

Corporate Action Statement/Disclosure of insider information “Information on decisions adopted by Board of Directors of “IDGC of the South” JSC

1. General information	
1.1. Full company name of the issuer	Open Joint Stock Company “Interregional Distribution Grid Company of the South”
1.2. Short company name of the issuer	“IDGC of the South”, JSC
1.3 Location of the issuer	49 Bolshaya Sadovaya str., Rostov-on-Don, the Russian Federation, 344002
1.4 PSRN of the issuer	1076164009096
1.5 TIN of the issuer	6164266561
1.6 Unique issuer’s code assigned by the registration authority	34956-E
1.7 Internet website address used by the issuer for information disclosure	http://www.mrsk-yuga.ru ; http://www.e-disclosure.ru/portal/company.aspx?id=11999
2. Statement content	
2.1. Quorum of meeting of issuer’s BoD and results of voting on the adopted decisions: 11 out 11 members of BoD participated in the meeting, quorum is present.	
<p>On item 1: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 vote</p> <p>On item 2: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 vote</p> <p>On item 3: “FOR” – 11 votes</p>	<p>On item 13: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 votes</p> <p>On item 14: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 votes</p> <p>On item 15: “FOR” – 11 votes</p>

<p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 4:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 5:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 6:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 7:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 8:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 9:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 10:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p>	<p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 16:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 17:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 18:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 19:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 20:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 21:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p>On item 22:</p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p>	
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<p>On item 11: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 vote</p> <p>On item 12: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 vote</p>	<p>On item 23: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 votes</p> <p>On item 24: “FOR” – 11 votes “AGAINST” – 0 votes “ABSTAINED” – 0 votes</p>	
<p>Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 1: “Preliminary approval of annual report of the Company for 2014”</p>		
<p>2.2.1 Content of decision:</p> <ol style="list-style-type: none"> 1. To preliminary approve the annual report of the Company for 2014 (Appendix 1). 2. To instruct the annual general meeting of shareholders to approve the annual report. 		
<p>Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 2 “Consideration of annual accounts 2014, as well as recommendations on distribution of profit and loss by the results of 2014 fiscal year”</p>		
<p>2.2.2. Content of decision:</p> <ol style="list-style-type: none"> 1. To submit annual accounting report of the Company for 2014 for consideration by Company’s annual general meeting of shareholders (Appendix 2). 2. To instruct the annual general meeting of shareholders of the Company to approve the following allocation of profits (losses) of the Company for 2014 fiscal year: 		
	(thousand rubles)	
Unallocated profits (losses) of the reporting period:	(6 893 677)	

To allocate for: Reserve fund	-
Development profit	-
Dividends	-
Loss recovery of past years	-

Recommendations on amount of dividends on issuer's ordinary shares and procedure of their payment/Disclosure of insider information

On item 3 "Recommendations on dividends from shares, procedure of their payment by the results of 2014 year, fixing the date when persons entitled to receive the dividends are determined"

2.2.3. Content of decision:

To recommend Company's annual general meeting of shareholders to adopt the following decision:

Do not pay out the dividends on ordinary shares of the Company by the results of 2014.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 4 "Consideration of a candidature of Company's auditor".

2.2.4. Content of decision:

To propose to annual general meeting of shareholders of the Company to approve "RSM Rus" LLC as Company's auditor.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 5 "Consideration of draft of restated Charter of the Company"

2.2.5. Content of decision:

To propose to annual general meeting of shareholders of IDGC of the South JSC to

approve the restated Charter of the Company, in accordance with Appendix 3 to this resolution.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 19 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a manger /Disclosure of insider information on item 6 “Consideration of draft of an internal document: restated Regulations on general meeting of Company’s shareholders”

2.2.6. Content of decision

To propose to annual general meeting of shareholders of IDGC of the South JSC to approve the restated Regulations on general meeting of Company’s shareholders, in accordance with Appendix 4 to this resolution.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 19 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a manger /Disclosure of insider information on item 7: “Consideration of draft of an internal document: restated Regulations on Board of Directors”

2.2.7. Content of decision

To propose to annual general meeting of shareholders of IDGC of the South JSC to approve the restated Regulations on Board of Directors, in accordance with Appendix 5 to this resolution.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 19 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a

manger /Disclosure of insider information on item 8 “Consideration of draft of an internal document: restated Regulations on Management Board”

2.2.8. Content of decision

To propose to annual general meeting of shareholders of IDGC of the South JSC to approve the restated Regulations on Management Board, in accordance with Appendix 6 to this resolution.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 19 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a manger /Disclosure of insider information on item 9 “Consideration of draft of an internal document: restated Regulations on the Auditing Committee”

2.2.9. Content of decision

To propose to annual general meeting of shareholders of IDGC of the South JSC to approve the restated Regulations on the Auditing Committee, in accordance with Appendix 7 to this resolution.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 19 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a manger /Disclosure of insider information on item 10 “Consideration of draft of restated Regulations on payment of remuneration and compensations to members of the Auditing Committee”

2.2.9. Content of decision

To propose to annual general meeting of shareholders of IDGC of the South JSC to approve the restated Regulations on payment of remuneration and compensations to members of the Auditing Committee, in accordance with Appendix 8 to this resolution.

Disclosure of insider information on item 11 “Consideration of draft of restated Regulations on payment of remuneration and compensations to members of the Board of Directors”

2.2.11. Content of decision

1. To approve the restated Regulations on payment of remuneration and compensations to members of the Board of Directors (Appendix 9)
2. To offer to annual meeting of shareholders of the Company to approve the redrafted Regulations on payment of remuneration and compensations to members of the Board of Directors.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 12 “Determining agenda of annual General meeting of shareholders”

2.2.12. Content of decision

1. On approval of Company’s annual report, annual accounting report, as well as distribution (including payment of dividends) and losses by the results of 2014 fiscal year.
2. On election of Company’s Board of Directors members.
3. On election of Company’s Auditing commission members.
4. On approval of Company’s Auditor.
5. Introduction of changes to the Charter of Open joint stock Company Interregional Distribution Grid Company of the South.
6. Introduction of changes to the Charter of Open joint stock Company Interregional Distribution Grid Company of the South.
7. Introduction of changes to the Charter of Open joint stock Company Interregional Distribution Grid Company of the South.
8. Introduction of changes to the Charter of Open joint stock Company Interregional Distribution Grid Company of the South.
9. Introduction of changes to the Charter of Open joint stock Company Interregional

Distribution Grid Company of the South.

10. On approval of restated Regulations on General meeting of Company's shareholders.

11. On approval of restated Regulations on the Company's Board of Directors.

12. On approval of restated Regulations on the Company's Management Board.

13. On approval of restated Regulations on the Auditing commission.

14. On approval of restated Regulations on Remunerations and compensations paid to members of Auditing commission.

15. On approval of restated Regulations on Remunerations and compensations paid to members of the Company's Board of Directors.

16. Approval of directors' and officials' liability insurance contract, as interested party transaction.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 13 "Determining type (types) of preference shares owners of which have the voting right on agenda items at the annual General meeting of shareholders"

2.2.13. Content of decision

Due to the fact that preference shares have not been issued by the Company, it is proposed not to adopt decision on choosing the type (types) of preference shares owners of which have the voting right on agenda items at the annual General meeting of shareholders.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 14 "Making the list of information (materials) provided to shareholders when preparing to the annual General meeting of shareholders and procedure of providing such information"

2.2.14. Content of decision

1. Information (materials) provided to persons entitled to participate in the annual general meeting of shareholders:

- Annual accounting statements, as well as auditors opinion, report of Company's Auditing Committee by the results of check of accounting statements;
- Abstract of decision of the BoD on issues related to approval of annual reports by the AGM and recommendations to the AGM on distribution of profit (loss) of the Company in 2014;
- Company's annual report:
- Abstract of decision of the BoD on issues related to preliminary approval Company's annual report 2014 and recommendations to AGM on its approval;
- Report of the Auditing Committee on reliability of data contained in the annual report;
- Information candidates to the Company's BoD;
- Information candidates to the Company's Auditing Committee;
- Information on Auditor;
- Information on presence or absence of written consent of candidates for election to the BoD and Auditing Committee;
- Recommendation of the BoD on the amount dividends on Camping's shares, procedure of their payment and fixing the date of making the list of persons entitled to receive the dividends;
- evaluation made by the Audit Committee under the Board of Directors of effectiveness of external audit;
- changes and additions introduced to the Charter;
- Charter, latest version;
- a draft of the restated Charter;
- Regulations on the procedure of preparation and holding of the General Meeting of Shareholders, as amended;
- a draft Regulation on the General Meeting of Shareholders in the new edition;
- Regulations on the procedure of convening and holding meetings of the Board of

Directors of the Company as amended;

- Draft Regulations on the Board of Directors of the Company in the new edition;
- Regulations on the Management of the Company as amended;
- Draft Regulations on the Management Board of the Company in the new edition;
- Regulation on the Audit Committee of the Company, as amended;
- a draft Regulation on the Audit Committee of the Company in the new edition;
- Regulation on payment to the members of the Audit Committee of the Company of remunerations and compensations, as amended;
- Draft Regulations on payment to the members of the Audit Committee of the Company of remunerations and compensations to the new version;
- Regulation on payment to members of the Board of Directors remuneration and compensation, as amended;
- Draft Regulations on payment to members of the Board of Directors remuneration and compensation as amended;
- Evaluation of Auditor’s opinion performed by the Auditing Committee, proving the reliability of annual financial (accounting) statements under RAS
- Draft decisions of the Annual General Meeting of Shareholders.

2. To decide that persons entitled to participate at annual General meeting Company’s shareholders can find the information within the period of 30 May 2015 – 18 June 2015 (except weekends and holydays) from 9:00 a.m. to 15:00 p.m., as well as on June 23, 2014 at:

IDGC of the South, JSC, 49 Bolshaya Sadovaya St., Rostov-on-Don

IDGC of the South, JSC, 147, 2nd Krasnodarskaya street, Rostov-on-Don

Registrar R.O.S.T. (Company’s registrar), 18/13 Stromynka St., Moscow

32 Krasnaya Naberezhnaya St., Astrakhan (“Astrakhanenergo” – branch of IDGC of the South, JSC)

15 Prospect Lenina, Volgograd (“Volgogradenergo” – branch of IDGC of the South, JSC)

Northern industrial zone, Elista, Kalmykia Republic (“Kalmenergo” – branch of

IDGC of the South, JSC)

The information will also be available from 30 May 2015 at company's website: www.mrsk-yuga.ru

If person/entity registered in registry of Company's shareholders is a nominee holder, the specified information will be sent by 30 May 2015 in e-form (electronic documents with digital signature) to such nominee holder.

To decide that the mentioned information (materials) shall be available to persons entitled to participate in the Annual General Meeting of Shareholders of the Company on the day of the Annual General Meeting of Shareholders at the place of the meeting: 147, 2nd Krasnodarskaya street, Rostov-on-Don.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 15 "Approval of form and text of the voting bulleting at the annual General meeting of shareholders"

2.2.15. Content of decision

To approve the form and text of bulletins for voting at annual general meeting of shareholders of the Company in accordance with Appendix 10-13 to present decision of Company's BoD.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 16 "Fixing the date of sending the voting bulletins to persons entitled to participate in the annual General meeting of shareholders, choosing address at which the filled-in bulletins are to be sent, the deadline for receiving such bulletins"

2.2.16. Content of decision

1. To determine that voting bulletins should be sent by registered mail (handed out against receipt) to persons entitled to participate in annual general meeting of shareholders of the Company no later than 29 May 2015.

2. To determine that filled-in voting bulletins may be sent at one of the following addresses:

- IDGC of the South, JSC, 49 Bolshaya Sadovaya St., Rostov-on-Don, RF
- “Registrar ROST” JSC, post office box 9, 18, Stromynka street, Moscow 107996 (Company’s registrar).

In addition, the owner of the securities, the rights of which are considered by a nominal holder or foreign nominee holder is entitled to attend the Meeting personally or by giving instructions to the nominal holder or foreign nominal holder to vote in a certain way, if it is stipulated by the contract concluded with the nominal holder or foreign nominal holder. Electronic document on voting signed with digital signature should be sent by security holder to nominal holder or foreign nominal holder.

3. For the purposes of quorum and summing up the results of voting only those votes will be accounted that were submitted via voting bulletins to the Company no later than 16 June 2015.

4. To instruct sole executive body of the Company to provide sending of voting bulletins to Company’s shareholders in accordance with present decision of Company’s BoD.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 17 “Choosing the procedure of notifying the shareholders on holding the annual General meeting of shareholders of the Company”

2.2.17. Content of decision

1. To approve the form and text of message on holding the annual general meeting of shareholders of the Company in accordance with Appendix 14 to present decision of Company’s BoD.

2. To inform persons entitled to participate in Annual General Meeting on holding the Annual General Meeting of Company’s Shareholders:

- publish notice on the meeting at www.mrsk-yuga.ru by 19 May 2015.

If a person/entity registered in the registry of company's shareholders is a nominee holder, that the notice on holding the Annual General Meeting shall be sent in e-form (in the form of electronic documents with digital signature) to a nominee holder by 19 May 2015.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 18 “Election of Secretary of the annual General meeting of shareholders of the Company”

2.2.18. Content of decision

To appoint Pavlova Yelena Nikolaevna, corporate secretary of the Company, for the position of secretary of Company’s annual general meeting of shareholders.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 19 “Approval of cost estimates related to preparation and holding the annual General meeting of shareholders of the Company”

2.2.19. Content of decision

1. To approve cost estimate connected with preparation and holding of annual general meeting of shareholders of the Company in accordance with Appendix 15 to present decision.

2. To instruct Director General of the Company to represent report to Company’s BoD on expenditures on preparation and holding of annual general meeting of shareholders of the Company no later than two months after holding of annual general meeting of shareholders.

Approval of agenda of the general meeting of shareholders (participants) of the issuer-business entity, as well as other resolutions related to preparation, convening and holding the general meeting of shareholders (participants) of the issuer/Disclosure of insider information on item 20 “Approval of terms of

contract with the Company's registrar"

2.2.20. Content of decision

1. To approve the terms of service contract on holding of general meeting of security holders including performing of functions of counting commission with registrar of the Company in accordance with Appendix 16 to present decision of Company's BoD.
2. To instruct Director General of the Company to sign service contract on organization, calling and holding of general meeting of security holders including the performance of the functions of the counting commission with the registrar of the Company in accordance with the conditions of Appendix 16 to present decision of Company's BoD.

Disclosure of insider information on item 21 "Expressing Company's opinion on agenda items of the BoD meetings of affiliated and dependent companies of IDGC of the South JSC: "Recreation Centre "Energetik" JSC, "PSKh named after Grechko" JSC, "PSKh Sokolovskoye" JSC and "Energoservis Yuga" JSC"

2.2.21. Content of decision

1.1. To instruct representatives of IDGC of the South in the Board of Directors of "Recreation Centre "Energetik" JSC to vote "FOR" the decision on agenda item "Recommendations on the dividends on shares and procedure of their payment by the results of 2014":

To recommend the General Meeting of shareholders to adopt the following resolution:
By the results of 2014 it's decided not to pay the dividends on ordinary shares of the company.

2.1. To instruct representatives of IDGC of the South in the Board of Directors of "PSKh named after Grechko" JSC to vote "FOR" the decision on agenda item "Recommendations on the dividends on shares and procedure of their payment by the results of 2014":

To recommend the General Meeting of shareholders to adopt the following resolution:
By the results of 2014 it's decided not to pay the dividends on ordinary shares of the company.

3.1. To instruct representatives of IDGC of the South in the Board of Directors of “PSKh Sokolovskoye” JSC to vote “FOR” the decision on agenda item “Recommendations on the dividends on shares and procedure of their payment by the results of 2014”:

To recommend the General Meeting of shareholders to adopt the following resolution:
By the results of 2014 it’s decided not to pay the dividends on ordinary shares of the company.

4.1. To instruct representatives of IDGC of the South in the Board of Directors of “Energoservis Yuga” JSC to vote “FOR” the decision on agenda item “Recommendations on the dividends on shares and procedure of their payment by the results of 2014”:

To recommend the General Meeting of shareholders to adopt the following resolution:
To pay out the dividends on ordinary shares of the Company by the results of 2014 in the amount of 704.7115 rubles per ordinary share in cash.

The deadline for payment of dividends to a trustee, which is a nominal holder and a professional participant of the securities market, – not more than 10 business days, to other registered shareholders – 25 business days from the date of compiling the list of persons entitled to receive the dividends.

The date of making the list of persons entitled to receive the dividends – 13 July 2015.

Disclosure of insider information on item 22 “Expressing Company’s opinion on agenda items of the annual general shareholders meetings of affiliated and dependent companies of IDGC of the South JSC: “Recreation Centre “Energetik” JSC, “PSKh named after Grechko” JSC, “PSKh Sokolovskoye” JSC and “Energoservis Yuga” JSC”

2.2.22. Content of decision

1.1 To instruct representatives of IDGC of the South in the Board of Directors of “Recreation Centre “Energetik” JSC to vote “FOR” the decision on agenda item “Election of members to the Board of Directors of the Company”

To elect the following persons to the Board of Directors:

#	Name	Position
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1	Kiek Oleg Petrovich	Deputy director general – Chief of staff of IDGC of the South JSC
2	Mayakovskaya Nadezhda Nikolaevna	Head of department of economics of IDGC of the South, JSC
3	Kostryukova Tatiana Anatolievna	Chief expert and property management department, IDGC of the South, JSC
4	Petrova Maria Vladimirovna	Deputy chief accountant in charge of methodology and automation of RAS and IFRS, IDGC of the South, JSC
5	Ren Elena Victorovna	Leading expert of sector of provision of shareholders' rights of Department of corporate governance and interaction with shareholders of Rosseti JSC

1.2 To instruct representatives of IDGC of the South in the Board of Directors of “PSKh named after Grechko” JSC to vote “FOR” the decision on agenda item “Election of members to the Board of Directors of the Company”

To elect the following persons to the Board of Directors:

#	Name	Position
1	Mayakovskaya Nadezhda Nikolaevna	Head of department of economics of IDGC of the South, JSC
2	Musinov Oleg Valerievich	Deputy Director general in charge of corporate governance, IDGC of the South, JSC
3	Romek Yekaterina Georgievna	Head of administration for property management, IDGC of the South, JSC
4	Kislenko Roman Konstantinovich	Head of security department of IDGC of the South, JSC
5	Sidorova Alyona Borisovna	Chief specialist of Directorate for shareholders relations and investments at

		Corporate governance and shareholders relations department , Rosseti, JSC
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1.3 To instruct representatives of IDGC of the South in the Board of Directors of “PSKh Sokolovskoye” JSC to vote “FOR” the decision on agenda item “Election of members to the Board of Directors of the Company”

To elect the following persons to the Board of Directors:

#	Name	Position
1	Mayakovskaya Nadezhda Nikolaevna	Head of department of economics of IDGC of the South, JSC
2	Romek Yekaterina Georgievna	Head of administration for property management, IDGC of the South, JSC
3	Kislenko Roman Konstantinovich	Head of security department of IDGC of the South, JSC
4	Vasiliev Vladimir Vasilievich	Director General of Sokolovskoye Agricultural Enterprise JSC
5	Sergeyeva Anastasiya Alekseyevna	Chief specialist of Corporate events of affiliates directorate at Corporate governance and shareholders relations department , Rosseti, JSC

1.4 To instruct representatives of IDGC of the South in the Board of Directors of “Energoservis Yuga” JSC to vote “FOR” the decision on agenda item “Election of members to the Board of Directors of the Company”

To elect the following persons to the Board of Directors

#	Name	Position
1	Goncharov Pavel Viktorovich	Deputy director general in charge of technical issues – chief engineer of IDGC of the South, JSC
2	Mayakovskaya Nadezhda Nikolaevna	Head of department of economics of IDGC of the South, JSC

3	Zhuravlyov Dmitriy Olegovich	Advisor to director general of IDGC of the South, JSC, Director general of Energoservis Yuga, JSC
4	Musinov Oleg Valerievich	Deputy Director general in charge of corporate governance, IDGC of the South, JSC
5	Pavlova Yelena Nikolaevna	Head of Corporate management and interaction with shareholders department of IDGC of the South JSC
6	Piotrovich Nikolay Borisovich	Deputy head of Directorate for Arrangement of Management Bodies' Activity, Rosseti, JSC
7	Buklanov Maxim Vladimirovich	Chief expert of sector for development of energy metering and service activity at Department of balance and energy accounting, Rosseti, JSC

2.1 To instruct representatives of IDGC of the South in the Board of Directors of "Recreation Centre "Energetik" JSC to vote "FOR" the decision on agenda item "Election of members to the Auditing Commission of the Company"

To elect the following persons to the Auditing Commission:

#	Name	Position
1	Pechyonkin Nikolay Vladimirovich	Head of department of internal audit and control at IDGC of the South, JSC
2	Burobkin Mikhail Ivanovich	Chief specialist of internal audit and control department, IDGC of the South, JSC
3	Pivovarov Maxim Albertovich	Specialist of sector for anti-corruption compliance procedures, IDGC of the South, JSC

2.2 To instruct representatives of IDGC of the South in the Board of Directors of

“PSKh named after Grechko” JSC to vote “FOR” the decision on agenda item “Election of members to the Auditing Commission of the Company”

To elect the following persons to the Auditing Commission

#	Name	Position
1	Pechyonkin Nikolay Vladimirovich	Head of department of internal audit and control at IDGC of the South, JSC
2	Radkova Inna Georgievna	Chief specialist of sector for anti-corruption compliance procedures, IDGC of the South, JSC
3	Fesenko Tatiana Gennadievna	Leading specialist of internal audit and control department, IDGC of the South, JSC

2.3 To instruct representatives of IDGC of the South in the Board of Directors of “PSKh Sokolovskoye” JSC to vote “FOR” the decision on agenda item “Election of members to the Auditing Commission of the Company”

To elect the following persons to the Auditing Commission

#	Name	Position
1	Pechyonkin Nikolay Vladimirovich	Head of department of internal audit and control at IDGC of the South, JSC
2	Burobkin Mikhail Ivanovich	Chief specialist of internal audit and control department, IDGC of the South, JSC
3	Veklich Irina Vladimirovna	Head of sector for anti-corruption compliance procedures, IDGC of the South, JSC

2.4 To instruct representatives of IDGC of the South in the Board of Directors of “Energoservis Yuga” JSC to vote “FOR” the decision on agenda item “Election of members to the Auditing Commission of the Company”

To elect the following persons to the Auditing Commission

#	Name	Position
1	Pechyonkin Nikolay	Head of department of internal audit and

	Vladimirovich	control at IDGC of the South, JSC
2	Bagdasariva Manik Alexandrovna	Leading specialist of internal audit and control department, IDGC of the South, JSC
3	Tulenкова Marina Ivanovna	Specialist of the 1 st category at Department for anti-corruption compliance procedures, IDGC of the South, JSC

3.1 To instruct representatives of IDGC of the South in the Board of Directors of “Recreation Centre “Energetik” JSC to vote “FOR” the decision on agenda item “On distribution profit (including payment of dividends) and losses by the results of 2014 fiscal year”

To approve the following distribution profit (losses) by the results of 2014 fiscal year:

	thousand rubles
Net profit (income) of the reporting period:	(4 214)
Distribute to: Reserve fund	-
Profit for development	-
Dividends	-
Repayment of losses of previous years	-

Not to pat dividends by the results of 2014 fiscal year.

3.2 To instruct representatives of IDGC of the South in the Board of Directors of “PSKh named after Grechko” JSC to vote “FOR” the decision on agenda item “On distribution profit (including payment of dividends) and losses by the results of 2014 fiscal year”

To approve the following distribution profit (losses) by the results of 2014 fiscal year:

	thousand rubles
Net profit (income) of the reporting period:	(15 407)
Distribute to: Reserve fund	-
Profit for development	-
Dividends	-
Repayment of losses of previous years	-

Not to pat dividends by the results of 2014 fiscal year.

3.3 To instruct representatives of IDGC of the South in the Board of Directors of “PSKh Sokolovskoye” JSC to vote “FOR” the decision on agenda item “On distribution profit (including payment of dividends) and losses by the results of 2014 fiscal year”

To approve the following distribution profit (losses) by the results of 2014 fiscal year:

	thousand rubles
Net profit (income) of the reporting period:	(43 454)
Distribute to: Reserve fund	-
Profit for development	-
Dividends	-
Repayment of losses of previous years	-

Not to pay dividends by the results of 2014 fiscal year.

3.4 To instruct representatives of IDGC of the South in the Board of Directors of “Energoservis Yuga” JSC to vote “FOR” the decision on agenda item “On distribution profit (including payment of dividends) and losses by the results of 2014 fiscal year”

To approve the following distribution profit (losses) by the results of 2014 fiscal year:

	thousand rubles
Net profit (income) of the reporting period:	(7 047)
Distribute to: Reserve fund	-
Profit for development	5 285
Dividends	1 762
Repayment of losses of previous years	-

To pay out the dividends on ordinary shares of the Company by the results of 2014 in the amount of 704.7115 rubles per ordinary share in cash.

The deadline for payment of dividends to a trustee, which is a nominal holder and a professional participant of the securities market, – not more than 10 business days, to other registered shareholders – 25 business days from the date of compiling the list of persons entitled to receive the dividends.

The date of making the list of persons entitled to receive the dividends – 13 July 2015.

Introduction to AGM of shareholders of the issuer (a joint stock company) of issues (offer to the AGM of shareholders of the issuer (a joint stock company) to take decisions on issues) specified in clause 15 of paragraph 1 article 48 of the Federal Law “On Joint Stock Companies”, as well as issues on transfer of authorities of sole executive body of such issuer to a managing company or a manager /Disclosure of insider information on item 23 “Proposal to the AMG on the following agenda item: “Approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction”

2.2.23. Content of decision

To propose to the Annual General Meeting of Shareholders of IDGC of the South JSC (hereinafter - the Company) to adopt the following decision on the item “Approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction”:

1. To determine the price of the liability insurance contract of directors and officers, concluded between the Company and the winner determined on the basis of the results of tender on selection of an insurance company, which is an interested party transaction, in the amount of the insurance premium, which does not exceed 1 450 000.0 (one million four hundred fifty thousand) rubles.

2. To approve the liability insurance contract of directors and officers between the Company and the winner determined on the basis of the results of tender on selection of an insurance company (hereinafter - the Contract), which is a related party transaction, on the following essential conditions:

2.1 Parties of the Contract:

the Company – “the Insured Party”;

the winner determined on the basis of the results of tender on selection of an insurance company – “the Insurer”.

2.2 The Insured:

– the Company;

– The Insured persons: any natural or a legal person who, in particular, was, is or becomes: a member of the board of directors, supervisory board or another similar

body of the Company irrespective of its name in any jurisdiction, chief executive officer of the Company (General Director), deputy chief executive officer (First Deputy General Director, Deputy General Director) of the Company, a member of the Management Board of the Company, chief accountant of the Company.

2.3 Beneficiary: any third parties, who may incur losses and the Insured.

2.4 Subject of the Contract: The Insurer agrees upon the occurrence of any of the specified in the Contract insurance claims to pay in accordance with the Contract an insurance compensation (depending on the situation) to the corresponding Insured and/or any other person entitled to such compensation.

2.5 Insurance coverage:

Insurance coverage A - the Insurer agrees to pay for any losses arising from any claim, which was first presented to any Insured person during the Policy Period or Discovery Period except in cases where the Company has reimbursed such losses (within such reimbursement);

Insurance coverage B - the Insurer agrees to pay the Company any losses associated with any claim, which was first presented to any Insured person during the Policy Period or Discovery Period;

Insurance coverage C - the Insurer agrees to pay any damages in connection with any claim for securities, which was first presented to the Company during the Policy Period or Discovery Period.

2.6 Object of insurance:

In respect of the insurance liability of the Insured - the property interests of the Insured related to the emergence with such Insured of the obligation to compensate the losses incurred by other persons.

In respect of the insurance of any costs of the Insured - the property interests of the Insured related to incurring and/or the need to incurring any costs.

In respect of the insurance of costs of the Company under the insurance coverage B - the property interests of the Company, related to the reimbursement of any costs to the Company.

2.7 Event insured:

In terms of the liability insurance of the Insured - the onset of the following circumstances:

- (a) the emergence with the Insured in accordance with the applicable law of the obligation to compensate any losses incurred by other persons in connection with any wrongful act of the Insured, and
- (b) the presentation to the Insured any claim in connection with the losses of other persons specified in paragraph (A) above.

In terms of the insurance of any expenses of the Insured - presentation of any claim to the Insured, which necessarily leads to any cost of the Insured, even if such costs have not actually been incurred.

In terms of the insurance of costs of the Company under the insurance coverage B - the Company incurring any expenses/costs for the reimbursement of the Company of any loss to any Insured person and/or any other person acting on behalf of the Insured person and/or for the benefit of any Insured person in connection with any claim brought against any Insured person and/or liability arising of any Insured person for any losses incurred by other persons, even if such losses have not actually been incurred.

2.8 Exclusions from the insurance coverage:

The Agreement does not cover claims relating to:

- receipt by a certain Insured Person of income or benefits for which the Insured Person had no lawful right;
- committing by a certain Insured Person any deliberate criminal or malicious act, deliberate error or omission or any willful or intentional violation of the law;
- bodily injuries and damage to property;
- previous claims and circumstances;
- environmental pollution;
- pension and social programs;
- claims brought by one Insured to another Insured in the U.S. and Canada.

2.9 Total limit of liability: for all the Insured under all claims not less than 1 000 000

000 (one billion) rubles.

2.10 Additional limit of liability: for each independent director is not less than 30 000 000 (thirty million) rubles provided that the aggregate limit of liability for all independent directors in the aggregate amount is not more than 150 000 000 (one hundred and fifty million) rubles.

2.11 Franchises:

not more than 1 500 000 (one million five hundred thousand) rubles - for the remaining claims filed in the United States or Canada (coverage B);

not more than 1 500 000 (one million five hundred thousand) rubles - for the remaining claims filed in other countries (coverage B);

not more than 3 000 000 (three million) rubles - in relation to claims under securities, filed in the U.S. or Canada (coverage C);

not more than 2 400 000 (two million four hundred thousand) rubles - in relation to claims under securities, filed in other countries (coverage C);

2.12 Insurance period (validity of the Contract): 12 months.

2.13 Continuity date – 28.06.2007.

2.14 Discovery Period:

– 60 days after the end of the insurance period automatically, without payment of an additional premium;

– 1 year subject to payment of an additional premium in the amount of not more than 100% of the premium under the Contract.

2.15. The Contact price (the total amount of the insurance premium) shall not exceed 1 450 000.0 (one million four hundred fifty thousand) rubles

2.16. The Contract shall enter into force upon signature and shall be valid until the expiration of the period of insurance, and if there is a discovery period - before the expiration of the applicable discovery period.

Disclosure of insider information on item 24 “On implementation of programme on the integration into the unified IT system of the Unified treasury of Russian Grids JSC”

2.2.24. Content of decision

1. To approve the Schedule of activities of the Company for the integration into the unified IT system of the Unified Treasury of Russian Grids JSC (hereinafter - the Schedule of activities) in accordance with Appendix 17 to this decision of the Board of Directors of the Company.

2. To instruct General Director of the Company to ensure the timely implementation of the measures provided by the Schedule of activities.

2.3. Date of holding the meeting of Board of Directors: **18 May 2015.**

2.4. Date of drawing up and number of the minutes of meeting: **No. 158/2015 dated 21 May 2015**

3. Signature

3.1 Head of corporate governance and shareholders

interaction department (attorney dd 19.01.2015

No.25-15)

(signature) Pavlova Ye.N.

3.2. Date 21 May 2015