



Joint Stock Company
"Moscow United Electric
Grid Company"

ANNUAL GENERAL SHAREHOLDERS' MEETING





Agenda (1)

- 1. On approval of the annual report, annual accounting statements, and on distribution of profit (including on payment of dividends) and losses of JSC "Moscow United Electric Grid Company" following the results of the financial year 2013;
- 2. On election of members of the Board of Directors of JSC "Moscow United Electric Grid Company";
- 3. On election of members of the Auditing Commission of JSC "Moscow United Electric Grid Company";
- 4. On approval of the auditor of JSC "Moscow United Electric Grid Company";
- 5. On approval of the Charter of Joint Stock Company "Moscow United Electric Grid Company" in a new version;
- On approval of the Company internal document: Regulations on the Procedure of Preparation and Conduct of the General Shareholders' Meeting of Joint Stock Company "Moscow United Electric Grid Company" in a new version;
- 7. On approval of the Company internal document: Regulations on the Auditing Commission of Joint Stock Company "Moscow United Electric Grid Company" in a new version;
- 8. On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "Plant RETO", which are interested party transactions and in respect of which JSC "Plant RETO" will be defined as the winner as a result of holding competitive procedures, which can be performed in the future in the process of implementation by JSC "Moscow United Electric Grid Company" of ordinary economic activities;





Agenda (2)

- 9. On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "MKER", which are interested party transactions and in respect of which JSC "MKER" will be defined as the winner as a result of holding competitive procedures, which can be performed in the future in the process of implementation by JSC "Moscow United Electric Grid Company" of ordinary economic activities;
- 10. On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "MKSM", which are interested party transactions and in respect of which JSC "MKSM" will be defined as the winner as a result of holding competitive procedures, which can be performed in the future in the process of implementation by JSC "Moscow United Electric Grid Company" of ordinary economic activities;
- 11. On approval of interested party transactions;
- 12. On approval of the agreement for insurance of liability of the Company directors and officials, which is an interested party transaction.

Issue 1 of the agenda of the annual **General Shareholders' Meeting**

Joint Stock Company "Moscow United Electric Grid Company"

On approval of the annual report, annual accounting statements, and on distribution of profit (including on payment of dividends) and losses of JSC "Moscow United Electric Grid Company" following the results of the financial year 2013

Reporters: Director General of JSC "MOESK" Sinyutin Pyotr Alexeyevich

> Chief Accountant – director of the book-keeping and tax accounting and reporting department of JSC "MOESK" **Vitinsky Victor Victorovich**

> First Deputy Director General for financial and economic activities and corporate governance of JSC "MOESK" Inozemtsev Alexander Valer'evich

Issue 1 of the agenda of the annual General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the annual report

Reporter: Director General of JSC "MOESK" Sinyutin Pyotr Alexeyevich





General information

Requirements of the RF current normative and legal acts

Shareholders' recommendations

Annual Report was prepared based on

Information which is most frequently requested by the representatives of the investment community

Best practices of preparation of annual reports

Contents

Annual Report consists of 13 sections:

- Company profile
- Strategy
- 3. Production activities
- Financial and economic activities
- Procurement activities
- 6. Corporate governance
- 7. Innovative development, technologies and telecommunications
- 8. Human resources and social responsibility
- 9. External communications
- Glossary of main concepts and abbreviations
- 11. Disclaimer
- 12. Appendices
- 13. Contract information

Report concept

The concept of information presentation in the Annual Report is shown in the slogan "Complicated things in plain words".

When drafting the document, attention was paid to the disclosure of complicated processes in the Company, terminology in the form which is available to a person who is not familiar with the sector.

Reliability of data in the Annual Report is confirmed by the Auditing Commission's Report dd. 17.04.2014.



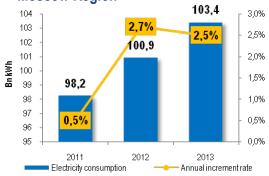




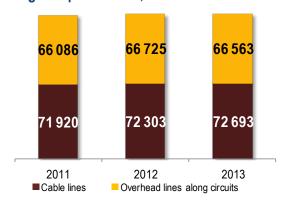


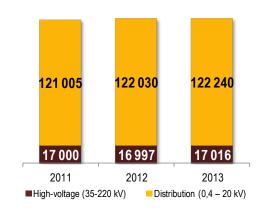
"Company profile"



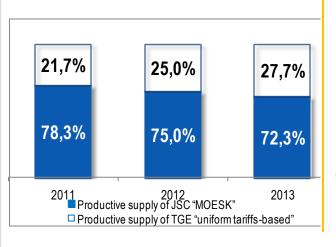


Length of power lines, km

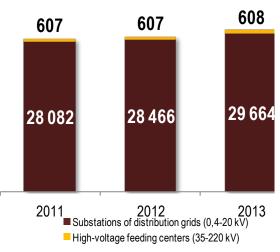




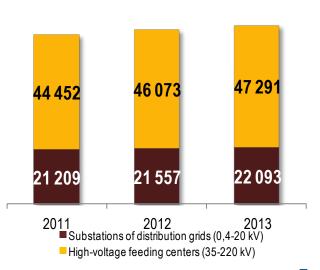
Share of productive supply of JSC "MOESK" in total uniform tariff-based productive supply of the Moscow Region



Number of substations, pcs.



Installed capacity of substations, MVA







"Strategy"

Results of implementation in 2013 of the actions within the Priority Tasks Program for the period before 2015



RELIABILITY

Electricity supply reliability improvement

Average time of electricity supply recovery:

Moscow: 46 min; Moscow Area: 122 min;

New Moscow: 108 min

Reliability index, hour/point of connection:

Moscow: 0,000410;

Moscow Area: 0,022525.

Share of PL 0,4-20 kV made of cable and SSIW (self-supported insulated wire): 66,60 %.



Service quality improvement. Availability for grid connection

Share of timely issued offers of GC agreements: 98 %;

Average time of preparation of an offer for GC agreement in respect of applicants up to 150 kW:
Before 23.08.2013: 23 days;
As from 23.08.2013 through

31.12.2013: 11 days.

Number of applicants' personal visits to offices of JSC "MOESK" for GC: 3.



DEVELOPMENT

Advanced grid development.
Implementation of new technologies

Share of feeding centers with capacity reserve for consumers' GC:

Moscow: 63 %; Moscow Area: 67 %.

Total transmissionrelated losses of electricity: 9,16 %.



VALUE

Growth of investment attractiveness and capitalization

Specific operational costs for 1 c.u.: RUR 17,49 ths.;

Credit rating: FitchRatings BB+ Stable forecast;

S&P BB Stable forecast;

Moody's Ba2 Stable forecast.



PERSONNEL

Improvement of professionalism and loyalty of personnel

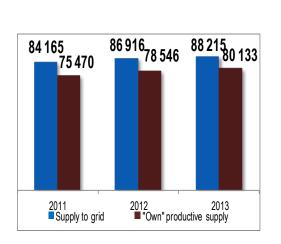
Labor productivity per 1 employee: 5 643,6 ths. kWh



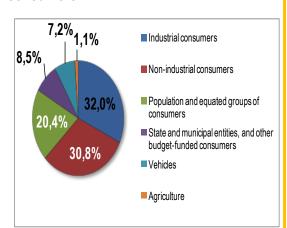


"Production activities" (1)

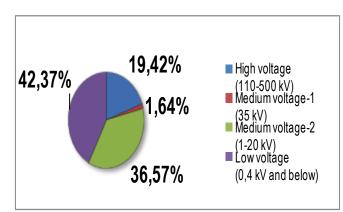




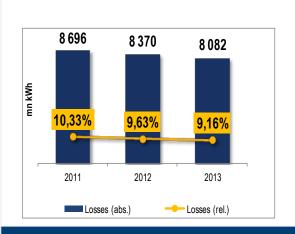
Structure of "uniform tariffs-based" productive supply by groups of end consumers



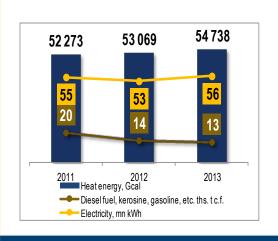
Structure of "uniform tariffs-based" productive supply by voltage levels



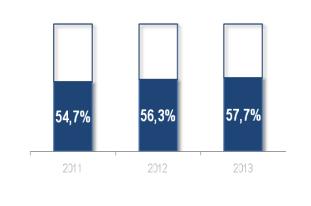
Electricity losses in the process of transmission and distribution through electric grids



Consumption of resources for economic needs



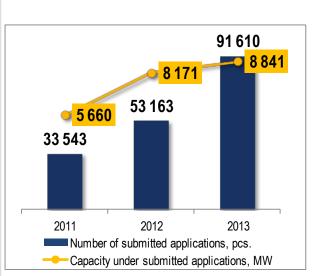
Provision with modern electricity meters in retail market



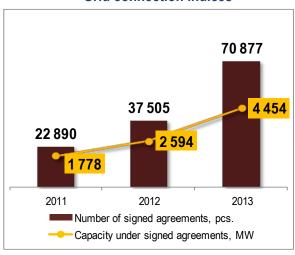


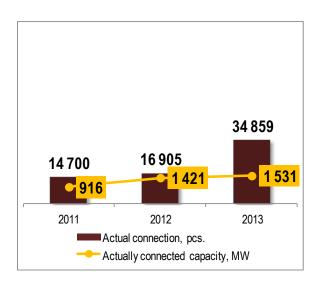


"Production activities" (2)

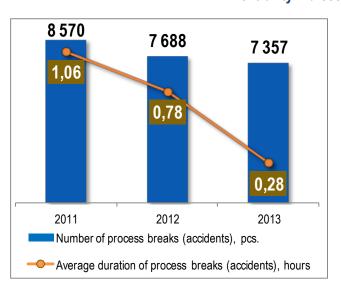


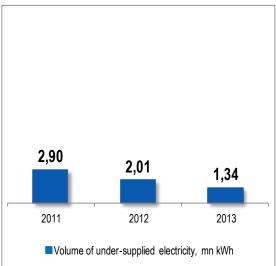
Grid connection indices



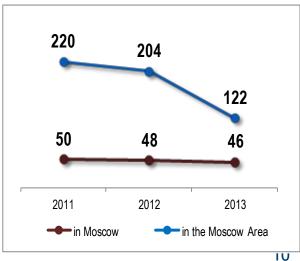


Reliability indices dynamics





Average time of electricity supply recovery, min



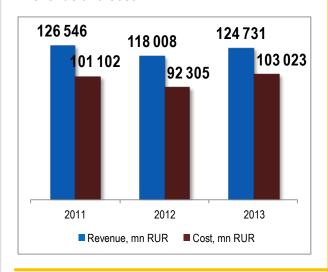




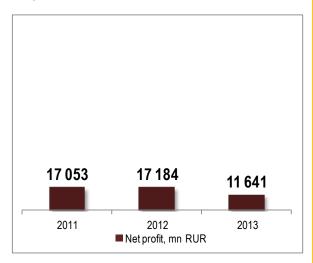


"Financial and economic activities" (1)

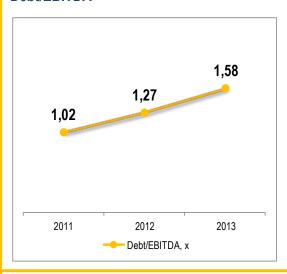
Revenue and cost



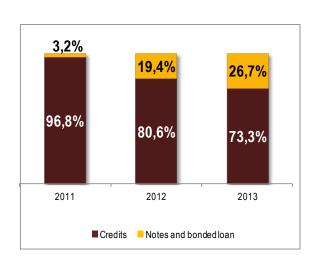
Net profit



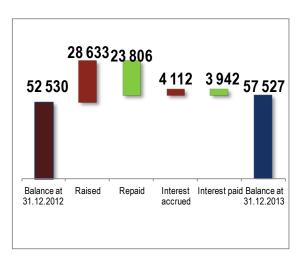
Debt/EBITDA



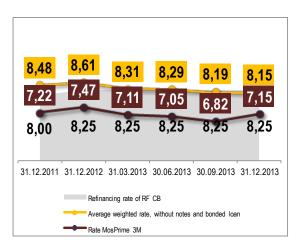
Structure of borrowed money



Change of credit portfolio in 2013, mn RUR



Average weighted rate of borrowed money service, %

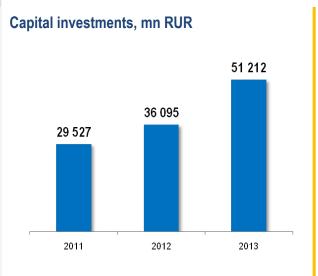


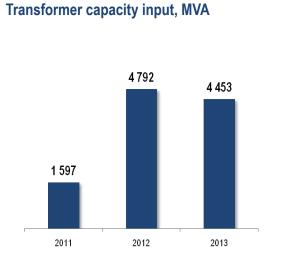






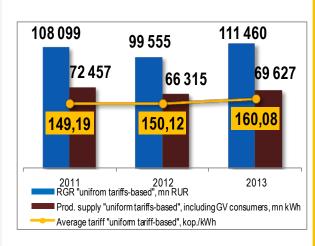
"Financial and economic activities" (2)



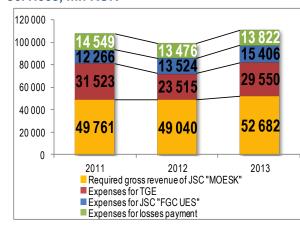




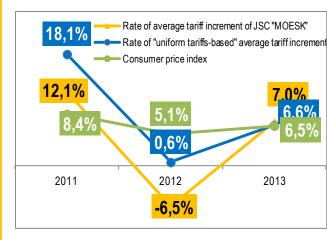
Average "uniform tariffs-based" tariff for electricity transmission services







Rate of increment of average tariffs for electricity transmission services

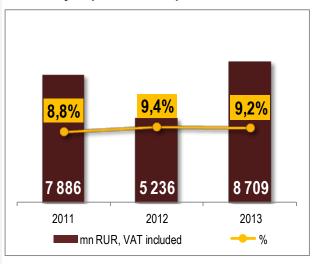




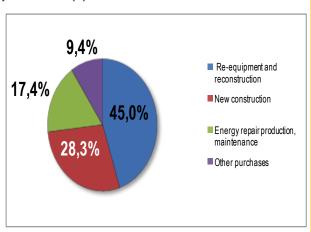


"Procurement activities"

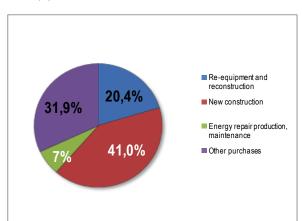
Efficiency of procurement procedures



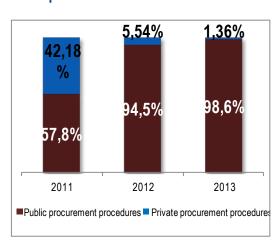
Structure of purchases in 2013 as to number of purchases (1)



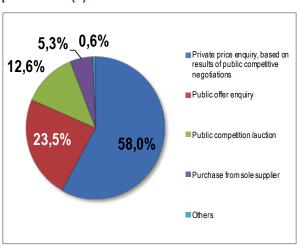
Structure of purchases in 2013 as to purchases cost (2)



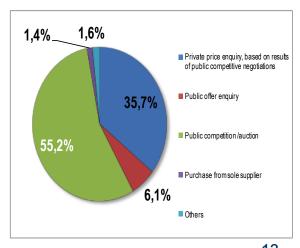
Relation of procurement procedures number in cost expression

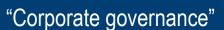


Structure of purchases in 2013 as to number of purchases (1)



Structure of purchases in 2013 as to purchases cost (2)

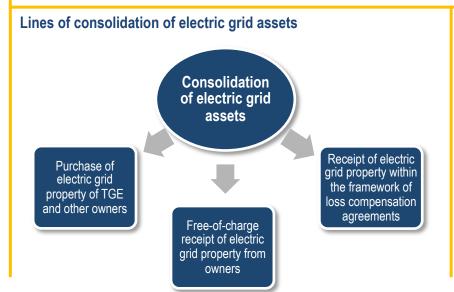












S #300 "Dvoriki" 110/10 kV



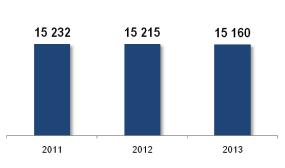




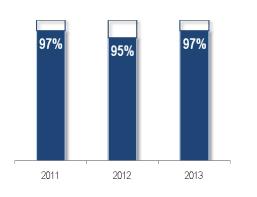
Annual Report, section 8

"Human resources and social responsibility" (1)

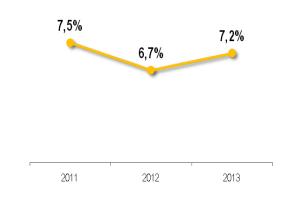
Dynamics of average list number of personnel, people



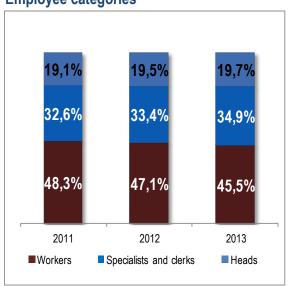
Level of personnel sufficiency



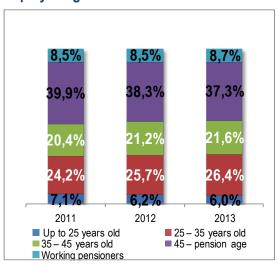
Level of active personnel turnover



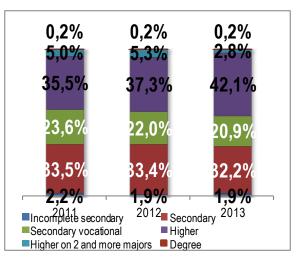
Employee categories



Employee age



Level of employee education



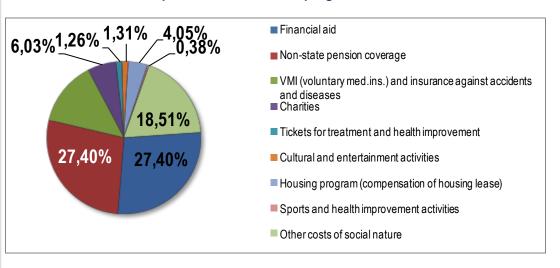




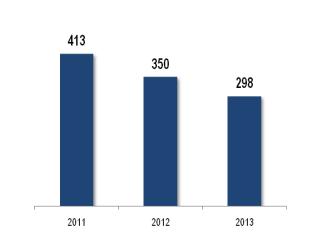
Annual Report, section 8

"Human resources and social responsibility" (2)

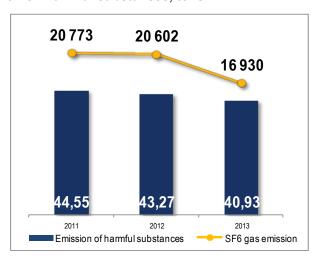
Structure of costs for implementation of social programs in 2013



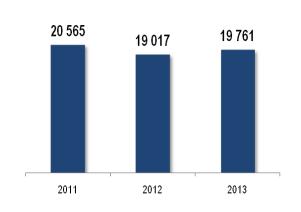




Emission of harmful substances, tons



Production and consumption waste, tons

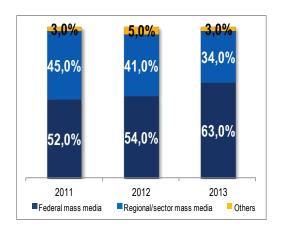




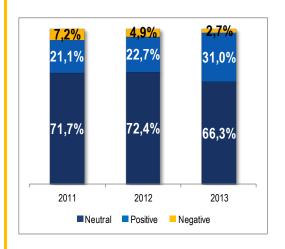


"External communications"

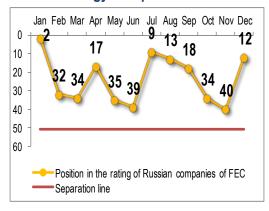
Number of publications



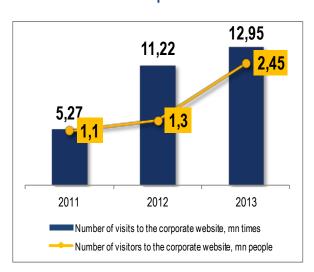
Nature of publications



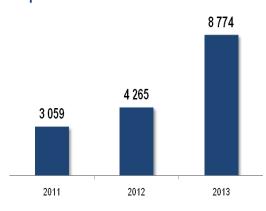
Change of position of JSC "MOESK" in 2013 in the Rating of Information Transparency of Russian Companies of the Fuel and Energy Complex



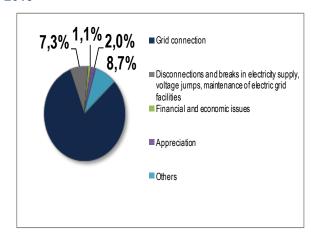
Rate of visits to corporate website



Number of applying to the Internet reception



Main questions in applications received in 2013



Issue 1 of the agenda of the annual General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the annual accounting statements

Reporter:

Chief Accountant – director of the book-keeping and tax accounting and reporting department of JSC "MOESK" **Vitinsky Victor Victorovich**





Issue 1

Balance sheet, mn RUR					
Index	At 31 D	At 31 December		Change 31.12.2013 / 31.12.2012	
	2013	2012	RUR	%	
Asset					
Noncurrent assets	260 154	224 687	35 467	15,79%	
Working capital	39 521	62 060	-22 540	-36,32%	
Liability					
Capital and reserves	178 489	171 144	7 345	4,29%	
Long-term liabilities	63 045	55 385	7 660	13,83%	
Short-term liabilities	58 141	60 218	-2 078	-3,45%	
Balance	299 675	286 747	12 928	4,51%	
Financial results statement, mn RU	R				
Index	For	For year		Change 31.12.2013 / 31.12.2012	
	2013	2012	RUR	%	
Revenue	124 731	118 008	6 723	5,70%	
Cost	103 023	92 305	10 718	11,61%	
Gross profit	21 708	25 703	-3 995	-15,54%	
Net profit	11 641	17 184	-5 543	-32,26%	

Structure of accounting statement



The auditor's report (prepared by CJSC "KPMG" dd. 28.04.2014) and Auditing Commission Report (approved by the Auditing Commission of JSC "MOESK", minutes #10 dd. 17.04.2014) express the opinion on reliability of accounting statements of JSC "MOESK" and compliance of the manner, in which book keeping and tax accounts are kept, with the RF laws.

Issue 1 of the agenda of the annual General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On distribution of profit (including on payment of dividends) and losses of JSC "Moscow United Electric Grid Company" following the results of the financial year 2013

Reporter:

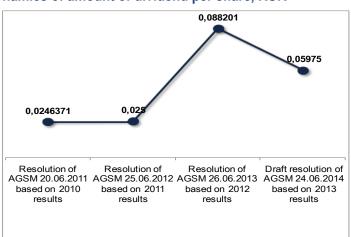
First Deputy Director General for financial and economic activities and corporate governance of JSC "MOESK" **Inozemtsev Alexander Valer'evich**

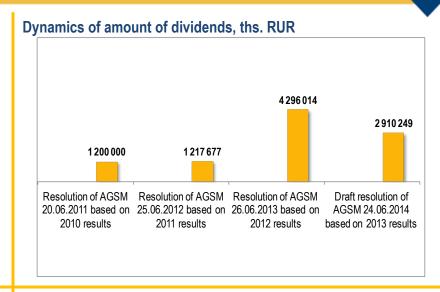






Dynamics of amount of dividend per share, RUR





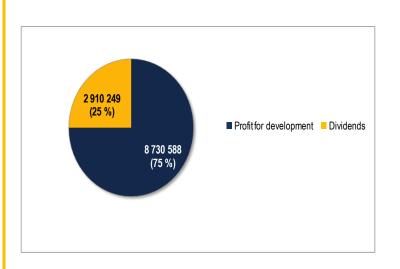
Reduction in conditionally uncontrolled expenses

Growth of negative balance of other incomes and expenses

Net profit for 2013 **RUR 11 640 837 ths**.

Target for 2013 as to net profit was met 106 %.

Recommendations of the Board of Directors as to distribution of net profit for the year 2013, ths. RUR







Draft resolution

- 1. To approve the Annual Report of JSC "Moscow United Electric Grid Company" for 2013.
- 2. To approve the annual accounting statements of JSC "Moscow United Electric Grid Company" for 2013.
- 3. To approve distribution of profit (loss) of JSC "Moscow United Electric Grid Company" for the financial year 2013:

Name		(ths. RUR)
Undistributed profit of the reportin	g period:	11 640 837
To distribute to:	Reserve fund	0
	Profit for development	8 730 588
	Dividends	2 910 249
	Repayment of losses of past years	0

4. To pay dividends on ordinary shares of JSC "Moscow United Electric Grid Company" following the results of 2013 in the amount of RUR 0,05975 per one ordinary share of the Company in money.

Period of dividends payment to the nominal holder and trustee, who is professional participant of the securities market, is not more than 10 business days; to other shareholders registered in the registry – 25 business days as from the date of drawing up the list of the persons entitled to obtain dividends.

5. To determine the date of drawing up the list of persons entitled to obtain dividends – 11.07.2014.

Issue 2 of the agenda of the annual General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On election of members of the Board of Directors of JSC "Moscow United Electric Grid Company"

Reporter:

Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**





Issue 2

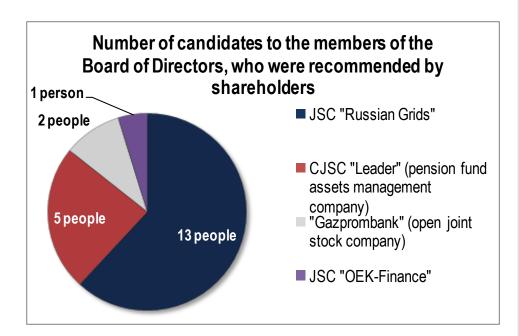
Board of Directors is the Company management body

Competence	issues of general management by the Company activities, except for the issues referred by the Federal Law "On Joint Stock Companies" and Charter to the competence of the General Shareholders' Meeting
Membership	13 people (Article 16 of the Charter)
Period of office	elected by the General Shareholders' Meeting before the following annual General Shareholders' Meeting
Right to recommend candidates to the membership	shareholders, who are in total owners of at least 2 % of voting shares of the Company (Article 13 of the Charter)

Resolution on including candidates (are specified in the list below) for voting on election of candidates to the Board of Directors of JSC "MOESK" in the list was taken by the Board of Directors of JSC "MOESK" on 06.03.2014 (minutes #221 dd. 07.03.2014).



Total: 21 candidates







Brief information on candidates to the Board of Directors of JSC "MOESK"

#	Candidate's full name	Position at the date of recommendation	Name of shareholder which recommended the candidate
1.	Gavrilenko A.A.	Director General of CJSC "Leader" (Pension fund asset management company)	CJSC "Leader" (Pension fund asset management company)
2.	Kokin A.A.	Director General of LLC "Story Capital"	CJSC "Leader" (Pension fund asset management company)
3.	Nuzhdov A.V.	Deputy Director General for investments and relations with state bodies of CJSC "Leader" (Pension fund asset management company)	CJSC "Leader" (Pension fund asset management company)
4.	Nikitin S.A.	Deputy Director General – chief of the corporate control administration of CJSC "Leader" (Pension fund asset management company)	CJSC "Leader" (Pension fund asset management company)
5.	Alyoshin O.N.	Deputy Director General – chief of the administration for work in stock exchange market of CJSC "Leader" (Pension fund asset management company)	CJSC "Leader" (Pension fund asset management company)
6.	Grishchenko S.V.	Deputy chief of the direct investments department of GPB (OJSC)	GPB (OJSC)
7.	Scribot W.	Chief of the electric power industry and infrastructure projects administration of the direct investments department of GPB (OJSC)	GPB (OJSC)
8.	Livinsky P.A.	Head of the Department of fuel and energy complex of Moscow	JSC "OEK-Finance"





Brief information on candidates to the Board of Directors of JSC "MOESK"

#	Candidate's full name	Position at the date of recommendation	Name of shareholder which recommended the candidate
9.	Budargin O.M.	Chairperson of the Management Board of JSC "Russian Grids", Director General of JSC "Russian Grids"	JSC "Russian Grids"
10.	Mangarov Yu.N.	Advisor to JSC "Russian Grids"	JSC "Russian Grids"
11.	Kravchenko V.M.	Deputy Energy Minister of the Russian Federation	JSC "Russian Grids"
12.	Shatokhina O.V.	Deputy Director General for economy of JSC "Russian Grids"	JSC "Russian Grids"
13.	Lebedev S.Yu.	Director of the strategic development department of JSC "Russian Grids"	JSC "Russian Grids"
14.	Sinyutin P.A.	Director General of JSC "MOESK"	JSC "Russian Grids"
15.	Dyomin A.A.	First deputy director general for economy and finances of JSC "Russian Grids"	JSC "Russian Grids"
16.	Gur'anov D.L.	Director of the corporate governance, shareholder and investor relations department of JSC "Russian Grids"	JSC "Russian Grids"
17.	Zafesov Yu.K.	Director of the procurement department of JSC "Russian Grids"	JSC "Russian Grids"
18.	Panksťanov Yu.N.	Director of the tariff policy department of JSC "Russian Grids"	JSC "Russian Grids"
19.	Yur'ev A.V.	Chief of the electric grid assets construction administration JSC "Russian Grids"	JSC "Russian Grids"
20.	Sof'in V.V.	Director of the engineering development and innovations department of JSC "Russian Grids"	JSC "Russian Grids"
21.	Malkov D.A.	Director of the electricity metering and services development department of JSC "Russian Grids"	JSC "Russian Grids"





Draft resolution

To elect the Board of Directors of JSC "Moscow United Electric Grid Company" in the following membership: ...

Issue 3
of the agenda of the annual
General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On election of members of the Auditing Commission of JSC "Moscow United Electric Grid Company"

Reporter:

Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**





Issue 3

Auditing Commission is the Company control body

Competence	control over the Company economic and financial activities
Membership	5 people (Article 24 of the Charter)
Period of office	elected by the General Shareholders' Meeting before the following annual General Shareholders' Meeting
Right to recommend candidates to the membership	shareholders, who are in total owners of at least 2 % of voting shares of the Company (Article 13 of the Charter)

Resolution on including candidates (are specified in the list below) for voting on election of candidates to the Auditing Commission of JSC "MOESK" in the list was taken by the Board of Directors of JSC "MOESK" on 06.03.2014 (minutes #221 dd. 07.03.2014).



Total: 6 candidates







Brief information on candidates to the Auditing Commission of JSC "MOESK"

#	Candidate's full name	Position at the date of recommendation	Name of shareholder which recommended the candidate
1.	Kim S.A.	Chief of the auditing activities and internal audit administration in the internal control and audit department of JSC "Russian Grids"	JSC "Russian Grids"
2.	Kuznetsov E.P.	Chief of the general audit and inspections division of the auditing activities and internal audit administration in the internal control and audit department of JSC "Russian Grids"	JSC "Russian Grids"
3.	Kirillov A.N.	Chief of the investment audit division of the auditing activities and internal audit administration in the internal control and audit department of JSC "Russian Grids"	JSC "Russian Grids"
4.	Ochikov S.I.	Leading expert of the auditing activities and internal audit administration in the internal control and audit department of JSC "Russian Grids"	JSC "Russian Grids"
5.	Guseva E.Yu.	Leading expert of the auditing activities and internal audit administration in the internal control and audit department of JSC "Russian Grids"	JSC "Russian Grids"
6.	Vakulin K.V.	Leading auditor of the corporate governance division in the corporate control administration of CJSC "Leader" (Pension fund asset management company)	CJSC "Leader" (Pension fund asset management company)





Draft resolution

To elect the Auditing Commission of JSC "Moscow United Electric Grid Company" in the following membership: ...

Issue 4
of the agenda of the annual
General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the auditor of JSC "Moscow United Electric Grid Company"

Reporter:

First Deputy Director General for financial and economic activities and corporate governance of JSC "MOESK" **Inozemtsev Alexander Valer'evich**





Information on candidate for auditor

Company auditor

Competence

implementation of audit of financial (book keeping) reports for a year, which are prepared in accordance with RAS, and audit of financial reports for a year, prepared in accordance with IFRS

Period of powers

elected annually by the General Shareholders' Meeting

Terms of selection of candidates for auditors

- Audit Committee holds evaluation of candidates for external auditors, approves terms of holding a competition among audit firms for performance of auditor's functions, elaborates recommendations for the Board of Directors on the candidate of the Company auditor and draft agreement to be signed with the auditor, approves preliminarily the list, amount of fee of auditing and related services;
- Board of Directors elaborates recommendations as to selection of auditor
 performing audit of financial reports of the Company, prepared in accordance
 with IFRS, approves terms of the agreement signed with it, and holds
 monitoring of holding the audit of the Company financial reports, prepared in
 accordance with IFRS;
- Competition Commission considers results of evaluation of proposals from purchase participants and carries out direct selection of the auditor.

Conditions of holding selection of the auditor to perform the audit of financial reports of JSC "MOESK" for 2014, prepared in accordance with IFRS, are defined in the resolution of the Board of Directors of JSC "MOESK" dd. 12.03.2014 (minutes #222 dd. 14.03.2014). LLC "Ernst & Young" is recognized the winner of the public competitive negotiations for selection of auditors according to the resolution of the Competition Commission (minutes #5/39678 dd. 09.04.2014).





Information on candidate of auditor

LLC "Ernst and Young" – company which is registered in accordance with the RF laws and is a constant member in the structure of the global organization **Ernst & Young Global Limited** (hereinafter – the "YE Company").

The EY Company is entitled to provide its clients with the services of auditing the financial reports, uses all the rights and powers which are used in all the firms within the global organization EY.



When its Moscow office was opened in 1989, the EY company became the first international firm in the field of provision of professional services, which started its activities in Russia and CIS.

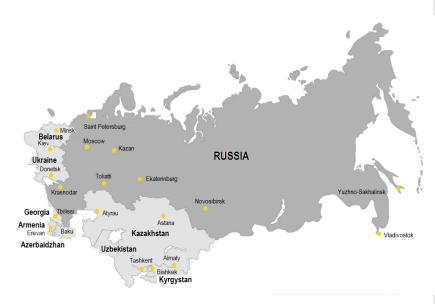
4800 specialists work in 21 offices of the EY Company in CIS.

Membership in certified professional audit association

As from December 2009, LLC "Ernst and Young" is a member of SRE NP "Audit Chamber of Russia", registered in the state registry of self-regulated organizations of auditors under registration number of record 01.

LLC "Ernst and Young" is registered in the registry of auditors and audit organizations SRE ACR under number 3028, as well as included in the control copy of registry of auditors and audit organizations under primary registration number of record 10201017420.









Draft resolution

To approve LLC "Ernst and Young" as the auditor of JSC "Moscow United Electric Grid Company"

Issue 5
of the agenda of the annual
General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the Charter of JSC "Moscow United Electric Grid Company" in a new version

Reporter:

Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**

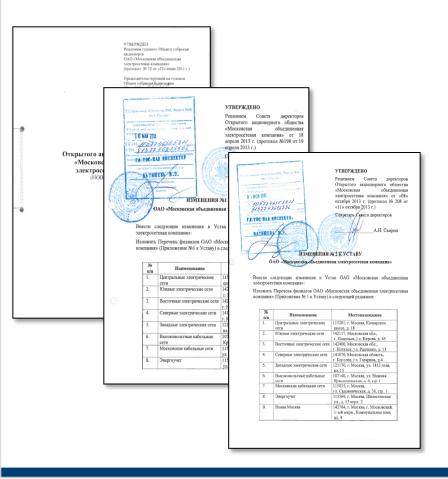




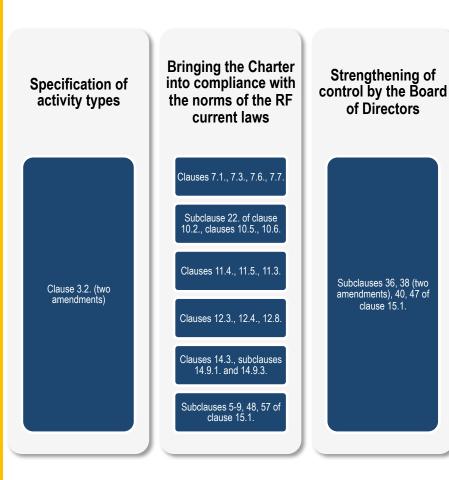
Proposed amendments and additions to the Charter of JSC "MOESK"

Current version of the Charter was approved by the resolution of the annual General Shareholders' Meeting of 20.06.2011.

Amendments #1 dd. 18.04.2013 and #2 dd. 08.10.2013 were approved to the current version of the Charter by the Board of Directors



Grounds for incorporation of amendments to the Charter







Specification of activity types





Change of wording of activity type:



Holding of organizational, practical and preventive actions to ensure comprehensive security (anti-terrorist and anti-criminal protection, economic security, anticorruption and information safety)

Clause 3.2., Article 3



Addition of new wording of activity type:

Holding activities in the field of scientific and research, design, experimental and engineering works, including development, creation, implementation of new equipment, technologies and methods and improvement of existing ones in order to raise reliability, quality, efficiency and ecological qualities of energy supplies to consumers, creation of conditions for development of the electric energy system of Russia, implementation of R&D programs and innovation programs, participation in formation of sector funds of R&D







Bringing the Charter into compliance with the norms of the RF current laws





New wording was added, which fixes the amendments to the procedure and timing of payment of dividends :

- Timing of dividends payment;
- Date, at which persons entitled to obtain dividends are defined in accordance with the resolution on dividends payment;
- Persons entitled to obtain dividends;
- Form of dividends payment, including to individuals.



Clause 11.5., article 11

Procedure of notification of shareholders about holding the general shareholders' meting in the form of compresence was changed:

Statement on holding the General Shareholders' Meeting is placed on the website of the Company on the Internet at www.moesk.ru not later than 30 days before the date of its holding.

If a nominal shareholder is a person registered in the Company shareholders registry, the statement on holding the General Shareholders' Meeting, as well as information subject to provision to the persons entitled to participate in the General Shareholders' Meeting, in the process of preparation for holding the General Shareholders' Meeting is sent to the nominal shareholder via e-mail.







Bringing the Charter into compliance with the norms of the RF current laws



Clause 11.4., Article 11, clause 12.3., Article 12

The initial timing for drafting the list of the persons entitled to participate in the voting on the issues of the agenda of the general meeting was defined:

Date of drafting the list of the persons entitled to participate in the voting on the issues of the agenda of the General Shareholders' Meeting cannot be determined earlier than 10 days after the date of taking the resolution on holding the General Shareholders' Meeting and more than 50 before the date of the end of the ballots receipt by the Company







The competence of the Company Board of Directors includes the following issues:

57) Address with the application on the listing of the Company shares and / or Company equity securities converted into the Company shares

Subclause 58, clause 15.1., Article 15

58) Taking of resolutions on the Company's accession to sector and inter-sector standards, regulations and other documents in the field of the electric power industry on different lines of the Company activity, including technical regulations









Strengthening of control by the Board of Directors



Paragraph "q", Subclause 36, Clause 15.1., Article 15

Competence of the Board of Directors was extended:

The competence of the Company Board of Directors includes the following issues:

- 36) Definition of the Company position...:
- q) On reduction in the charter capital of SAA by way of reduction in the par value of shares, by way of purchase by SAA of a part of shares in order to reduce their total number, as well as by way of repayment of the shares purchased or repaid by SAA



Paragraphs "b" and "c", subclause 38, clause 15.1., Article 15

A specification was incorporated: what transaction are subject to preliminary approval by the Board of Directors, by way of supplementing the wording:

The competence of the Company Board of Directors includes the following issues:

38) Preliminary approval of resolutions on completion by the Company of:

transactions (including several interrelated transactions), associated with purchase, alienation or possibility of alienation of property representing fixed assets, intangible assets, construction-in-process, the purpose of use of which is/is not production, transmission, dispatching, distribution of electricity and heat energy in cases (amounts), defined by separate resolutions of the Company Board of Directors, or if the specified cases (amounts) are not defined by the Company Board of Directors









Strengthening of control by the Board of Directors



Paragraph "d", subclause 38, clause 15.1., Article 15

Competence of the Board of Directors was extended:

The competence of the Company Board of Directors includes the following issues:

- 38) Preliminary approval of resolutions on completion by the Company of:
- d) Transactions of receipt or transfer of fixed assets in temporary ownership and use or in temporary use for the period of more than 5 years in the cases (amounts), as defined by separate resolutions of the Company Board of Directors

Subclause 47, clause 15.1., Article 15

Competence of the Board of Directors was extended



47) Preliminary approval of transactions which can entail liabilities expressed in the foreign currency (or liabilities, the amount of which is tailored to the foreign currency), transactions with derivative financial instruments in cases and amounts, as defined by separate resolutions of the Company Board of Directors, as well as if the specified cases (amounts) were not defined by the Company Board of Directors; definition of the policy of the Company in the field of completion of transactions with derivative financial instruments:





Draft resolution

To approve the Charter of JSC "Moscow United Electric Grid Company" in a new version

Issue 6
of the agenda of the annual
General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the Company internal document: Regulations on the Procedure of Preparation and Conduct of the General Shareholders' Meeting of Joint Stock Company "Moscow United Electric Grid Company" in a new version

Reporter:

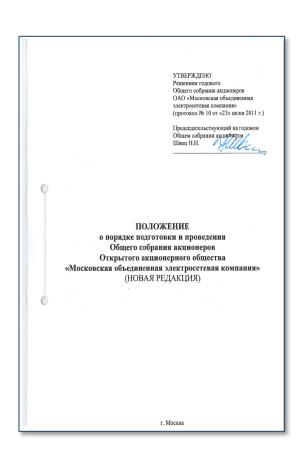
Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**





Proposed amendments and additions to the Regulations on the Procedure of Preparation and Conduct of the General Shareholders' Meeting of JSC "MOESK"

Current version of the Regulations on the Procedure of Preparation and Conduct of the General Shareholders' Meeting was approved by the resolution of the annual General Shareholders' Meeting on 20.06.2011.



Ground for changes inclusion -

Necessity of bringing the Regulations in compliance with the norms of the RF current laws regarding:

Timing of publication of the minutes of the General Shareholders Meeting

Procedure of bringing the results of voting at the meetings in the form of compresence and absent voting to the attention of the persons included in the list of the persons entitled to participate in the general shareholders' meeting





To approve the Regulations on the Procedure of Preparation and Conduct of the General Shareholders' Meeting of Joint Stock Company "Moscow United Electric Grid Company" in a new version

Issue 7
of the agenda of the annual
General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of the Company internal document: Regulations on the Auditing Commission of Joint Stock Company "Moscow United Electric Grid Company" in a new version

Reporter:

Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**



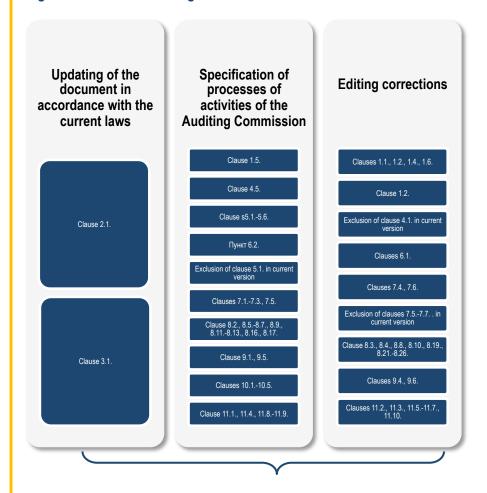


Proposed amendments and additions to the Regulations on the Auditing Commission of JSC "MOESK"

Current version of the Regulations on the Auditing Commission was approved by the resolution of the annual General Shareholders" Meeting on 28.03.2006.



Grounds for incorporation of amendments and additions to the Regulations on the Auditing Commission







Proposed amendments and additions to the Regulations on the Auditing Commission





Updating of the document in accordance with the current laws



Change of the methodologically incorrect wording:

2.1. Tasks of the Company Auditing Commission:

2) Performance of independent evaluation of reliability of the data contained in the Company annual report, annual accounting statements

Clause 3.1., Article 3

Inclusion of requirements to the professional qualification of the Auditing Commission members :



- 3.9. When recommending candidates to the Company Auditing Commission, the following requirements to professional experience and knowledge of the candidates shall be complied with:
 - 1) higher economic, financial or legal education;
 - 2) experience in the internal audit subdivision, control and audit bodies;
- 3) knowledge in economics, finance, accounting, commercial law, knowledge in the peculiarities of the Company area of activity.
- 3.10. Shareholders of the Company, in preparing their proposals on candidates for election to the Company Auditing Commission, shall seek to take into account the following principles of formation of the candidates lists:
- 1) they shall not include in the list the candidates, whose powers were early terminated on the grounds specified in paragraph 3.6 of these Regulations, including when working in the auditing commissions of other legal entities;
- 2) they shall not include in the list the candidates, who are employees of the Company.





Proposed amendments and additions to the Regulations on the Auditing Commission



Rights of the members of the Auditing Commission were specified and expanded:



- 1) determine the methods and forms of verification independently, guided by the current laws of the Russian Federation and these Regulations;
- 2) comprehensive check of documentation on the financial and economic activities, presence of money and securities of the Company;
 - 3)...
- 9) issue orders to the Company Sole Executive Body that he shall take urgent measures in connection with identified abuses, if failure to take such measures could result in loss of property, documents, or contribute to further abuses;
- 12) in case of need, involve experts in the relevant fields (law, economics, finance, accounting, management, economic security and other disciplines) into their activities, who do not hold positions in the Company, as well as specialized organizations, apply to the Company for accomplishment of civil law contracts with these individuals and organizations.



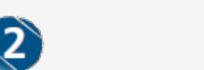
Specification of processes of activities of the Auditing Commission







Proposed amendments and additions to the Regulations on the Auditing Commission



Specification of processes of activities of the Auditing Commission



Clauses 10.3., 10.4., Article 10

Procedure for involving experts to hold inspections was detailed:

10.3. Resolution on the need to involve specialists (experts) shall be taken by the members of the Company Auditing Commission at the meetings of the Company Auditing Commission.

10.4. Resolution shall be documented in the form of minutes of the meeting of the Company Auditing Commission, which shall include the basis for attraction of specialists (experts).

Clauses 5.3., 5.4., Article 5

Responsibilities of the members of the Auditing Commission were expanded:



5.3. Chairman of the Company Auditing Commission, together with the member(s) of the Company Auditing Commission, at the invitation of the General Shareholders' Meeting or the Board of Directors shall attend the General Shareholders' Meeting, the Board of Directors meetings, when considering the results of inspections (audits) of the Company operations.

5.4. Members of the Company Auditing Commission cannot delegate their powers to other persons, including under the power of attorney.





Draft resolution

To approve the Regulations on the Auditing Commission of Joint Stock Company "Moscow United Electric Grid Company" in a new version

Issue 8 of the agenda of the annual General Shareholders' Meeting

Joint Stock Company
"Moscow United Electric
Grid Company"

On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "Plant RETO", which are interested party transactions and in respect of which JSC "Plant RETO" will be defined as the winner as a result of holding competitive procedures, which can be performed in the future in the process of implementation by JSC "Moscow United Electric Grid Company" of ordinary economic activities

Reporter:

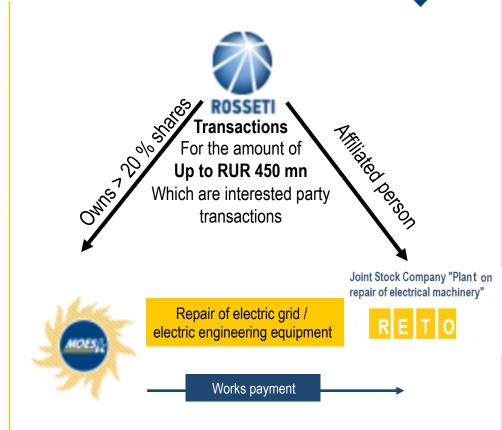
Deputy Director General for corporate governance and property of JSC "MOESK" **Starostin Alexey Sergeyevich**





Future transactions with JSC "Plant RETO"

- General Shareholders" Meeting can take resolution on approval of transactions, which are interested party transactions, which can be completed in the future in the process of performance by the company of ordinary economic activities;
- Analysis of the transactions completed by JSC "MOESK" and JSC "RETO Plant" allows to make a conclusion that the transactions related with repairs of electric grid and electric engineering equipment can be recognized as performed by JSC "MOESK" within the framework of economic activities;
- JSC "RETO Plant" (100% of shares belong to JSC "MOESK") the only company in the central region, which has technology of recovery of insulation of winding wire and production of details of solid insulation for transformers. When holding repairs at the plant RETO, JSC "MOESK" receives the product with fully recovered resource, at the price which is nearby 40% of the new product price.









Draft resolution

To approve transactions between JSC "Moscow United Electric Grid Company" and JSC "Plant RETO", which are interested party transactions and in respect of which JSC "Plant RETO" will be defined as the winner as a result of holding competitive procedures, which can be performed in the future in the process of implementation by JSC "Moscow United Electric Grid Company" of ordinary economic activities:

Parties to transactions

Customer – Joint Stock Company "Moscow United Electric Grid Company"; Contractor – Joint Stock Company "Plant on repair of electrical machinery"

Subject matter of transactions

Contractor undertakes to perform repairs of electric grid and/or electric engineering equipment at Customer's task, and Customer undertakes to accept the works and pay for them.

Transactions price

Limit amount, within which transactions can be performed, is RUR 450 000 000 (Four hundred and fifty million) rubles 00 kopecks, including VAT 18 %.

Issue 9 of agenda of annual General Shareholders' Meeting

Joint Stock Company "Moscow United Electric Grid Company"

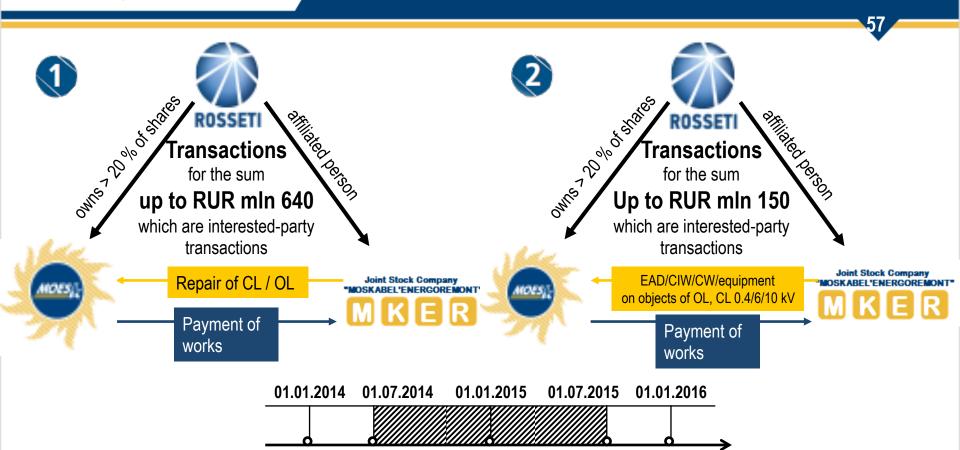
On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "MKER", which are interested-party transactions and on which JSC"MKER" will be decided the winner due to result of execution of competitive procedures, which can be carried out in future in the course of execution by JSC "Moscow United Electric Grid Company" of ordinary economic activity

Speaker: Deputy Director General for the corporate governance and ownership of JSC "MOESK" Starostin Aleksey Sergeyevich





Future transactions with JSC "MKER"



- General Shareholders' Meeting can pass resolution on interested-party transactions approval, which can be made in future in the course of execution by the Company of ordinary economic activity;
- Analysis of transactions, closed by JSC "MOESK" and JSC "MKER", allows making a conclusion that transactions on repair of CL, OL, execution of EAD, CIW, CW, equipment on objects of distribution grids OL, CL 0.4/6/10 kV can be recognized as effected by JSC "MOESK in the course of ordinary economic activity;
- JSC "MKER" (100% of shares is owned by JSC "MOESK") is a general contracting enterprise today is a leading specialized company of Russia on construction of high-voltage cable electric power transmission lines 110-220 kV and 500 kV.





1. To approve transactions between JSC "MOESK" and JSC "MKER", which are interested-party transactions and on which JSC "MKER" will be decided the winner due to result of execution of competitive procedures, which can be carried out in future in the course of execution by JSC "MOESK" of ordinary economic activity, on the following essential conditions:

Parties of transactions	Customer – Joint Stock Company "Moscow United Electric Grid Company"; Contractor – Joint Stock Company "Moskabel'energoremont".
Subject of transactions	The Contractor according to the Customer's assignment should execute repair of cable and/or overhead lines, and the Customer should accept and pay for the mentioned works.
Price of transactions	Ceiling amount, at which transactions can be settled, is RUR 640,000,000 (Six hundred fourty million), including VAT 18%.





2. To approve transactions between JSC "MOESK" and JSC "MKER", which are interested-party transactions and on which JSC "MKER" will be decided the winner due to result of execution of competitive procedures, which can be carried out in future in the course of execution by JSC "MOESK" of ordinary economic activity, on the following essential conditions:

Parties of transactions

Customer – Joint Stock Company "Moscow United Electric Grid Company";

Contractor – Joint Stock Company "Moskabel'energoremont".

Subject of transactions

The Customer assigns and the Contractor undertakes obligations on execution of engineering and development works (EAD) and/or construction and installation works (CIW) and/or commissioning works (CW), and/or equipment on the objects of distribution grids OL, CL 0.4/6/10 kV.

Price of transactions

Ceiling amount, at which transactions can be settled, is RUR 150,000,000 (One hundred fifty million), including VAT 18%.

Issue 10 of agenda of annual General Shareholders' Meeting

Joint Stock Company "Moscow United Electric Grid Company"

On approval of transactions between JSC "Moscow United Electric Grid Company" and JSC "MKSM", which are interested-party transactions and on which JSC"MKSM" will be decided the winner due to result of execution of competitive procedures, which can be carried out in future in the course of execution by JSC "Moscow United Electric Grid Company" of ordinary economic activity

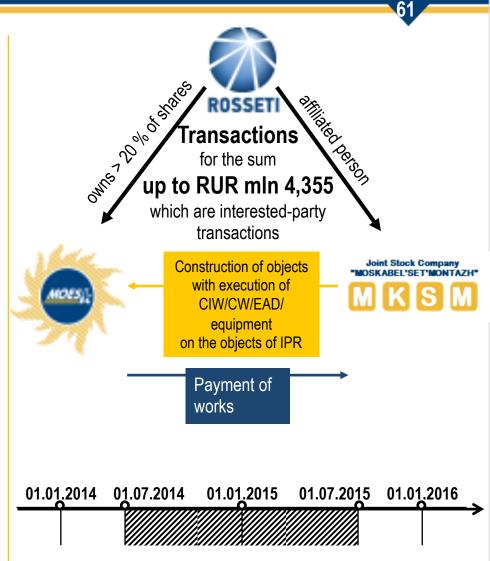
Speaker: Deputy Director General for the corporate governance and ownership of JSC "MOESK" Starostin Aleksey Sergeyevich







- General Shareholders' Meeting can pass resolution on interested-party transactions approval, which can be made in the course of execution by the Company of ordinary economic activity;
- Analysis of transactions, closed by JSC "MOESK" and JSC "MKSM", allows making a conclusion that concerning construction of objects with execution of complex of construction and installation and commissioning works they can be recognized as effected by JSC "MOESK in the course of ordinary economic activity;
- JSC "MKSM" (100% of shares is owned by JSC "MOESK") – is a general contracting enterprise – is a leading specialized company of Russia on construction of high-voltage cable electric power transmission cable lines 110-220 kV and 500 kV.







To approve transactions between JSC "MOESK" and JSC MKSM", which are interested-party transactions and on which JSC "MKSM" will be decided the winner due to result of execution of competitive procedures, which can be carried out in future in the course of execution by JSC "MOESK" of ordinary economic activity:

Parties of transactions

Customer – Joint Stock Company "Moscow United Electric Grid Company" Contractor – Joint Stock Company "Moskabel'set'montazh".

Subject of transactions

The Customer assigns and the Contractor undertakes obligations on execution and delivery to the Customer of complex of works on construction of objects with execution of complex of construction and installation and/or commissioning works and/or execution of engineering and development works and/or equipment on the objects of investment program, and the Customer should accept the works and pay for them.

Price of transactions

Ceiling amount, at which transactions can be settled, is RUR 4,355,110,000 (Four billion three hundred fifty five million one hundred ten thousands) 00 kopecks, including VAT 18%.

Issue 11 of agenda of annual General Shareholders' Meeting

Joint Stock Company "Moscow United Electric Grid Company"



Speaker:

Deputy Director General for the corporate governance and ownership of JSC "MOESK"

Starostin Aleksey Sergeyevich





Karpova Yu.S.

Seleznev K.G.

Kruglov A.V.

Senkevich

N.Yu.

Any transaction – interested-party transaction

Board of Directors

- Vasil'yeva E.A. Gavrilenko A.A.
- Ivanov S.S.
- Eliseyev I.V.

Board of Directors

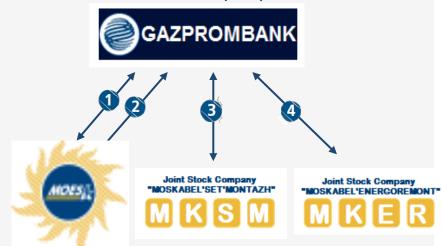
- Budargin O.M. Gavrilenko A.A.
- Livinskiy P.A.
- Nikitin S.A.
- Nuzhdov A.V.
- Sinyutin P.A. Skribot V.
- Dyomin A.A.
- Kokin A.A.
- Kravchenko V.M.
- 10. Lebedev S.Yu.
- Sof'yin V.V.
- Shatokhina O.V.



request on execution of AGSM - to approve future transactions

According to FL "On Joint Stock Companies" General Shareholders' Meeting can pass resolution on transactions approval between the Company and interested person, which can be carried out in future in the course of execution by the Company of its ordinary economic activity.

Current cooperation of the group of companies MOESK with GPB(JSC)



- Transactions for provision of financial and economic activity of JSC "MOESK" are concluded.
- In April of 2014 GPB (JSC) was decided the winner in open competitive negotiations for the right to conclude agreement on payroll card program for the needs of JSC "MOESK".
- Agreements on provision of bank guarantees, in the frames of which bank guarantees for more than RUR mln 350 were issued.
- Framework agreement on provision of bank guarantees is concluded, in the frames of which guarantees for the total sum of approximately RUR mln 13 were issued.



35

up to RUR bln 50

up to RUR bln 20

up to RUR bln 20

up to RUR bln 20

up to RUR bln 40

up to RUR bln 30

up to RUR bln 20

up to RUR bln 1

up to RUR bln 20

- · Attraction of debt financing
- Transactions at securities market, money and currency markets, purchase/sale of foreign currency, deposit and foreign exchange transactions, deposit operations with conversion
- Placement of the Company's available cash assets on deposits, savings accounts and (or) in the form of minimum non-reducing balance of bank accounts
- Broker or dealer services at securities market
- Submission of bank guarantees and (or) letters of credit
- Assignment of guarantee and pledge as a security of execution of own obligations and (or) of SAA's obligations and (or) of third persons according to agreements with GPB (JSC)
- Rendering of cash-management services
- Rendering of services, tied with operations at debt and share capital markets
- Agreements on cession of rights/acquisition of rights;
- Agreements on transfer of debt/replacement of the party in obligation;
- Agreements on operations with derivative financial instruments on any assets;
- · Depository agreements;
- Trust agreements;
- · Letters of guarantee;
- · Forfeiting, factoring agreements;
- Agreements, tied with preparation and attraction of financing at Russian and international financial markets;
- Financial lease (leasing) agreements;
- · Other agreements.





To approve the following interested-party transactions and which can be closed with GPB (JSC) in future in the course of execution by JSC "MOESK" of its ordinary economic activity...

The list of transactions is mentioned in materials to annual General Shareholders' Meeting of JSC "MOESK" dd. 24.06.2014.

Issue 12 of agenda of annual General Shareholders' Meeting

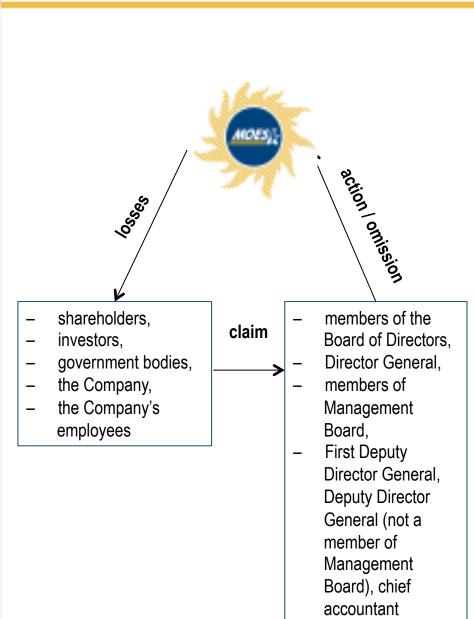
Joint Stock Company "Moscow United Electric Grid Company"

On insurance agreement approval of responsibility of directors and officials of the Company, which is an interested-party transaction

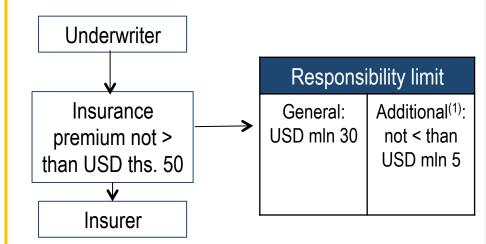
Speaker: Deputy Director General for the corporate governance and ownership of JSC "MOESK" Starostin Aleksey Sergeyevich







Scheme of insurance agreement



Insurance period (term of Agreement): 12 months

Note: (1) For all independent directors.

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To determine price of insurance agreement of responsibility of directors and officials between the Company and the winner, determined according to results of procurement procedures, carried out in 2014, on choice of insurance organization (further named as – Counterparty), in amount of insurance premium, which is not more than USD 50,000 (Fifty thousands).

To approve insurance agreement of responsibility of directors and officials (further named as – Agreement) between the Company and the Counterparty, as an interested-party transaction, on the following essential conditions...

Essential conditions of the insurance agreement of responsibility of directors and officials are stipulated in materials to annual General Shareholders' Meeting of JSC "MOESK" dd. 24.06.2014.

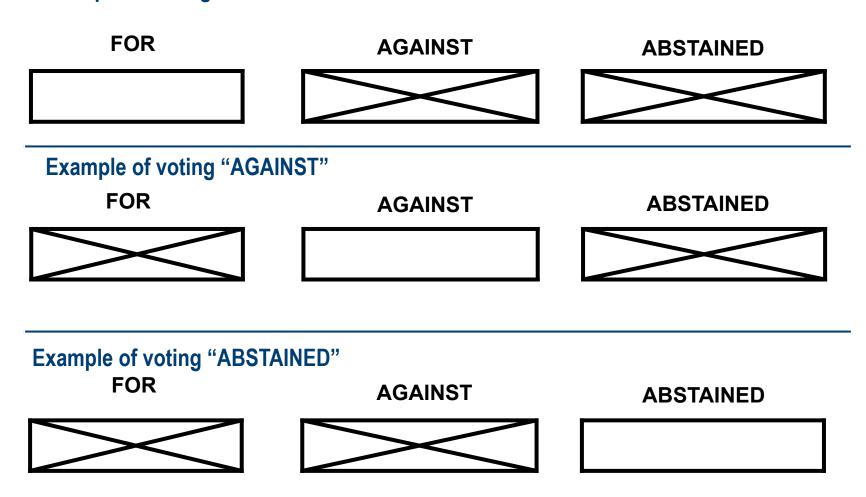
Joint Stock Company "Moscow United Electric Grid Company"







Example of voting "FOR"







According to Cl. 16.1 of the Charter numerical quantity of the Board of Directors amounts to 13 people

72 .

1 of 2	2				
JOINT STOCK COMPANY					
"MOSCOW UNITED ELECTRIC GRID COMPANY"					
115114, the Russian Federation, Moscow, the 2 nd Paveletskiy passageway 3, bld. 2					
Form of conduct of annual General Shareholders' Meeting: meeting (joint presence).					
Date of the meeting conduct: 24.06.2014.					
Place of the meeting conduct: 115054, Moscow, Kosmodamianskaya quay 52, bld. 7, "Swissotel Conference – Cen	tre".				
Time of the meeting beginning: 10.00 a.m. local time.	Number				
Time of the registration beginning of the persons, who take part in the meeting: 09.00 a.m. local time.					
Postal addresses, to one of which filled in bulletins can be sent:					
115114, the Russian Federation, Moscow, the 2 nd Paveletskiy passageway 3, bld. 2, JSC "Moscow United Electri	c Grid				
Company".					
109544, Moscow, Novorogozhskaya str. 32, bld. 1, CJSC "STATUS".					
Voting BULLETIN					
Surname, name, patronymic/shareholder's name:					
Number of voting shares, owned by the shareholder:					
Number of votes for cumulative voting:					
Issue 2: On election of members of the Board of Directors of JSC "Moscow United Electric Grid Company".					
Resolution: To elect the Board of Directors of JSC "Moscow United Electric Grid Company" in the following member	ership:				
# Surname, name, patronymic of Position*	Number of				
the candidate	votes "FOR"				
1 XXXXXXXX XXXXXXXXXXXXXXXXXXXXXXXXXXX					
XXXX XXXXXXXXXX					

Number of votes for cumulative voting

Number of votes for a candidate





According to Cl. 24.1 of the Charter numerical quantity of Auditing Commission is 5 people

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#	Surname, name, patronymic of the candidate, position (as of the moment of candidate's nomination)	w United Electric Grid Company" in the following membership: Voting variants				
1	Kim Svetlana Anatol'yevna Administration of auditing ac audit of Department of interr of JSC "Russian Grids".	4LID	AGAINST	ABSTAINED		
2	Kuznetsova Elena Polikarpovna – Head of division of general audit and audit examinations of Administration of auditing activity and internal audit of Department of internal audit and control of JSC "Russian Grids".	FOR	AGAINST	ABSTAINED		
3	Kirillov Artyom Nikolayevich – Head of division of investment audit of Administration of auditing activity and internal audit of Department of internal audit and control of JSC "Russian Grids".	FOR	GAINST	ABSTAINED		
4	Ochikov Sergey Ivanovich – Leading expert of Administration of auditing activity and internal audit of Department of internal audit and control of JSC "Russian Grids".	FOR	AGAIN	ABSTAINED		
5	Guseva Elena Yur'yevna – Leading expert of Administration of auditing activity and internal audit of Department of internal audit and control of JSC "Russian Grids".	FOR	variant of	exceeding number of candidates, than the number of persons, who should be		
6	Vakulin Konstantin Vladimirovich – Leading auditor of Department for the corporate governance of Administration for the corporate control of Closed Joint Stock Company "Leader" (Company of pension fund's assets' management).	FOR	_ the numbe			





THANK YOU FOR ATTENTION!

Legal address (coincides with actual): 115114, Moscow, the 2nd Paveletskiy passageway 3, bld. 2

Unified contact centre "Bright line": 8 (800) 700-40-70

Reference: 8 (495) 980-12-88

References concerning letters: 8 (495) 982-35-74

Department of securities: 8 (495) 984-57-71, 8 (495) 984-57-73

IR Department: 8 (495) 984-57-72, 8 (495) 984-57-74, ir@moesk.ru

Department of public relations: 8 (495) 984-57-43, smi@moesk.ru

Central customer office:

109004, Moscow, A. Solzhenitsyn str. 7

Addresses and working hours of other customer service centres are placed on Internet portal for grid connection http://utp.moesk.ru/

Web-page: www.moesk.ru