

Approved
by decision of “IDGC of the South” JSC
Board of Directors on 26.12.2011
Appendix to minutes of meeting
No.78/2011 dd 29.12.2011

Corporate secretary

_____ Kantsurov A.A.

Regulation on
insider information of
Open joint stock company
“Interregional distribution grid company of the South” JSC

(restated version)

Rostov-on-Don

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1. General provisions

1.1. The Regulation on insider information (hereinafter - "Regulation") have been developed in accordance with the requirements of the Federal Law dated 27.07.2010 No. 224-FZ "On preventing misuse of insider information and market manipulation and on amendments to legislative acts of the Russian Federation" (hereinafter -" the Law"), the Federal Law dated 22.04.1996 No.39-FZ "On securities market", Federal Law dated 26.12.1995 No. 208-FZ "On Joint-Stock Companies ", regulations of the federal executive authority in the sphere of financial markets, other existing subordinate regulations, the Company's Charter and local documents of the Company.

1.2. The Regulation takes into account the requirements of EU Directive 2003/6/ES "The insider transactions, and Market Manipulation" (market abuse) (hereinafter - the EU Directive), the way it is implemented in UK law, including the requirements of the Rules of information disclosure and transparency.

1.3. This Regulation is aimed at observance of the current legislation in the sphere of insider information, protection of privacy, fair use and protection of insider information, economic security, protection of the rights and property interests of shareholders, investors and those who conclude transactions with financial instruments and products of the Company, monitoring the activities of persons admitted to insider information Company.

1.4. Concepts, definitions and abbreviations used in this Statement:

Company - Open Joint Stock Company "Interregional Distribution Grid Company of the South"

Law - Federal Law dd 27.07.2010 № 224-FZ "On the prevention of misuse of insider information and market manipulation, and amendments in certain Acts of the Russian Federation"

Insider - person who has an access to insider information by virtue of Law and other laws and regulations, job descriptions, performance of its functions on the basis of an employment or civil-legal contract entered into with the Company;

Insider information - accurate and specific information (including information that constitutes trade secrets) that has not been distributed or made available to, distributing or providing which may have a significant impact on the prices of financial instruments, foreign currency and (or) products (including information relating to one or more issuers of equity securities), one or more financial instruments, foreign exchange and (or) products) and which refers to the information included in the list insider information;

The misuse of insider information - the use of insider information for financial instruments and (or) products of the Company, at its own expense or through a third party, as well as the deliberate use of insider information by giving advice to others, inducement of any other way to acquire or sale of the Company's financial instruments, as well as illegal transfer of insider information to another person;

Transactions with financial instruments, foreign exchange and (or) products (hereinafter - the transactions) - transactions and other actions aimed at acquiring, selling, changing the rights for financial instruments, foreign exchange and (or) products, as well as activities related to commitments to take particular actions, including the display of applications (giving orders);

Organizer of Trade - Stock, Currency, Commodity Exchange, an organization which in accordance with federal law organizes trading of financial instruments, foreign exchange and (or) goods;

The list of insider information - a list of information that is defined by the Company as insider information, formed in accordance with the orders of the Federal Financial Markets Service of Russia, approved by the Company and subject to placement on the Company on the Internet;

Provision of information – provision of access to information to particular persons in accordance with the procedure, which guarantees the information is received by the persons;

Disclosure of insider information - the current procedure for the disclosure insider of information in the Company in accordance with the Regulation on Company's Information Policy;

Distribution of information – steps:

- a) aimed at obtaining the information by particular persons to share the information to general public, including through its disclosure in accordance with the laws of the Russian Federation on securities;
- b) related to publication of information in mass media;
- c) related to the distribution of information through electronic, information and telecommunication networks (including the Internet);

The list of insiders of the Company - a list of persons determined in accordance with Article 4 of the Law. Contains personal information that is considered as confidential;

Financial instruments - securities or other financial instruments, in accordance with Federal Law dd 22.04.1996 № 39 - Federal Law "On securities market" of the Company;

Insider financial instruments - financial instruments of the Company admitted to trading on a regulated market;

FFMS of Russia - Federal Financial Markets Service of Russia

2. Insider information

2.1. Insider information of the Company is the information, a full list of which is registered in the Federal Financial Markets Service of Russia and orders, the information defined by the Company as the insider.

2.2. The list of insider information of the Company (the Appendix 1 to these Regulations) shall be approved by the Board of Directors.

Additions to the List of insider information of the Company may be approved by the Director of the Company and further by the Board of Directors. The approval of Amended list of insider information should be submitted to the Board of Directors of the Company within thirty days from the date of approval by the Director General of the Company.

This list is a public document and is subject to obligatory disclosure on the Company on the Internet within a period not later than three (3) working days from the date of its approval, and (or) making any additions.

2.3. The following data is not regarded as insider information:

1. information available to the unlimited range of persons, including in the result of distribution;
2. taken on the basis of publicly available information researches, projections and estimates in respect of financial instruments and (or) the Company's products, as well as advice and (or) the proposal to operations with financial instruments and (or) products of the Company;
3. information and (or) data based on it that is transferred by the Company and (or) attracted by the person(s) to potential purchasers of securities, or used by the Company and (or) attracted by the person (s) to give an advice or encourage potential buyers for the acquisition of the securities in connection with the placement and (or) a proposal (the organization offers) in the Russian Federation or outside on Company's securities, including through the placement of securities of foreign issuers certifying the rights in respect of emission of securities of the issuer, subject to notification of potential purchasers that this information (data) can be used solely for the purpose of making a decision on the acquisition of securities;

2.4. Disclosure of insider information in a manner and terms established by the legislation of the Russian Federation on disclosure of information by issuers of securities.

2.5. Responsibility for compiling and keeping the list of insider information is on the Department of insider control, accountable to the Board of Directors through the Audit Committee of the Board of Directors of the Company.

2.6. If the information is not included in the list of insider information of the Company in the Appendix 1 to the Regulations, but is considered as insider information in accordance with the definition of insider information, enshrined in the EC Directive, the way it is implemented in UK law, such information is subject

to simultaneous disclosure by the Company in accordance with the rules of disclosure of insider information, operating in the UK, and also in accordance with the laws of the Russian Federation on mandatory information disclosure by issuers of securities.

2.7. The information included in the list of insider information of the Company in the Appendix 1 of the Regulations and that falls within the definition of insider information, as enshrined in the EC Directive, the way it is implemented in UK law is subject to simultaneous disclosure by the Company in accordance with the rules of disclosure of insider information, used in the UK, and also in accordance with the laws of the Russian Federation on mandatory information disclosure by issuers of securities.

2.8. The information included in the list of insider information of the Company in the Appendix No. 1 of the Regulations that not falls under the definition of insider information, as enshrined in the EC Directive, the way it is implemented in UK law is not subject to disclosure in accordance with the rules of disclosure of insider information, operating in the UK.

2.9. Function to establish the fact whether the information falls under the definition of insider information, as enshrined in the EC Directive, as it is implemented in UK law and to disclose this information rests on the department carrying out obligatory disclosure.

2.10. "IDGC of the South" sets rules for handling the insider information as defined in Appendix 4 to this Regulation.

3. Rules of making the list of insiders

3.1. The Company shall keep and send to the organizers of trade a list of insiders, inform insiders of the Company on their inclusion in such list and their exclusion from it.

3.2. The Company maintains a list of insiders as the issuer and sends such lists to organizers of trade.

3.3. The Company should keep the list of insiders on any other ground provided by the legislation of the Russian Federation.

3.4. Keeping of the list of insiders of the Company rests on the Department of control of insider information, reporting to Company's Board of Directors via the Audit Committee.

3.5. The list of insiders of the Company and amendments thereto should be approved by the Director general of the Company.

3.6. Reasons for inclusion in the list of insiders are as follows:

- 1) contract according to which a person gains access to insider information;
- 2) possession / acquisition by a person of over 25% of votes in the supreme governing body of an insider, whose shares are traded on the securities market;
- 3) receipt of shareholder information recognized by the insider, in accordance with the approved list of insider information of the Company;
- 4) election to the position of the governing bodies or a combination Authority control over the financial and economic activities;
- 5) the direction of voluntary, including a competing or mandatory tender offer to acquire securities of insider which are traded on the securities market in the Federal Financial Markets Service of Russia;
- 6) The transfer of insider information to a person in connection with the performance of the duties set by the legislation Russian Federation;
- 7) The reorganization of the legal entity, which resulted in transferring rights and obligations under the contract to the assignee;

Persons who have an access to insider information on the basis of the contract shall be included in the list of insiders of the Company before transferring of the insider information to such person.

3.7. The list of insiders of the Company includes persons that are not in the labor or civil-legal relations with the Company, but received a right of access to insider information on the basis of concluded confidentiality agreements or agreements on the use of insider information.

3.8. Insiders of the Company specified in Annex No 2 in categories.

3.9. The reason for excluding a person from the list of insiders is:

1) termination of access to insider information, including the loss of status of insider information, for example, in connection with its disclosure in accordance with the requirements established by the RF legislation on information disclosure by issuers;

2) the expiration of the terms set in a list of Company's insider information;

3) termination / cessation of contract with the person included in the list of insiders and termination of access of such person to insider information;

4) The termination of the term of membership at Company's governing body or membership at authorities supervising the financial and economic activities, membership at Committees attached to Company's Board of Directors;

5) termination of ownership of not less than 25% of votes in the supreme governing body of the issuer whose shares are traded on the market securities;

6) obtaining prescription of Russian Federal Financial Markets Service to exclude specific persons from the list of insiders of the Company;

7) receipt of order entered into force by the judicial authority to exclude a particular person from a list of insiders;

8) application of persons wrongly included in the list of insiders of the Company;

9) termination of activity of legal entity by liquidation or reorganization with the exclusion of it from the Unified State Register of legal entities;

10) Death of natural person, the announcement on death or the recognition of its missing.

3.10. The circumstance of the reasons for including persons in the list of insiders, or delisting is the date when the Company finds out about the presence of such reason.

3.11. The list of insiders must be updated as and when changes in the categories of persons recognized by insiders of the Company.

3.12. The list of insiders of the Company made in the form in accordance with Annex No 3 to the Regulations.

3.13. The prepared list of Company's insiders is directed to the organizers of trade in the order and terms established by the orders of Federal Financial Markets Service of Russia and the rules established by the organizers of the trade.

3.14. The responsibility for keeping the list of insiders, the introduction of changes and the direction of the organizers of trade rests on the Department of control of insider information, which is subordinate to the Board of Directors via the Audit Committee attached to the BoD

3.15. The Company shall inform the person on the inclusion in the list of insiders, or exclusion from it no later than one (1) business day after the date of inclusion of persons on the list of insiders, in accordance with the format specified in Annex No 9.

3.16. The notice must be signed by an authorized person and sealed with the seal of the Company.

3.17. The Company should send the notice on inclusion of the person in the list of insiders of the Company or exclusion from it by courier service or post with confirmation of receipt of delivery.

If the notice was not received by insider because of the circumstances beyond the control of the Company, the Company informs on such fact the Russian Federal Financial Markets Service by sending the notification within five (5) working days from the date when the Company became aware of the relevant facts. Notice should be sent to the Russian Federal Financial Markets Service via mail with

receipt of the acknowledgment of delivery or through the Russian Federal Financial Markets Service expedition with getting a mark of acceptance.

3.18. In the case of introducing changes to the information on the Company contained in the list of insiders, the latter should inform in due order all persons included in the list of Company's insiders on this change within five (5) working days from the date of the changes or the date when the company become aware of the change.

3.19. The Company shall maintain records of all notices sent in accordance with the requirements established by the orders of the Federal Financial Markets Service of Russia.

Copies of such notifications are stored in the Company during the five (5) years from the date of exclusion from the list of insiders.

3.20. Responsibility for registration and storage of notification rests on the department on control of insider information subordinate to Company's BoD via the Audit Committee.

4. Control of observance of legislation on insider information

4.1. Individuals included in the list of insiders of the Company must observe the requirements established by RF legislation, the Regulation and other local acts of the Company:

- on the order of concluding transactions with financial instruments of the Company;
- in respect of set the rules of handling the insider information and rules of making transactions by insiders with financial instruments (Annex No. 4, No. 5, No. 6, No. 7 of the Regulation);
- in respect of the order and terms of sending notifications on concluded transactions with securities and (or) the Company's products and contracts that are derivative financial instruments which price depends on the

securities and (or) the products of the Company. The form of notification on making by the insider a transaction with financial instruments of the Company is specified in Annex 8 to the Regulation.

- other established in accordance with Russian law prohibitions and requirements.

4.2. The Company makes changes in the labour and civil contracts concluded with the Company's employees and other persons who have received access to insider information and enter the labor or civil contracts involving the right of access employee or contractor of the Company to insider information. Such agreement shall include:

4.2.1. The condition of non-disclosure and prohibition to misuse the insider information of the Company.

4.2.2. The condition of the counterparty providing the list of persons who have access to insider information according to the contract, the confirmation of the fact that these individuals have taken the responsibility to fulfill the requirements of the Law and the Regulation.

4.2.3. The condition on the obligatory notification of transactions concluded by insiders, in accordance with the RF laws and the present Regulation.

4.3. Department which task is to monitor the compliance by the Company of legal requirements and regulatory legal acts of Russian Federation in the sphere of control of insider information, as defined in Annex 4 to the Regulation, and also developed and approved based on these local acts of the Company and these Regulations is department of Company's insider information control.

4.4. The rights and responsibilities, functions, powers and scope of control of insider information are approved by the Company Statute on Insider Information Control Division. The division reports to the Company's Board of Directors via the Audit Committee attached to the Board of Directors.

4.5. The main functions of department for monitoring insider information of the Company are as follows:

- monitoring the observance of order of using the insider information;
- drawing up and updating the list of insider information of the Company;
- keep list of Company's insiders and provide it to the trade organizers;
- notify insiders of the Company on inclusion in the list of insiders and exclusion from this list;
- ensure the collection and recording of notification of Company's insiders on making transactions with financial instruments of the Company;
- informing the governing bodies about misuse of insider information;
- provision of quarterly reports to the Company's BoD.

4.6. The Company is obliged to send to the Russian Federal Financial Markets Service the information on the misuse of insider information or other violation of requirements of Russian legislation on the treatment of insider information, I case of detecting such violations.

5. Responsibility

5.1. Individuals included in the list of insiders of the Company are obliged to observe the established privacy of the insider information.

5.2. For illegal use of insider information the persons included in the list of insiders of the Company are subject to responsibility in accordance with the RF laws.

5.3. Persons who have committed or contributed to the unauthorized dissemination of insider information, settlement of transactions or other misuse of insider information are responsible for these acts.

5.4. Persons who have suffered losses as a result of misuse and / or dissemination of insider information have right to demand compensation for the losses from persons that caused such loss.

6. Final Provisions

6.1. The present Regulation and changes to the Regulation are to be approved by the Board of Directors.

6.2. In the case of introducing changes to the legislation of the Russian Federation on handling of insider information, the present position will be used in the part that does not contradict the legislation of the Russian Federation.

6.3. Invalidity of certain provisions of the Regulations does not mean the recognition of the invalidity of other provisions of the Regulation or the Regulation in general.

6.4. Board of Directors is to control the implementation of the Regulation.

List of insider information

No.	Type of information
1.	on convening and holding general meeting of shareholders, including the agenda, date of holding, the date of making the list of persons entitled to participate in the general meeting, as well as the decisions taken by the general meeting of shareholders of the Company;
2.	on agenda of Company’s BoD meeting and decision adopted
3.	on facts of non-acceptance by BoD the following decisions that should be adopted in accordance with federal laws
3.1	on convening of an annual (general) general meeting of shareholders, as well as other decisions related to the preparation, convening and holding of the annual (general) meeting of shareholders
3.2	on convening (holding), or to refuse to convene (hold) the extraordinary general meeting of shareholders of the Company at the request of the Audit Committee, Company's Auditor or shareholders (shareholder) owning not less than 10 percent of the voting shares of the Company;
3.3	on inclusion or refusal to include the issues on the agenda of the General Meeting of Shareholders, and the candidates - the list of nominees for election to the appropriate organ of the Company, that offered to shareholder (s) that are in the aggregate not less than 2 percent of the voting shares of the Company;
3.4	on the formation of the sole executive body of the Company held on two consecutive meetings of the Board of Directors of the Company or within two months from the date of termination or expiration of the powers previously formed the sole executive body of the issuer in the case stipulated by paragraph 6 of Article 69 of the Federal Law of 26.12.1995 № 208 -FZ "On Joint Stock Companies";
3.5	on early termination of powers of the sole executive body at two

	consecutive sessions conducted by the Board of Directors in the case provided by paragraph 7 of Article 69 of the Federal Law "On Joint Stock Companies";
3.6	on convening (holding) the extraordinary general meeting of shareholders in the case where the number of members of the Board of Directors of the Company becomes less than the number constituting a quorum for a meeting of the Board of Directors;
3.7	on the formation of temporary sole executive body and holding an extraordinary general meeting of shareholders for adoption of decisions on early termination of his sole executive body or managing organization (manager) and the formation of a new sole executive body of the issuer or the transfer of authority to the sole executive body of the managing organization (manager) in the case where the Board of Directors of the Company's decision to suspend the powers of his sole executive body or authority of the managing organization (manager);
4.	on sending by the Company an application to introduce to the unified state registry the information on errors in entities records associated with the reorganization, winding up or liquidation of the Company, and in case the authority carrying out state registration of legal entities, the decision to refuse in making these records - information on such decision ;
5.	on the appearance at the Company its subordinate organization that has considerable importance, as well as grounds for termination of the control of such organization
6.	on the appearance of the person fulfilling the control over the Company, as well as the grounds for termination of such control
7.	on decision on reorganization or liquidation of the organization that controls the company, controlled by the Company organization having significant value, or the grantor of the bonds of the Company
8.	on sending by the organization that controls the company, controlled by the Company organization having significant value, or the grantor on the bonds of the Company's application for registration in the Unified State Register of Legal Persons records associated with the reorganization, winding up or liquidation of such organizations
9.	on the appearance at the Company, its control entity, organization controlled by the Company or a person providing security for bonds of the Company signs of insolvency (bankruptcy), the legislation of the Russian Federation on insolvency (bankruptcy)

10.	on the adoption of the arbitration court declaration of acceptance of the Company, its controller entity controlled by the Company or the grantor of the bonds of the Company, bankrupt, and the decision by the arbitration court's decision on the recognition of these individuals as bankrupts, the introduction of bankruptcy proceedings against them, cease the procedure of determining as the bankruptcy
11.	on presentation to the Company, controlling organization, controlled by the Company organization that has considerable importance for it, or the grantor of the bonds of the Company, the claim, the amount of which requirements amounts to 10 percent or more of the value of the assets of these persons as of the date of the reporting period (quarter , year) preceding the filing of the claim in respect of which expired deadline of accounting (financial) reports, or other action, the satisfaction which, in the opinion of the Company, may materially affect the financial and economic situation of the Company or such persons
12.	on the date as of the list of owners of equity securities of the Company or a documentary of equity securities of the Company with obligatory centralized custody for purposes of implementation (realization) of the rights recognized by such equity securities is made
13.	on adoption by Company's authorized bodies of the following decisions:
13.1	on placing Company's securities
13.2	on approving decision on issue (additional issue) of Company's securities
13.3	on approving Securities Prospectus
13.4	on the date of start of placing Company's securities
14.	on termination of placing Company's securities
15.	on sending (filing) by the Company an application for state registration of the issue (additional issue) of securities, registration of securities issue prospectus, the registration of amendments to the decision on the issue (additional issue) of equity securities and (or) in their prospectus, the state registration of the report on the issue (additional issue) of securities
16.	on sending notifications by the Company on the issue (additional issue) of securities;
17.	on decision of the arbitral tribunal to the recognize of the issue (additional issue) of securities of the issuer as invalid
18.	on redemption of Company's securities
19.	on the accrued and (or) paid income on securities of the Company;

20.	on conclusion by the Company contracts with the Russian organizer of trade in the securities market to include equity securities of the Company to the list of securities admitted to trading of the Russian securities market, as well as agreement on the Russian stock exchange for the inclusion of equity securities of the Company in the quotation list Russian stock exchange;
21.	on the conclusion of the contract by the Company to include securities of the Company or securities of foreign issuers certifying the rights in respect of securities of the Company to the list of securities admitted to trading on a foreign organized (regulated) financial market, as well as the contract with a foreign stock exchange on inclusion of such securities in the quotation list of foreign exchange;
22.	on the inclusion of equity securities of the Company or securities of foreign issuers certifying the rights in respect of securities of the Company to the list of securities admitted to trading on a foreign organized (regulated) financial market, and the exclusion of such securities in the above list, as well as for inclusion in the quotation list of foreign exchange such securities or to expel them from the specified list;
23.	on the Company readiness to maintain (stabilize) prices on Company's securities (securities of foreign issuers certifying the rights in respect of securities of the Company), on the terms of the treaty, as well as the termination of such contract
24.	on filling by the Company an application for authorization by the federal executive body for the securities market for placement and (or) the organization of its circulation of securities outside of the Russian Federation;
25.	on non-fulfillment of obligations of the Company given to holders of securities
26.	on the acquisition by the person or termination of person's right directly or indirectly (through the persons under his control) alone or jointly with other persons associated with the contract of trust management of property, and (or) a general partnership, and (or) order, and (or) joint-stock Agreement, and (or) any other agreement, which is the subject of the rights certified by shares of the Company to dispose of a certain number of votes, the voting shares in the authorized capital of the Company, if the specified number of votes is 5 percent, or become more or less than 5, 10, 15, 20, 25, 30, 50, 75 or 95 percent of the total number of votes, the voting shares in the authorized capital of the Company
27.	on the received by the Company in accordance with Chapter XII of the Federal Law "On joint stock companies " voluntarily, competitive or mandatory offer to acquire its securities, as well as on changes made in the proposals;
28.	on the received by the Company in accordance with Chapter XII of the Federal Law "On Joint Stock Companies " a notice on right to demand the redemption of

	securities of the Company or the request for the redemption of securities Company;
29.	on the detection of errors in previously disclosed or provided accounting (financial) statements of the Company, and on possible material impact of such error on the price of Company's securities;
30.	on conclusion by the Company or by the grantor of bonds transactions, the amount of which is 10 percent or more of the net value of the assets of the Company or of the person as of the date of the reporting period (quarter, year) preceding the transaction in respect of which has elapsed for the submission of accounting (financial) reporting;
31.	on the conclusion by controlling the Company organization, or organization subsidiary to the Company the transaction recognized in accordance with the laws of the Russian Federation as transaction of interest;
32.	on the Company concluding transaction of interest and that is subject to approval by a competent authority of the Company envisaged by the legislation of the Russian Federation, if the size of the transaction exceeds 200 million rubles, or of 2 or more percent of the net assets of the Company at the date of the reporting period (quarter, year) prior approval of the transaction authorized by governing body of the Company, and if such a transaction authorized agency of the Company prior to its the commission not approved - by the end date of the reporting period (quarter, year) preceding the commission of such transaction by the Company in respect of which expired on prescribed for submission of accounts (financial statements);
33	on changing the composition and (or) the size of the pledge on the bonds and in case of changes in the composition and (or) the size of the object Company's pledge on the bonds with mortgage collateral - the information on such changes if they are caused by the replacement of any claims secured by mortgage, constituting the mortgage bonds, or replacing other property constituting the mortgage collateral bonds, the value (monetary value) which is 10 percent or more of the size of the mortgage collateral bonds;
34.	on changing the value of the assets of the bonds grantor, which is 10 percent or more, or otherwise significant, the Company's opinion, changes in financial and economic situation of such person;
35	on receiving by the Company or termination Company's right to directly or indirectly alone or jointly with other persons associated with the Company of the contract of trust management of property, and (or) partnership, and (or) order, and (or) the shareholders agreement, and (or) any other agreement which is subject to the rights certified by shares of the organization, equity securities which are included in the list of securities admitted to trading on organized trading in the securities market or the value of assets in excess of 5 billion rubles to dispose of a certain number

	of votes attaching to voting shares (shares) in the authorized capital of the organization, if the specified number of votes is 5 percent, or become more or less than 5, 10 , 15, 20, 25, 30, 50, 75, or 95 percent of the total number of votes the voting stocks (shares) in the authorized capital of an organization;
36.	on acquisition or termination of a person’s right to directly or indirectly alone or jointly with other persons associated with the contract of trust management of property, and (or) a general partnership, and (or) order, and (or) joint-stock agreement, and (or) any other agreement, which is the subject of the rights certified by shares(shares) of the organization, has granted bail on bonds of the Company to dispose of a certain number of votes, the voting stocks (shares) in the authorized capital of an organization if the specified number of vote is 5 percent, or become more or less than 5, 10, 15, 20, 25, 30, 50, 75, or 95 percent of the total number of votes, the voting stocks (shares) in the authorized capital of an organization;
37.	on conclusion by the Company, by controlling body or subsidiary organization a contract presupposing the obligation to purchase securities of the Company;
38.	on receiving, suspension, revival of validity, re-registering, on recall (abolition) or on termination the license of the Company to perform particular activity of important financial significance for the Company;
39.	on expiration of term of authorities of sole executive body and (or) members of collegiate executive body of the Company;
40.	on changing the volume of share of participation in authorized capital of the Company and subsidiary organizations of great significance;
40.1	on persons that are members of BoD, members of collegiate executive body, as well as on person occupying position of sole executive body of the Company
40.2	on persons that are members of BoD, members of collegiate executive body, as well as on person occupying position of sole executive body at managing organization, in case the authorities of sole executive body are transferred to managing organization;
41.	on occurrence and (or) termination of rights of securities holders for early redemption the bonds
42.	on attraction and replacement of organizations rendering to the Company services of contractor while Company’s fulfillment of obligations on bonds and other securities, with specification of name, locations and volumes of

	remunerations for the rendered services as well as on changes in the listed data;
43.	on dispute related to Company's foundation, management and participation in it, if the decision on the specified dispute may have significant influence on price of Company's securities;
44.	on specifying demands to person submitted the provision on Company's bonds;
45.	on placing outside Russia bonds and other financial instruments, obligations which fulfillment is performed at Company's expense;
46.	on acquisition (carve out) of Company's voting shares or other securities of foreign issuer by the Company and (or) subsidiary organization, except those subsidiaries that are brokers and (or) trustee and that have concluded transaction at clients expense;
47.	information directed or provided by the Company to the corresponding authority (organization) of a foreign state, foreign stock exchange and (or) other organizations in accordance with foreign law for the purposes of disclosure or the provision of foreign investors in connection with the offer or treatment of equity securities of the Company outside the Russian Federation, including via the acquisition securities for placement
48.	annual or interim (quarterly) accounting (financial) report of the Company, including consolidated reporting;
49.	conditions of placement of securities set by decision of authorized body on issue (additional issue) of securities, in case of:
49.1	placement of securities at trading held by organizer of trade at securities market;
49.2	placement of securities of additional issue, if the securities of the issue in relation to which the securities are regarded as additional are admitted to trades or the application to admission was filed ;
50.	information contained in report approved by the authorized body on the results of issue of securities in case of :
50.1	placement of securities at trading held by organizer of trade at securities market;
50.2	placement of securities of additional issue, if the securities of the issue in relation to which the securities are regarded as additional are admitted to trades or the application to admission was filed ;

51.	information contained in Prospectus of securities approved by the authorized body, except he information that had been previously disclosed or provided in accordance with requirements of RF legislation on securities;
52.	information contained in signed by authorized persons quarterly reports, except he information that had been previously disclosed or provided in accordance with requirements of RF legislation on securities;
53.	information contained in signed by authorized persons annual reports, except he information that had been previously disclosed or provided in accordance with requirements of RF legislation on securities;
54.	on content of documents of strategic planning and Company's strategy;
55.	on facts of significant changes in cost of assets and Company's liabilities

Information on placed by the Company securities specified in paragraphs 13-16 of the List is regarded as insider information, if:

- placement of securities is performed at trades held by the organizer of trade at securities market;
- placed securities are additional issue to already issued securities that were admitted to trades at securities market or in relation to which the application on admission was filed

Information on placed by the Company securities specified in paragraphs 12, 18, 19 23, 37, 41 of the List is regarded as insider information in case the specified securities were admitted to trades at securities market or in relation to which the application on admission was filed.

Information on person provide security on Company's bonds, as well as on terms of such security, specified by paragraphs 7-11, 30, 33, 34, 36, 44 of the List is regarded as insider information in case the specified securities were admitted to trades at securities market or in relation to which the application on admission was filed.

Appendix 2 to
the Regulation on
insider information of
“IDGC of the South” JSC

List of insiders of “IDGC of the South” JSC

The persons belonging to the following categories as regarded as insiders of “IDGC of the South” JSC:

Category 1 includes the following persons:

- Company director general or person performing the functions of director general
- Manager or managing organization of the Company and persons occupying positions in management
- Members of Management Board
- Members of Company’s Board of Directors

Category 2 includes the persons that are not related to the category 1 and that are:

- Deputies and assistants of Company director general
- Members of audit commission
- Members of Company’s committees
- Company’s chief accountant
- Heads of structural subdivisions (departments) of the Company
- Secretaries and assistants of Company’s managers
- Employees responsible for implementation of :
 - Business-planning, budgeting and control accounting

- Accounting and financial accounting
- Tax accounting and reporting
- Strategic development of the Company
- Corporate management and interaction with shareholders
- Organizational support of Company's BoD and Management Board
- Personnel management and organization development

Category 3:

Other employees that are not related to categories 1, 2, including employees working on the basis of labour/civil contracts that have an access to insider information

Category 4:

Other persons that are not related to categories 1, 2, 3, but regarded as insiders on the basis of legislation of RF, including third-parties that render services to the Company on the basis of civil contract and that have an access to insider information necessary for rendering the prescribed services/works, including:

- Information agencies that disclose Company's insider information
- Rating agencies
- Auditors
- Evaluators
- Professional participants of securities market
- Insurance organizations employed by the Company

Also this category includes

- Persons that have an access to information on sending of voluntary, obligatory or competitive offer on purchasing shares in accordance with RF legislation on joint stock companies, including persons that have sent to joint stock company voluntary or competitive offers, credit organization that

provided bank guarantee, evaluator (legal entities with which the evaluators have concluded labour contracts) – in case of making such offers

Appendix 3 to
the Regulation on
insider information of
“IDGC of the South” JSC

Form of the list of insiders

Natural persons												
No.	Date of inclusion	Date of exclusion	Surname	Name	Patronymic	Birth date	Birth place	Address	No. and series of document	Issued by	Ground for inclusion	Ground for exclusion

Legal entities								
No.	Date of inclusion	Date of exclusion	TIN	PRSN	Name of entity	Address	Ground for inclusion	Ground for exclusion

Rules of handling the insider information

1. Prohibition on using the insider information.

1.1 Persons having an access to the insider information are to observe the following rules.

The insider information cannot be used:

- 1) For making transactions with financial instruments of the Company (to which the insider information is related) at own expense or at the expense of a third-party, except transactions due to fulfillment under the obligations on purchase or selling of financial instruments of the Company which maturity date has occurred, if such obligation has occurred in the results of transaction concluded before the person received the insider information;
- 2) By transferring it to other person, except cases of transferring the insider information to other insider for the purpose of performing obligations determined by RF legislation or for the purpose of fulfilling labour agreements or civil-labour contract;
- 3) by proving recommendations to third-parties, to insist or induce to purchase or sell Company’s financial instruments;
- 4) for market manipulation

1.2 Persons with access to Company’s insider information, whose contract under which the person had an access to such information was terminated, bear responsibility for distribution and usage of the insider information in accordance with current RF legislation.

1.3 Transferring the insider information for its publication at mass media to chief editor or journalist is not considered as violation. Along with transferring of such information for further publication does relief form the responsibility on illegal acquisition, usage of data that is related to state secret , commercial, corporate or any other protected by the law secret.

2. Procedure of access and rules of securing the privacy of insider information.

2.1 The Company introduced the regime of protecting the insider information.

- 2.2 Persons that are included in the list of insiders and fulfill their duties within the frameworks of concluded labour contract and civil contracts have an access to insider information
- 2.3 Members of BoD, of Management Board, of Audit commission of the Company, director general have an unlimited access to Company's insider information. Persons that are included in the list of insiders and fulfill their duties within the frameworks of concluded labour contract and civil contracts have limited access to insider information restricted by their contracts and legislation.
- 2.4 Access to particular insider information to persons that are not included in the list of insiders should be registered on the basis of their written application with specification of the reasons for receiving such information and with provision of personal information for simultaneous inclusion of such persons to the list of Company's insiders.
- 2.5 If works and services rendered by third-parties presuppose the usage of insider information the contracts conclude with such persons should contain requirements on observance of the order of using the insider information as well as sanctions on violation of the requirements.
- 2.6 The Company has a right to introduce special procedures of access to insider information that are aimed at prevention of illegal usage of the information. The Company may:
- restrict the access to certain insider information for particular employees
 - introduce method of securing the working places and places for keeping the documents from unauthorized access and examination
 - use technical means of protection of information systems that secure from changing, violating the privacy of insider information and unauthorized access to such information
- 2.7 For the purpose of safety of insider information on hard copy and computer media the Company may:
- provide system of restricting the access of employees to premises where the insider information is stored or processed, as well as to local area network; sets the system of authorization to computers, devices storing the insider information
 - use administrative and technical measures aimed at prevention of unauthorized access to insider information (provided by blocking user access to the system when it detects unauthorized access attempts
 - use instruments of technical protection of the information
 - carry out inspections for checking the observance the order of using by Company's employees the computer media provide to them by the Company
- 2.8 Persons possessing the insider information should observe the following rules:
- interdiction to use the insider information
 - employees of structural subdivisions authorized to communicate with public and interact with shareholders should provide to all interested persons the equal possibility for access to disclosed information of the Company's activity

- during the work with particular device storing the insider information the employees should exclude the possibility of other employees getting the information
- strict observance of the procedure of storing the documents with insider information
- documents with insider information should be kept in safe deposits, office cabinets, drawers.
- when leaving the premise the employee should not leave the documents containing insider information on desks
- the employee cannot use the personal e-mail for sending documents containing insider information
- do not take the documents containing insider information outside the premises, if only it is necessary
- all unstorable documents in hard copy and in electronic variants should be destroyed
- while presenting the information in oral form the persons should inform the interlocutor that this information is insider and its unauthorized usage will be punished according to the RF laws
- when preparing documents, while doing business correspondence the employee should use the minimum of insider information, if possible
- immediately notify the division responsible for monitoring the usage of insider information, and other units responsible for the security of the Company on the facts of loss of documents containing the insider information, and passes, keys to the premises where such information is stored, the attempts of unauthorized access to documents and media containing such information
- immediately inform the responsible structural unit that provides electronic media security on violation in operation of portable computer on which the person works with insider information
- inform the department that controls the usage of insider information on the circumstances that contribute to or may lead to the disclosure of insider information, or facts which took place on the disclosure of such information

2.9 Persons that do not have an authorized access to insider information having received such access by fault are obliged to:

- stop reading the information
- take all the measures on keeping the privacy of such information
- exclude the possibility of disclosing such insider information to third-parties
- exclude the usage of such information in accordance with the prohibition adopted in Company

2.10 Responsibility for securing the privacy of insider information in the Company in respect of documents containing insider information appearing as a result of the structural units of the Company is on the heads of divisions of the Company

2.11 Company's employees that received an access to insider information are obliged to observe all the requirements on protection and usage of insider information set by the Regulation

Appendix 5 to
the Regulation on
insider information of
"IDGC of the South" JSC

Rules of concluding transactions by the insiders with Company's securities

1. Provided in this Annex restrictions (prohibitions) on transactions with securities and other financial instruments of the Company (hereinafter -Insider financial instruments) are established by employment and / or civil-legal agreements between the Company and Company's insiders. Should be applied to all operations performed by certain categories of persons considered as insiders to insider financial instruments, regardless whether the individuals possess the insider information and other information on the data that is not opened to public on insider financial instruments and on the issuer of the securities. Rules set in this paragraph cannot be applied in the case of acquisition of shares while the implementation of the Company's stock option plan approved by the Board of Directors. These rules can be applied to other optional future programs of the Company if the terms of these programs do not include special rules for protection against the misuse of insider information.
2. Insiders of 1st category are prohibited to make any transactions with insider financial instruments of the Company during the period of prohibition.
Insiders of 1st category are obliged:
 - a) for the first time of electing / appointing for the position related to Insiders of category 1 within 30 working days from the date of election / appointment the insider is obliged to notify department of control over insider information about the fact and amount of possessed insider financial instruments the Company;
 - b) to provide to department of control over insider information a written confirmation on the amount of insider financial documents possess as of the end of the reporting quarter and concluded transactions (directly or via authorized persons) with insider financial documents;

- c) to observe requirements and restrictions specified in the paragraph for 6 six months after the person was exclude from insiders of the category 1.
3. Insiders of category 2 are prohibited to make any transactions with insider financial instruments of the Company during the period of prohibition.
Insiders of category 2 are obliged to timely inform the Company and government bodies responsible for control of securities circulation on cases specified in legislation and bear responsibility for this.
 4. Insiders of category 3 are prohibited to make any transactions with insider financial instruments of the Company during the period of prohibition.
Insiders of category 3 are obliged to timely inform the Company and government bodies responsible for control of securities circulation on cases specified in legislation and bear responsibility for this.
 5. Insiders of category 3 are obliged to observe requirements and restrictions set by legislation, including obligation to timely inform the Company and government bodies responsible for control of securities circulation on cases specified in legislation and bear responsibility for this.
 6. Confirmations specified in passage b) of paragraph 2 of the Regulation are prepared by insiders by handing filled and signed form No.2 (appendixes 6,7 of the Regulation) to sector for control of insider information.
Confirmations and notifications can be sent via e-mail, sending the scanned copy with further submission of the original. Contacts of the authorized person can be found in corresponding sector of corporate website. Restrictions of department for control of insider information and legal acts related to it can also be sent via e-mail, fax with further submission of the original of signed restriction.
 7. If transaction with insider financial instruments is made by third-parties the insider is obliged to provide observance of requirements and restrictions contained in the Regulation, except cases when according to the contact with the third-party the insider does not have the possibility to influence on the decisions on particular transactions with securities.
 8. The period of prohibition in relation to insider financial instruments starts:
 - one month before the date of disclosing the quarterly and interim account report in accordance with Russian Accounting Standards and financial report in accordance with IFRS
 - two months before disclosing annual accounting report in accordance with Russian Accounting Standards and financial report in accordance with IFRSand ends after the end of second trading day after the specified events.
 9. During the whole time the following restrictions on transactions of Company's employees- insiders with insider financial instruments are used:
 - Trade of insider financial instruments with usage of insider information known to Company's employee is forbidden. This restriction is applied to all employees of the Company included and not included in the list of insiders.

- Purchase of insider financial instruments is available only for the purpose of long-term capital investments and is forbidden for other purposes, such as short-term transactions. It means that Company's employees-insiders should possess (directly or via authorized persons) the purchased securities for at least 6 months before selling them;
- insider financial instruments are forbidden as well as selling and purchase in credit
- regarding insider financial instruments option transactions and other similar ones are forbidden.

Appendix 6 to
the Regulation on
insider information of
“IDGC of the South” JSC

Notification on fact of holding the securities of “IDGC of the South” JSC by an
insider as of the date of electing/appointing the insider for the position

Name of insider	Position occupied by the insider	Date of electing/appointing the insider for the position	Information on the amount securities possessed by the insider as of the date of electing/appointing the insider for the position		
			Type of securities	Amount and share of the authorized capital	Type of holding the securities (directly or via third party)

Date _____ / _____

Appendix 7 to
the Regulation on
insider information of
“IDGC of the South” JSC

Confirmation on the amount of possessed by the insider securities of “IDGC of the South” JSC as of the date of end of reporting quarter and operations with securities performed during the reporting quarter

The reporting date: _____

Name of insider	Position occupied by the insider	Information on securities possessed by the insider as of the reporting date			Information of operations with securities performed during the reporting quarter		
		Type of securities	Amount of securities	Type of holding the securities	Type operation (purchase, sale, etc)	Type and amount of securities	Date of operation

Appendix 8 to
the Regulation on
insider information of
“IDGC of the South” JSC

Notification on
completion of transaction with financial instrument of
“IDGC of the South” JSC

Name of the insider – natural person/ Full name of the insider – legal entity	
Type and requisites of documents confirming insider’s identity/ TIN, PRSN of insider – legal entity	
Place of registration of insider – natural person/ Location of insider – legal entity	
Full name of the entity in the insider list of which the insider is included	
Date of completing the operation	

Type of transaction (operation)	
Sum of transaction (operation)	
Place of completing of transaction (operation)	
Type, category, series of securities (specified for transactions with securities)	
Full name of the issuer of securities (specified for transactions with securities)	
State registration number of the issue of securities (specified for transactions with securities)	
Price of one security (specified for transactions with securities)	
Price of purchasing and selling of one security according to repurchase agreement (for repurchase agreements)	
Amount of securities (specified for transactions with securities)	
Type of contract which is derivative contract (specified for transactions with securities)	
Name of contract which is derivative contract adopted by the organizer of trade at securities market (specified for transactions with financial instruments)	
Price of contract which is derivative contract (specified for transactions with financial instruments)	
Amount of derivative contracts	

Price of fulfilling the derivative contract with financial instruments (specified for transactions with financial instruments)	
Currency type (specified for foreign exchange transaction)	
Type of goods (specified for transactions with goods)	
Amount of goods (specified for transactions with goods)	
Price for the goods unit (specified for transactions with goods)	

Date _____ signature _____ print _____

Appendix 9 to
the Regulation on
insider information of
“IDGC of the South” JSC

Dated _____

No. _____

Notification on
inclusion to the list of insiders (exclusion from the list) of
“IDGC of the South” JSC

No.	I. Data on entity	
1.1	Full name of the entity	
1.2	TIN	
1.3	PRSN	
1.4	Location of the entity	

1.5	Phone	
1.6	Fax	
1.7	e-mail	

No.	II. Information on person included in the list of Company's insiders	
2.1	Name of the insider	
2.2	Date of birth	
2.3	Place of birth	

No.	III. Information on the reason of sending the notification	
2.1	The reason of sending the notification ("inclusion to the list of insiders" of "exclusion from the list")	
2.2	Date of inclusion to the list of insiders (exclusion from the list)	
2.3	Ground for inclusion to the list of insiders (exclusion from the list)	

Please note, that from the moment of including you to the list of insiders of "IDGC of the South" JSC restrictions specified in article of Federal law "On prevention of misuse of insider information and market manipulation and on introducing changes to particular legal documents of RF" (hereafter – the Federal Law) No., 224 dated

27.07.2010 are imposed on you as the insider. The article 7 of the Federal Law describes the responsibility of the insider. The article 10 of the Federal Law describes the entrusted responsibility, as well as responsibility to observe requirements of the Regulation on insider information of “IDGC of the South” JSC.

Specialists of division of control of insider information can provide you detailed information by phone:

(position of the authorized person)
(name, surname)

(signature)