

**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	<a href="http://www.mrsk-yuga.ru">http://www.mrsk-yuga.ru</a> ; <a href="http://www.e-disclosure.ru/portal/company.aspx?id=11999">http://www.e-disclosure.ru/portal/company.aspx?id=11999</a>
2. Statement content	
2.1. Quorum of meeting of issuer’s BoD and results of voting on the adopted decisions: <b>11 out of 11 members of BoD participated in the meeting, quorum is present.</b>	
<p><b>On item 1:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 vote</p> <p><b>On item 2:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 vote</p> <p><b>On item 3:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p><b>On item 4:</b></p>	<p><b>On item 6:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p><b>On item 7:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p><b>On item 8:</b></p> <p>“FOR” – 11 votes</p> <p>“AGAINST” – 0 votes</p> <p>“ABSTAINED” – 0 votes</p> <p><b>On item 9:</b></p>

“FOR” – 11 votes

“AGAINST” – 0 votes

“ABSTAINED” – 0 votes

**On item 5:**

“FOR” – 11 votes

“AGAINST” – 0 votes

“ABSTAINED” – 0 votes

“FOR” – 11 votes

“AGAINST” – 0 votes

“ABSTAINED” – 0 votes

**On item 10:**

“FOR” – 11 votes

“AGAINST” – 0 votes

“ABSTAINED” – 0 votes

**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: “Convening of annual General meeting of Company’s shareholders and form of the meeting”**

2.2.1 Content of decision:

To convene annual General meeting of shareholders in the form of a meeting (joint presence).

**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 “The date, place and time of holding annual General meeting of Company’s shareholders, time of registration of persons participating in annual General meeting of Company’s shareholders”**

2.2.2. Content of decision:

1. It is proposed to choose 19 June 2015 as the date of holding the general meeting of participants (shareholders) of the issuer.
2. The proposed time of holding the general meeting of participants (shareholders) of the issuer: 10:00 a.m., local time.
3. The proposed place of the general meeting of participants (shareholders) of the issuer: 147 2<sup>nd</sup> Krasnodarskaya street, Rostov-on-Don, Russian Federation
4. It is proposed to start registration of persons entitled to participate in the general

meeting of participants (shareholders) of the issuer at 9:00 a.m., local time.

**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 3 “Date of making the list of persons entitled to participate in annual General meeting of Company’s shareholders”**

2.2.3. Content of decision:

The proposed date of drawing up the list of persons entitled to participate in the general meeting of participants (shareholders) of the issuer: 18 May 2015

**Disclosure of insider information on item 4 “Election of members to the Audit Committee of the BoD and election of its Chairperson”.**

2.2.4. Content of decision:

1. The Audit Committee of the BoD of IDGC of the South JSC shall consist of 6 (six) persons.

2. The following persons shall be elected to the Audit Committee of the BoD:

#	Candidate	Position and place of work
1	Shevchyuk Aleksandr Viktorovich	Executive director of Non-profit Partnership Association of Professional Investors
2	Filkin Roman Alekseevich	Co-director of representative office of Prosperity Capital Management Ltd (RF)
3	Dudchenko Vladimir Vladimirovich	Financial director of SoftBiKom, LLC
4	Airapetian Arman Mushegovich	Director of Property Recording and Management Department of Rosseti, JSC
5	Pankstiyarov Yuriy Borisovich	Head of Tariff policy department, Rosseti JSC
6	Piotrovich Nikolai Borisovich	Deputy head of Directorate for Arrangement of Management Bodies’ Activity, Rosseti, JSC

3. To elect Pankstiyarov Yuriy Borisovich, Head of Tariff policy department, Rosseti JSC, for the position of Chairperson of the Audit Committee.

**Disclosure of insider information on item 5 “Election of members to the Personnel and Remuneration Committee of the BoD and election of its Chairperson”**

#### 2.2.5. Content of decision:

1. The Personnel and Remuneration Committee of the BoD of IDGC of the South JSC shall consist of 8 (eight) persons.

2. The following persons shall be elected to the Personnel and Remuneration Committee of the BoD:

#	Candidate	Position and place of work
1	Shevchyuk Aleksandr Viktorovich	Executive director of Non-profit Partnership Association of Professional Investors
2	Repin Igor Nikolaevich	Deputy Executive director of Non-profit partnership Association of Professional investors
3	Filkin Roman Alekseevich	Co-director of representative office of Prosperity Capital Management Ltd (RF)
4	Dudchenko Vladimir Vladimirovich	Financial director of SoftBiKom, LLC
5	Varlamov Nikolai Nikolaevich	Deputy director general - chief of staff of Rosseti, JSC
6	Chevkin Dmitriy Aleksandrovich	Head of Personnel and organization development department, Rosseti, JSC
7	Erpsher Natalia Ilynichna	Head of Directorate of organization development at Personnel and organization development department, Rosseti, JSC
8	Yakubovskaya Yelena Igorevna	Head of Directorate for personnel records and interaction with managers at Personnel and organization development department, Rosseti, JSC

3. To elect Varlamov Nikolai Nikolaevich, Deputy director general - chief of staff of Rosseti, JSC, for the position of Chairperson of the Personnel and Remuneration Committee.

#### **Disclosure of insider information on item 6 “Election of members to the Reliability Committee of the BoD and election of its Chairperson”**

#### 2.2.6. Content of decision

1. The Reliability Committee of the BoD of IDGC of the South JSC shall consist of 6 (six) persons.

2. The following persons shall be elected to the Reliability Committee of the BoD:

#	Candidate	Position and place of work
1	Repin Igor Nikolaevich	Deputy Executive director of Non-profit

		partnership Association of Professional investors
2	Polovnev Igor Georgievich	Financial director of Association of Professional Investors
3	Goncharov Pavel Yurievich	Deputy director general in charge of technical issues – chief engineer of IDGC of the South JSC
4	Rybin Alexey Alexandrovich	Deputy director general in charge of economics and finances of IDGC of the South JSC
5	Shaidullin Farit Gabdulfatovich	Head of Directorate for assets state analysis at Production assets management department, Rosseti, JSC
6	Novomlinskiy Eduard Vitalievich	Deputy head of Directorate for assets state analysis at Production assets management department, Rosseti, JSC

3. To elect Shaidullin Farit Gabdulfatovich, Head of Directorate for assets state analysis at Production assets management department, Rosseti, JSC, for the position of Chairperson of the Reliability Committee.

**Disclosure of insider information on item 7 “Election of members to the Committee for Strategy, Development, Investments and Reform of the BoD and election of its Chairperson”**

2.2.7. Content of decision

1. The Committee for Strategy, Development, Investments and Reform of the BoD of IDGC of the South JSC shall consist of 12 (twelve) persons.
2. The following persons shall be elected to the Committee for Strategy, Development, Investments and Reform of the BoD:

#	Candidate	Position and place of work
1	Repin Igor Nikolaevich	Deputy Executive director of Non-profit partnership Association of Professional investors
2	Shevchyuk Aleksandr Viktorovich	Executive director of Non-profit Partnership Association of Professional Investors
3	Rybin Alexey Alexandrovich	Deputy director general in charge of economics and finances of IDGC of the South JSC
4	Filkin Roman Alekseevich	Co-director of representative office of Prosperity Capital Management Ltd (RF)
5	Dudchenko Vladimir	Financial director of SoftBiKom, LLC

	Vladimirovich	
6	Terebkov Fyodor Alekseevich	Head of Capital markets and structured financing directorate, Rosseti, JSC
7	Vodolatskiy Pavel Viktorovich	Head of Directorate for issues with debt recovery, Rosseti, JSC
8	Rakov Aleksei Viktorovich	Head of Department of energy selling activity and interaction with participants of wholesale electricity market, Rosseti, JSC
9	Savvin Yuri Aleksandrovich	Deputy head of Economics of Affiliates at Department of economic planning and budgeting, Rosseti, JSC
10	Balaeva Svetlana Aleksandrovna	Head of Investments department at Rosseti, JSC
11	Serebryakov Konstantin Sergeevich	Head of Directorate for corporate events at affiliated and dependent companies, Corporate governance and shareholders relations department, Rosseti, JSC
12	Iordanidi Kirill Alexandrovich	Leading expert of Directorate for strategic planning at Department of strategic projects, Rosseti JSC

3. To elect Terebkov Fyodor Alekseevich, Head of Capital markets and structured financing directorate, Rosseti, JSC, for the position of Chairperson of the Committee for Strategy, Development, Investments and Reform.

**Disclosure of insider information on item 8 “Election of members to the Technological Connection Committee of the BoD and election of its Chairperson”**

2.2.8. Content of decision

1. The Technological Connection Committee of the BoD of IDGC of the South JSC shall consist of 6 (six) persons.

2. The following persons shall be elected to the Technological Connection Committee of the BoD:

#	Candidate	Position and place of work
1	Repin Igor Nikolaevich	Deputy Executive director of Non-profit partnership Association of Professional investors
2	Polovnev Igor Georgievich	Financial director of Association of Professional Investors
3	Zhuravlyov Dmitriy Olegovich	Deputy director general of IDGC of the South, JSC

4	Nikologorsky Sergey Valerievich	Deputy director general in charge of implementation and development of services of IDGC of the south JSC
5	Korneev Alexandr Yurievich	Head of sector for regulatory activity, technological connection at Department of perspective development of grids and technological connection, Rosseti JSC
3. To elect Repin Igor Nikolaevich, Deputy Executive director of Non-profit partnership Association of Professional investors, for the position of Chairperson of the Technological Connection Committee.		
<b>Disclosure of insider information on item 9 “Consideration of report prepared by Director general on provision of insurance of the Company in the 1<sup>st</sup> quarter of 2015”</b>		
2.2.9. Content of decision To take into consideration the report prepared by Director general on provision of insurance of the Company in the 1 <sup>st</sup> quarter of 2015, in accordance with Appendix 1to the decision of the Board of Directors.		
<b>Disclosure of insider information on item 10 “Approval of Credit plan of IDGC of the South JSC for the 2<sup>nd</sup> quarter of 2015”</b>		
2.2.10. Content of decision To approve Credit plan of IDGC of the South JSC for the 2 <sup>nd</sup> quarter of 2015, in accordance with Appendix 12to the decision of the Board of Directors.		
2.3. Date of holding the meeting of Board of Directors: <b>7 May 2015.</b>		
2.4. Date of drawing up and number of the minutes of meeting: <b>No. 157/2015 dated 8 May 2015</b>		
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 8 May 2015		