

**Notice of the Exercisability of the Preemptive Right
to Acquire Additionally Issued Shares
in JSC Interregional Distribution Grid Companies Holding**

JSC Interregional Distribution Grid Companies Holding (hereinafter, the “Company” or “JSC IDGC Holding” or the “Issuer”) hereby notifies you that, on **May 6, 2010**, the Federal Financial Markets Service of the Russian Federation conducted the state registration of the additional issue of securities and the securities prospectus of JSC IDGC Holding in relation to the securities placed by means of the public offering of one billion, nine hundred twenty-two million, three hundred thirteen thousand, ninety-seven (1,922,313,097) uncertificated registered ordinary shares, each with a par value of one (1) ruble (hereinafter, the “Shares”).

The additional issue of the Shares was assigned State Registration Number 1-01-55385-E-001D.

In accordance with Articles 40 and 41 of the Federal Law “On Joint-Stock Companies,” the Company’s shareholders have the preemptive right to acquire the quantity of publicly placed additional ordinary shares in proportion to the quantity of the Company’s ordinary shares that they hold.

The offering price of the Shares, including with respect to the persons included on the list of the persons having the preemptive right to acquire placed additional shares, is four (4) rubles and fourteen (14) kopecks per additional uncertificated registered ordinary share. This offering price was determined in accordance with Articles 36 and 77 of the Federal Law “On Joint-Stock Companies” by the Board of Directors of JSC IDGC Holding on March 26, 2010, (Minutes No. 30 of March 29, 2010) on the basis of the weighted average price of transactions closed in the process of MICEX Stock Exchange trading in relation to ordinary shares in JSC IDGC Holding for a period of 3 months ending three business days prior to the date of the meeting of the Board of Directors of JSC IDGC Holding, namely March 26, 2010, that adopted the decision to increase the authorized capital of JSC IDGC Holding by means of the placement of the Shares.

The Preemptive Right Period with respect to the Shares is forty-five (45) days after the date when this Preemptive Right Notice is published in the *Izvestia* newspaper.

Prior to the expiration of the Preemptive Right Period with respect to the Shares, the Shares may not be placed otherwise than by virtue of the exercise of this preemptive right.

Date of the list of the persons having the preemptive right to acquire the placed Shares: March 26, 2010 (date of the decision adopted by the Board of Directors of JSC IDGC Holding to increase the authorized capital of the Company by means of the placement of the additional Shares).

Procedure for exercising the preemptive right to acquire the placed Shares:

The additional Shares shall be distributed to the persons having the preemptive right to acquire the placed Shares on the basis of the written applications (hereinafter also, the “Application(s)”) submitted by such persons (hereinafter also, the “Applicant(s)”) to acquire the placed Shares.

The persons having the preemptive right to acquire the placed Shares shall be entitled to exercise their preemptive right in full or in part in the quantity proportional to the quantity of the Issuer’s registered ordinary shares that they hold.

Any person having the preemptive right to acquire the placed Shares shall submit the Application within the Preemptive Right Period.

The Applicant shall be entitled to exercise the Applicant’s preemptive right in full or in part by submitting the Application to the Issuer.

The Application shall contain the following information:

- title: Application to Acquire JSC IDGC Holding Shares Through Exercising the Preemptive Right;
- full name (full corporate name) of the person having the preemptive right to acquire placed securities;
- Taxpayer Identification Number (INN) of the person having the preemptive right to acquire placed securities (if any);
- place of residence (registered address) of the person having the preemptive right to acquire placed securities;
- in the case of an individual, identity document data (date and place of birth; series, number, and date of issue; issuing authority);
- in the case of a corporate entity, incorporation particulars (including, in the case of a Russian corporate entity, information about state registration/registration on the Uniform State Register of Juridical Persons (date, registration authority, registration certificate number));
- quantity of the acquired Shares;

- number of the Applicant's personal account on the Issuer's register of holders of registered securities on the Issuer's register of holders of registered securities, which personal account shall be used for depositing the acquired Shares.

If any Shares shall be deposited in a nominee holder's account on the Issuer's register of holders of registered securities, then the following information shall be specified about such nominee holder: full corporate name, state registration particulars (Principal State Registration Number (OGRN), state registration authority, date of state registration and registration of the custodian on the Uniform State Register of Juridical Persons), number of the nominee holder's personal account on the Issuer's register of holders of registered securities, number of the Applicant's custody account, number and date of the custodial agreement between the nominee holder and the Applicant (as related to placed securities).

If the Applicant's custody account (as related to placed securities) is operated by any nominee holder that is a depositor (hereinafter, the "Second-Tier Custodian") of any other nominee holder (hereinafter, the "First-Tier Custodian"), then the Application shall specify:

full corporate name of each of such Custodians;
state registration particulars (Principal State Registration Number (OGRN), state registration authority, date of state registration and registration of the custodian on the Uniform State Register of Juridical Persons) of the First-Tier Custodian;

number of the First-Tier Custodian's personal account on the Issuer's register of holders of registered securities;

number of the Applicant's custody account;

number and date of the custodial agreement between the Second-Tier Custodian and the Applicant (as related to placed securities);

number and date of the intercustodial agreement between the Custodians.

This information shall be specified about all nominee holders, beginning with the nominee holder with which the Applicant has a custody account (as related to placed securities) and ending with the nominee holder having a personal account on the Issuer's register of holders of registered securities.

- banking details of the Applicant that may be used for refund purposes;
- contact information of the Applicant (postal address and fax number, including area code);
- information that the Application is accompanied by a document confirming the Applicant's payment for placed securities.

The Application shall be accompanied by a document confirming the payment for securities.

The recommended forms of the Application that can be used by individuals and corporate entities are attached as an appendix to this Notice and posted by the Issuer on the Internet at www.holding-mrsk.ru.

The Application shall be signed by the person having the preemptive right to acquire the placed Shares (or by such person's authorized person, provided that the Application is accompanied by the original or a notarized copy of the duly issued power of attorney or any other document confirming the representative's authority) and shall, in the case of a corporate entity, bear the corporate seal (if any).

The Applicant shall be responsible for the reliability of the information contained in the Application and for its being consistent with the information contained in the Issuer's shareholder register.

The Applications may be delivered from 10:00 a.m. to 5:00 p.m. (Moscow time) daily except Saturdays, Sundays, and public holidays to ZAO STATUS at: Russia, 109544, Moscow, ul. Novorogozhskaya, 32, str. 1, or to JSC IDGC Holding at: Russia, 107996, Moscow, GSP-6, Ulansky pereulok, 26, str. 1.

The Applications may be sent by mail:

- to ZAO STATUS at: Russia, 109544, Moscow, ul. Novorogozhskaya, 32, str. 1; or

- to JSC IDGC Holding at: Russia, 107996, Moscow, GSP-6, Ulansky pereulok, 26, str. 1.

The Applications shall be registered on a register of received Applications, specifying the time and date of receipt of each Application.

The Issuer shall be entitled to refuse the exercise of the preemptive right by the person submitting the Application if:

- the Application fails to satisfy the requirements set forth above;
- the Application does not allow the person on whose behalf the Application is submitted to be identified as the person having the preemptive right to acquire the placed Shares;
- the Application fails to be accompanied by a document confirming the payment for the Shares by the person having the preemptive right to acquire the Shares;
- the Issuer receives the Application and/or a document confirming the payment for the Shares after

the expiration of the Preemptive Right Period.

In the event that the Issuer refuses to accept the Application, the Issuer shall, not later than thirty (30) business days after the expiration of the Preemptive Right Period, refund the money paid as specified in the documents confirming the payment for the placed Shares and accompanying the Application.

If the Application states any quantity of the Shares that is less than such quantity of the Shares paid for as specified in the documents confirming the payment for the placed Shares and accompanying the Application, then such Application will be accepted by the Issuer with respect to the quantity of the Shares specified in the Application. In this connection, the Issuer shall, not later than thirty (30) business days after the expiration of the Preemptive Right Period, refund to the Applicant the money in excess of the value of such quantity of the placed Shares as specified in the Application.

If the Application states any quantity of the Shares that is more than such quantity of the Shares paid for as specified in the documents confirming the payment for the placed Shares and accompanying the Application, then the Applicant shall be deemed to exercise the Applicant's preemptive right to acquire the Shares with respect to the quantity of the Shares that are paid for.

If the Application states any quantity of the Shares that is more than such quantity of the Shares as may be acquired by the Applicant, then the Application shall, subject to fulfilling all other conditions, be accepted to the fullest possible extent with respect to the quantity of the Shares that may be distributed to the Applicant in accordance with the calculation procedure described below. In this connection, the Issuer shall, not later than thirty (30) business days after the expiration of the Preemptive Right Period, refund to the Applicant the money in excess of the value of the maximum quantity of the Shares that may be acquired by the Applicant.

The maximum quantity of the Shares that may be acquired by any person through exercising the preemptive right to acquire the Issuer's Shares is proportional to the quantity of the Issuer's registered ordinary shares held by such person as of March 26, 2010, and shall be calculated in accordance with the following formula:

$$X = Y * (1,922,313,097 / 41,041,753,984), \text{ where}$$

X is the maximum quantity of the Shares of this additional issue that may be acquired by the person having the preemptive right to acquire the placed Shares;

Y is the quantity of the Issuer's registered ordinary shares held by the person having the preemptive right to acquire the placed Shares as of March 26, 2010 (the date of the decision adopted by the Board of Directors to increase the authorized capital of the Company by means of the placement of the additional Shares);

one billion, nine hundred twenty-two million, three hundred thirteen thousand, ninety-seven (1,922,313,097) is the quantity of the Shares placed by the Issuer in accordance with the Decision on the Additional Securities Issue;

forty-one billion, forty-one million, seven hundred fifty-three thousand, nine hundred eighty-four (41,041,753,984) is the quantity of the Issuer's previously placed registered ordinary shares.

If the calculation of the quantity of the Shares that may be acquired by any person having the preemptive right to acquire the Shares by virtue of such person's preemptive right results in a fractional number, then such person shall be entitled to acquire the portion of a placed additional share (fractional share) corresponding to the fractional part of the calculated number.

Any fractional share shall vest in the shareholder owning such share the rights attaching to the relevant category of shares within the scope equal to the portion of a whole share constituted by such fractional share.

Fractional shares shall be traded on a par with whole shares.

In the register maintenance system, fractional shares accounted for in registered persons' personal accounts shall not be subject to rounding up or down to the nearest whole share.

The Share Acquisition Agreement with any person exercising the preemptive right to acquire the placed Shares shall be deemed to have been entered into upon receipt by the Issuer of the Application accompanied by a document confirming the payment for securities.

In this regard, if any Application accompanied by a document confirming the payment for securities is received by the Issuer prior to the start date of the placement of the Shares, then the Share Acquisition Agreement shall be deemed to have been entered into on the start date of the placement of the Shares of this additional issue.

Terms and procedure for payment for the placed Shares:

For the purposes of exercising the preemptive right to acquire the placed Shares, payment for the acquired Shares shall be made in full by the Applicant within the Preemptive Right Period.

Payment for additional shares shall be made in cash in Russian rubles by bank transfer into JSC IDGC Holding's settlement account.

Credit institution details and details of the bank account used for bank transfers as payment for securities:

Full corporate name: Moscow Head Office of the Savings Bank of the Russian Federation (Open Joint-Stock Company)

Short corporate name: Moscow Head Office of Sberbank OAO

Registered address: Russia, 109544, Moscow, ul. B. Andronyevskaya, 6

Settlement Account No. 40702810838000026758

Correspondent Account No. 3010181040000000225

BIC 044525225

The obligation to pay for the Shares shall be deemed to have been fulfilled upon receipt by the Issuer of the amount due in its bank account specified above.

Additional information for shareholders of JSC IDGC Holding.

The text of the Decision on the Additional Securities Issue and the text of the Securities Prospectus are freely available on JSC IDGC Holding's website at www.holding-mrsk.ru. Starting from the date when the statement of the state registration of the additional issue of securities is published, all persons concerned may become acquainted with the Decision on the Additional Securities Issue and the Securities Prospectus and obtain their copies at:

- Russia, 107996, Moscow, GSP-6, Ulansky pereulok, 26, str. 1;
- Russia, 109544, Moscow, ul. Novorogozhskaya, 32, str. 1, ZAO STATUS;
- Russia, 117630, Moscow, ul. Akademika Chelomeya, 5A.

Starting from the date when the statement of the state registration of the additional issue of securities is published, any person concerned may obtain copies of the Decision on the Additional Securities Issue and the Securities Prospectus at the addresses listed above for a fee not to exceed the duplication costs of such documents.

To obtain any further information or order copies of the above-mentioned documents, please call:

+7 (495) 710-42-90 or +7 (495) 710-45-56.

For more detailed information about the procedure for exercising the preemptive right to acquire the Shares, please contact:

- JSC IDGC Holding at +7 (495) 710-45-56 or +7 (495) 710-42-90; or

- the Company's Registrar (ZAO STATUS) at +7 (495) 974-87-40.

Please note that any person registered on the Company's shareholder register is required by paragraph 5 of Article 44 of Federal Law No. 208-FZ "On Joint-Stock Companies" to notify the Company's Registrar of any change of such person's particulars.

If any shareholder's details have been changed but the Registrar does not have the relevant registered person questionnaire or corporate entity documents, then such shareholder should furnish ZAO STATUS with information concerning the change of such shareholder's details and/or the missing documents in accordance with the procedure provided for in the applicable regulations.

Failure by registered persons to furnish information concerning the change of their details and/or the necessary documents may render it impossible to make credit entries in acquirers' accounts, and JSC IDGC Holding and the Company's Registrar (ZAO STATUS) shall not be held liable for any losses caused in connection therewith.

Director General of JSC IDGC Holding

N. N. Shvets