect the revision commission of IDGC of Volga, JSC. The structure is the following:

- | | |
|-----------------------------------|---|
| 1. Sidorov Sergey Borisovich | The head of the internal audit department of Corporate Center of OAO RAO UES of Russia |
| 2. Nikitin Vitaliy Aleksandrovich | The chief specialist of Corporate management department and interaction with shareholders of OAO RAO UES of Russia Corporate Center |
| 3. Baitov Anatoliy Valeryevich | The head of internal control and internal audit of UES FGC JSC directorate |
| 4. Nikitin Vitaliy Alexandrovich | The chief specialist of Corporate management department and interaction with shareholders of OAO RAO UES of Russia Corporate Center |
| 5. Kabizkina Elena Aleksandrovna | The chief specialist of financial control and internal audit of UES FGC JSC |
9. The control over the implementation of the current order should be carried out by the member of the Board, Managing director of OAO RAO UES of Russia (Business-Unit “Grids”), the Chairman of the Board of UES FGC JSC Rappoport A.N.

Chairman of the Board



A.B. Chubais

Accepted and numbered
3 pages

