

**Joint-Stock Company  
"Interregional Distribution Grid Company of the North-West"**



Appendix No.9  
to Minutes of session of the Board of  
Directors

IDGC of the North-West, JSC  
dated 19.06.15 No 185/27

APPROVED

by the Board of Directors of  
IDGC of the North-West, JSC  
on 19.06.15 (Minutes No. 185/27)

**REGULATIONS  
on Insider Information of IDGC of the North-West, JSC**

**(new version)**

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## 1. General provisions

1.1. These Regulations on Insider Information (hereinafter referred to as the “Regulations”) represent an in-house document of IDGC of the North-West, JSC (hereinafter referred to as the “Company”) and have been elaborated in accordance with the requirements of Federal Law No 224-FZ “On Response to Unlawful Usage of Insider Information and Market Manipulation and on Introduction of Amendments to Individual Legislative Acts of the Russian Federation” dated 27.07.2010, Federal Law No 39-FZ “On Securities Market” dated 22.04.1996, Federal Law No 208-FZ “On Joint-Stock Companies” dated 26.12.1995, Federal Law No. 251-FZ “On introduction of amendments to specific legislative acts of the Russian Federation in connection with transfer of authorities related to regulation, control and supervision in the field of financial markets to the Central Bank of the Russian Federation” dated 23.07.2013, Federal Law No 149-FZ “On information, information technologies and information protection” dated 27.07.2006, normative acts of the Bank of Russia other effective sublegislative normative legal acts, the Charter of the Company and in-house documents of the Company.

1.2. The objectives of these Regulations are:

- The Company fulfilling the requirements of the Russian Federation legislation concerning discouragement on unlawful usage of insider information and market manipulation.
- Protecting the rights and property interests of the Company shareholders and other holders of the Company securities.
- Protection of the Company reputation and enhancement of the level of trust in the Company on the part of shareholders, creditors, partners, professional participants of the security market, state authorities and other stakeholders.
- Ensuring economic security of the Company
- Control of activities of the persons qualified to deal with the Company insider information.
- Establishment of general norms for protection of details representing the Company insider information.
- Non-admittance of manipulation of prices for insider financial instruments of the Company.

1.3. Core notions, definitions and abbreviations used in these Regulations:

**Company** means “Interregional Distribution Grid Company of the North-West” Joint-Stock Company (abbreviated registered name – IDGC of the North-West, JSC).

**Law** means Federal Law No 224-FZ “On Response to Unlawful Usage of Insider Information and Market Manipulation and on Introduction of Amendments to Individual Legislative Acts of the Russian Federation” dated 27.07.2010.

**Closed Period** means the time period in the course whereof it is prohibited to effect transactions with financial instruments.

**Insider** means a person having access to insider information by virtue of the Law, other normative legal acts, discharge of one's functions under a employment or civil law contract concluded with the Company;

**Insider information** means accurate and specific information (including details constituting commercial, official or other legally protected secret) that has not been distributed or provided, its distribution or provision capable to have essential impact on the prices for financial instruments of the Company and belongs to information included in the Insider Information List representing Appendix No 1 to these Regulations;

**Unlawful usage of insider information** means usage of insider information for performing operations with financial instruments of the Company, at one's own expense or at the expense of a third party, and equally intentional usage of insider information by way of giving recommendation to third parties, forcing or otherwise inducing them to acquire or sell financial instruments of the Company, market manipulation as well as unlawful transfer of insider information to another person;

**Operations with financial instruments, foreign currency and (or) goods (hereinafter referred to as "operations")** mean effecting transactions and other actions aimed at acquisition, alienation, other variation of rights to financial instruments as well as actions associated with assumption of obligations to perform of the above actions including launch of requests (giving commissions);

**Market maker** means a stock, currency, commodity exchange or another organization that, in accordance with the federal laws, carries out activity for organization of trade in financial instruments, foreign currency and (or) goods;

**Insider information list** means the list of information defined as insider information by the Company which list is drawn in accordance with normative acts of the Bank of Russia, is approved within the Company and is subject to posting on the Company's Internet-page;

**Provision (Disclosure) of Information** means ensuring accessibility of information for all persons as may be interested therein irrespective of such information obtainment purposes in accordance with proceedings guaranteeing such information retrieval and obtainment;

**Insider information disclosure** means the insider information disclosure procedure in effect within the Company in accordance with the in-house document of the Company regulating the procedure of information disclosure in accordance with the requirements of the Russian Federation legislation.

**Distribution of information** means actions that are:

a) aimed at obtainment of information by an indefinite range of persons or at transfer of information to an indefinite range of persons, inter alia - by way of such information disclosure in accordance with the Russian Federation legislation on securities;

b) associated with mass media publication of such information inclusive of the Internet;

c) associated with information distribution via electronic information and telecommunication public domain networks.

**Company insiders list** means the list of persons defined in Article 4 of the Law, containing, in particular, personal data representing confidential information;

**Financial instruments** mean securities or derivative financial instruments of the Company determined in accordance with Federal Law No 39-FZ “On Securities Market” dated 22.04.1996;

**Insider financial instruments** mean financial instruments of the Company admitted for trading in the regulated market;

**Bank of Russia** means the Central Bank of the Russian Federation Head Administration for Non-Admittance of Fraudulent Practices of Behavior in the Open Market.

**Structural Subdivision means** the Company’s structural subdivision responsible, in particular, for exercising control over compliance with the requirements of the Law and of the normative acts of the Bank of Russia Adopted in accordance with the latter and report to the Board of Directors with regard to compliance of the legislation on insider information – Anticorruption Compliance Procedure Subdivision (hereinafter referred to as the “Compliance Subdivision”).

## 2. Insider information

2.1. Belonging to the Company insider information is information an exhaustive list whereof is approved by a normative legal act of the Bank of Russia and information defined as insider information by the Company.

2.2. The Company insider information list (Appendix No 1 to these regulations) shall be approved of by the Board of Directors of the Company. Such list is a public document subject to mandatory disclosure on the Company’s Internet-page:

<http://www.mrsksevzap.ru/informationcompanyinsiders> within no more than 3 (three) working days from the moment of its approval or introduction of amendments or additions thereto.

2.3. Details failing to belong to insider information:

- Details having become accessible to an indefinite range of persons, inter alia - as a result of their distribution;

- Researches, forecasts and estimates with regard to financial instruments and (or) goods of the Company as well as recommendations and (or) proposals on performance operations with financial instruments and (or) goods of the Company based on publicly available information;

- Information and (or) details based thereon that are transferred by the Company and (or) person(s) engaged by the latter to potential acquirers of securities or are used by the Company and (or) person(s) engaged by the latter for giving recommendations or otherwise inducing potential acquirers to acquire corresponding securities in connection with placement (organization of placement) and (or) offering (organization of offering) of the Company issue-grade securities within or outside the Russian Federation, inter alia – by way of placement of securities of a foreign issuer

evidencing the rights with regard to issue-grade securities of the issuer provided potential acquirers are notified of the fact that such information (details) may be used by them solely for purposes of taking decision on acquisition of securities being placed (offered).

2.4. Disclosure of insider information shall be performed following the procedure and within the terms as established by the Russian Federation legislation on disclosure of information by issuers.

2.5. Responsibility for actualization of the insider information list shall be conferred on the Compliance Subdivision.

2.6. Established within the Company are insider information handling rules defined in Appendix No 4 to these Regulations.

2.7. The function of establishing whether information falls within the insider information definition, apart from the list of information stipulated by Information Disclosure Regulations No 454-p of the Central Bank of the Russian Federation dated 30.12.2014, shall be conferred on the Compliance Subdivision.

2.7.1. The Compliance Subdivision shall inform the subdivision carrying out mandatory disclosure of information upon establishing whether information falls within the insider information definition against the list as set forth by Direction No 3379-U of the Central Bank of the Russian Federation dated 11.09.2014.

The procedure and terms for insider information disclosure are stipulated by Clause 2.4 hereof disclosed apart from that stipulated by Section 2.4 hereof.

### **3. Insiders list generation rules**

3.1. The Company shall be obliged to maintain a list of insiders.

3.2. The list of insiders shall be handed over to the market makers through whose mediation operations with financial instruments are effected and to the bank of Russia upon a written demand (request) for the insiders list handover.

3.3. The Company maintains the insiders list as an issuer.

3.4. The Company shall be obliged to maintain a list of insiders on any other grounds as stipulated by the legislation of the Russian Federation in case of such grounds occurrence.

3.5. Maintenance of the Company insiders list shall be entrusted to the Compliance Subdivision.

3.6. Whenever amendments are introduced to the Company insiders list, the Compliance Subdivision shall inform General Director of the Company of such fact.

3.7. Grounds for inclusion in the insiders list:

- 1) Conclusion of a (civil law or employment) contract by virtue whereof the person obtains access to insider information;
- 2) Introduction of amendments to the employment contract or job description resulting in providing to the worker access to the Company insider information;
- 3) Temporary provision of access to specific insider information to a worker of the Company in connection with discharge of individual employment duties;
- 4) Person's election to the management and control bodies of the Company or advisory deliberative bodies (members of the Board of Directors, members of

committees under the Board of Directors, members of the Management Board, the person discharging the functions of the Sole Executive Body inclusive of the management organization, managing executive or provisional sole executive body, members of the Auditing Commission);

- 5) Submittal of a provisional notification to the Bank of Russia of forwarding a voluntary, mandatory or competitive offer for purchase of securities in accordance with the Russian Federation legislation on joint-stock companies or forwarding a voluntary, mandatory or competitive offer to the Company as well as the persons having access to such information;
- 6) Gaining access to insider information at the moment of its disclosure;
- 7) Concluding a contract with the information agency performing disclosure of insider information;
- 8) Provision of access to insider information to a rating agency under a contract concluded for assignment of a rating to the Company and/or the Company's securities.

3.8. Categories are assigned to the Company insiders depending on the status and the function performed: obtainment or creation insider information in the course of professional activities, obtainment of access to insider information. For types of insiders please see Appendix No 2 to these Regulations.

3.9. Grounds for exclusion from the insiders list:

1) The Company having lost the insider status, in particular – in connection with termination of the Company's financial instruments admission for organized trading within the Russian Federation territory.

2) Dissolution/termination of the civil law or employment contract concluded with the person included in the Company insiders list and termination of such person's access to the Company insider information;

3) Termination (inclusive of early termination) of powers of a management or control body of the Company (member of the Board of Directors, member of the collegial executive body, member of the Auditing Commission inclusive of the Company's management organization and the latter's management and control body members), an advisory deliberative body (member of a committee under the Board of Directors);

4) Receipt of a prescription from the Bank of Russia to exclude a specific person from the Company insiders list;

5) Receipt of a decision on exclusion of a specific person from the insiders list taken by a judicial body and having entered into legal force;

6) Substantiated application of a person mistakenly included in the Company insiders list;

7) Termination of a legal entity's activities as a result of liquidation or reorganization involving exclusion from the Uniform State Register of Legal Entities;

8) Death of a natural person, one having been announced dead or recognized as missing.

The occasion of occurrence of grounds for a person's inclusion in/exclusion

from the insiders list shall be deemed to be the date of provision of access to insider information to such person, the date of a contract conclusion of dissolution or the date of generation of the minutes of a session of the Company's empowered management body.

3.11. The insiders list shall be subject to update if and when changes occur in the categories of persons recognized as the Company insiders.

3.12. The Company insiders list shall be generated as per the form of and in accordance with Appendix No 3 to these Regulations.

3.13. The responsibility for maintenance of the insiders list, introduction of amendments thereto and the list forwarding to the market makers through whose mediation operations with financial instruments are effected and to the Bank of Russia upon a written demand or request shall be conferred on the Compliance Subdivision.

3.14. The Company shall be obliged to notify a person of one's inclusion in/exclusion from the insiders list no later than within 7 (seven) working days from the date of the person's inclusion in/exclusion from the insiders list as per the form indicated in Appendix No 9 to this Regulations.

3.15. The notification shall be signed by an authorized person with the Company seal affixed thereto.

3.16. The Company shall hand over the notification of the person's inclusion in the Company's insiders list either immediately to the person included in the Company's insiders list, against signature, or via mail, telegraph, teletype or electronic communication enabling establishment of the fact of the notification having been forwarded. The notification of the person's exclusion from the Company's insiders list shall be forwarded per mail or electronic communication enabling establishment of the fact of the notification having been forwarded.

3.17. In case of the insider's failure to receive the notification forwarded by the Company to the address most recently known to the latter due to circumstances beyond reasonable control of the Company the Company shall take measures reasonable and available under the existing circumstances to establish the address of the corresponding person the Notification may have been forwarded to.

3.18. The Company shall account for all the notifications forwarded in accordance with the requirements established by orders of the Bank of Russia. Copies of such notification and complete information on forwarding them shall be stored by the Company. In case of the person's exclusion from the Company's insiders list, the copies of the notifications forwarded to such person shall be stored by the Company for at least 5 (five) years from the date of the person's exclusion from the Company's insiders list.

3.19. Responsibility for accounting for and storage of notification shall be conferred on the Compliance Subdivision.



#### **4. Control over compliance with the legislation on insider information**

4.1. Persons included in the Company insiders list shall be obliged to comply with the requirements established by the legislation of the Russian Federation, these Regulations and other local acts of the Company with regard to:

- Rules governing insider information circulation within the Company (Appendix No 4);
- Rules for the Company insiders to perform operations with financial instruments of the Company (Appendix No 5);
- Other requirements established in accordance with the Russian Federation legislation.

4.2. The Company shall introduce amendments to employment and civil law contracts with insiders gaining access to insider information in the form of supplementary agreements to employment contracts and insider information confidentiality agreements to civil law contracts in case provisions on confidentiality of insider information were not previously reflected in such employment and civil law contracts.

4.3. Control over compliance with the requirements of the Law and other sublegislative normative legal acts of the Russian Federation shall be carried out by the Compliance Subdivision. Consideration of issues related to the Company's compliance with the legislation on non-admittance of unlawful usage of insider information and market manipulation belongs to the competence of the Board of Directors of the Company.

4.4. The rights and duties, functions, powers and activities area of the Compliance Subdivision shall be defined by the Regulations on the corresponding subdivision approved within the Company.

4.5. The core functions of the Compliance Subdivision are:

- Exercise of control over compliance with the requirements of the Law and normative legal acts in the field of financial markets as may be adopted in accordance therewith;
- Introduction of proposals on update of the Company insider information list;
- Maintenance of the list of insiders of the Company and its provision to the market makers through whose mediation operations with financial instruments are effected and to the Bank of Russia upon a written demand (request);
- Notification of the Company insiders of their inclusion in/exclusion from the list on insiders;
- Ensuring collection, processing, accounting and storage of notifications by the Company insiders of their having effected operations with financial instruments of the Company;
- Communication of information on unlawful usage of insider information to the Company executive bodies;

- Provision of a quarterly report to the Board of Directors of the Company of exercise of control over compliance with the requirements of legislation on insider information control.

## **5. Responsibility**

5.1. The Company insiders bear responsibility for unlawful usage of insider information, market manipulation and violation of the requirements of the legislation on non-admittance of unlawful usage of insider information and market manipulation in accordance with the legislation of the Russian Federation.

5.2. Category 1, 2, 3 insiders of the Company bear responsibility for failure to comply with the insider information circulation rules in accordance with the legislation of the Russian Federation.

5.3. Insiders of the Company bear responsibility for failure to comply with the rules for the Company insiders performing operations with financial instruments of the Company in the cases and following the procedure as established by the Russian Federation legislation.

5.4. In the cases and following the procedure as established by the Russian Federation legislation, persons having sustained losses as a result of unlawful usage and/or distribution of insider information shall be entitled to claim compensation for the losses having been caused to them from the persons whose actions have resulted in such losses being caused.

## **6. Final provisions**

6.1. Approval of these Regulations as well as amendments and supplements hereto (restated Regulations approval) shall be performed by decision of the Board of Directors of the Company.

6.2. In case of introduction of amendments to the Russian Federation legislation on non-admittance of unlawful usage of insider information these Provisions shall apply to the extent while not in conflict with the legislation of the Russian Federation.

6.3. Invalidity of certain norms of these Regulations fails to entail invalidation of other norms of these regulations or the Regulations as a whole.

6.4. Control over compliance with these Regulations shall be performed by the Board of Directors of the Company.

Appendix No.1  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

### Insider information list

Belonging to the **insider information** of IDGC of the North-West, JSC (hereinafter referred to as the “Company”) is the following information:

No of item	Information type
1.	On convention and arrangement of the General Meeting of Shareholders of the Company, inter alia – on the agenda, arrangement date, generation date of the list of persons having the right to participate in the General Meeting as well as on decisions taken by the General Meeting of Shareholders of the Company;
2.	On the agenda of a session of the Board of Directors of the Company and on decisions taken by the latter (inclusive of materials and decisions of the committees under the Board of Directors);
3.	On facts of the Board of Directors of the Company having failed to take the following decisions that were to have been taken in accordance with the federal laws:
3.1.	On approval of the annual (extraordinary) General Meeting of Shareholders of the Company as well as on other decisions associated with preparation for and convention and arrangement of the annual (extraordinary) General Meeting of Shareholders of the Company;
3.2.	On convention (arrangement) of the extraordinary General Meeting of Shareholders upon request of the Auditing Commission of the Company, Auditor of the Company or shareholder(s) holding no less than 10 per cent of the Company voting shares stock or on such convention (arrangement) denial;
3.3.	On inclusion of issues advanced and candidates nominated, as proposed by holders of (jointly) no less than 2 per cent of the Company voting shares stock, in the agenda of the General Meeting of Shareholders of the Company and in the list of candidacies for voting on election to the corresponding body of the Company accordingly or on such inclusion denial;
3.4.	On formation of the Sole Executive Body of the Company at two sessions of the Board of Directors of the Company running or within two months from the date of termination or expiry of the term of validity of powers of the previously formed Sole Executive Body of such issuer in the case stipulated in Clause 6 Article 69 of Federal Law No 208-FZ “On Joint-Stock Companies” dated 26.12.1995;
3.5.	On early termination of powers of the Sole Executive Body of the Company at two sessions of the Board of Directors of the Company running in the case stipulated in Clause 7 Article 69 of the Federal Law “On Joint-Stock Companies”;
3.6.	On convention (arrangement) of the extraordinary General Meeting of Shareholders of the Company in case when the number of members of the Board of Directors of the Company is less than that constituting the quorum required for arrangement of sessions of the Board

No of item	Information type
	of Directors of the Company;
3.7.	On formation of the Sole Executive Body of the Company and on arrangement of the extraordinary General Meeting of Shareholders of the Company for decision on the issue of early termination of powers of the one's Sole Executive Body or management organization (executive manager) and of formation of a new Sole Executive Body of such issuer or on transfer of powers of the one's Sole Executive Body to a management organization (executive manager) in case when the Board of Directors of such Company takes decision on suspension of powers of the one's Sole Executive Body or management organization (executive manager);
3.8.	On recommendations with regard to a voluntary (including a competitive one) or a mandatory offer including assessment of the offered price for the issue-grade securities being acquired and possible change of such securities market price after their acquisition, assessment of the plans of the persons having forwarded such voluntary (including a competitive one) or a mandatory offer with regard to such issuer, inter alia – with regard of their workers
4.	On the Company forwarding a petition for records to be entered in the Uniform State Register of Legal Entities dealing with reorganization, termination of activities or liquidation of the Company, in case of the body performing state registration of legal entities having taken decision on the said records entry denial -details of such decision having been taken;
5.	On appearance of an organization controlled by the Company and having an essential significance for the latter as well as on termination of grounds for control over such organization;
6.	On appearance of a person controlling the Company as well as on termination of grounds for such control;
7.	On decision on reorganization or liquidation having been taken by an organization controlling the Company, controlled by the Company, having an essential significance for the latter or by the person having secured the Company bonds by collateral;
8.	On the organization controlling the Company, controlled by the Company, having an essential significance for the latter or by the person having secured the Company bonds by collateral forwarding a petition for records to be entered in the Uniform State Register of Legal Entities dealing with reorganization, termination of activities or liquidation of the said organizations;

No of item	Information type
9.	On the Company, the person controlling the Company, an organization controlled by the Company, having an essential significance for the latter or the person having secured the Company bonds by collateral becoming eligible for insolvency (bankruptcy) stipulated by the Russian Federation legislation on insolvency (bankruptcy);
10.	On an arbitration court having accepted a petition for the Company, the person controlling the Company, an organization controlled by the Company, having an essential significance for the latter or the person having secured the Company bonds by collateral to be declared bankrupt as well as on the arbitration court having taken decision on declaring the said persons bankrupts, on institution of any of the bankruptcy case procedures with regard to them, on termination of bankruptcy proceedings with regard to them;
11.	On a suit brought against the Company, the organization controlling the Company, an organization controlled by the Company, having an essential significance for the latter or the person having secured the Company bonds by collateral the amount of claim wherein is equal to or in excess of 10 per cent of the book value of assets of the said persons as of the end date of the reporting period (quarter, year) preceding the suit bringing, the established term for provision of accounting (financial) statements with regard to such period having expired, or any other suit satisfaction whereof, in the Company's opinion, may have essential impact the financial and business standing of the Company or the said persons;
12.	On the date as whereof the list of holders of registered issue-grade securities of the Company or certified issue-grade bearer securities of the Company with mandatory centralized storage was generated for purposes of execution (exercise) of the rights under such securities;
13.	On the authorized bodies of the Company taking the following decisions:
13.1.	On placement of issue-grade securities of the Company;
13.2.	On approval of a decision on issue (additional issue) of issue-grade securities of the Company;
13.3.	On approval of the Company securities prospectus;
13.4.	On the date of commencement of placement of issue-grade securities of the Company;
14.	On completion of placement of issue-grade securities of the Company;
15.	On the Company forwarding (filing) a petition for state registration of issue (additional issue) of issue-grade securities, registration of the securities prospectus, registration of amendments introduced to the decision on issue (additional issue) of issue-grade securities and (or) prospectus thereof, state registration of the report on the results of issue (additional issue) of issue-grade securities;
16.	On the Company forwarding (filing) a notification of the results of issue (additional issue) of issue-grade securities;

No of item	Information type
17.	On an arbitration court decision on invalidation of issue (additional issue) of issue-grade securities;
18.	On redemption of issue-grade securities of the Company;
19.	On accrued and paid income on issue-grade securities of the Company;
20.	On the Company concluding a contract with a Russian securities market maker for inclusion of issue-grade securities of the Company in the list of securities admitted for trading by a Russian securities market maker as well as a contract with a Russian stock exchange on inclusion of issue-grade securities of the Company in the quotation list of the Russian stock exchange;
21.	On the Company concluding a contract for inclusion of issue-grade securities of the Company or securities of a foreign issuer evidencing rights with regard to issue-grade securities of the Company in the list of securities admitted for trading in an organized (regulated) foreign financial market as well as a contract with a foreign stock exchange on inclusion of such securities in the quotation list of the foreign stock exchange;
22.	On inclusion/exclusion of issue-grade securities of the Company or securities of a foreign issuer evidencing rights with regard to issue-grade securities of the Company in/from the list of securities admitted for trading in an organized (regulated) foreign financial market as well as on inclusion/exclusion of such securities in/from the quotation list of a foreign stock exchange;
23.	On the Company concluding a contract for maintenance (stabilization) of prices for issue-grade securities of the Company (securities of a foreign issuer evidencing rights with regard to issue-grade securities of the Company), on the said contract conditions as well as on such contract termination;
24.	On the Company filing a petition for obtainment of a permission of the Bank of Russia for placement and (or) organization of circulation of one's securities outside the Russian Federation;
25.	On discharge of the Company's obligations to holders of one's issue-grade securities;
26.	On a person having acquired (had terminated) the right to, directly or indirectly (through persons controlled), independently or jointly with other persons covenanted under a property trust and (or) partnership and (or) commission contract and (or) a shareholder's agreement and (or) another agreement dealing with exercise of rights attested by shares of the Company, to dispose of a certain number of votes as per the voting shares constituting the authorized capital of the Company if the above number of votes represents 5 per cent or comes to exceed or to drop below 5, 10, 15, 20, 25, 30, 50, 75 or 95 per cent of the total number of votes as per the voting shares constituting the authorized capital of the Company;
27.	On submittal of a voluntary (including a competitive one) or a mandatory offer for acquisition of one's securities to the Company in accordance with Article XI.I of the Federal Law "On Joint-Stock Companies" as well as on amendments introduced to the said offers;
28.	On submittal of a notification of the right to claim buyout of issue-grade securities of the Company or a claim for buyout of issue-grade securities of the Company to the Company

No of item	Information type
	in accordance with Article XI.I of the Federal Law “On Joint-Stock Companies”;
29.	On detection of mistakes in previously disclosed or provided accounting (financial) statements of the Company if such mistakes may have essential impact on the price for issue-grade securities of the Company;
30.	On the Company or the person having secured the Company bonds by collateral effecting a transaction amount whereof is equal to or in excess of 10 per cent of the book value of assets of the Company or the said person as of the end date of the reporting period (quarter, year) that preceded the transaction effecting, the established term for provision of accounting (financial) statements with regard to such period having expired;
31.	On the organization controlling the Company or controlled by the Company, having an essential significance for the latter, effecting a transaction qualified as a major transaction in accordance with the legislation of the Russian Federation;
32.	<p>On the Company effecting an interested party transaction endorsement whereof by the authorized management body of the Company is stipulated by the legislation of the Russian Federation if the amount of such transaction:</p> <p>a) for a Company the book value of assets whereof as of the end date of the reporting period (quarter, year) that preceded the transaction endorsement by the Board of Directors of the Company or, if such transaction was not endorsed by the Board of Directors of the Company prior to being effected – as of the end date of the reporting period (quarter, year) that preceded the Company effecting such transaction with regard whereto the established period for provision of accounting (financial) statements has expired is not in excess of 100 bln RUB – 500 mln RUB or 2 or more per cent of the book value of the Company’s assets as of the date specified;</p> <p>b) for a Company the book value of assets whereof as of the end date of the reporting period (quarter, year) that preceded the transaction endorsement by the Board of Directors of the Company or, if such transaction was not endorsed by the Board of Directors of the Company prior to being effected – as of the end date of the reporting period (quarter, year) that preceded the Company effecting such transaction with regard whereto the established period for provision of accounting (financial) statements has expired is in excess of 100 bln RUB – 1 or more per cent of the book value of the Company’s assets as of the date specified;</p>
33.	On a change in the composition and (or) amount of the subject of pledge with the Company collateral-secured bonds, in case of change in the composition and (or) amount of the subject of pledge with the Company mortgage-backed bonds – details of such changes if caused by replacement of any claim secured against the mortgaged property constituting mortgage pool or replacement of any other property constituting the bonds mortgage pool, its cost (estimated monetary value) is equal to or in excess of 10 percent of the bonds mortgage pool amount;
34.	On a change in the value of the asset of the person having secured the Company bonds by

No of item	Information type
	collateral which change is equal to or in excess of 10 per cent or on any other change in the financial and business standing of such person that is essential in the Company's opinion;
35.	On the Company having obtained (had terminated) the right to, directly or indirectly (through persons controlled), independently or jointly with other persons covenanted under a property trust and (or) partnership and (or) commission contract and (or) a shareholder's agreement and (or) another agreement dealing with exercise of rights attested by shares of (stakes in) an organization whose issue-grade securities are included in the list of securities admitted for trading by the securities market maker or whose assets value is in excess of 5 bln RUB, dispose of a certain number of votes as per the voting shares (stakes) constituting the authorized capital of the said organization if the above number of votes represents 5 per cent or comes to exceed or to drop below 5, 10, 15, 20, 25, 30, 50, 75 or 95 per cent of the total number of votes as per the voting shares (stakes) constituting the authorized capital of such organization;
36.	On a person having acquired (had terminated) the right to, directly or indirectly (through persons controlled), independently or jointly with other persons covenanted under a property trust and (or) partnership and (or) commission contract and (or) a shareholder's agreement and (or) another agreement dealing with exercise of rights attested by shares of (stakes in) the organization having secured the Company bonds by collateral, to dispose of a certain number of votes as per the voting shares (stakes) constituting the authorized capital of such organization if the said number of votes represents 5 per cent or comes to exceed or to drop below 5, 10, 15, 20, 25, 30, 50, 75 or 95 per cent of the total number of votes as per the voting shares (stakes) constituting the authorized capital of such organization;
37.	On the Company, the person controlling the Company or an organization controlled by the Company having effected a contract stipulating the duty to acquire issue-grade securities of the said Company;
38.	On obtainment, suspension, revival, conversion, recall (cancellation) or termination due to other grounds of the Company's permission (license) for engagement in specific activities having essential financial and business significance for the Company;
39.	On expiry of the term of powers of The Sole Executive Body and (or) members of the collegial executive body of the Company;
40.	On a change in the amount of participatory share in the authorized capitals of the Company and organizations controlled by the Company and having an essential significance for the latter as held by;
40.1.	Persons that are members of the Board of Directors, members of the collegial executive body of the Company as well as the person holding the office (discharging the functions) of the Sole Executive Body of the Company;
40.2.	Persons that are members of the Board of Directors (Supervisory Board), members of the collegial executive body of the management organization as well as the person holding the office (discharging the functions) of the Sole Executive Body of the management organization in case the powers of the Sole Executive Body of the Company have been



No of item	Information type
	transferred to a management organization;
41.	On creation (termination) of the Company bonds holders' right to claim early redemption of the Company bonds as they may hold from the Company;
42.	On engagement or replacement of organizations providing the Company intermediary services during the Company discharging one's obligations under bonds and other issue-grade securities of the Company with indication of their registered names, locations, and amounts of reward for services being provided as well as on a change in the said details;
43.	On a dispute associated with creation of the Company, management thereof or participation therein if decision on the said dispute may have essential impact on the price for issue-grade securities of the Company;
44.	On claims brought against the person having secured the Company bonds by collateral that are associated with discharge of obligations under such bonds;
45.	On placement of bonds and other financial instruments evidencing loan obligations discharge whereof is performed at the Company's expense outside the Russian Federation;
46.	On acquisition (alienation) of the Company voting shares or securities of a foreign issuer attesting rights with regard to the Company voting shares by the Company and (or) organizations controlled by the Company except for controlled organizations that are brokers and (or) trustees having effected a transaction on their behalf but at the expense of a client that is neither the Company nor an organization controlled by the latter;
47.	Information forwarded or provided by the Company to the corresponding body (corresponding organization) of a foreign country, a foreign stock exchange and (or) other organizations in accordance with a foreign law for purposes of its disclosure or provision to foreign investors in connection with placement or circulation of issue-grade securities of the Company outside the Russian Federation, inter alia – be way of acquisition of securities of a foreign issuer being placed (having been placed) in accordance with a foreign law, if such information may essentially affect the price for issue-grade securities of the Issuer;
48.	Constituting annual or intermediate (quarterly) accounting (financial) statements of the Company including the latter's annual or intermediate aggregate accounting (consolidated financial) statements as well as contained in the auditor's opinion prepared with regard to such statements;
49.	Constituting conditions for placement of issue-grade securities defined by a decision on issue (additional issue) of securities, approved by the authorized body of the Company, in case of:
49.1.	placement of issue-grade securities of the Company carried out through organized trading;
49.2.	The Company issue-grade securities placed represent an additional issue with regard to the issue-grade securities of the issue that are admitted for organized trading or with regard whereto a petition has been filed for admission for organized trading.
50.	Contained in the report (notification) on (of) the results of issue of issue-grade securities, approved by the authorized body of the Company, in case of:
50.1.	Placement of issue-grade securities of the Company carried out through organized trading;

No of item	Information type
50.2.	The Company issue-grade securities placed represent an additional issue with regard to the issue-grade securities of the issue that are admitted for organized trading or with regard whereto a petition has been filed for admission for organized trading;
51.	Contained in the securities prospectus approved by the authorized body of the Company except for information that was previously disclosed or provided in accordance with the requirements of the Russian Federation legislation on the securities market;
52.	Contained in quarterly reports signed by authorized persons of the Company except for information that was previously disclosed or provided in accordance with the requirements of the Russian Federation legislation on the securities market;
53.	Contained in annual reports of the Company signed by authorized persons of the Company except for information that was previously disclosed or provided in accordance with the requirements of the Russian Federation legislation on the securities market;
54.	On contents of strategic planning documents and the Strategy of the Company as well as of the Company concluding a strategic partnership contract or any other contract unstipulated by Subclauses 20, 21, 23, 30, 32, 37 of this clause, if conclusion of such contracts may essentially affect the price for issue-grade securities of the Company;
55.	On change of the market segment controlled by the economic agent holding a dominant position in the market of specific goods if such change has resulted in the said segment exceeding or dropping below 35, 40, 45, 50, 55, 60, 65, 70, 75, 80, 85, 90, 95 per cent;
56.	On the economic agent holding a dominant position in the market of specific goods having got an opportunity to unilaterally establish the level of price for the goods and exert decisive influence on general conditions of the goods marketing in the corresponding goods market;
57.	On increase or decrease of expenses of the economic agent holding a dominant position in the market that are required for production and (or) marketing of certain goods by 10 or more per cent;
58.	On increase or reduction of production of specific goods by the economic agent holding a dominant position in the market by 10 or more per cent;
59.	On the economic agent holding a dominant position in the market of specific goods having reached an agreement with another economic agent whose market segment in the same goods market is in excess of 1 per cent as well as on dissolution of such agreement or amendment to essential conditions thereof, if the said agreement deals with the said goods price and marketing and acquisition conditions, conditions of access to the corresponding goods market for other economic agents inclusive of new competitors and conditions of such goods circulation in the goods market;
60.	On the economic agent holding a dominant position in the market of specific goods having reached an agreement with another economic agent stipulating such economic agents effecting agreed acts or actions under agreement in the corresponding goods market as well as on dissolution of such agreement or amendment to essential conditions thereof;
61.	On actions (omission of action) on the part of the economic agent holding a dominant position that have been recognized as abuse of the dominant position by the economic agent following the established procedure;

No of item	Information type
62.	On appearance of grounds for an economic agent whose market segment in the same goods market is in excess of 1 per cent to be included in the same group of persons with the economic agent holding a dominant position in the market of the goods concerned;
63.	On an antimonopoly authority having filed a suit for forced split of the economic agent holding a dominant position or for one or more commercial organizations to spin-off from such economic agent as well as of results of such suit consideration by an arbitration court;
64.	On an antimonopoly authority having opened a case concerning the economic agent holding a dominant position having allegedly violated the antimonopoly legislation of the Russian Federation as well as of such case consideration results;
65.	On the economic agent holding a dominant position fulfilling prescriptions of an antimonopoly authority with regard to a case dealing with violation of the antimonopoly legislation of the Russian Federation;
66.	On the economic agent holding a dominant position taking decision on their reorganization or liquidation;
67.	On the economic agent holding a dominant position forwarding a petition for records to be entered in the Uniform State Register of Legal Entities dealing with reorganization, termination of activities or liquidation of such economic agent, in case of the authority performing state registration of legal entities having taken decision on the said records entry denial - details of such decision having been taken;
68.	On the economic agent holding a dominant position becoming eligible for insolvency (bankruptcy) stipulated by the Russian Federation legislation on insolvency (bankruptcy);
69.	On an arbitration court having accepted a petition for the economic agent holding a dominant position to be declared bankrupt as well as on an arbitration court having taken decision on declaring the economic agent holding a dominant position bankrupt, institution of any of the bankruptcy procedures with regard to such economic agent, on termination of bankruptcy case proceedings with regard to the latter;
70.	On a suit brought against the economic agent holding a dominant position the amount of claims wherein is equal to or in excess of 10 per cent of the book value of assets of such economic agent as of the end date of the reporting period (quarter, year) preceding the suit bringing, the established term for provision of accounting (financial) statements with regard to such period having expired, or any other suit satisfaction whereof, in the opinion of the economic agent, may have essential impact the latter's financial and business standing;
71.	On the economic agent holding a dominant position having effected a transaction qualified as a major transaction in accordance with the legislation of the Russian Federation;

No of item	Information type
72.	On election (appointment) of the Sole Executive Body, members of the collegial executive body, members of the Board of Directors (Supervisory Body) or another collegial management body of the economic agent holding a dominant position or on transfer of the powers of the Sole Executive Body of such economic agent to a management organization (executive manager);
73.	Of facts of essential changes in the value of assets and liabilities of the Company.
74.	Other undisclosed information concerning the Company or the company securities that is accurate and specific and, if disclosed, will most likely affect the cost of the Company securities, inclusive of: <ul style="list-style-type: none"> <li>- essential financial details, for example – intermediate financial results of the Company’s activities;</li> <li>- information on decisions (inclusive of potential and planned ones) as may be taken by state authorities with regard to tariffs for electric energy transmission services and with regard to agreement on the Company investment programs (or projects thereof);</li> <li>- consolidated annual or intermediate financial statements of the Company as per IFRS;</li> <li>- information on transactions for merger or takeover, acquisition and alienation of shares and other essential assets as may be planned;</li> <li>- key changes in the organizational structure or management bodies of the Company, appointment/dismissal of General Director of the Company and the Deputy General Director of the Company supervising the finance;</li> <li>- appointment/dismissal of General Director;</li> <li>- information on transactions with the Company shares as may be effected by members of the Board of Directors and the Management Board of the Company.</li> </ul>

Information on issue-grade securities placed by the Company as stipulated by Clauses 13-16 of this List belongs to the Company insider information in case if:

- Placement of the Company issue-grade securities is performed through trading arranged by a securities market maker;
- The Company issue-grade securities placed represent an additional issue with regard to the issue-grade securities of the issue that are admitted for trading on a securities market maker or with regard whereto a petition has been filed for admission for trading on a securities market maker.

Information on the Company placed (circulating) issue-grade securities as stipulated by Clauses 12, 18, 19, 23, 37, 41 of this List belongs to the Company insider information in case if the said issue-grade securities are admitted for trading on a securities market maker or with regard to them a petition has been filed for admission for trading on a securities market maker.

Information on the person having secured the Company bonds by collateral as well as on conditions of such securing as stipulated by Clauses 7–11, 30, 33, 34, 36, 44 of this List belongs to the Company insider information in case if the said bonds are admitted for trading on a securities market maker or with regard to them a petition has been filed for admission for trading on a securities market maker.

If the person having secured the Company bonds as stipulated by Clauses 7–11, 30, 34 of this List is the Russian Federation having provided a state guarantee of the Russian Federation, a constituent entity of the Russian Federation having provided a state guarantee of such constituent entity of the Russian Federation and (or) a municipal entity having provided a municipal guarantee for the Company bonds, such information fails to be insider information.

Appendix No.2  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

### **IDGC of the North-West, JSC insider category types**

Person defined as per the following categories shall be recognized as insiders of IDGC of the North-West, JSC (hereinafter referred to as the "Company");

Included in **Category 1** are the following persons:

- Sole Executive Body of the Company or the person discharging the duties of the latter;
- Sole Executive Body of the management organization or temporary Sole Executive Body and other persons holding offices in the management and control bodies of the management organization;
- Members of the Management Board of the Company;
- Members of the Board of Directors of the Company;
- Members of committees under the Board of Directors of the Company;
- Members of the Auditing Commission of the Company.

Included in **Category 2** are the Company workers having access to the Company insider information, inclusive of the information listed in Clause 74 Appendix 1 hereto, and/or receiving the Company insider information. Belonging to such workers are the following:

- Deputies of General Director;
- Assistants and Advisors to General Director;
- Chiefs of economically autonomous of structural subdivisions;
- Chiefs of structural subdivisions (departments, administrations, units etc) of the Company;
- Chief Accountant of the Company and deputies of Chief Accountant of the Company;
- Secretaries and assistants to directors and chiefs of structural subdivisions of the Company;
- Workers that are in charge of the following functions within the Company:
  - Business planning, analytics, budgeting and managerial accounting;
  - Statutory and financial accounting in accordance with RAS and IFRS;
  - Fiscal accounting and reporting;
  - Organization of internal audit and control;
  - Strategic development of the Company;
  - Economic and information security;
  - Corporate governance and interaction with shareholders of the Company;
  - Organizational support of the Board of Directors and the Management Board of the Company;
  - Information Policy and PR;
  - Personal and organizational development management.
  - Legal support;
  - Property and asset management;
  - Ensuring execution of investment programs, assimilation of investment programs, capital construction and repair activities funding sources;

- Tariffing, interaction with regulatory authorities, electric energy market actors and customers, ensuring transfer of electric energy and power supply, technological connection, technical development and innovation;
- Automatic control systems, software administering, ensuring IT-security;
- Operational technical management, prevention of emergency situations;
- Records management, general affairs and protocolary support;
- and other categories of the Company workers that, by virtue of discharging their official duties, have access to insider information.

Belonging to **Category 3** are natural persons having gained access to insider information by virtue of discharging their official duties under civil law contracts they have considered and unincorporated among either Category 1 or Category 2 insiders inclusive of the representative of a member of the Board of Directors of the Company.

Belonging to **Category 4** are persons having access to insider information in accordance with Clauses 5, 6, 8, 11, 12 Article 4 of Law means Federal Law No 224-FZ “On Response to Unlawful Usage of Insider Information and Market Manipulation and on Introduction of Amendments to Individual Legislative Acts of the Russian Federation” dated 27.07.2010. Belonging to such persons are the following:

- Information agencies performing disclosure or provision of the Company insider information;
- Rating agencies assigning ratings to the Company and securities;
- Auditors;
- Consulting companies;
- Appraisers;
- Professional participants of the securities market;
- Credit organizations;
- Insurance organizations;
- Persons having access to information on forwarding a voluntary, mandatory or competitive offer for purchase of shares in accordance with the Russian Federation legislation on joint-stock companies inclusive of persons having forwarded voluntary or competitive offers to the Company;
- Persons that, by virtue of holding shares in the authorized capital of the Company, have access to insider information under federal laws or constituent documents of the Company.
- Other persons.

### Insiders list form

Individuals											
№	Inclusion date	Grounds for inclusion <sup>1</sup>	Exclusion date <sup>2</sup>	Grounds for exclusion	Full name	Date of birth	Place of birth	Address	Document series and No	Date of issue and issuing authority	Position

Legal Persons								
№	Inclusion date	Grounds for inclusion	Exclusion date	Grounds for exclusion	Issuer’s full company	TIN	PSRN	Address

<sup>1</sup> Please indicate the number of the respective clause of Article 4 of the Law as well as the ground for inclusion in the list of insiders.

<sup>2</sup> Please indicate the number of the respective clause of Article 4 of the Law as well as the ground for exclusion from the list of insiders.



Appendix No.4  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

## **Rules for circulation of insider information within the Company**

### **1. Prohibitions to use the Company insider information:**

1.1. It is prohibited that the Company and persons having access to the Company insider information use the Company insider information:

1) for performance of operations with financial instruments of the company the insider information relates to, at one's own expense or at the expense of third parties, except for operations performed within the framework of one's obligations to purchase or sell financial instruments of the Company having become due, if such obligation has originated as a result of an operation effected before the insider information became known to the person;

2) for transfer to another person except for cases of information transfer to a person included in the insiders list in connection with discharge of duties established by the legislation of the Russian Federation or in connection with discharge of employment duties or execution of a civil law contract;

3) for giving recommendations to third parties, obliging or otherwise inducing them to acquire or sell financial instruments of the Company;

4) for deliberate propagation of false or misleading details and news through mass media inclusive of the Internet or in any other way, such details or news capable to affect the price or demand for the Company's financial instruments, their offer or trading volume.

1.2. Persons having gained access to the Company insider information shall bear responsibility for distribution and usage of insider information, inter alia – within the terms upon dissolution of the contract with them as stipulated by the effective legislation of the Russian Federation.

1.3. Transfer of insider information to the editorial board of a media outlet, its chief editor, journalist or any other worker for its disclosure through publication shall not relieve them from liability for illegal obtainment, usage or disclosure of details constituting commercial secret or confidential information of the Company.

### **2. The procedure of access to insider information and its confidentiality protection rules**

2.1. Insider information confidentiality protection regime shall be put in place within the Company.

2.2. Access to the Company insider information shall have only persons included in the Company insiders list, discharging their functions within the framework of concluded employment and civil law contracts as well as in accordance with the legislation of the Russian Federation.

2.3. Members of the management bodies and top-ranking officials of the Company, members of the Board of Directors, the Management Board and the Auditing Commission shall have unrestricted access to the Company insider information.

The other insiders of the Company have restricted access to insider information – only within the framework of employment and civil law contracts concluded with them.

2.4. Provision of access to certain insider information of the Company to persons unincluded in the Company insiders list is performed following the procedure below: a memo from the chief of the structural subdivision is submitted to the Compliance Subdivision of the Company specifying the persons requiring access to the Company confidential information and grounds for the said persons to obtain such access. Appended to the memo shall be personal

details of the persons, as per the form established (Appendix No 3). Based on the details specified, the Compliance Subdivision shall include such persons in the Company insiders list.

2.5. In case the Company's structural subdivision has established the fact that third parties, due to the character of the works or services as they may perform, may obtain access to the Company's insider information, such subdivision shall communicate such fact to the Compliance Subdivision.

2.6. The Company shall be entitled to put in place additional procedures of access to the Company insider information aimed to prevent unlawful usage of the Company insider information:

- Restricting access to certain insider information for the Company workers;
- Putting in place procedures for protection of workplaces and document storage locations against unsanctioned access;
- Using technical aids of information systems protection guarding against unsanctioned access to insider information and its confidentiality violation in accordance with the in-house documents in effect within the Company.

2.7. For purposes of integrity of insider information in hard copy and on electronic media the Company may establish:

- System of isolated access of workers to premises where insider information is stored and/or processed as well as to the LAN network resources;
- System for authorization of access to computer aids containing insider information (keys, passwords, individual IDs, etc.), as well as for work with floppy MD, CD, DVD and other media drives, e-mail and the Internet;
- Administrative and technical measures aimed at exclusion of unsanctioned access to insider information (ensured by way of locking user's access to the system in case of unsanctioned access attempts detection);
- System for exclusion of unsanctioned external devices connection and software products installation and of the possibility of insider information transfer via public domain networks (including the Internet);
- System for insider information protection against transmission via communication channels.

2.8. The Company may undertake control arrangements of reviews for compliance with the established procedure of the Company workers using electronic media provided by the Company within the framework of their official duties recorded in employment contracts of the Company insiders.

2.9. Persons having access to the Company insider information shall comply with the following mandatory rules:

1) comply with the system of prohibitions established in Clause 1 of these rules for circulation of insider information within the Company;

2) in the process of work with specific insider information media – exclude the possibility of other workers of the Company familiarizing themselves therewith;

3) Strictly comply with the procedure of storage of documents containing insider information that is:

- 1) store such documents in strongboxes or closed cabinets and workplace desk drawers;
- 2) not to leave documents containing the Company insider information on workplace desks when leaving the premises;
- 3) not to use personal e-mail for sending and resending documents containing the Company insider information;
- 4) not to take documents containing the Company insider information outside the Company working premises unless necessary;

5) timely destroy all documents that are unsubject to storage and may contain insider information as well as delete all insider information unsubject to storage as may be stored on electronic media;

6) when relating information orally – notify the interlocutor of the fact that such information is of insider nature, its unlawful usage entailing responsibility in accordance with the legislation of the Russian Federation;

7) when generating documents, business correspondence – confine oneself to the minimum, actually required details containing insider information;

8) promptly give notice to the Compliance Subdivision as well as other subdivisions in charge ensuring security within the Company of facts of loss of documents containing insider information as well as passes, keys to premises where such information is stored, of attempts of unsanctioned access to documents and media containing insider information;

9) promptly communicate to the subdivision in charge that ensures electronic media work an operational failure of portable computers whereon the Company insider works with insider information;

10) inform the Compliance Subdivision of circumstances that promote or may lead to divulgence of insider information as well as of such facts of such information divulgence that have occurred and have taken place.

2.10. Persons having no access to insider information, if having accidentally obtained access to the latter; shall be obliged to:

- discontinue familiarization with such information;
- take exhaustive measures to preserve confidentiality of such insider information;
- exclude distribution or provision of such insider information to third parties;
- exclude usage of such insider information in accordance with the prohibitions

established within the Company.

2.11. Responsibility for compliance with and maintenance of the procedure of access to insider information and its confidentiality protection rules within the Company as well as with regard to documents containing insider information that originate as a result of work of the Company structural subdivisions shall be conferred on chiefs of structural subdivisions.

2.12. The Company insider workers are obliged to comply with the rules for circulation of insider information within the Company established in this Appendix.

### **3. Rules for the Company insider information identification and disclosure**

3.1. The chief of the structural subdivision of the Company having come into possession (by way of creation, obtainment from third parties etc.) of information that represents or may represent the Company insider information shall immediately notify the Compliance Subdivision of the fact. Chief of structural subdivisions of the Company may confer this function on one of the workers of the subdivisions subject to notification to the Compliance Subdivision.

3.2. The Compliance Subdivision shall determine whether information provided by the corresponding subdivision represents insider information for purposes of these Regulations and, in case of a positive decision, notify the subdivision in charge of information disclosure and the subdivision in charge of interaction with investors.

3.3. Disclosure of insider information shall be performed following the procedure and within the terms as established for disclosure of notices of essential facts.

In the cases when the Company's notices of essential facts are subject to publication through an information resource that is updated on a real-time basis and is provided by an information agency (hereinafter – the “news line”), a notice of the Company's insider information shall be published in the news line of the empowered information agency by 10.00 (Moscow time) of the last day in the course whereof such publication is to take place.

3.4. A notice of the Company's insider information shall be published within the following timeframe from the date when the corresponding fact (event, action) occurred or when the Company became or reasonably was to become aware of its occurrence:

- In the news line - within 1 day;
- On an Internet-page – within 2 days.

3.5. In case the Company's insider information is contained in documents approved by the Board of Directors and/or signed by an empowered representative, disclosure of such information shall ensure its accessibility for all the parties concerned irrespective of their reasons to obtain such information as follows:

1) by way of publishing the text of the document containing the Company's insider information on an Internet page - within 2 days:

- From the date when the minutes of the session of the Board of Directors were drawn;
- from the date when the document was signed by an empowered representative.

2) by way of publishing in the news line a notice of the procedure of access to the Company's insider information- within 1 day from the date when the text of the document containing the Company's insider information was published on an Internet page;

3) by way of providing a copy of the document containing the Company's insider by demand of the party as may be concerned within 7 days from the date when such demand was received (filed), for a valuable consideration that, however, shall not be in excess of the copy production expenses.

3.6. Access to the Company's insider information as specified in Clauses 13-16 of the list of the Company's insider information (Appendix No 1 to the Regulations) is ensured in the ways and within the terms as indicated in Clause 3.5 of these Regulations, from the date when the corresponding information was published on the Internet-page of the registering body or when the Company received a written notification from the registering authority. Disclosure of such insider information shall be performed depending on which of the above dates occurs earlier.

3.7. Unsubject to disclosure shall be the following insider information of the Company:

- That of decisions taken by the Board of Directors on issues related to confidential information of the Company except for information on decisions taken by the Board of Directors on issues referred to their competence in accordance with federal laws;
- That of the conditions of a contract for maintenance (stabilization) of prices for the Company's issue-grade securities except for the validity term of the said contract;

3.8. The powers related to preparation of info notices and disclosure of details and facts belonging to insider information in accordance with the Regulations on Insider Information shall be carried out by the subdivision in charge of disclosure of the information and/or by the subdivision in charge of interaction with investors.

3.9. In case insider information simultaneously represents information subject to disclosure following the procedure determined in accordance with the normative act of the Bank of Russia on disclosure of information by issuers of equity securities approved by the Central Bank of the Russian Federation N 454-P (Regulations on Disclosure) dated 30.12.2014, it is the subdivision the functional duties whereof include disclosure of information, in accordance with Article 30 of Federal Law No 39-FZ "On Securities Market" dated 22.04.1996 (as amended on 21.07.14), that shall be responsible for disclosure of the said information. In such a case information disclosure is carried out following the procedure Determined by the Regulation on Disclosure.

Appendix No.5  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

## **Rules for the Company insiders to perform operations with financial instruments of the Company**

1. These rules establish requirements for insiders performing operations with insider financial instruments of the Company.

The rules establish restrictions and/or prohibitions with regard to effecting transactions with insider financial instruments of the Company as well as actions required for compliance with the Law, normative acts of the Bank of Russia as may be adopted in accordance therewith and other applicable norms and rules.

The rules shall apply with regard to any operations effected by insiders with insider financial documents no matter whether such persons are in possession of insider information and/or other publicly unavailable details of such insider financial instruments and such financial instruments issuer.

These rules shall not apply in case of shares acquisition during implementation of the Company option program approved by the Board of Directors of the Company; however, they may be applicable to other or future option programs of the Company if such option programs conditions fail to include special rules for protection against unlawful usage of insider information.

2. Rules for performing transactions with insider financial instruments of the Company.

2.1. The Company's insiders shall abstain from effecting operations with insider financial instruments of the Company during closed periods as follows:

- In case of annual financial results announcement: from the end date of the financial year until the moment when the annual financial results are announced;
- In case of a half-year period financial results announcement: from the end date of the financial period until the moment when the half-year period results are announced;
- In case of quarterly financial results announcement: within 30 days from the previous instance of quarterly results publication and until the results announcement.

2.2. The following restrictions on the Company's Category 1, 2 and 3 insiders effecting transactions with the Company's insider financial instruments shall be effective throughout closed periods:

- REPO transactions as well as sale (purchase) on insider financial instruments on credit shall be prohibited.
- One is recommended to abstain from option transactions and derivative financial instruments with regard to insider financial instruments.

2.3. Purchase of the Company's insider financial instruments shall be allowed only for purposes of long-term investment of capital and shall not be allowed for other purposes such as short-term transactions. This means that the Company workers qualified as insiders shall have held (directly or through other persons acting one one's commission) the Company's financial instruments for at least 6 (six) months prior to selling them.

2.4. In case of operations with insider financial instruments of the Company effected by third parties in the interests of an insider the insider shall ensure compliance with the restrictions and/or prohibitions contained herein when operations with such instruments are carried out except for cases when, under a contract with a third party for performance of operation with financial

instruments, the insider has no opportunity to influence decision-taking on such third party effecting transactions.

2.5. The Compliance Subdivision may recommend the Company's insiders to abstain from effecting operations with insider financial instruments of the Company during periods of time other than the above closed periods.

Recommendations to insiders may be forwarded via e-mail, facsimile communication or by mail.

2.6. All insiders of the Company shall be obliged to provide notifications to the Company and to the Financial Market Service of the Bank of Russian of operations with financial instruments of the Company as they may have effected **within 10 (ten) business days** from the date when such operations were effected as follows:

- To the Compliance Subdivision – to IDGC of the North-West, JSC at the location as per the Charter of the Company.
- To the Head Administration for Non-Admittance of Fraudulent Practices of Behaviour in the Open Market: 119991, Moscow, GSP-1, Leninsky pr., 9.

The notification form is available on the Web-site of IDGC of the North-West, JSC (<http://www.mrsksevizap.ru/informationcompanyinsiders>)

The insiders shall be entitled to indicate in a single notification details of multiple operations having been effected by them.

A Buying Proposal forwarded by a legal entity shall be executed on a letterhead of such legal entity and signed by an authorized person, with the legal entity's seal affixed.

In a notification containing multiple sheets those shall be bound and numbered. A notification submitted by a legal entity insider shall be authenticated with the seal of such legal entity affixed on the secure binding and attested with the signature of an empowered representative of such legal entity. In a notification submitted by an individual insider, each page shall be signed by the latter.

For the notification by an insider representing a foreign organization authentication (attestation) with the seal of such foreign organization is optional in case such authentication (attestation) is not required in accordance with the personal law or constituent documents of such international organization.

If the notification is submitted on behalf of the insider by an empowered representative of the latter, the notification shall be accompanied with the power of attorney (copy of such power of attorney attested in accordance with the established procedure) or any other document (copy of such document attested in accordance with the established procedure) the representative's powers are based on.

2.7. Within 30 days upon completion of a reporting quarter, Category 1, 2 and 3 insiders of the Company are obliged to present to the Compliance Subdivision a written acknowledgement of the number of the Company securities as they may hold as of the end of the reporting quarter and of the operations effected by one in the reporting quarter as per the form set forth in Appendix No 7.

In the form the Company insiders shall specify details of their holding (inter alia – through mediation of nominal security holders and other third parties) financial instruments of the Company and operations therewith carried out (directly or through mediation of other persons acting on their behalf) during the reporting quarter.

2.8. Category 1 insiders shall be obliged, within 30 working days from the date of their election/appointment to the office, to notify the Compliance Subdivision of the fact of one holding insider financial instruments of the Company and of the number of the latter as per the form set forth in Appendix No 6.

2.9. Category 1 insiders shall be obliged to comply with the requirements and restrictions stipulated by these rules until expiry of a six months' term after one having ceased to belong to Category 1 insiders.

2.10. Appendices Nos 6, 7 and 8 forms, completed and signed by the Company insiders, shall be delivered to the Compliance Subdivision by mail, via e-mail or in person.

The Compliance Subdivision contacts are to be found on the corporate Web-site of the Company.

Appendix No.6  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

**Notification of the fact of the insider holding IDGC of the North-West,  
JSC financial instruments as of the date of the insider  
election/appointment to the office**

Insider's full name	Insider's office	Date of the insider election/appointment to the office	Details of the number of securities held by the insider as of the date of the insider election/appointment to the office		
			Security type <sup>3</sup> , issuer name <sup>4</sup>	Quantity of securities, per type and issuer	Securities ownership scheme (directly or through a third party)

\_\_\_\_\_  
(date)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(signature clarification)

<sup>3</sup> security type - o.s. – ordinary shares, p.s. – preferred shares.

<sup>4</sup> full or abbreviated business name of the issuer – legal entity bearing responsibility to securities holders.



Appendix No.7  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

**Acknowledgement of the number of IDGC of the North-West, JSC  
financial instruments held by the insider as of the reporting quarter end  
date and of operations with financial instruments effected in the  
reporting quarter**

**Reporting date:** « \_\_\_\_ » \_\_\_\_\_

Insider's full name	Insider's office	Details of securities held by the insider as of the reporting date			Details of operations with securities in the reporting quarter		
		Security type <sup>5</sup> , issuer name <sup>6</sup>	Number of securities, items	Ownership scheme <sup>7</sup>	Operation contents (purchase, sale, gift etc)	Quantity of securities, per type and issuer	Transaction date

\_\_\_\_\_  
(date)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(signature clarification)

<sup>5</sup> security type - o.s. – ordinary shares, p.s. – preferred shares.

<sup>6</sup> full or abbreviated business name of the issuer – legal entity bearing responsibility to securities holders.

<sup>7</sup> In particular, name of the securities nominal holder.

Appendix No.8  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

**NOTIFICATION**  
**of the insider having effected operations with financial instruments of**  
**IDGC of the North-West, JSC**

1. Full name of a natural person insider/Full business name of a legal entity insider	
2. Kind and particulars of the identity document of a natural person insider/INN, OGRN of a legal entity insider	
3. Registered place of residence of a natural person insider/Location of a legal entity insider	
4. Full business name of the person whose insiders list the insider is included in	
5. Operation effecting date	
6. Kind of transaction (operation)	
7. Sum of transaction (operation)	
8. Transaction conclusion place (name of the market maker or the over-the-counter market)	
9. Kind, category (type), series of the security (indicated for transactions with securities)	
10. Full business name of the security issuer (indicated for transactions with securities)	
11. State registration number of the security issue (indicated for transactions with securities)	
12. Price per security (indicated for all transactions with securities except for REPO ones)	
13. Purchase or sale price per security under the REPO contract (for REPO contracts)	
14. Number of securities (indicated for transactions with securities)	
15. Kind of contract representing a derivative financial instrument (indicated for all transactions with derivative financial instruments)	
16. Name (identity) of contract representing a derivative financial instrument as conventionally used by the securities market maker (indicated for all transactions with derivative financial instruments)	
17. Price per contract representing a derivative financial instrument (amount of option price) (indicated for all transactions with derivative financial instruments)	
18. Number of contracts representing derivative financial	

instruments (indicated for all transactions with derivative financial instruments)	
19. Exercise price of contract representing a derivative financial instrument (indicated for all transactions with derivative financial instruments)	
20. Kind of currency (indicated for operations with currency)	
21. Kind of goods (indicated for operations with goods)	
22. Quantity of goods (indicated for operations with goods)	
23. Price per unit of goods (indicated for operations with goods)	

\_\_\_\_\_  
(date)

\_\_\_\_\_  
(signature)\*

\_\_\_\_\_  
(signature clarification)\*

\_\_\_\_\_  
\* Subscribed in case the notification is forwarded in hard copy.

Appendix No. 9  
to the Regulations on Insider Information of  
IDGC of the North-West, JSC

dated “ \_\_\_ ” \_\_\_\_\_ 201\_\_

№ \_\_\_\_\_

**NOTIFICATION**  
**of a person's inclusion in/exclusion from**  
**the insiders list**  
**IDGC of the North-West, JSC**

№	1. Organization details	
1.1	Organization's full business name	
1.2	Organization's TIN:	
1.3	Organization's PSRN:	
1.4	Organization's location:	
1.5	Other address for receipt of mail correspondence by the organization	
1.6	Organization's telephone number	
1.7	Organization's fax number	
1.8	Organization's e-mail address	

№	II. Details of the person included in the Organization's the insiders list (excluded from the Organization's the insiders list)	
	For a legal entity insider	
2.1	Issuer's full business name	
2.2	Insider's TIN:	
2.3	Insider's PSRN:	
	For a natural person insider	
2.1	Insider's full name	
2.2	Insider's date of birth	
2.3	Insider's place of birth	

№	III. Details of the notification forwarding grounds	
3.1	Notification forwarding grounds (please indicate “inclusion in the insiders list” or “exclusion from the insiders list”)	
3.2	Date of inclusion in/exclusion from the insiders list	
3.3	Grounds for inclusion in/exclusion from the insiders list	

Please mind that from the moment of Your inclusion in the insiders list of IDGC of the North-West, JSC the restrictions stipulated by Article 6 of Federal Law No 224-FZ “On Response to Misuse of Insider Information and Market Manipulation and on Introduction of Amendments to Individual Legislative Acts of the Russian Federation” dated July 27, 2010 (hereinafter referred to as the "Federal Law") will apply to You as to an insider, the responsibility defined in accordance with Article 7 of the Federal Law, with the duties stipulated by Article 10 of the Federal Law imposed on You as well as

the duty to comply with the requirements of the Regulations on Insider Information of IDGC of the North-West, JSC.

**For detailed information on this notification please contact the Anticorruption Compliance Procedure Sector or visit the official Web-site of IDGC of the North-West, JSC: <http://www.mrsksevzap.ru/informationcompanyinsiders>**

\_\_\_\_\_  
(name of the authorized person office)

\_\_\_\_\_  
(signature)

\_\_\_\_\_  
(initials, family name)