

**STATEMENT OF MATERIAL FACT:
“CONCERNING SPECIFIC DECISIONS ADOPTED BY THE ISSUER’S BOARD OF
DIRECTORS (SUPERVISORY BOARD)”**

“Concerning approval of transactions deemed to be major transactions and/or related party transactions under the laws of the Russian Federation”

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>107996, Moscow, Ulansky pereulok, 26</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
2. Contents of the Statement	
2.1. Contents of the decisions approved by the issuer’s Board of Directors (Supervisory Board):	
<p>Concerning Item 2: Approval of the transaction (associated transactions) in connection with the provision of telecommunications services between JSC IDGC Holding and JSC Central Telegraph, which is a related party transaction.</p> <p>It was resolved as follows:</p> <p>The transaction (associated transactions) in connection with the provision of telecommunications services between JSC IDGC Holding and JSC Central Telegraph, which is a related party transaction, shall be approved subject to the following material terms and conditions:</p> <p>Parties to the transaction: JSC IDGC Holding as the Subscriber; JSC Central Telegraph as the Telegraph.</p> <p>Subject matter of the transaction: The Telegraph agrees to provide the Subscriber with telecommunications services, and the Subscriber agrees to pay for the Telegraph’s services at the rates applied by the Telegraph.</p> <p>Price of the transaction (associated transactions): The Subscriber pays for the services provided by the Telegraph at the Telegraph’s rates applicable as of the time of entering into the transaction (associated transactions).</p> <p>Concerning Item 3: Approval of the property lease agreement between JSC IDGC Holding and OAO Nurenergo, which is a related party transaction.</p> <p>It was resolved as follows:</p> <p>The property lease agreement between JSC IDGC Holding and OAO Nurenergo, which is a related party transaction, shall be approved subject to the following material terms and conditions:</p> <p>Parties to the agreement: JSC IDGC Holding as the Lessor; OAO Nurenergo as the Lessee.</p> <p>Subject matter of the agreement:</p>	

The Lessor agrees to provide for the Lessee's temporary possession and use, and the Lessee agrees to accept, pay for the use of, and return in a timely manner the property specified in annexes 1, 2, 3, 4, 5, and 6 to the agreement in accordance with the terms and conditions set forth in the agreement.

Price of the agreement:

The monthly property lease payment is nineteen million, six hundred thousand (19,600,000) rubles, inclusive of VAT (18%) of two million, nine hundred eighty-nine thousand, eight hundred thirty (2,989,830) rubles and 51 kopecks.

Property lease term:

Eleven (11) months.

Concerning Item 9: Approval of the agreement for services in relation to holding the 2011 International Competition Among 110-kV and Above Transmission Line Maintenance Crews of CIS National Energy Systems between JSC IDGC Holding and OAO IDGC of the Volga, which is a related party transaction.

It was resolved as follows:

9.1. The price of the agreement for services in relation to holding the 2011 International Competition Among 110-kV and Above Transmission Line Maintenance Crews of CIS National Energy Systems between JSC IDGC Holding and OAO IDGC of the Volga, which is a related party transaction, shall be twenty-seven million, five hundred ninety-eight thousand, three hundred (27,598,300) rubles, inclusive of 18% VAT of four million, two hundred nine thousand, nine hundred ten (4,209,910) rubles and 17 kopecks.

9.2. The agreement for services in relation to holding the 2011 International Competition Among 110-kV and Above Transmission Line Maintenance Crews of CIS National Energy Systems between JSC IDGC Holding and OAO IDGC of the Volga, which is a related party transaction, shall be approved subject to the following material terms and conditions:

Parties to the agreement:

JSC IDGC Holding as the Customer.

OAO IDGC of the Volga as the Contractor.

Subject matter of the agreement:

The Contractor agrees to provide services in relation to holding the 2011 International Competition Among 110-kV and Above Transmission Line Maintenance Crews of CIS National Energy Systems on the base of the training ground of Penzaenergo, a branch of OAO IDGC of the Volga, in Penza from September 18 to September 24, 2011, in accordance with the Regulations for Holding the 2011 International Competition Among 110-kV and Above Transmission Line Maintenance Crews of CIS National Energy Systems, and the Customer pays for the services in accordance with the terms and conditions of the agreement and ensures the Russian team's participation in the event.

Price of the agreement:

The service fee under the agreement is twenty-seven million, five hundred ninety-eight thousand, three hundred (27,598,300) rubles, inclusive of 18% VAT of four million, two hundred nine thousand, nine hundred ten (4,209,910) rubles and 17 kopecks.

Term of the agreement:

The Agreement becomes effective as of the date of its execution and remains in full force and effect until the parties perform their respective obligations thereunder.

Concerning Item 15: Approval of the land sublease agreement in relation to the plot of land located at: Chechen Republic, Grozny, Leninsky District, 1 mikrorayon, close to Gorteploset (Vostochnaya 110/35/10 kV substation), between JSC IDGC Holding and OAO Nurenergo, which is a related party transaction.

It was resolved as follows:

The land sublease agreement in relation to the plot of land located at: Chechen Republic, Grozny, Leninsky District, 1 mikrorayon, close to Gorteploset (Vostochnaya

110/35/10 kV substation), between JSC IDGC Holding and OAO Nurenergo, which is a related party transaction, shall be approved subject to the following material terms and conditions:

Parties to the agreement:

JSC IDGC Holding as the Tenant;

OAO Nurenergo as the Subtenant.

Subject matter of the agreement:

The Tenant subleases out, and the Subtenant takes out a sublease on the plot of land with an area of 1,523.5 square meters occupied by construction-in-progress facilities located at: Chechen Republic, Grozny, Leninsky District, 1 mikrorayon, close to Gorteploset (on the premises of the Vostochnaya 110/35/10 kV substation), which is a portion of the plot of land (cadastral number 20:17:0225015:12) with a total area of 3,600 square meters, in accordance with the terms and conditions set forth in the agreement.

Price of the agreement:

The rent for the entire land sublease term is thirteen thousand, five hundred twenty-seven (13,527) rubles and 96 kopecks, inclusive of 18% VAT of 2,063.59 rubles.

Term of the agreement:

Eleven (11) months from December 3, 2010, to and including November 2, 2011. The terms and conditions of the agreement retroactively apply to the relationship between the parties that came into existence on and after December 3, 2010.

2.2. Date of the meeting of the issuer's Board of Directors (Supervisory Board) that approved the relevant decisions: October 7, 2011.

2.3. Date and number of the minutes of the meeting of the issuer's Board of Directors (Supervisory Board) that approved the relevant decisions: October 10, 2011; Minutes No. 64.

3. Signature

Deputy Director General
for Corporate Governance and Property
of JSC IDGC Holding
(acting under Power of Attorney
No. 29 of April 20, 2010)
October 10, 2011

Seal

A. Yu. Perepyolkin