

MINUTES №3 OF EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS

Full firm name and residing location	Open joint-stock company Federal Grid Company of the unified energy system, 117630 Russia, Moscow, Academic Chelomey street, 5A
Type of general meeting:	extraordinary
Form of the meeting:	meeting
Date of the meeting:	December 14 2007.
Place of the meeting:	117630. Moscow. Academic Chelomev street. 5A
Registration time:	11:00
Time of the Meeting opening:	12:00
Time of the meeting registration	11:50
Time of counting of votes	12:45
Time of the meeting closing:	13:00
Date of drawing up protocol:	December, 19 2007

According to the p.p.10.11 of the s.10 of the Articles of Association JSC FGC UES and to the p. 2 the s.67 of the Federal law «On joint-stock companies», functions of Presiding over annual General meeting of shareholders are carried out by Mr. Rappoport A.N., the Board of Directors member of the Company

The Board of Directors has selected the secretary of extraordinary General meeting of shareholders - Mr. Stapran D.A, who is the secretary of the Board of Directors the JSC FGC UES.

In accordance with the p. 56 of the Federal law «On joint-stock companies», and as on the basis of the decision of Board of Directors the JSC FGC UES (the Minutes № 49 dated 16.10.2007) the functions of tabulation commission of the extraordinary General meeting of shareholders were put on Mr. Stapran D.A the secretary of the Board of Directors the JSC FGC UES.

The general meeting of shareholders of the JSC FGC UES was opened by Mr. Rappoport Andrey Natanovich, Chairman of the General meeting of shareholders. For the announcement of the results of shareholders registration and also for an explanation of the voting procedure concerning the agenda the word was given to Mr. Stapran Dmitri Andreevich, the Secretary of the Board of Directors the JSC FGC UES.

By the data from the tabulation commission at the moment of the meeting there were registered shareholders and their authorized representatives which are possessing in aggregate voting actions 441 729 519 949 pieces that makes 100, 00 % of voices from quantity of voices of the shareholders having the right to participation in General meeting of shareholders.

In accordance with the p.1 of the s. 58 of the Federal law «On joint-stock companies» the General meeting of shareholders is competent (has the quorum) if the shareholders possessing in accumulation more than the half of the voting company's shares of the Company have taken part in it. The quorum was available and the General meeting of shareholders of Open joint-stock company Federal Grid Company of the unified energy system has been recognized by competent.

AGENDA:

1. Reorganization of the JSC FGC UES in the manner of consolidation of RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES, JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone

grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center (including approval of Consolidation agreement);

2. Definition of quantity, a nominal value, a category (type) of the declared shares and the rights given by these shares;
 3. Increase of the authorized capital of JSC FGC UES
 4. Introduction of Amendments and Additions to the Articles of Association of JSC FGC UES
 5. Approval of the Agency Agreement between JSC FGC UES and RAO “UES of Russia”, being the interested party transaction.
1. **The first question: Reorganization of the JSC FGC UES in the manner of consolidation of RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES, JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, JSC Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskie backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok**

(East), JSC MMSK Volga, JSC MMSK Center (including approval of Consolidation agreement).

Mr. Perelygin Andrey Vitalevich, chief of the corporate governance department of JSC FGC UES, spoke out about the first question.

There were no questions about the first question of the agenda.

The chairman of General meeting of shareholders suggested proceeding to the vote.

According to the p. 4 of the s. 49 of the Federal law «On joint-stock companies», the decision about this question accepted by a majority of three-quarters of shareholders - owners of the Company voting shares, and taking part in meeting.

The following draft decision for the first question is offered:

- 1.1 To reorganize the JSC FGC UES in the manner of consolidation, on the conditions of the Consolidation agreement, which is confirmed by this decision, of the following Companies: RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES, JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center.
- 1.2. To approve the Consolidation agreement of JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver

backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center, RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES by JSC FGC UES according to Appendix 1 to this decision.

Quorum and voting results for the first question of the agenda:

The number of votes, which the persons included in the list of members entitled to take part in the General Shareholders Meeting possessed on the matter	441 215 259 949
The number of votes, which the persons with outstanding shares and entitled to vote in the General Shareholders meeting possessed on the matter	441 215 259 949
The number of votes, which the persons who took part in the General Shareholders meeting possessed on the matter	441 215 259 949
The quorum for this matter (%)	100.00

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

Basing on the voting results of the extraordinary General meeting of shareholders of JSC FGC UES the following decision was made on the first question:

- 1.1. To reorganize the JSC FGC UES in the manner of consolidation, on the conditions of the Consolidation agreement, which is confirmed by this decision, of the following Companies: RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES, JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskie backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone

company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center.

1.2. To approve the Consolidation agreement of JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center, RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES by JSC FGC UES according to Appendix 1 to this decision.

The second question: Definition of quantity, a nominal value, a category (type) of the declared shares and the rights given by these shares

Mr. Perelygin Andrey Vitalevich, chief of the corporate governance department of the JSC FGC UES spoke about the second question.

There were no questions about the second question of the agenda.

The chairman of General meeting of shareholders has suggested proceeding to the vote.

According to the p. 4 of the s. 49 of the Federal law «On joint-stock companies», the decision about this question accepted by a majority of three-quarters of shareholders - owners of the Company voting shares, and taking part in meeting.

The following draft decision for the second question is offered:

2.1. To define the limiting quantity of the declared ordinary registered shares of JSC FGC UES in number of 1 080 000 000 000 (one trillion eighty billions) pieces with the nominal value 50 (fifty) copeck each for a total sum on a nominal value 540 000 000 000 (five hundred forty billions) rubles.

2.2. The ordinary registered stocks declared by the JSC FGC UES to placing, give to their owners the rights provided by item 6.2 of the Articles of Association of JSC FGC UES.

Quorum and voting results for the second question of the agenda:

The number of votes, which the persons included in the list of members entitled to take part in the General Shareholders Meeting possessed on the matter	441 215 259 949
The number of votes, which the persons with outstanding shares and entitled to vote in the General Shareholders meeting possessed on the matter	441 215 259 949
The number of votes, which the persons who took part in the General Shareholders meeting possessed on the matter	441 215 259 949
The quorum for this matter (%)	100.00

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

Basing on the voting results of the extraordinary General meeting of shareholders of JSC FGC UES the following decision was made on the second question:

2.1. To define the limiting quantity of the declared ordinary registered shares of JSC FGC UES in number of 1 080 000 000 000 (one trillion eighty billions) pieces with the nominal value 50 (fifty) copeck each for a total sum on a nominal value 540 000 000 000 (five hundred forty billions) rubles.

2.2. The ordinary registered shares declared by JSC FGC UES to placing give to their owners the rights provided by item 6.2 of the Articles of Association of JSC FGC UES.

The third question: Increase of the authorized capital of JSC FGC UES

Mr. Perelygin Andrey Vitalevich, chief of the corporate governance department of JSC FGC UES spoke about the third question.

There were no questions about the third question of the agenda.

The chairman of General meeting of shareholders has suggested proceeding to the vote.

According to the p. 4 of the s. 49 of the Federal law «On joint-stock companies», the decision about this question accepted by a majority of three-quarters of shareholders - owners of the Company voting shares, and taking part in meeting.

The following draft decision for the third question is offered:

3.1. To increase authorized capital stock of JSC FGC UES by placing of additional ordinary registered shares in number of 960 000 000 000 (nine hundred sixty billions) pieces of a nominal value 50 (fifty) copeck each by a total sum on a nominal value 480 000 000 000 (four hundred eighty billions) rubles;

3.2. Type of placing - conversion of shares of the following consolidating companies: JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskie backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone

electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center (hereinafter separately referred to as MSK), RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES into additional ordinary registered shares of JSC FGC UES under the order stipulated in Consolidation agreements with JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskie backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center (hereinafter separately referred to as MSK), RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES.

3.3. To define the following order and conditions of the converting:

3.3.1. 1 (one) ordinary share of the JSC FGC UES with nominal value of 0,5 (the zero whole five tenth) ruble is equal to:

- 0,2931464676179060 of ordinary share of JSC State Holding with nominal value of 0,01 (the zero whole one hundredth) ruble;
- 0,1275576165696140 of ordinary share of JSC Minority Holding FGC UES with nominal value of 0,01 (the zero whole one hundredth) ruble;
- 0,4413044122847170 of ordinary share of RAO UES of Russia with nominal value of 0,5 (the zero whole five tenth) ruble;
- 0,2891037935353170 of ordinary share of JSC Amur backbone grid company with nominal value of 1 (one) ruble;
- 1,4237048342368000 of ordinary share of JSC Arkhangelsk backbone grid company with nominal value of 0,3 (the zero whole three tenth) ruble;

- 0,6532590386668390 of ordinary share of JSC Astrakhan backbone grid with nominal value of 0,25 (the zero whole twenty five hundredth) ruble;
- 0,0023646622084540 of ordinary share of JSC Belgorod backbone grid company with nominal value of 100 (one hundred) rubles;
- 0,0140564819542660 of ordinary share of JSC Bryansk backbone grid company with nominal value of 1,7 (one whole seven tenth) rubles;
- 0,1170288088998510 of ordinary share of JSC Buryatskie backbone electrical grids with nominal value of 1,66 (one whole sixty six hundredth) rubles;
- 0,0199832928352183 of ordinary share of JSC Vladimir backbone grids with nominal value of 22,45 (twenty two whole forty five hundredth) rubles;
- 0,1952802311666770 of ordinary share JSC Volgograd backbone grid with nominal value 0,02 (the zero whole two hundredth) ruble;
- 0,0147456596958183 of ordinary share of JSC Vologda backbone grid with nominal value of 27 (twenty seven) rubles;
- 0,1069428564761230 of ordinary share of JSC Voronezh backbone grid company with nominal value of 3,5 (three whole five tenth) rubles;
- 6,2453702782805300 of ordinary share of JSC Dagestanskiye backbone grids with nominal value of 0,34 (the zero whole thirty four hundredth) ruble;
- 2,3963303485344100 of ordinary share of JSC Ivanovo backbone grid with nominal value of 0,12 (the zero whole twelve hundredth) ruble;
- 0,1212755020286150 of ordinary share of JSC Kaluga backbone grid company with nominal value of 1 (one) ruble;
- 0,6825970557002720 of ordinary share of JSC Karelian backbone grid with nominal value of 0,7235 (the zero whole seven thousand two hundred thirty five ten-thousand) ruble;
- 4,0166110736007800 of ordinary share of JSC Kirov backbone electrical grids with nominal value of 0,12 (the zero whole twelve hundredth) ruble;
- 0,2288807878431480 of ordinary share of JSC Kolskie backbone grids with nominal value of 0,8 (the zero whole eight tenth) ruble;
- 0,8065739443168680 of ordinary share of JSC Kostroma backbone grid with nominal value of 0,5 (the zero whole five tenth) ruble;
- 0,1884232566559870 of ordinary share of JSC Krasnoyarsk backbone grid with nominal value of 0,26 (the zero whole twenty six hundredth) ruble;
- 0,0558338436632515 of ordinary share of JSC Kuban backbone grids with nominal value of 50 (fifty) rubles;
- 0,2044096647738550 of ordinary share of JSC Kurgan backbone grid with nominal value of 2,1 (two whole one tenth) rubles;
- 1,2510462322273300 of ordinary share of JSC Kursk backbone grid with nominal value of 0,1 (the zero whole one tenth) ruble;
- 0,1032409404677910 of ordinary share of JSC Lipetsk backbone grids with nominal value of 2,469 (two whole four hundred sixty nine thousand) rubles;
- 2,9869848992919000 of ordinary share of JSC Backbone grid company Rostovenergo with nominal value of 0,15 (the zero whole fifteen hundredth) ruble;
- 5,6102741390162400 of ordinary share of JSC Backbone grid company with nominal value 0,05 (the zero whole five hundredth) ruble;

- 1,7374158445760400 of ordinary share of JSC Backbone electrical grid of the Republic of Komi with nominal value of 0,19 (the zero whole ninety six hundredth) ruble;
- 0,1285084094773570 of ordinary share of JSC Backbone electrical network Kuzbassenergo with nominal value of 1 (one) ruble;
- 0,3014937314222650 of ordinary share of JSC Mari backbone grid with nominal value of 1 (one) ruble;
- 3,1602445770768600 of ordinary share of JSC Mordovskaya backbone grid company with nominal value of 0,21 (the zero whole twenty one hundredth) ruble;
- 0,0017424225573751 of ordinary share of JSC Nizhny Novgorod backbone grid company with nominal value of 231,85 (two hundred thirty one whole eighty five hundredth) rubles;
- 0,0049654040699447 of ordinary share of JSC Omsk backbone grid company with nominal value of 52,6 (fifty two whole six tenth) rubles;
- 0,0677995811328321 of ordinary share of JSC Orenburg backbone electrical grids with nominal value of 8 (eight) rubles;
- 0,5158534065971830 of ordinary share of JSC Orel backbone grid company with nominal value of 0,185 (the zero of the whole hundred eighty five thousand) ruble;
- 0,4501607377275510 of ordinary share of JSC Penza backbone grid company with nominal value of 1,2 (one whole two tenth) rubles;
- 0,0274178238511017 of ordinary share of JSC Perm backbone grid company with nominal value of 10,5 (ten whole five tenth) rubles;
- 0,1869692973868960 of ordinary share of JSC Petersburg backbone grid with nominal value of 1 (one) ruble;
- 1,1045695287416600 of ordinary share of JSC Primorskaya backbone grid company with nominal value of 1 (one) ruble;
- 0,2048082964091340 of ordinary share of JSC Ryazanskie backbone grid with nominal value of 0,56 (the zero whole fifty six hundredth) ruble;
- 1,0851276648614500 of ordinary share of JSC Samara backbone company with nominal value of 0,25 (the zero whole twenty five hundredth) ruble;
- 2,7904002222815400 of ordinary share of JSC Saratov backbone company with nominal value of 0,03 (the zero whole three hundredth) ruble;
- 0,1807985914662470 of ordinary share of JSC Sverdlovskie backbone grids with nominal value of 3,2263 (three whole two thousand two hundred sixty three ten-thousand) rubles;
- 0,2929069070705190 of ordinary share of JSC Smolensk backbone electrical grids with nominal value of 0,17 (the zero whole seventeen hundredth) ruble;
- 2,5056317372814900 of ordinary share of JSC Tambov backbone grid company with nominal value of 0,15 (the zero whole fifteen hundredth) ruble;
- 0,7095480081846990 of ordinary share of JSC Tver backbone grid with nominal value of 0,23 (the zero whole twenty three hundredth) ruble;
- 1,5810516890764600 of ordinary share of JSC Tomsk backbone grid with nominal value of 0,27378 (the zero of the whole twenty seven thousand three hundred seventy eight hundred-thousandth) ruble;
- 1,6907379758428500 of ordinary share of JSC Tula backbone grid company with nominal value of 0,2 (zero the whole two tenth) ruble;

- 0,3579004149186140 of ordinary share of JSC Tyva backbone grid company with nominal value of 1 (one) ruble;
- 0,0147082084971162 of ordinary share of JSC Tyumen backbone grid company with nominal value of 1,37 (one whole thirty seven hundredth) rubles;
- 0,2063519344371500 of ordinary share of JSC Udmurtskie backbone grids with nominal value of 2,08 (two whole eight hundredth) rubles;
- 0,5914646381148360 of ordinary share of JSC Ulyanovsk backbone grid with nominal value of 1 (one) ruble;
- 0,5313286676744680 of ordinary share of JSC Khabarovsk backbone grid company with nominal value of 1 (one) ruble;
- 0,0006554096558128 of ordinary share of JSC Hakasskaya backbone company with nominal value of 27,66 (Twenty seven whole sixty six hundredth) rubles;
- 3,9334144027410600 of ordinary share of JSC Chelyabinsk backbone electrical grids with nominal value of 0,11 (the zero whole eleven hundredth) ruble;
- 0,5092598721576840 of ordinary share of JSC Chita backbone grid with nominal value of 0,3 (zero the whole three tenth) ruble;
- 1,2065033455201600 of ordinary share of JSC Chuvashskie backbone grids with nominal value of 0,45 (the zero whole forty five hundredth) ruble;
- 0,1083219313893950 of ordinary share of JSC Yakutskaya backbone grid company with nominal value of 1 (one) ruble;
- 0,0110387000561529 of ordinary share of JSC Yaroslavl backbone grid with nominal value of 30 (thirty) rubles;
- 0,0070348269531380 of ordinary share of JSC Interregional backbone grid company (MMSK) Center with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) North-West with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Vostok with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) South with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Ural with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Siberia with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Volga with nominal value of 0,5 (zero the whole five tenth) ruble;
- 0,3200987853438580 privileged share of JSC State Holding with nominal value of 0,01 (zero the whole one hundredth) ruble;
- 0,1392854515938140 privileged share of JSC Minority Holding FGC UES with nominal value of 0,01 (zero the whole one hundredth) ruble;
- 0,4818785895225160 privileged share type «A» of JSC RAO UES of Russia with nominal value of 0,5 (zero the whole five tenth) ruble;
- 1,5546023523005000 privileged share type «A» of JSC Arkhangelsk backbone grid company with nominal value of 0,3 (zero the whole three tenth) ruble;

- 0,0025820727325333 privileged share type «A» of JSC Belgorod backbone grid company with nominal value of 100 (hundred) rubles;
- 0,0153488555953985 privileged share type «A» of JSC Bryansk backbone grid company with nominal value of 1,7 (one whole seven tenth) rubles;
- 0,2132345830603600 privileged share of JSC Volgograd backbone grid with nominal value of 0,02 (zero the whole two hundredth) ruble;
- 0,1167753401136960 privileged share type «A» of JSC Voronezh backbone grid company with nominal value of 3,5 (three whole five tenth) rubles;
- 2,6166524880262200 privileged share type «A» of JSC Ivanovo backbone grid with nominal value of 0,12 (the zero whole twelve tenth) ruble;
- 4,3859042079065000 privileged share type «A» of JSC Kirov backbone electrical grids with nominal value of 0.12 (the zero whole twelve tenth) ruble;
- 0,2499244243755710 privileged share type «A» of JSC Kolskie backbone grids with nominal value of 0,8 (the zero whole eight tenth) ruble;
- 0,8807315399834770 privileged share type «A» of JSC Kostroma backbone grid with nominal value of 0,5 (zero the whole five tenth) ruble;
- 0,2057471682201210 privileged share type «A» of JSC Krasnoyarsk backbone grid with nominal value of 0,26 (the zero whole twenty six hundredth) ruble;
- 0,2232033902313340 privileged share type «A» of JSC Kurgan backbone grid with nominal value of 2,1 (two whole one tenth) rubles;
- 1,3660692642796800 privileged share type «A» of JSC Kursk backbone grids with nominal value of 0,1 (the zero whole one tenth) ruble;
- 3,2616126875867000 privileged share type «A» of JSC Backbone grid company Rostovenergo with nominal value of 0,15 (the zero whole fifteen tenth) ruble;
- 1,8971564146932000 privileged share of JSC Backbone electrical grid of the Republic of Komi with nominal value of 0,19 (the zero whole nineteen tenth) ruble;
- 0,3292135088690390 privileged share type «A» of JSC Mari backbone grids with nominal value of 1 (one) ruble;
- 0,0019026234520366 privileged share type «A» of JSC Nizhny Novgorod backbone grid with nominal value of 231,85 (Two hundred thirty one whole eighty five hundredth) rubles;
- 0,0054219306288980 privileged share type «A» of JSC Omsk backbone grid company with nominal value of 52,6 (fifty two whole six tenth) rubles;
- 0,5632817281035000 privileged share type «A» of JSC Orel backbone grid company with nominal value of 0,185 (zero the whole hundred eighty five thousand) ruble;
- 0,4915491785625150 privileged share type «A» of JSC Penza backbone grid company with nominal value of 1,2 (one whole two tenth) rubles;
- 0,0299386589332842 privileged share type «A» of JSC Perm backbone grid company with nominal value of 10,5 (ten whole five tenth) rubles;
- 0,2041595297956940 privileged share of JSC Petersburg backbone grid with nominal value of 1 (one) ruble;
- 1,1848958996084800 privileged share type «A» of JSC Samara backbone company with nominal value of 0,01 (zero the whole one hundredth) ruble;
 - 3,0469537260117300 privileged share type «A» of JSC Saratov backbone company with nominal value of 0,02007 (zero the whole two thousand seven hundred thousand) ruble;

- 0,1974214800898090 privileged share type «A» of JSC Sverdlovskie backbone grids with nominal value of 3,2263 (three whole two thousand two hundred sixty three ten-thousand) rubles;
- 0,3198371992471270 privileged share type «A» of JSC Smolensk backbone electrical grids with nominal value of 0,17 (zero the whole seventeen hundredth) ruble;
- 2,7360032073394700 privileged share type «A» of JSC Tambov backbone grid company with nominal value of 0,15 (zero the whole fifteen hundredth) ruble;
- 0,7747848964672400 privileged share type «A» of JSC Tver backbone grid with nominal value of 0,23 (zero the whole twenty three hundredth) ruble;
- 1,7264159085787900 privileged share type «A» of JSC Tomsk backbone grid with nominal value of 0,27378 (zero whole twenty seven thousand three hundred seventy eight hundred-thousandth) ruble;
- 0,2253242350263710 privileged share type «A» of JSC Udmurtskie backbone grids with nominal value of 2,08 (two whole eight hundredth) rubles;
- 4,2950583126676700 privileged share type «A» of Chelyabinsk backbone electrical grids with nominal value of 0,11 (zero the whole eleven hundredth) ruble;
- 0,5560819744023620 privileged share type «A» of JSC Chita backbone grid with nominal value of 0,3 (zero the whole three tenth) ruble;
- 0,0120536143875878 privileged share type «A» of JSC Yaroslavl backbone grid with nominal value of 30 (thirty) rubles.

3.3.2. The shares of consolidated companies are converting into the ordinary shares of JSC FGC UES, possessed by JSC FGC UES, and also into the additional ordinary shares of JSC FGC UES with taking into account the following positions:

3.3.2.1. All the shares of the JSC State Holding (ordinary and privileged shares) are converting into the additional ordinary shares of the JSC FGC UES

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC State Holding should receive in the result of converting, the calculated number of shares a shareholder should receive occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one additional ordinary share of JSC FGC UES.

The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding, are subject for redemption, if along with consolidating of JSC State Holding, JSC FGC UES does not consolidate other companies.

In case of JSC FGC UES joint consolidation of JSC State Holding with others companies participating in reorganization, the shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding, could be used so that the shares of such other consolidated companies can be converted into JSC FGC possessed shares. The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding and remained at the disposal of the JSC FGC UES after converting of shares of such other consolidated companies, are to subject for redemption.

3.3.2.2. All the shares of JSC Minority Holding FGC UES (ordinary and preferred) are converted into ordinary shares of JSC FGC UES.

If JSC Minority Holding FGC UES is consolidated by JSC FGC UES together with JSC State Holding (or together with JSC State Holding and other consolidated companies), all shares of JSC Minority Holding FGC UES are converted into ordinary shares of JSC FGC UES, possessed by JSC FGC UES as a result of consolidation of JSC State Holding and JSC Minority Holding FGC UES (and-or as a result of consolidation of other companies if such other companies have been consolidated jointly).

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC Minority Holding FGC UES should receive in the result of converting, the calculated number of shares which a shareholder of JSC Minority Holding FGC UES should receive, occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one share of JSC FGC UES from the shares possessed by JSC FGC UES in result of consolidation of JSC State Holding.

The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC Minority Holding FGC UES and JSC State Holding (and-or as a result of consolidation of other companies if such other companies have been consolidated jointly) and remained at the disposal of the JSC FGC UES after converting of shares of JSC Minority Holding FGC UES (and after converting of shares of other consolidated companies if such other companies have been consolidated jointly), are to subject for redemption.

If Minority Holding FGC UES is consolidated by JSC FGC UES separately from JSC State Holding, all shares of the JSC Minority Holding FGC UES are converted into the ordinary shares of JSC FGC UES, possessed by JSC FGC UES in the result of consolidating of JSC Minority Holding FGC UES, and into the additional shares of JSC FGC UES

In that case the quantity of ordinary shares of JSC FGC UES which each shareholder of JSC Minority Holding FGC UES should receive, is counted by division of quantity of such shareholder's shares of JSC Minority Holding FGC UES of certain category by the corresponding factor of converting.

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC Minority Holding FGC UES should receive, the calculated number of shares which a shareholder of JSC Minority Holding FGC UES should receive, occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one share of JSC FGC UES.

Herewith number of ordinary shares of JSC FGC UES to be received by the shareholder JSC Minority Holding FGC UES out of shares placed under orders of JSC FGC UES represents an integer of the number determined by multiplying quantity of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) by the percentage of total number of ordinary shares of JSC FGC UES that have been placed under orders of JSC FGC UES during consolidation with JSC Minority Holding FGC UES of the total number of ordinary shares of JSC FGC UES required for converting all ordinary and preferential shares of JSC Minority Holding FGC UES into such stock.

Number of ordinary shares of JSC FGC UES out of additional shares to be received by JSC Minority Holding FGC UES is determined as the difference between number of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) and number of shares of JSC FGC UES to be received by the shareholder out of shares placed under orders of JSC FGC UES.

Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC Minority Holding FGC UES (and/or in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC Minority Holding FGC UES (and after converting shares of other affiliated companies, if any) are subject to redemption.

3.3.2.3. All shares of backbone grid companies (MSKs) (both ordinary shares and, where applicable, preferential or preferential "A" type shares) are to be converted into ordinary shares of JSC FGC UES.

In case when MSK is consolidated to JSC FGC UES not jointly with consolidation of JSC State Holding FGC UES into JSC FGC UES, all the shares of MSK are to be converted into additional ordinary shares of JSC FGC UES.

Herewith if when calculating number of shares of JSC FGC UES to be received by MSK shareholder in the result of conversion the computed number of shares will be fractional, the fractional part of such number of shares should be rounded off in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one additional share of JSC FGC UES.

In case when MSK is consolidated to JSC FGC UES jointly with consolidation of JSC State Holding FGC UES to JSC FGC UES (or jointly with consolidation of JSC State Holding FGC UES and other associated companies), all the shares of MSK are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of merging with JSC State Holding FGC UES.

Herewith if when calculating number of shares of JSC FGC UES to be received by MSK shareholder in the result of conversion, the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;

- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES out of shares placed under orders of JSC FGC UES.

3.3.2.4. All shares of JSC RAO "UES of Russia" (both ordinary shares and preferential "A" type shares) are to be converted into ordinary shares of JSC FGC UES.

In case when JSC RAO "UES of Russia" is consolidated to JSC FGC UES jointly with consolidation of JSC State Holding FGC UES to JSC FGC UES, all shares of JSC RAO "UES of Russia" are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of merging with JSC State Holding FGC UES and JSC RAO "UES of Russia".

Herewith if when calculating number of shares of JSC FGC UES to be received by JSC RAO "UES of Russia" shareholder in the result of conversion, the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES out of shares placed under orders of JSC FGC UES.

Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia" and JSC Minority Holding FGC UES (and in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC RAO "UES of Russia" (and after converting shares of other affiliated companies, if such companies were consolidated jointly) are subject to redemption.

In case when JSC RAO "UES of Russia" is consolidated to JSC FGC UES not jointly with consolidation of JSC State Holding FGC UES, all the shares of JSC RAO "UES of Russia" are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia", and into additional ordinary shares of JSC FGC UES.

In this case number of ordinary shares of JSC FGC UES to be received by JSC RAO "UES of Russia" is determined by dividing the number of shares of JSC "RAO USE of Russia" of certain type possesses by the shareholder to a respective conversion index.

Herewith if when calculating number of shares of JSC FGC UES to be received by JSC RAO "UES of Russia", the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES.

Herewith, number of ordinary shares of JSC FGC UES out of shares to be placed under orders of JSC FGC UES to be received by a shareholder of JSC RAO "UES of Russia" represents an integer determined by multiplying quantity of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) by the percentage of total number of ordinary shares of JSC FGC UES that have been placed under orders of JSC FGC UES during consolidation with JSC RAO "UES of Russia" of the total number of ordinary shares of JSC FGC UES required for converting all ordinary and preferential shares of JSC RAO "UES of Russia" into such stock.

Number of ordinary shares of JSC FGC UES out of additional shares to be received by JSC RAO "UES of Russia" is determined as the difference between the number of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) and the number of shares of JSC FGC UES to be received by the shareholder out of shares placed under orders of JSC FGC UES. Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia" (and in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC RAO "UES of Russia" (and after converting shares of other affiliated companies, if such companies were consolidated jointly) are subject to redemption.

- 3.3.3. Additional shares of JSC FGC UES should provide shareholders with the same rights as the placed ordinary shares of JSC FGC UES in accordance with the Charter of JSC FGC UES and legislation of the Russian Federation.
- 3.3.4. Shares of every associated company are recognized as converted into ordinary shares of JSC FGC UES as of the date of making an entry to the Unified State Register of legal entities on discontinuation of activities of a respective company based on the shareholder register of such associated company as of the mentioned date.
- 3.3.5. Shares of consolidated companies subject to conversion, are subject to redemption upon conversion.

Quorum and voting results for the third question of the agenda:

The number of votes, which the persons included in the list of members entitled to take part in the General Shareholders Meeting possessed on the matter	441 215 259 949
The number of votes, which the persons with outstanding shares and entitled to vote in the General Shareholders meeting possessed on the matter	441 215 259 949
The number of votes, which the persons who took part in the General Shareholders meeting possessed on the matter	441 215 259 949
The quorum for this matter (%)	100.00

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

Basing on the voting results of the extraordinary General meeting of shareholders of JSC FGC UES the following decision was made on the third question:

- .1. To increase authorized capital stock of JSC FGC UES by placing of additional ordinary registered shares in number of 960 000 000 000 (nine hundred sixty billions) pieces a nominal

value of 50 (fifty) copeck each by a total sum on a nominal value of 480 000 000 000 (four hundred eighty billions) rubles;

3.2. Type of placing - conversion of shares of the following consolidating companies: JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center (hereinafter separately referred to as MSK), RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES into additional ordinary registered shares of JSC FGC UES under the order stipulated in Consolidation agreements with JSC Amur backbone grid company, JSC Arkhangelsk backbone grid company, JSC Astrakhan backbone grids, JSC Belgorod backbone grid company, JSC Bryansk backbone grid company, JSC Vladimir backbone grids, JSC Volgograd backbone grids, JSC Vologda backbone grids, JSC Voronezh backbone grid company, JSC Dagestanskiye backbone grids, JSC Ivanovo backbone grids, JSC Kaluga backbone grid company, JSC Karelian backbone grids, Kirov backbone electrical grids, JSC Kolskie backbone grids, JSC Kostroma backbone grids, JSC Krasnoyarsk backbone grids, JSC Kubanskiye backbone grids, JSC Kursk backbone grids, JSC Lipetsk backbone grids, JSC Backbone grid company Rostovenergo, JSC Backbone grid company, JSC Mari backbone grids, JSC Mordovskaya backbone grid company, JSC Nizhny Novgorod backbone grid company, JSC Omsk backbone grid company, JSC Orenburg backbone electrical grids, JSC Orel backbone grid company, JSC Penza backbone grid company, JSC Perm backbone grid company, JSC Petersburg backbone grid, JSC Primorskaya backbone grid company, JSC Ryazan backbone grids, JSC Sverdlovskie backbone grids, JSC Smolensk backbone electrical grids, JSC Tambov backbone grid company, JSC Tver backbone grid, JSC Tomsk backbone grid, JSC Tula backbone grid company, JSC Tyumen backbone grid company, JSC Udmurtskie backbone grids, JSC Khabarovsk backbone grid company, JSC Hakasskaya backbone company, JSC Chelyabinsk backbone electrical grids, JSC Chuvashskie backbone grids, JSC Yakutskaya backbone grid, JSC Yaroslavl backbone grids, JSC Buryatskie backbone grids, JSC Chita backbone grid, JSC Samara backbone company, JSC Saratov backbone company, JSC Kurgan backbone grid company, JSC Backbone electrical grid of the Republic of Komi, JSC Backbone electrical grids Kuzbassenergo, JSC Ulyanovsk backbone grid, JSC Tyva backbone grid company, JSC MMSK South (Yug), JSC MMSK Ural, JSC MMSK Siberia, JSC MMSK North-West (Severo-Zapad), JSC MMSK Vostok (East), JSC MMSK Volga, JSC MMSK Center (hereinafter separately referred to as MSK), RAO UES of Russia, JSC State Holding, JSC Minority Holding FGC UES.

3.3. To define the following order and conditions of the converting:

3.3.1. 1 (one) ordinary share of the JSC FGC UES with nominal value of 0,5 (the zero whole five tenth) ruble is equal to:

- 0,2931464676179060 of ordinary share of JSC State Holding with nominal value of 0,01 (the zero whole one hundredth) ruble;
- 0,1275576165696140 of ordinary share of JSC Minority Holding FGC UES with nominal value of 0,01 (the zero whole one hundredth) ruble;
- 0,4413044122847170 of ordinary share of RAO UES of Russia with nominal value of 0,5 (the zero whole five tenth) ruble;
- 0,2891037935353170 of ordinary share of JSC Amur backbone grid company with nominal value of 1 (one) ruble;
- 1,4237048342368000 of ordinary share of JSC Arkhangelsk backbone grid company with nominal value of 0,3 (the zero whole three tenth) ruble;
- 0,6532590386668390 of ordinary share of JSC Astrakhan backbone grid with nominal value of 0,25 (the zero whole twenty five hundredth) ruble;
- 0,0023646622084540 of ordinary share of JSC Belgorod backbone grid company with nominal value of 100 (one hundred) rubles;
- 0,0140564819542660 of ordinary share of JSC Bryansk backbone grid company with nominal value of 1,7 (one whole seven tenth) rubles;
- 0,1170288088998510 of ordinary share of JSC Buryatskie backbone electrical grids with nominal value of 1,66 (one whole sixty six hundredth) rubles;
- 0,0199832928352183 of ordinary share of JSC Vladimir backbone grids with nominal value of 22,45 (twenty two whole forty five hundredth) rubles;
- 0,1952802311666770 of ordinary share JSC Volgograd backbone grid with nominal value 0,02 (the zero whole two hundredth) ruble;
- 0,0147456596958183 of ordinary share of JSC Vologda backbone grid with nominal value of 27 (twenty seven) rubles;
- 0,1069428564761230 of ordinary share of JSC Voronezh backbone grid company with nominal value of 3,5 (three whole five tenth) rubles;
- 6,2453702782805300 of ordinary share of JSC Dagestanskiye backbone grids with nominal value of 0,34 (the zero whole thirty four hundredth) ruble;
- 2,3963303485344100 of ordinary share of JSC Ivanovo backbone grid with nominal value of 0,12 (the zero whole twelve hundredth) ruble;
- 0,1212755020286150 of ordinary share of JSC Kaluga backbone grid company with nominal value of 1 (one) ruble;
- 0,6825970557002720 of ordinary share of JSC Karelian backbone grid with nominal value of 0,7235 (the zero whole seven thousand two hundred thirty five ten-thousand) ruble;
- 4,0166110736007800 of ordinary share of JSC Kirov backbone electrical grids with nominal value of 0,12 (the zero whole twelve hundredth) ruble;
- 0,2288807878431480 of ordinary share of JSC Kolskie backbone grids with nominal value of 0,8 (the zero whole eight tenth) ruble;
- 0,8065739443168680 of ordinary share of JSC Kostroma backbone grid with nominal value of 0,5 (the zero whole five tenth) ruble;

- 0,1884232566559870 of ordinary share of JSC Krasnoyarsk backbone grid with nominal value of 0,26 (the zero whole twenty six hundredth) ruble;
- 0,0558338436632515 of ordinary share of JSC Kuban backbone grids with nominal value of 50 (fifty) rubles;
- 0,2044096647738550 of ordinary share of JSC Kurgan backbone grid with nominal value of 2,1 (two whole one tenth) rubles;
- 1,2510462322273300 of ordinary share of JSC Kursk backbone grid with nominal value of 0,1 (the zero whole one tenth) ruble;
- 0,1032409404677910 of ordinary share of JSC Lipetsk backbone grids with nominal value of 2,469 (two whole four hundred sixty nine thousand) rubles;
- 2,9869848992919000 of ordinary share of JSC Backbone grid company Rostovenergo with nominal value of 0,15 (the zero whole fifteen hundredth) ruble;
- 5,6102741390162400 of ordinary share of JSC Backbone grid company with nominal value 0,05 (the zero whole five hundredth) ruble;
- 1,7374158445760400 of ordinary share of JSC Backbone electrical grid of the Republic of Komi with nominal value of 0,19 (the zero whole ninety six hundredth) ruble;
- 0,1285084094773570 of ordinary share of JSC Backbone electrical network Kuzbassenergo with nominal value of 1 (one) ruble;
- 0,3014937314222650 of ordinary share of JSC Mari backbone grid with nominal value of 1 (one) ruble;
- 3,1602445770768600 of ordinary share of JSC Mordovskaya backbone grid company with nominal value of 0,21 (the zero whole twenty one hundredth) ruble;
- 0,0017424225573751 of ordinary share of JSC Nizhny Novgorod backbone grid company with nominal value of 231,85 (two hundred thirty one whole eighty five hundredth) rubles;
- 0,0049654040699447 of ordinary share of JSC Omsk backbone grid company with nominal value of 52,6 (fifty two whole six tenth) rubles;
- 0,0677995811328321 of ordinary share of JSC Orenburg backbone electrical grids with nominal value of 8 (eight) rubles;
- 0,5158534065971830 of ordinary share of JSC Orel backbone grid company with nominal value of 0,185 (the zero of the whole hundred eighty five thousand) ruble;
- 0,4501607377275510 of ordinary share of JSC Penza backbone grid company with nominal value of 1,2 (one whole two tenth) rubles;
- 0,0274178238511017 of ordinary share of JSC Perm backbone grid company with nominal value of 10,5 (ten whole five tenth) rubles;
- 0,1869692973868960 of ordinary share of JSC Petersburg backbone grid with nominal value of 1 (one) ruble;
- 1,1045695287416600 of ordinary share of JSC Primorskaya backbone grid company with nominal value of 1 (one) ruble;
- 0,2048082964091340 of ordinary share of JSC Ryazanskie backbone grid with nominal value of 0,56 (the zero whole fifty six hundredth) ruble;
- 1,0851276648614500 of ordinary share of JSC Samara backbone company with nominal value of 0,25 (the zero whole twenty five hundredth) ruble;

- 2,7904002222815400 of ordinary share of JSC Saratov backbone company with nominal value of 0,03 (the zero whole three hundredth) ruble;
- 0,1807985914662470 of ordinary share of JSC Sverdlovskie backbone grids with nominal value of 3,2263 (three whole two thousand two hundred sixty three ten-thousand) rubles;
- 0,2929069070705190 of ordinary share of JSC Smolensk backbone electrical grids with nominal value of 0,17 (the zero whole seventeen hundredth) ruble;
- 2,5056317372814900 of ordinary share of JSC Tambov backbone grid company with nominal value of 0,15 (the zero whole fifteen hundredth) ruble;
- 0,7095480081846990 of ordinary share of JSC Tver backbone grid with nominal value of 0,23 (the zero whole twenty three hundredth) ruble;
- 1,5810516890764600 of ordinary share of JSC Tomsk backbone grid with nominal value of 0,27378 (the zero of the whole twenty seven thousand three hundred seventy eight hundred-thousandth) ruble;
- 1,6907379758428500 of ordinary share of JSC Tula backbone grid company with nominal value of 0,2 (zero the whole two tenth) ruble;
- 0,3579004149186140 of ordinary share of JSC Tyva backbone grid company with nominal value of 1 (one) ruble;
- 0,0147082084971162 of ordinary share of JSC Tyumen backbone grid company with nominal value of 1,37 (one whole thirty seven hundredth) rubles;
- 0,2063519344371500 of ordinary share of JSC Udmurtskie backbone grids with nominal value of 2,08 (two whole eight hundredth) rubles;
- 0,5914646381148360 of ordinary share of JSC Ulyanovsk backbone grid with nominal value of 1 (one) ruble;
- 0,5313286676744680 of ordinary share of JSC Khabarovsk backbone grid company with nominal value of 1 (one) ruble;
- 0,0006554096558128 of ordinary share of JSC Hakasskaya backbone company with nominal value of 27,66 (Twenty seven whole sixty six hundredth) rubles;
- 3,9334144027410600 of ordinary share of JSC Chelyabinsk backbone electrical grids with nominal value of 0,11 (the zero whole eleven hundredth) ruble;
- 0,5092598721576840 of ordinary share of JSC Chita backbone grid with nominal value of 0,3 (zero the whole three tenth) ruble;
- 1,2065033455201600 of ordinary share of JSC Chuvashskie backbone grids with nominal value of 0,45 (the zero whole forty five hundredth) ruble;
- 0,1083219313893950 of ordinary share of JSC Yakutskaya backbone grid company with nominal value of 1 (one) ruble;
- 0,0110387000561529 of ordinary share of JSC Yaroslavl backbone grid with nominal value of 30 (thirty) rubles;
- 0,0070348269531380 of ordinary share of JSC Interregional backbone grid company (MMSK) Center with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) North-West with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Vostok with nominal value of 0,5 (zero the whole five tenth) ruble;

- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) South with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Ural with nominal value of 0,5 (zero the whole five tenth) ruble
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Siberia with nominal value of 0,5 (zero the whole five tenth) ruble;
- 59,6787819857869000 of ordinary share of JSC Interregional backbone grid company (MMSK) Volga with nominal value of 0,5 (zero the whole five tenth) ruble;
- 0,3200987853438580 privileged share of JSC State Holding with nominal value of 0,01 (zero the whole one hundredth) ruble;
- 0,1392854515938140 privileged share of JSC Minority Holding FGC UES with nominal value of 0,01 (zero the whole one hundredth) ruble;
- 0,4818785895225160 privileged share type «A» of JSC RAO UES of Russia with nominal value of 0,5 (zero the whole five tenth) ruble;
- 1,5546023523005000 privileged share type «A» of JSC Arkhangelsk backbone grid company with nominal value of 0,3 (zero the whole three tenth) ruble;
- 0,0025820727325333 privileged share type «A» of JSC Belgorod backbone grid company with nominal value of 100 (hundred) rubles;
- 0,0153488555953985 privileged share type «A» of JSC Bryansk backbone grid company with nominal value of 1,7 (one whole seven tenth) rubles;
- 0,2132345830603600 privileged share of JSC Volgograd backbone grid with nominal value of 0,02 (zero the whole two hundredth) ruble;
- 0,1167753401136960 privileged share type «A» of JSC Voronezh backbone grid company with nominal value of 3,5 (three whole five tenth) rubles;
- 2,6166524880262200 privileged share type «A» of JSC Ivanovo backbone grid with nominal value of 0,12 (the zero whole twelve tenth) ruble;
- 4,3859042079065000 privileged share type «A» of JSC Kirov backbone electrical grids with nominal value of 0.12 (the zero whole twelve tenth) ruble;
- 0,2499244243755710 privileged share type «A» of JSC Kolskie backbone grids with nominal value of 0,8 (the zero whole eight tenth) ruble;
- 0,8807315399834770 privileged share type «A» of JSC Kostroma backbone grid with nominal value of 0,5 (zero the whole five tenth) ruble;
- 0,2057471682201210 privileged share type «A» of JSC Krasnoyarsk backbone grid with nominal value of 0,26 (the zero whole twenty six hundredth) ruble;
- 0,2232033902313340 privileged share type «A» of JSC Kurgan backbone grid with nominal value of 2,1 (two whole one tenth) rubles;
- 1,3660692642796800 privileged share type «A» of JSC Kursk backbone grids with nominal value of 0,1 (the zero whole one tenth) ruble;
- 3,2616126875867000 privileged share type «A» of JSC Backbone grid company Rostovenergo with nominal value of 0,15 (the zero whole fifteen tenth) ruble;
- 1,8971564146932000 privileged share of JSC Backbone electrical grid of the Republic of Komi with nominal value of 0,19 (the zero whole nineteen tenth) ruble;
- 0,3292135088690390 privileged share type «A» of JSC Mari backbone grids with nominal value of 1 (one) ruble;

- 0,0019026234520366 privileged share type «A» of JSC Nizhny Novgorod backbone grid with nominal value of 231,85 (Two hundred thirty one whole eighty five hundredth) rubles;
- 0,0054219306288980 privileged share type «A» of JSC Omsk backbone grid company with nominal value of 52,6 (fifty two whole six tenth) rubles;
- 0,5632817281035000 privileged share type «A» of JSC Orel backbone grid company with nominal value of 0,185 (zero the whole hundred eighty five thousand) ruble;
- 0,4915491785625150 privileged share type «A» of JSC Penza backbone grid company with nominal value of 1,2 (one whole two tenth) rubles;
- 0,0299386589332842 privileged share type «A» of JSC Perm backbone grid company with nominal value of 10,5 (ten whole five tenth) rubles;
- 0,2041595297956940 privileged share of JSC Petersburg backbone grid with nominal value of 1 (one) ruble;
- 1,1848958996084800 privileged share type «A» of JSC Samara backbone company with nominal value of 0,01 (zero the whole one hundredth) ruble;
 - 3,0469537260117300 privileged share type «A» of JSC Saratov backbone company with nominal value of 0,02007 (zero the whole two thousand seven hundred thousand) ruble;
 - 0,1974214800898090 privileged share type «A» of JSC Sverdlovskie backbone grids with nominal value of 3,2263 (three whole two thousand two hundred sixty three ten-thousand) rubles;
 - 0,3198371992471270 privileged share type «A» of JSC Smolensk backbone electrical grids with nominal value of 0,17 (zero the whole seventeen hundredth) ruble;
 - 2,7360032073394700 privileged share type «A» of JSC Tambov backbone grid company with nominal value of 0,15 (zero the whole fifteen hundredth) ruble;
 - 0,7747848964672400 privileged share type «A» of JSC Tver backbone grid with nominal value of 0,23 (zero the whole twenty three hundredth) ruble;
 - 1,7264159085787900 privileged share type «A» of JSC Tomsk backbone grid with nominal value of 0,27378 (zero whole twenty seven thousand three hundred seventy eight hundred-thousandth) ruble;
 - 0,2253242350263710 privileged share type «A» of JSC Udmurtskie backbone grids with nominal value of 2,08 (two whole eight hundredth) rubles;
 - 4,2950583126676700 privileged share type «A» of Chelyabinsk backbone electrical grids with nominal value of 0,11 (zero the whole eleven hundredth) ruble;
 - 0,5560819744023620 privileged share type «A» of JSC Chita backbone grid with nominal value of 0,3 (zero the whole three tenth) ruble;
 - 0,0120536143875878 privileged share type «A» of JSC Yaroslavl backbone grid with nominal value of 30 (thirty) rubles.

3.3.2. The shares of consolidated companies are converting into the ordinary shares of JSC FGC UES, possessed by JSC FGC UES, and also into the additional ordinary shares of JSC FGC UES with taking into account the following positions:

3.3.2.1. All the shares of the JSC State Holding (ordinary and privileged shares) are converting into the additional ordinary shares of the JSC FGC UES

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC State Holding should receive in the result of converting, the calculated number of shares a shareholder should receive occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one additional ordinary share of JSC FGC UES.

The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding, are subject for redemption, if along with consolidating of JSC State Holding, JSC FGC UES does not consolidate other companies.

In case of JSC FGC UES joint consolidation of JSC State Holding with others companies participating in reorganization, the shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding, could be used so that the shares of such other consolidated companies can be converted into JSC FGC possessed shares. The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC State Holding and remained at the disposal of the JSC FGC UES after converting of shares of such other consolidated companies, are to subject for redemption.

3.3.2.2. All the shares of JSC Minority Holding FGC UES (ordinary and preferred) are converted into ordinary shares of JSC FGC UES.

If JSC Minority Holding FGC UES is consolidated by JSC FGC UES together with JSC State Holding (or together with JSC State Holding and other consolidated companies), all shares of JSC Minority Holding FGC UES are converted into ordinary shares of JSC FGC UES, possessed by JSC FGC UES as a result of consolidation of JSC State Holding and JSC Minority Holding FGC UES (and-or as a result of consolidation of other companies if such other companies have been consolidated jointly).

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC Minority Holding FGC UES should receive in the result of converting, the calculated number of shares which a shareholder of JSC Minority Holding FGC UES should receive, occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one share of JSC FGC UES from the shares possessed by JSC FGC UES in result of consolidation of JSC State Holding.

The shares of JSC FGC UES possessed by JSC FGC UES in the result of consolidating of JSC Minority Holding FGC UES and JSC State Holding (and-or as a result of consolidation of other companies if such other companies have been consolidated jointly) and remained at the disposal of the JSC FGC UES after converting of shares of JSC Minority Holding FGC UES (and after converting of shares of other consolidated companies if such other companies have been consolidated jointly), are to subject for redemption.

If Minority Holding FGC UES is consolidated by JSC FGC UES separately from JSC State Holding, all shares of the JSC Minority Holding FGC UES are converted into the ordinary shares of JSC FGC UES, possessed by JSC FGC UES in the result of consolidating of JSC Minority Holding FGC UES, and into the additional shares of JSC FGC UES

In that case the quantity of ordinary shares of JSC FGC UES which each shareholder of JSC Minority Holding FGC UES should receive, is counted by division of quantity of such shareholder's shares of JSC Minority Holding FGC UES of certain category by the corresponding factor of converting.

If at calculation of quantity of the JSC FGC UES shares which shareholders of JSC Minority Holding FGC UES should receive, the calculated number of shares which a shareholder of JSC Minority Holding FGC UES should receive, occurs to be fractional, the fractional part of such number of shares is subject to a rounding off by a following rule:

- if the first decimal place is five to nine, the whole number is increased by one and any subsequent decimal placed is not regarded
- if the first decimal place is zero to four, the whole number will only be taken and any subsequent decimal placed is not regarded
- if as the result of such a round off any shareholder couldn't have any share, such a shareholder should get one share of JSC FGC UES.

Herewith number of ordinary shares of JSC FGC UES to be received by the shareholder JSC Minority Holding FGC UES out of shares placed under orders of JSC FGC UES represents an integer of the number determined by multiplying quantity of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) by the percentage of total number of ordinary shares of JSC FGC UES that have been placed under orders of JSC FGC UES during consolidation with JSC Minority Holding FGC UES of the total number of ordinary shares of JSC FGC UES required for converting all ordinary and preferential shares of JSC Minority Holding FGC UES into such stock.

Number of ordinary shares of JSC FGC UES out of additional shares to be received by JSC Minority Holding FGC UES is determined as the difference between number of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) and number of shares of JSC FGC UES to be received by the shareholder out of shares placed under orders of JSC FGC UES.

Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC Minority Holding FGC UES (and/or in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC Minority Holding FGC UES (and after converting shares of other affiliated companies, if any) are subject to redemption.

3.3.2.3. All shares of backbone grid companies (MSKs) (both ordinary shares and, where applicable, preferential or preferential "A" type shares) are to be converted into ordinary shares of JSC FGC UES.

In case when MSK is consolidated to JSC FGC UES not jointly with consolidation of JSC State Holding FGC UES into JSC FGC UES, all the shares of MSK are to be converted into additional ordinary shares of JSC FGC UES.

Herewith if when calculating number of shares of JSC FGC UES to be received by MSK shareholder in the result of conversion the computed number of shares will be fractional, the fractional part of such number of shares should be rounded off in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;

- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one additional share of JSC FGC UES.

In case when MSK is consolidated to JSC FGC UES jointly with consolidation of JSC State Holding FGC UES to JSC FGC UES (or jointly with consolidation of JSC State Holding FGC UES and other associated companies), all the shares of MSK are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of merging with JSC State Holding FGC UES.

Herewith if when calculating number of shares of JSC FGC UES to be received by MSK shareholder in the result of conversion, the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES out of shares placed under orders of JSC FGC UES.

3.3.2.4. All shares of JSC RAO "UES of Russia" (both ordinary shares and preferential "A" type shares) are to be converted into ordinary shares of JSC FGC UES.

In case when JSC RAO "UES of Russia" is consolidated to JSC FGC UES jointly with consolidation of JSC State Holding FGC UES to JSC FGC UES, all shares of JSC RAO "UES of Russia" are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of merging with JSC State Holding FGC UES and JSC RAO "UES of Russia".

Herewith if when calculating number of shares of JSC FGC UES to be received by JSC RAO "UES of Russia" shareholder in the result of conversion, the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share from additional issue will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES out of shares placed under orders of JSC FGC UES.

Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia" and JSC Minority Holding FGC UES (and in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC RAO "UES of Russia" (and after converting shares of other affiliated companies, if such companies were consolidated jointly) are subject to redemption.

In case when JSC RAO "UES of Russia" is consolidated to JSC FGC UES not jointly with consolidation of JSC State Holding FGC UES, all the shares of JSC RAO "UES of Russia"

are to be converted into ordinary shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia", and into additional ordinary shares of JSC FGC UES.

In this case number of ordinary shares of JSC FGC UES to be received by JSC RAO "UES of Russia" is determined by dividing the number of shares of JSC "RAO USE of Russia" of certain type possesses by the shareholder to a respective conversion index.

Herewith if when calculating number of shares of JSC FGC UES to be received by JSC RAO "UES of Russia", the computed number of shares will be non-integer, the fractional part of such number of shares should be rounded in accordance with the following rule:

- if the first decimal place is a figure in the range from 5 to 9 inclusively, one unit is added to the integer, and figures after the decimal place is not counted;
- if the first decimal place is a figure in the range from 0 to 4 inclusively, only the integer is counted, and figures after the decimal place is not counted;
- if in the result of rounding none share will be given to a shareholder, then such shareholder will receive one share of JSC FGC UES.

Herewith, number of ordinary shares of JSC FGC UES out of shares to be placed under orders of JSC FGC UES to be received by a shareholder of JSC RAO "UES of Russia" represents an integer determined by multiplying quantity of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) by the percentage of total number of ordinary shares of JSC FGC UES that have been placed under orders of JSC FGC UES during consolidation with JSC RAO "UES of Russia" of the total number of ordinary shares of JSC FGC UES required for converting all ordinary and preferential shares of JSC RAO "UES of Russia" into such stock.

Number of ordinary shares of JSC FGC UES out of additional shares to be received by JSC RAO "UES of Russia" is determined as the difference between the number of ordinary shares of JSC FGC UES to be received by the shareholder in accordance with sub-para 9 of the present paragraph (taking into account rounding) and the number of shares of JSC FGC UES to be received by the shareholder out of shares placed under orders of JSC FGC UES. Shares of JSC FGC UES placed under orders of JSC FGC UES in the result of consolidation with JSC RAO "UES of Russia" (and in the result of consolidation of other affiliated companies, if such other companies were consolidated jointly) and retained in hand of JSC FGC UES after converting shares of JSC RAO "UES of Russia" (and after converting shares of other affiliated companies, if such companies were consolidated jointly) are subject to redemption.

- 3.3.3. Additional shares of JSC FGC UES should provide shareholders with the same rights as the placed ordinary shares of JSC FGC UES in accordance with the Charter of JSC FGC UES and legislation of the Russian Federation.
- 3.3.4. Shares of every associated company are recognized as converted into ordinary shares of JSC FGC UES as of the date of making an entry to the Unified State Register of legal entities on discontinuation of activities of a respective company based on the shareholder register of such associated company as of the mentioned date.
- 3.3.3. 3.3.5. Shares of consolidated companies subject to conversion, are subject to redemption upon conversion.

The fourth question: Introduction of Amendments and Additions to the Articles of Association of JSC FGC UES

Mr. Perelygin Andrey Vitalevich, chief of the corporate governance department the JSC FGC UES spoke about the fourth question.

The spokesman has reported to the General Shareholders meeting about the entered offers on the Introduction of Amendments and Additions to the Articles of Association of JSC FGC UES aiming to develop the corporate governance system.

The draft Amendments and Additions to the Articles of Association of the Company was previously discussed and then offered for the approval of the General Shareholders meeting on the Board of directors of JSC FGC UES session (Minutes № 49 dated 16.10.2007 and Minutes № 50 dated 13.11.2007).

There were no questions about the fourth question of the agenda.

The chairman of General meeting of shareholders has suggested proceeding to the vote. In accordance with the p.4 of the s. 49 of the Federal law «On joint-stock companies» the decision about this question gets out by a majority of three-quarters of shareholders - owners of the Company voting shares, and taking part in meeting.

The following draft decision was offered for the fourth question:

To make following changes in the Articles of Association of JSC FGC UES, the para 4.6. of Article 4 from the Articles of Association to be as follows:

The company has the right to place in addition to the already placed ordinary registered stocks 1 080 000 000 000 (one billion eighty billions) ordinary registered stocks with the nominal value of 50 (fifty) copeck each for a total sum on the nominal value of 540 000 000 000 (five hundred forty billions) rubles. The declared ordinary registered stocks gives to shareholders rights provided by the para 6.2 of Article 6 of the present Articles of Agreement, in full

To make following changes in the Articles of Association of JSC FGC UES, the para 11.4. of Article 11 from the Articles of Association to be as follows:

«11.4 Notification about carrying out the general meeting of shareholders, should be sent (or is handed over) to each person specified in the list of persons, having the right to participate in general meeting of shareholders, and also should be published by the Company in the newspaper «Rossiyskaya gazeta» not later than 30 (thirty) days prior to date of such meeting, if the legislation of the Russian Federation does not stipulate the other.

If in the register of shareholders of the Company a nominal holder of shares is registered, the message on carrying out of general meeting of shareholders should be sent to the address of the nominal holder of shares if the list of the persons having the right to participate in general meeting of shareholders does not contain a special post address to which the message on carrying out of general meeting of shareholders should be sent.»

To made following changes in the Articles of Association of JSC FGC UES, the para 12.4. of Article 12 from the Articles of Association to be as follows:

«12.4 Notification about carrying out of general meeting of shareholders by correspondence voting is published in the newspaper «Rossiyskaya gazeta» not later than 30 (thirty) days prior the final date of reception by the Company of bulletins if the legislation of the Russian Federation does not stipulate the other.»

Quorum and voting results for the forth question of the agenda:

The number of votes, which the persons included in the list of members entitled to take part in the General Shareholders Meeting possessed on the matter	441 215 259 949
The number of votes, which the persons with outstanding shares and entitled to vote in the General Shareholders meeting possessed on the matter	441 215 259 949
The number of votes, which the persons who took part in the General Shareholders meeting possessed on the matter	441 215 259 949
The quorum for this matter (%)	100.00

The decisions about this question are setting separately for the all the paragraphs of amendments to the Articles of Association of the Company.

About changes in paragraph 4.6. of Article 4 of the Articles of Association of the Company

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

About changes in paragraph 11.4 of Article 11 of the Articles of Association of the Company

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

About changes in paragraph 12.4. of Article 12 of the Articles of Association of the Company

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100,00
«AGAINST»	0	0,00
«ABSTAIN»	0	0,00

Basing on the voting results of the extraordinary General meeting of shareholders of JSC FGC UES the following decision was made on the forth question:

To make following changes in the Articles of Association of JSC FGC UES:

To make following changes in the Articles of Association of JSC FGC UES, the para 4.6. of Article 4 from the Articles of Association to be as follows:

The company has the right to place in addition to the already placed ordinary registered stocks 1 080 000 000 000 (one billion eighty billions) ordinary registered stocks with the nominal value of 50 (fifty) copeck each for a total sum on the nominal value of 540 000 000 000 (five hundred forty billions) rubles. The declared ordinary registered stocks gives to shareholders rights provided by the para 6.2 of Article 6 of the present Articles of Agreement, in full

To make following changes in the Articles of Association of JSC FGC UES, the para 11.4. of Article 11 from the Articles of Association to be as follows:

«11.4 Notification about carrying out the general meeting of shareholders, should be sent (or is handed over) to each person specified in the list of persons, having the right to participate in general meeting of shareholders, and also should be published by the Company in the newspaper «Rossiyskaya gazeta» not later than 30 (thirty) days prior to date of such meeting, if the legislation of the Russian Federation does not stipulate the other.

If in the register of shareholders of the Company a nominal holder of shares is registered, the message on carrying out of general meeting of shareholders should be sent to the address of the nominal holder of shares if the list of the persons having the right to participate in general meeting of shareholders does not contain a special post address to which the message on carrying out of general meeting of shareholders should be sent.»

To made following changes in the Articles of Association of JSC FGC UES, the para 12.4. of Article 12 from the Articles of Association to be as follows:

«12.4 Notification about carrying out of general meeting of shareholders by correspondence voting is published in the newspaper «Rossiyskaya gazeta» not later than 30 (thirty) days prior the final date of reception by the Company of bulletins if the legislation of the Russian Federation does not stipulate the other.»

The fifth question: Approval of the Agency agreement between JSC FGC UES and JSC RAO “UES of Russia”, being the interested party transaction

Mr. Pereygin Andrey Vitalevich, chief of the corporate governance department of JSC FGC UES spoke about the fifth question.

There were no questions about the fifth question of the agenda.

The chairman of General meeting of shareholders has suggested proceeding to the vote.

In accordance with the p.4 of the s. 49 of the Federal law «On joint-stock companies» the decision about this question gets out by a majority of three-quarters of shareholders-owners of the Company voting shares, and taking part in meeting.

The following draft decision was offered for the fifth question:

1. To define the price of the Agency agreement on definition of fair and Replacement Asset Value of JSC FGC UES between JSC FGC UES and JSC RAO “UES of Russia”, being the interested party transaction, at 8,104,050 (eight millions hundred four thousand fifty) rubles, including VAT.
2. To approve the conclusion of the Agency agreement on definition of fair value and Replacement Asset Value of JSC FGC UES between JSC FGC UES and JSC RAO “UES of Russia”, being the interested party transaction, on following essential conditions:

The Parties of the Agreement:

JSC FGC UES (principal);

JSC RAO “UES of Russia” (agent).

The subject of the Agreement:

JSC FGC UES (hereinafter referred to as "Principal") charges and JSC RAO “UES of Russia” (hereinafter referred to as "Agent") assumes liability on its own behalf, but at the expense of the Principal to conclude the contract on performance of works by definition of fair value and definition of and Replacement Asset Value belonging to the Principal, to carry out the rights and duties of the Customer under the specified contract and to provide the Principal with results of work, and the Principal should transfer funds for payment of works under the estimation contract, and also to pay to the Agent compensation for rendered services.

The Agreement price: 8,104,050 (eight millions hundred four thousand fifty) rubles (including VAT), including expenses under the contract on an estimation at a rate of 8,100,000 (eight millions hundred thousand) rubles (including VAT), plus agency compensation. Compensation of the Agent on Contract execution makes 0,05 (a zero whole five hundredth) percent, including VAT, from the sum specified in the contract on estimation (p.1.2 of the Agency Agreement), presented by the Principal.

The validity period of the Agreement: the Contract Works on estimation are carried out till 30.04.2007 with a view of definition of fair value of material assets under the IFRS requirements while drawing up of the consolidated reporting of Group of the RAO “UES of Russia” and other groups of Holding. The contract enters into force from the moment of signing by the Parties and is valid till the moment of appropriate execution of the Parties obligations.

Quorum and voting results for the fifth question of the agenda:

The number of votes, which the persons included in the list of members entitled to take part in the General Shareholders Meeting possessed on the matter	441 215 259 949
The number of votes, which the persons with outstanding shares and entitled to vote in the General Shareholders meeting possessed on the matter	441 215 259 949
The number of votes, which the persons who took part in the General Shareholders meeting possessed on the matter	441 215 259 949
The quorum for this matter (%)	100.00

Voting options	Number of voices	% from the all voices
«FOR»	441 215 259 949	100.00
«AGAINST»	0	0.00
«ABSTAIN»	0	0.00

Basing on the voting results of the extraordinary General meeting of shareholders of JSC FGC UES the following decision was made on the forth question:

1. To define the price of the Agency agreement on definition of fair and Replacement Asset Value of JSC FGC UES between JSC FGC UES and JSC RAO “UES of Russia”, being the interested party transaction, at 8,104,050 (eight millions hundred four thousand fifty) rubles, including VAT.
2. To approve the conclusion of the Agency agreement on definition of fair value and Replacement Asset Value of JSC FGC UES between JSC FGC UES and JSC RAO “UES of Russia”, being the interested party transaction, on following essential conditions:

The Parties of the Agreement:

JSC FGC UES (principal);

JSC RAO “UES of Russia” (agent).

The subject of the Agreement:

JSC FGC UES (hereinafter referred to as "Principal") charges and JSC RAO “UES of Russia” (hereinafter referred to as "Agent") assumes liability on its own behalf, but at the expense of the Principal to conclude the contract on performance of works by definition of fair value and definition of and Replacement Asset Value belonging to the Principal, to carry out the rights and duties of the Customer under the specified contract and to provide the Principal with results of work, and the Principal should transfer funds for payment of works under the estimation contract, and also to pay to the Agent compensation for rendered services.

The Agreement price: 8,104,050 (eight millions hundred four thousand fifty) rubles (including VAT), including expenses under the contract on an estimation at a rate of 8,100,000 (eight millions hundred thousand) rubles (including VAT), plus agency compensation. Compensation of the Agent on Contract execution makes 0,05 (a zero whole five hundredth) percent, including VAT, from the sum specified in the contract on estimation (p.1.2 of the Agency Agreement), presented by the Principal.

The validity period of the Agreement: the Contract Works on estimation are carried out till 30.04.2007 with a view of definition of fair value of material assets under the IFRS requirements while drawing up of the consolidated reporting of Group of the RAO “UES of Russia” and other groups of Holding. The contract enters into force from the moment of signing by the Parties and is valid till the moment of appropriate execution of the Parties obligations.

The agenda is settled. The meeting is over.

Appendix for the minutes:

1. The minutes of the tabulation commission about vote returns on the extraordinary general meeting of shareholders of the open joint-stock company Federal Grid Company of the unified energy system, 3 paged.

Chairman of the General Shareholders meeting A.N. Rappoport

Secretary of the General Shareholders meeting D.A. Stapran