

Statement of Material Fact
“Information About Stages of the Procedure for Issuing Securities”

1. General Information	
1.1. Full corporate name of the issuer	<i>JSC Interregional Distribution Grid Companies Holding</i>
1.2. Short corporate name of the issuer	<i>JSC IDGC Holding</i>
1.3. Issuer's registered address	<i>117630, Moscow, ul. Akademika Chelomeya, 5A</i>
1.4. Issuer's Principal State Registration Number (OGRN)	<i>1087760000019</i>
1.5. Issuer's Taxpayer Identification Number (INN)	<i>7728662669</i>
1.6. Issuer's unique code assigned by the registration agency	<i>55385-E</i>
1.7. Webpage used by the issuer for disclosure of information	http://www.holding-mrsk.ru/investors/info/

2. Contents of the Statement	
“Information About the Approved Decision on the Placement of Securities”	
2.1. Information about the approved decision on the placement of securities:	
2.1.1. Issuer's management body that approved the decision on the placement of securities, and the form of voting: <i>Board of Directors of JSC IDGC Holding; form of the meeting: in person.</i>	
2.1.2. Date and place of the meeting of the issuer's authorized management body that approved the decision on the placement of securities: <i>March 26, 2010; 107996, Moscow, Ulansky pereulok, 26, str. 1, JSC IDGC Holding.</i>	
2.1.3. Date and number of the minutes of the meeting of the issuer's authorized management body that approved the decision on the placement of securities: <i>March 29, 2010; Minutes No. 30.</i>	
2.1.4. Quorum and voting results in relation to the issue of the approved decision on the placement of securities: <i>Of the 15 members of the Board of Directors, 15 attended the meeting. The meeting had a quorum (100%). The Board of Directors is legally qualified to decide on the item on the agenda.</i> <u>Voting results:</u> <i>“For”:</i> <i>Gennady Feliksovich Binko, Evgeny Vyacheslavovich Dod, Vyacheslav Mikhailovich Kravchenko, Viktor Vasilievich Kudryavy, Mikhail Yuryevich Kurbatov, Sergey Vladimirovich Maslov, Seppo Juha Remes, Sergey Vladimirovich Serebryannikov, Oleg Vyacheslavovich Surikov, Vladimir Vitalyevich Tatsiy, Vasily Nikolaevich Titov, Denis Vladimirovich Fedorov, Pavel Olegovich Shatsky, Nikolay Nikolayevich Shvets, Sergey Ivanovich Shmatko.</i> <i>“Against”:</i> <i>none.</i> <i>“Abstained”:</i> <i>none.</i> <i>Approved unanimously.</i>	
2.1.5. Full wording of the approved decision on the placement of securities: <i>Seven million (7,000,000) inconvertible interest-bearing certificated bearer bonds, Series 02, (hereinafter referred to as the “Bonds”) of JSC Interregional Distribution Grid Companies Holding (hereinafter, the “Issuer”), subject to mandatory centralized custody, each with a par value of one thousand (1,000) rubles, with the total par value of seven billion (7,000,000,000) rubles, shall be placed through a public offering at a price equal to one hundred (100) percent of the par value of the Bonds, or one thousand (1,000) rubles for one (1) Bond. Starting from the second (2nd) day of the placement of the Bonds, any buyer shall, when making an acquisition transaction in relation to the Bonds, also pay the amount of accrued coupon income from the Bonds calculated as of the start date of the placement of the Bonds in accordance with the following formula:</i> <i>ACI = RI * PV * (T - T0) / 365 / 100%, where</i> <i>PV is the par value of one Bond,</i> <i>RI is the interest rate of the 1st coupon period (interest per annum),</i> <i>T0 is the start date of the placement of the Bonds, T is the date of the placement of the Bonds.</i> <i>The calculated amount of accrued coupon income shall be rounded up or down to the nearest whole kopeck according to mathematical rounding rules. In this context, “mathematical rounding rules” shall mean the rounding method prescribing that any whole kopeck(s) shall not be changed if the digit immediately following the rounded-off digit is in the range of 0 to and including 4 and shall be increased by one kopeck if the digit immediately following the rounded-off digit is in the range of 5 to and including 9.</i> <i>The Bonds shall be placed through purchase and sale transactions in the process of MICEX Stock Exchange trading at the offering price of the Bonds. Payment for the placed Bonds shall be made in cash in the currency of the Russian Federation by bank transfer. Payment for the Bonds may not be made in installments. Other terms and conditions of the placement of the Bonds are contained in the Decision on the Securities Issue and the Securities Prospectus.</i> <i>Any expenses in connection with making credit entries for initial holders' (acquirers') placed securities deposited in a custody account with a depository (responsible for the centralized custody of the Bonds) shall be paid by such initial holders of the Bonds.</i> <i>Income from the Bonds shall be paid in the form of interest on the par value of the Bonds. Income from the Bonds shall be paid for certain periods (coupon periods). The number of coupon periods is ten (10).</i>	

The redemption date for the Bonds is the one hundred, eight hundred twentieth (1,820th) day after the start date of the placement (hereinafter, the “Bond Redemption Date”). The Bonds shall be redeemed and income related thereto shall be paid in cash in the currency of the Russian Federation by bank transfer in favor of holders of the Bonds. No holder of the Bonds may choose any redemption method for the Bonds. The Bonds shall be redeemed and coupon income related thereto shall be paid by a paying agent acting on the instructions and at the expense of the Issuer (hereinafter, the “Paying Agent”) on the Bond Redemption Date. If the Bond Redemption Date falls on a nonbusiness day, whether a public holiday or a day on which settlement operations are not conducted, then the amount due shall be paid on the first business day following such nonbusiness day. No holder of the Bonds shall be entitled to demand that interest accrue or any other compensation be paid for such delay in payment. The Paying Agent shall, on the Bond Redemption Date, pay the amounts due by bank transfer into the accounts of the persons authorized to receive the redemption value of the Bonds in favor of the holders of the Bonds specified in the List of Holders and/or Nominee Holders of the Bonds. In the event that one person is authorized by several holders of the Bonds to receive the redemption value of the Bonds, then the total amount shall be paid to such person without being broken down into amounts payable to each holder of the Bonds. The start date and end date for the redemption of the Bonds shall fall on the same day.

The Bonds are redeemable earlier at the request of their holders and at the option of the Issuer.

Any holder of the Bonds shall have the right to demand that the Bonds be redeemed earlier and such holder receive the accrued coupon income related to the Bonds and calculated as of the date of performance of the obligations to redeem the Bonds earlier if the Bonds are delisted from all of the stock exchanges that have included the Bonds on their quotation lists, provided that the Bonds were previously included on Quotation List V on any of the stock exchanges.

Any holder of the Bonds shall also have the right to demand that the Bonds be redeemed earlier and such holder receive the accrued coupon income related to the Bonds if:

- the performance by the Issuer of its obligations to pay any coupon income related to the Bonds is delayed for more than seven (7) business days from the due date of such coupon income specified in the Decision on the Securities Issue and the Securities Prospectus;

- the performance by the Issuer of its obligations to pay any coupon income related to any of the Issuer’s bonds issued in the Russian Federation is delayed for more than seven (7) business days from the due date of such coupon income specified in the Decision on the Securities Issue and the Securities Prospectus;

- the Issuer declares that it is not able to perform its financial obligations related to the Bonds;

- the performance by the Issuer of its obligations to redeem (including redeeming earlier) any bonds issued by the Issuer in the Russian Federation is delayed for more than thirty (30) business days;

- holders of any other bonds issued by the Issuer and/or secured by the Issuer as a surety demand that such bonds, including, but not limited to, ruble bonds, foreign currency bonds, and Eurobonds, whether they have already been placed or will be placed in the future, be redeemed earlier in accordance with the terms and conditions of their issue (provided, however, that the acquisition by the Issuer of any outstanding bonds upon agreement with and/or at the request of their holders with the potential subsequent trading in such bonds shall not entail the right to demand the early redemption of the Bonds).

The Bonds shall be redeemed earlier at the option of the Issuer as provided for in the Decision on the Securities Issue and at the request of their holders at a price equal to 100% of the par value of the Bonds. This price shall be paid together with the accrued coupon income related to the Bonds and calculated as of the date of performance of the obligations to redeem the Bonds earlier in accordance with the procedure set forth in the Decision on the Securities Issue and the Securities Prospectus. The Bonds shall be redeemed earlier at the request of their holders and at the option of the Issuer by the Paying Agent acting on the instructions and at the expense of the Issuer. No early redemption may precede the date of the state registration of the Bond Issue Report or, if the Bonds are issued without the state registration of the securities issue report in accordance with the Federal Law “On the Securities Market” or any other federal laws, the date of submission by the Issuer of the Notice of the Bond Issue to the registration agency and the date when payment for the Bonds is made in full. If the date of early redemption of the Bonds falls on a nonbusiness day, whether a public holiday or a day on which settlement operations are not conducted, then the amount due shall be paid on the first business day following such nonbusiness day. No holder of the Bonds shall be entitled to demand that interest accrue or any other compensation be paid for such delay in payment. The Paying Agent shall, on the date of early redemption of the Bonds, pay the amounts due by bank transfer into the accounts of the persons authorized to receive the early redemption value of the Bonds in favor of the holders of the Bonds specified in the List of Holders and/or Nominee Holders of the Bonds. In the event that one person is authorized by several holders of the Bonds to receive the early redemption value of the Bonds, then the total amount shall be paid to such person without being broken down into amounts payable to each holder of the Bonds. The start date and end date for the early redemption of the Bonds shall fall on the same day. If the Bonds are redeemed earlier, their par value and accrued coupon income related thereto shall be paid in Russian rubles by bank transfer.

Other terms and conditions of and the procedure for the early redemption of the Bonds at the option of the Issuer and at the request of their holders are contained in the Decision on the Securities Issue and the Securities Prospectus.

2.1.6. Fact of the preemptive right granted to the issuer’s shareholders and/or any other persons to acquire securities: the preemptive right to acquire the placed securities is not granted.

2.1.7. The Issuer is obligated to disclose information following each stage of the procedure for issuing securities.

3. Signature

3.1. Head of the Department
for Corporate Governance
and Shareholder Relations
of JSC IDGC Holding
(acting under Power of Attorney
No. 46 of November 24, 2008)

(signature)

A. V. Kurochkin

3.2. Date 29 March 2010

Seal