

# QUARTERLY REPORT

## Joint-Stock Company Federal Hydrogeneration Company RusHydro

Code of the Issuer: 55038-E

for Q2 2014

Location of the Issuer: 43 Dubrovinskogo St., bldg. 1, Krasnoyarsk, Krasnoyarsk Krai 660017.

**The information contained herein is subject to disclosure pursuant to the securities legislation of the Russian Federation**

Chairman of the Management Board – General Director

Date: August 14, 2014

\_\_\_\_\_ E. V. Dod  
signature

Chief Accountant

Date: August 14, 2014

\_\_\_\_\_ D.V. Finkel  
signature

Contact person: **Irina Aleksandrovna Grin, Leading Expert, Corporate Governance Department**

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The address of the Internet site (sites) where the information contained herein is to be disclosed:

**[www.rushydro.ru](http://www.rushydro.ru), <http://www.e-disclosure.ru/portal/company.aspx?id=8580>**

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## Introduction

Grounds for the Issuer's obligation to disclose information in the form of a quarterly report

***The securities prospectus with regard to the Issuer's securities (hereinafter RusHydro, the Company) has been registered.***

This Quarterly Report contains evaluations and expectancies of the Issuer's authorized management entities with regard to future events and/or actions, development prospects of the economic sector where the Issuer is carrying out its primary activities, and results of the Issuer's activities, including the Issuer's plans, likelihood of certain events and performance of certain actions. Investors shall not rely entirely upon the evaluations and expectancies of the Issuer's management entities, since, in future actual results of the Issuer's activities may differ from the expected results for various reasons. Acquisition of the Issuer's securities is connected with the risks described herein.

# I. Summary on Members of the Issuer's Management Entities, Information on Bank Accounts, Auditor, Appraiser, and Financial Advisor of the Issuer, as well as on Other Persons who Have Signed the Quarterly Report

## 1.1. Members of the Issuer's Management Entities

Composition of the Board of Directors (Supervisory Board) of the Issuer

Full Name	Born in
Boris Ilyich Ayuev	1957
Maksim Sergeevich Bystrov	1964
Viktor Ivanovich Danilov-Daniliyan	1938
Evgeniy Vyacheslavovich Dod	1973
Viktor Mikhaylovich Zimin	1962
Denis Stanislavovich Morozov	1973
Vyacheslav Viktorovich Pivovarov	1972
Mikhail Igorevich Poluboyarinov	1966
Sergey Vladimirovich Shishin	1963
Vyacheslav Mikhaylovich Kravchenko	1967
Larisa Vyacheslavovna Kalanda	1964
Eduard Petrovich Volkov	1938
Andrey Nikolaevich Shishkin	1959

Sole executive body of the Issuer

Full Name	Born in
Evgeniy Vyacheslavovich Dod	1973

Composition of the Issuer's Collective Executive Body

Full name	Born in
Evgeniy Vyacheslavovich Dod	1973
Sergey Nikolaevich Abrashin	1959
Rakhmetulla Shamshievich Alzhanov	1950
Konstantin Valeryevich Bessmertniy	1973
Boris Borisovich Bogush	1952
Sergey Modestovich Voskresenskiy	1956
Yuriy Vasilyevich Gorbenko	1958
Evgeniy Evgenyevich Gorev	1975
Mikhail Alekseevich Mantrov	1965
Vladimir Alekseevich Pekhtin	1950
George Ilyich Rizhinashvili	1981
Stanislav Valeryevich Savin	1972
Sergey Nikolaevich Tolstoguzov	1964
Sergey Petrovich Tsoy	1957

## 1.2. Information on the Issuer's Bank Accounts

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## 1.3. Information on the Issuer's Auditor (Auditors)

Information about the auditor(s) shall be specified performing independent audit of the Issuer's accounting (financial) statements, as well as the consolidated accounting (financial) statements of the Issuer and/or a group of organizations, being controlling and/or controlled entities in respect of one another or obliged to prepare such statements otherwise and under the procedure specified by federal laws, if the Issuer is at least one of the specified organizations (hereinafter the consolidated accounting (financial) statements of the Issuer); such statements shall form a part of the quarterly report pursuant to the agreement entered into with it, as well as about the auditor(s) approved (elected) for the audit of the Issuer's annual accounting (financial) statements, including its consolidated accounting (financial) statements for the current and the last completed financial year.

Full corporate name: **Closed Joint Stock Company PricewaterhouseCoopers Audit**

Abbreviated corporate name: **CJSC PwC Audit**

Location: **10 Butyrsky Val St., Moscow, Russian Federation, 125047**

INN: **7705051102**

OGRN: **1027700148431**

Tel.: **(495) 967-6000**

Fax: **(495) 967-6001**

E-mail: **pow.russia@ru.pwc.com**

Information about membership of the auditor in self-regulated organizations of auditors

Full name: **Non-Profit Partnership "Audit Chamber of Russia"**

Location

**3/9 3rd Syromyatnichesky Lane, bldg. 3, Moscow, Russia, 105120**

Additional information: **registration number 870 in the register of members of ACR; Principal Number of Registration Entry (PNRE) in the registry of audit organizations: 102010003683**

**Financial year(s) from the last five completed financial years and current financial year, for which the auditor carried out (will carry out) an independent audit of the Issuer's annual accounting (financial) statements**

Accounting (financial) statements, year	Consolidated accounting statements, year	Consolidated financial statements, year
2009		2009
2010		2010
		2011
2012		2012
2013		2013
2014		2014

**The Auditor did not perform any procedures in relation to or give its opinion on the reliability of quarterly accounting statements of the Issuer for 3 months of 2014 attached to this quarterly report and prepared in accordance with RAS.**

**Factors which can influence the auditor's independence from the Issuer, including information on the availability of material interests connecting the auditor (officials of the auditor) with the Issuer (officials of the Issuer)**

There are no factors which can influence the auditor's independence from the Issuer, as well as material interests connecting the auditor (officials of the auditor) with the Issuer (officials of the Issuer)

**The Issuer's auditor selection procedure**

**Availability of the tender procedure connected with the auditor's selection, and its key conditions:**  
RAS 2012–2014

In accordance with Federal Law No. 307-Φ3 dated December 30, 2008 On Audit Activities, tender selection of the Company's Auditor for 2012–2014 was performed on the basis of Federal Law No. 94-Φ3 dated July 21, 2005 On Placing of Orders for Supplies of Goods, Performance of Work, and Rendering of Services for State and Municipal Requirements.

Tender documentation of the open tender concerning entry into a services agreement for the audit of RusHydro accounting statements, prepared in accordance with Russian Accounting Standards for 2012–2014 (hereinafter the Tender Documentation) was prepared on the basis of Federal Law No. 94-Φ3 dated July 21, 2005 On Placing of Orders for Supplies of Goods, Performance of Work, and Rendering of Services for State and Municipal Requirements.

The Tender Documentation of the open tender concerning entry into a services agreement for the audit of RusHydro accounting statements, prepared in accordance with Russian Accounting Standards for 2012–2014 was approved by decision of the Buying Audit Committee dated December 09, 2011.

On the basis of the approved Tender Documentation, the Tender Committee carried out the appropriate procedure for selection of the Company's auditor for 2012–2014 from January to February 2012. In accordance with the minutes of the Tender Committee on Assessment and Comparison of Bids concerning entry into services agreement for the audit of RusHydro accounting (financial) statements, prepared in accordance with Russian Accounting Standards for 2012–2014 (Minutes No. 3 dated February 03, 2012 (04190000011100002)), Closed Joint-Stock Company PricewaterhouseCoopers Audit won the open tender.

2012–2014 (according to IFRS)

In order to apply funds of RusHydro effectively and economically, as well as pursuant to the Regulations for the Procedure for Scheduled Procurement of Goods, Works, Services, approved by decision No. 241 of the Board of Directors of the Company, upon decision of the Central Buying Committee of RusHydro dated August 30, 2011, scheduled procurement was arranged and carried out concerning entry into services agreement for the audit (review) of the consolidated financial statements of RusHydro Group, RAO Energy Systems of East Group, Yakutskenergo Group, Far East Energy Company Group and separate financial statements of Far-Eastern Distribution Company, JSC Far East Generating Company, CJSC Non-Bank Financial Company Interbank Settlement Center, prepared in concordance with International Financial Reporting Standards (IFRS) for 2012–2014 through open single-stage multi-lot request for proposals without prequalification of bidders.

The procurement documentation on an open single-stage multi-lot request for proposals without prequalification of bidders concerning entry into a services agreement for the audit (review) of the consolidated financial statements of RusHydro Group, RAO Energy Systems of East Group, Yakutskenergo Group, Far East Energy Company Group and separate financial statements of JSC Far-Eastern Distribution Company, JSC Far East Generating Company, CJSC Non-Bank Financial Company Interbank Settlement Center, prepared in concordance with International Financial Reporting Standards (IFRS) for 2012–2014, was approved by decision of the Buying Audit Committee dated November 16, 2011.

In accordance with the minutes of the Buying Committee (No. 2 dated December 22, 2011), Closed Joint-Stock Company PricewaterhouseCoopers Audit won the open single-stage multi-lot request for proposals without prequalification of bidders.

**The auditor nomination procedure for approval by the meeting of shareholders (participants), including the management body taking the relevant decision:**

The Board of Directors of the Issuer nominates the auditor to be approved by the General Meeting of Shareholders of the Company.

In accordance with legislation, the Issuer shall audit its financial statements on an annual basis. In order to audit and confirm the annual financial statements, the General Meeting of Shareholders shall approve the auditor of the Company on an annual basis.

CJSC PwC Audit was approved as an auditor of the Issuer under the decision of the General Meeting of Shareholders of the Company (Minutes No. 12 dated June 27, 2014).

The Issuer's auditor shall, under the agreement entered into with it, audit the Issuer's financial and business activity in accordance with the legislation of the Russian Federation.

**Information on work of the auditor within special audit engagements:** none

**The procedure for determination of the auditor's remuneration, actual remuneration paid by the Issuer to the auditor, according to the results of the last completed financial year for which the auditor performed an independent audit of accounting (financial) statements of the Issuer, information on deferred and outstanding payments for services rendered by the auditor:**

The payment procedure and remuneration of the audit organizations and individual auditors for audit (including mandatory) and associated services is specified in the audit services agreements and cannot depend on any requirements of the audited entities with regard to the content of conclusions which can be made during the audit.



The remuneration for the Issuer's auditor, approved by the Annual General Meeting of Shareholders of the Issuer, for mandatory annual audit and confirmation of the Issuer's annual financial statements, shall be determined by the Board of Directors of the Issuer.

The auditor's remuneration shall be determined according to the tender results when the Company's auditor is selected.

Actual remuneration to be paid by the Issuer to the auditor according to the results of the 2013 financial year, for which the auditor performed an independent audit of accounting and financial statements of the Issuer in accordance with RAS, as well as consolidated accounting (financial) statements prepared in accordance with IFRS, amounts to RUB 72,303,750 (VAT included).

**Information on deferred and outstanding payments for services rendered by the auditor:** There are no deferred or outstanding payments for services rendered by the auditor

Full corporate name: **HLB Vneshaudit Closed Joint Stock Company**

Abbreviated corporate name: **HLB Vneshaudit CJSC**

Location: **25-27/2 Bolshaya Yakimanka St., Moscow, Russian Federation, 109180**

INN: **7706118254**

OGRN: **1027739314448**

Tel.: **(495) 967-0495**

Fax: **(495) 967-0497**

E-mail: [info@vneshaudit.ru](mailto:info@vneshaudit.ru)

Information about membership of the auditor in self-regulated organizations of auditors

Full name: **Non-Profit Partnership Institute of Professional Auditors**

Location

**14 Nametkina St., bldg. 1, Moscow, Russia, 109180**

Additional information: **Principal Number of Registration Entry in the registry of auditors and audit organizations: 10202000095.**

**Financial year(s) from the last five completed financial years and current financial year for which the auditor carried out (will carry out) an independent audit of the Issuer's annual accounting (financial) statements**

Accounting (financial) statements, year	Consolidated accounting statements, year	Consolidated financial statements, year
2011		

**Factors which can influence the auditor's independence from the Issuer, including information on the availability of material interests connecting the auditor (officials of the auditor) with the Issuer (officials of the Issuer)**

There are no factors which can influence the auditor's independence from the Issuer or material interests connecting the auditor (officials of the auditor) with the Issuer (officials of the Issuer)

#### **The Issuer's auditor selection procedure**

##### **Availability of the tender procedure connected with the auditor's selection, and its key conditions:**

In accordance with Article 5 of Federal Law No. 307-ФЗ dated December 30, 2008 On Audit Activities, the agreement for mandatory audit of accounting statements of the organization the share of state-owned property in the authorized (reserve) capital of which is at least 25 per cent shall be concluded according to the results of order placement through bidding in the form of open tender in accordance with the procedure specified in Federal Law No. 94-ФЗ dated July 21, 2005 On Placing of Orders for Supplies of Goods, Performance of Work, and Rendering of Services for State and Municipal Requirements.

In order to meet the above requirement, RusHydro approved the composition of the Tender Committee selecting the auditor of the Company (Minutes of the Audit Committee of the Board of Directors of RusHydro No. 17/1 dated February 05, 2010).

In accordance with the minutes of the Tender Committee on Assessment and Comparison of Bids concerning entry into services agreement for the audit of RusHydro accounting statements, prepared in accordance with Russian Accounting Standards for 2011 (Minutes No. 628/4 dated April 08, 2011 (0419000000111000001)), HLB Vneshaudit Closed Joint-Stock Company won the open tender.

**The auditor nomination procedure for approval by the meeting of shareholders (participants), including the management body taking the relevant decision:**

The Board of Directors of the Issuer nominates the auditor to be approved by the General Meeting of

Shareholders of the Company.

In accordance with legislation, the Issuer shall audit its financial statements on an annual basis. In order to audit and confirm the annual financial statements, the General Meeting of Shareholders shall approve the auditor of the Company on an annual basis.

HLB Vnesheaudit CJSC was approved as the auditor of the Issuer for 2011 under the decision of the General Meeting of Shareholders of the Company (Minutes No. 7 dated July 04, 2011).

**Information on work of the auditor within special audit engagements:** The auditor did not perform any work within special audit engagements.

**The procedure for determination of the auditor's remuneration, actual remuneration paid by the Issuer to the auditor according to the results of the last completed financial year, for which the auditor performed an independent audit of accounting (financial) statements of the Issuer, information on deferred and outstanding payments for services rendered by the auditor:**

The payment procedure and remuneration of the audit organizations and individual auditors for audit (including mandatory) and associated services is specified in the audit services agreements and cannot depend on any requirements of the audited entities with regard to the content of conclusions which can be made during the audit.

The remuneration for the Issuer's auditor, approved by the Annual General Meeting of Shareholders of the Issuer, for mandatory annual audit and confirmation of the Issuer's annual financial statements, shall be determined by the Board of Directors of the Issuer.

The auditor's remuneration shall be determined according to the tender results when the Company's auditor is selected.

Actual remuneration paid by the Issuer to the auditor according to the results of the 2011 financial year, for which the auditor performed an independent audit of accounting and financial statements of the Issuer in accordance with RAS, amounts to RUB 14,950,000 (VAT included).

**Information on deferred and outstanding payments for services rendered by the auditor:** No deferred or overdue payments for the services rendered by the auditor.

## **1.4. Information on the Issuer's Appraiser**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## **1.5. Information on the Issuer's Consultants**

*Financial consultants were not attracted within 12 months before the end of the reporting quarter on the grounds specified in this clause.*

## **1.6. Information on Other Persons who have Signed the Quarterly Report**

Full name: *Dmitry Vladimirovich Finkel*

Born in: *1977*

Information on primary employment:

Company: *JSC RusHydro*

Position: *Chief Accountant, Head of the Corporate Governance Department*

## II. Key Information on Financial and Economic Performance of the Issuer

### 2.1. The Issuer's Financial and Economic Performance Indicators

Dynamics of indicators characterizing financial and economic activity of the Issuer, calculated on the basis of accounting (financial) statements.

Standard (rule), in accordance with which the accounting (financial) statements are prepared, on the basis of which indicators are calculated: RAS

Unit of measure for workforce productivity calculation: **RUB'000/person**

Indicator	June 30, 2013	June 30, 2014
Operational efficiency, RUB'000/person	8,878	9,385
Debt-to-equity ratio	0.33	0.19
Leverage ratio	0.12	0.14
Debt coverage ratio	2.76	0.46
Overdue debt rate, %	0	0

All indicators are calculated on the basis of recommended calculation procedures.

#### **Analysis of the Issuer's financial and economic activity on the basis of economic analysis of dynamics of the given indicators:**

Debt-to-equity ratio characterizes the correlation between external and own sources of financing.

Debt-to-equity ratio characterizes the correlation between external and own sources of financing. A decrease in the indicator from 0.33—according to the results of 2013 (6 months)—to 0.19 in 2014 (6 months) is due to the absence of indebtedness on the additional issue of the Company, performed in 2012–2013.

The debt coverage ratio shows the extent of current liabilities which may be covered by funds that are available or expected in the nearest future. The ratio in 2014 (6 months) amounted to 0.46 demonstrating its positive dynamics due to the decrease in short-term liabilities (registration of additional issue and transfer of short-term liabilities to the authorized capital).

Overall, analysis of the creditworthiness indicators allows one to state that the Issuer's financial status in the period reviewed was stable.

### 2.2. The Issuer's Market Capitalization

*Market capitalization is calculated as the product of the number of shares of the relevant category (type) and the market value of one share disclosed by the securities market operator and determined under the Procedure for Determination of Securities Market Value, Securities Estimated Price, as well as Limit of Fluctuation of Securities Markets for the purposes of Chapter 23 of the Tax Code of the Russian Federation, approved by Order of the Federal Commission for Securities Market of Russia No. 10-65/pz-n dated November 09, 2010.*

Unit of measure: **RUB**

**Issue 1-01-55038-E**

Indicator	2013	Q2 2014
Market capitalization	180,291,056,405.35	214,564,144,823.50

**Issue 1-01-55038-E-041D**

Indicator	2013	Q2 2014
Market capitalization	-	48,272,724,163.99

Information on the securities market operator providing the data for calculation of the market capitalization, as well as any other additional information on public trading of securities at the Issuer's discretion:

Source of information: MICEX official website (<http://moex.com/>)

**2.3. The Issuer's Liabilities****2.3.1. Borrowed Funds and Accounts Payable**

As of June 30, 2014

Structure of borrowed funds

Unit of measure: RUB

Indicator	Amount
Long-term borrowed funds	103,750,270,483.29
including:	
credit	48,750,270,483.29
loans, except for bond loans	20,000,000,000.00
bond loans	35,000,000,000.00
Short-term borrowed funds	1,802,746,715.06
including:	
credit	658,482,331.50
loans, except for bond loans	1,144,264,383.56
bond loans	0
Total overdue debt on borrowed funds	0
including:	
on credit	0
on loans, except for bond loans	0
on bond loans	0

Structure of accounts payable as of June 30, 2014

Unit of measure: RUB

Indicator	Amount
Total accounts payable	17,624,650,850.18
including overdue	0
including	
to the budget and state extra-budgetary funds	3,751,577,101.01
including overdue	0
to suppliers and contractors	5,704,663,649.28

including overdue	0
to employees of the organization	218,015,647.95
including overdue	0
other	7,950,394,451.94
including overdue	0

**There is no overdue accounts payable.**

Creditors with at least 10 per cent of the total accounts payable or at least 10 per cent of the total borrowed (long-term and short term) funds:

Full corporate name: **Sberbank of Russia Joint Stock Company**

Abbreviated corporate name: **Savings Bank of the Russian Federation (OJSC)**

Location: **19 Vavilova St., Moscow, 117997**

INN: **7707083893**

OGRN: **1027700132195**

Debt: **RUB 33,893,334,061.18**

Amount and terms and conditions of the overdue debt (interest rate, fine sanctions, penalties):

**None**

The creditor is an affiliate of the Issuer: **No**

Full corporate name: **EUROPEAN BANK FOR RECONSTRUCTION AND DEVELOPMENT**

Abbreviated corporate name: **EBRD**

Location: **One Exchange Square London EC2A 2JN United Kingdom**

Debt: **RUB 13,950,946,814.15**

Amount and terms and conditions of the overdue debt (interest rate, fine sanctions, penalties):

**None**

The creditor is an affiliate of the Issuer: **No**

Full corporate name: **RusHydro Finance Limited**

Abbreviated corporate name: **RusHydro Finance Limited**

Location: **53 Merrion Square, Dublin 2, Ireland**

**Non-resident of the Russian Federation**

Debt: **RUB 20,276,164,383.56**

Amount and terms and conditions of the overdue debt (interest rate, fine sanctions, penalties):

**None**

The creditor is an affiliate of the Issuer: **No**

## 2.3.2. Credit History of the Issuer

Execution by the Issuer of its obligations under the facility agreements and/or loan agreements in force within the last completed financial year and current financial year, including those concluded due to issue and sale of bonds, the principal debt under which is 5 and more per cent of the Issuer's balance sheet assets as of the end of the last completed reporting period (quarter, year) preceding conclusion of the relevant agreement, in respect of which the established period for submission of accounting (financial) statements has expired, as well as other facility agreements and/or loan agreements, which the Issuer deems material.

Type and Identification Characteristics of Liabilities	
<b>1. Credit, European Bank for Reconstruction and Development, Credit Agreement dated September 8, 2006</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	European Bank for Reconstruction and Development, One Exchange Square, London EC2A 2JN, United Kingdom

Principal debt as at the date of liabilities	6,300,000,000 RUB X 1
Principal debt as at the end of the reporting quarter	
Credit (loan) period, (years)	14
Average interest on credit, loan, % per annum	11.20
Number of interest (coupon) periods	57
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	
Actual credit (loan) payment period (date)	April 17, 2014
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>2. Credit, EM Falcon Limited, Credit Agreement dated April 27, 2007</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	EM Falcon Limited (legal successor of Morgan Stanley), 11/12 Warrington Place, Dublin 2, Ireland
Principal debt as at the date of liabilities	RUB 1,500,000,000
Principal debt as at the end of the reporting quarter	
Credit (loan) period, (years)	7
Average interest on credit, loan, % per annum	9.74
Number of interest (coupon) periods	14
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	April 25, 2014
Actual credit (loan) payment period (date)	April 25, 2014
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>3. Loan, Rushydro Finance Limited, Loan Agreement dated October 27, 2010</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Rushydro Finance Limited, 53 Merrion Square, Dublin 2, Ireland
Principal debt as at the date of liabilities	RUB 20,000,000,000
Principal debt as at the end of the reporting quarter	RUB 20,000,000,000
Credit (loan) period, (years)	5
Average interest on credit, loan, % per annum	7.875
Number of interest (coupon) periods	10
Delays in payment of interest on credit (loan), and total number of such delays and	None

duration thereof in days (if any)	
Scheduled credit (loan) payment period (date)	October 28, 2015
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>4. Bonds, series 01</b>	
<b>State registration number and registration date: 4-01-55038-E dated September 23, 2010,</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Transferees of securities of the issue,
Principal debt as at the date of liabilities	RUB 10,000,000,000
Principal debt as at the end of the reporting quarter	RUB 10,000,000,000
Credit (loan) period, (years)	10
Average interest on credit, loan, % per annum	8
Number of interest (coupon) periods	20
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	April 12, 2021*
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	* Maturity of RusHydro bonds is 10 years. Tender offer for acquisition of bonds at the owner's request for a period of 5 years is possible in respect of the securities.

<b>Type and Identification Characteristics of Liabilities</b>	
<b>5. Bonds, series 02</b>	
<b>State registration number and registration date: 4-02-55038-E dated September 23, 2010</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Transferees of securities of the issue,
Principal debt as at the date of liabilities	RUB 5,000,000,000
Principal debt as at the end of the reporting quarter	RUB 5,000,000,000
Credit (loan) period, (years)	10
Average interest on credit, loan, % per annum	8
Number of interest (coupon) periods	20
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	April 12, 2021*
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	* Maturity of RusHydro bonds is 10 years. Tender offer for acquisition of bonds at the owner's request for a period of 5 years is possible in respect of the securities.

<b>Type and Identification Characteristics of Liabilities</b>	
<b>6. Credit, Joint Stock Company Sberbank of Russia, Credit Agreement No. 5486 dated November 18, 2011</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Joint-Stock Company Sberbank of Russia, 19 Vavilova St., Moscow 117997
Principal debt as at the date of liabilities	RUB 40,000,000,000
Principal debt as at the end of the reporting quarter	RUB 20,000,000,000
Credit (loan) period, (years)	9
Average interest on credit, loan, % per annum	8.26
Number of interest (coupon) periods	36
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	November 17, 2020
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>7. Credit, Unicredit Bank Austria AG, Credit Agreement dated December 12, 2011</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Unicredit Bank Austria AG, 1010 Wien, Schottengasse 6 — 8, Austria
Principal debt as at the date of liabilities	EUR 127,796,550
Principal debt as at the end of the reporting quarter	EUR 69,225,369
Credit (loan) period, (years)	15
Average interest on credit, loan, % per annum	3.15
Number of interest (coupon) periods	60
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	August 28, 2026
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	Drawdown is performed from 2012 to 2017

<b>Type and Identification Characteristics of Liabilities</b>	
<b>8. Credit, European Bank for Reconstruction and Development, Credit Agreement dated December 07, 2011</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	European Bank for Reconstruction and Development, One Exchange Square, London EC2A 2JN, United Kingdom
Principal debt as at the date of liabilities	RUB 8,000,000,000
Principal debt as at the end of the reporting quarter	RUB 7,500,000,000



Credit (loan) period, (years)	15
Average interest on credit, loan, % per annum	10.10
Number of interest (coupon) periods	57
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	March 10, 2026
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>9. Credit, Bayerische Landesbank, Credit Agreement dated November 15, 2012</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Bayerische Landesbank, Brienner Str. 18 80333 Munich, Germany
Principal debt as at the date of liabilities	EUR 16,485,731.83
Principal debt as at the end of the reporting quarter	EUR 7,463,581.83
Credit (loan) period, (years)	12.5
Average interest on credit, loan, % per annum	1.18
Number of interest (coupon) periods	26
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	April 30, 2025
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	Drawdown is performed for the period from 2012 to 2017

<b>Type and Identification Characteristics of Liabilities</b>	
<b>10. Credit, Joint-Stock Company Sberbank of Russia, Credit Agreement No. 5685 dated December 4, 2013</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Joint-Stock Company Sberbank of Russia, 19 Vavilova St., Moscow, 117997
Principal debt as at the date of liabilities	RUB 10,612,753,821
Principal debt as at the end of the reporting quarter	RUB 10,612,753,821
Credit (loan) period, (years)	5
Average interest on credit, loan, % per annum	7.99
Number of interest (coupon) periods	20
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	December 04, 2018
Actual credit (loan) payment period (date)	existing

Other information on liabilities specified at the Issuer's discretion	
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<b>Type and Identification Characteristics of Liabilities</b>	
<b>11. Credit, EM Falcon Limited, Credit Agreement dated December 13, 2006</b>	
Terms and conditions of liability and information on its execution	
Name and location or full name of the creditor (lender)	EM Falcon Limited (Morgan Stanley) 11/12, Warrington Place, Dublin 2, Ireland
Principal debt as at the date of liabilities	RUB 3,000,000,000
Principal debt as at the end of the reporting quarter	-
Credit (loan) period, (years)	7
Average interest on credit, loan, % per annum	8.71
Number of interest (coupon) periods	28
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	-
Scheduled credit (loan) payment period (date)	December 13, 2013
Actual credit (loan) payment period (date)	December 13, 2013
Other information on liabilities specified at the Issuer's discretion	Liability is due to legal succession under obligations of consolidated Saratovskaya HPP JSC.

<b>Type and Identification Characteristics of Liabilities</b>	
<b>12. Credit, European Bank for Reconstruction and Development, Credit Agreement dated December 5, 2013</b>	
Terms and conditions of liability and information on its execution	
Name and location or full name of the creditor (lender)	European Bank for Reconstruction and Development One Exchange Square, London EC2A 2JN, United Kingdom
Principal debt as at the date of liabilities	RUB 4,400,000,000
Principal debt as at the end of the reporting quarter	RUB 3,530,000,000
Credit (loan) period, (years)	2
Average interest on credit, loan, % per annum	10.62
Number of interest (coupon) periods	47
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	October 14, 2025
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>13. Bonds, series 07</b>	
<b>State registration number and registration date: 4-07-55038-E dated December 27, 2012</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Transferees of securities of the issue

Principal debt as at the date of liabilities, RUB	RUB 10,000,000,000
Principal debt as at the end of the reporting quarter, EUR	RUB 10,000,000,000
Credit (loan) period, (years)	10
Average interest on credit, loan, % per annum	8.5
Number of interest (coupon) periods	20
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	February 14, 2023
Actual credit (loan) payment period (date)	Existing *
Other information on liabilities specified at the Issuer's discretion	* Maturity of RusHydro bonds of series 07 is 10 years. Tender offer for a period of 5 years is possible in respect of the securities.

<b>Type and Identification Characteristics of Liabilities</b>	
<b>14. Bonds, series 08</b>	
<b>State registration number and registration date: 4-08-55038-E dated December 27, 2012</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Transferees of securities of the issue
Principal debt as at the date of liabilities	RUB 10,000,000,000
Principal debt as at the end of the reporting quarter	RUB 10,000,000,000
Credit (loan) period, (years)	10
Average interest on credit, loan, % per annum	8.50
Number of interest (coupon) periods	20
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	February 14, 2023
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	Maturity of RusHydro bonds of series 08 is 10 years. Tender offer for a period of 5 years is possible in respect of the securities.

<b>Type and Identification Characteristics of Liabilities</b>	
<b>15. Credit, Joint-Stock Company Sberbank of Russia, Credit Agreement No. 5724 dated April 8, 2014</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Joint-Stock Company Sberbank of Russia, 19 Vavilova St., Moscow 117997
Principal debt as at the date of liabilities	RUB 2,776,363,638.11
Principal debt as at the end of the reporting quarter	RUB 2,776,363,638.11
Credit (loan) period, (years)	8
Average interest on credit, loan, % per annum	11.30
Number of interest (coupon) periods	32
Delays in payment of interest on credit (loan), and total number	None

of such delays and duration thereof in days (if any)	
Scheduled credit (loan) payment period (date)	April 7, 2022
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

<b>Type and Identification Characteristics of Liabilities</b>	
<b>16. Credit, Crédit Agricole Corporate and Investment Bank Deutschland / ING BANK, a Branch of ING-DiBa AG, Credit Agreement dated March 4, 2014</b>	
<b>Terms and conditions of liability and information on its execution</b>	
Name and location or full name of the creditor (lender)	Crédit Agricole Corporate and Investment Bank, France, Taunusanlage 14, 60325 Frankfurt am Main, Federal Republic of Germany / ING BANK, a Branch of ING-DiBa AG, Hamburger Allee 1, 60486 Frankfurt am Main, Federal Republic of Germany
Principal debt as at the date of liabilities	EUR 190,284,359
Principal debt as at the end of the reporting quarter	EUR 17,825,911.64
Credit (loan) period, (years)	15
Average interest on credit, loan, % per annum	1.019
Number of interest (coupon) periods	30
Delays in payment of interest on credit (loan), and total number of such delays and duration thereof in days (if any)	None
Scheduled credit (loan) payment period (date)	April 4, 2029
Actual credit (loan) payment period (date)	existing
Other information on liabilities specified at the Issuer's discretion	

### 2.3.3. Liabilities of the Issuer under Security provided to Third Parties

Information on the Issuer's total liabilities out of security provided by it and total liabilities of third parties, for which the Issuer has provided security, including in the form of pledge or guarantee, with limitation of the Issuer's liability under such liability of third parties, determined subject to conditions of the security and actual outstanding loan debt of the third party.

Unit of measure: **RUB**

<b>Indicator</b>	<b>As of June 30, 2014</b>
Total liabilities of the Issuer under security provided by it	91,576,818,429.63
Total liabilities of third parties, for which the Issuer has provided security, with limitation of the Issuer's liability under such obligation of third parties, determined subject to conditions of the security and actual outstanding loan debt of third parties	91,576,818,429.63
Including in the form of pledge or guarantee	91,576,818,429.63

The Issuer's liabilities arising from the security provided to third parties within the period from the beginning of the current financial year to the end of each reporting quarter, including in the form of pledge or guarantee, amounting to at least 5 per cent of the book value of the Issuer's assets as at the final date of the last completed reporting period preceding the provision of such security

***There are no such liabilities in this reporting period***

Exposure of the Issuer to risks related to non-fulfilment or improper fulfilment of the secured liabilities of third parties is estimated as low.

### **2.3.4. Other Liabilities of the Issuer**

There are no other obligations not recognized in the accounting (financial) statements that could materially affect the Issuer's financial status, liquidity, sources of financing, and terms and conditions of application thereof, performance results and expenses

## **2.4. Risks Inherent to Acquisition of Equity Securities Being Placed (Placed)**

**The Issuer's risk management policy:**

**Detailed analysis of risk factors related to acquisition of the placed equity securities, in particular:**

**Industry risks**

**Country and regional risks**

**Financial risks**

**Legal risks**

**Risks related to the Issuer's activities**

Emerging wholesale and retail electricity and capacity markets have a higher risk level than developed markets of other products and services and include significant legal, economic, and, because of high social significance for country, political risks. Dynamic development of these markets allows us to suppose, with a high probability, that information contained herein can be promptly outdated. Current information uncertainty because of the dynamic change of factors can influence the Issuer's future activity, possibility of asset sale, and meeting of repayment deadlines. The investors shall take that uncertainty into account in estimating own risks and taking a decision on investment feasibility. In addition, some risks that are not material at the moment may become material in future.

In order to optimize risks, the Issuer performs regular work on their recognition, assessment, and control, as well as development and application of risk response measures, business continuity management, and aspires to meet international and national risk management standards (COSO ERM 2004, ISO 31000, Risk Management Professional Standard (RSPP-RusRisk) and others).

In May 2013, the RusHydro risk management team was the winner of the international Best Risk Management-2013 competition in the category Best Integrated Risk Management Program. The competition has been conducted since 2006 by Russian Risk Management Society RusRisk, the Russian National Association of Risk Managers, a member of the Federation of European Risk Management Association (FERMA). According to the competition results RusHydro won one further award: Konstantin Babaev, Head of the Risk Management Directorate, was the winner in The Best Risk Manager of Russia 2013 category.

The Issuer's activity with regard to risk management is connected with the need to reconstruct operating and construct new generating facilities, including:  
Improving reliability, safety, and cost effectiveness of the equipment by regenerating worn main and auxiliary equipment;

Increase technical-and-economic characteristics of HPP for operation on the competitive electrical energy market, and reduce repair expenses;

Increase in operating performance through implementation of a program to reduce operating costs and make savings;

Targeted financial policy;

Continuous analysis of electric energy market conditions;

Competitive environment in procurement, works, and services.

**The Issuer's risk management policy:**

The Issuer's risk management policy implies timely recognition and prevention of possible risks in order to minimize losses.

The Issuer's activities within specific risks management are described in Clauses 2.4.1.-2.4.5. below.

## **2.4.1. Industry Risks**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## **2.4.2. Country and Regional Risks**

**Risks inherent in the political and economic situation in a country (countries) and region, where the Issuer is registered as a taxpayer and/or performs its primary activity, provided that primary activity of the Issuer in such a country (region) brings 10 and more per cent of income for the last complete reporting period preceding the securities prospectus approval date.**

### **Country Risks**

The Russian economy has no protection against market recessions or a slowdown in global economic development.

Due to the impact of the global financial crisis and heightened perception of risks of investment into developing countries, the volume of foreign investments into Russia is on the decrease, which has an adverse effect on the Russian economy. Furthermore, as Russia produces and exports large volumes of natural gas and oil, the Russian economy is particularly vulnerable to changes in international prices for energy products, and a slide in natural gas and oil prices may have a significant effect on development of the Russian economy. These events may limit the Issuer's access to capital and adversely affect the purchasing ability of the Issuer's consumers. The Issuer supposes implementation of all the actions intended for a decrease in the influence of such events on its activities by optimizing leverage in crisis conditions.

Furthermore, due to the world financial market crisis and a slump in industrial production, there is a risk of a drop in demand for power, which may lead to a reduction in sales volumes and in the Issuer's proceeds, as well as a risk of accounts receivable growth due to non-payment by power consumers.

Due to aggravation of the international situation in spring 2014 and the deterioration of credit rating forecasts of international rating agencies (S&P and Fitch) of the Russian Federation and state-controlled companies, including the Issuer, at the end of March 2014 (from stable to negative) as well as due to the threat of economic sanctions and force majeure, there is possibility of growth in the risk connected with failure to discharge obligations by separate foreign suppliers and contractors, contraction of the sales market and contract revision.

The Company is monitoring the situation and now sees positive dynamics using the example of statements from such companies as Siemens.

### **Political Risks**

Due to the tightening of control on the part of energy sector regulatory agencies, the Company is taking steps necessary to avoid a detrimental effect of the above-mentioned risks on its activity. In particular, key attention is paid to ensuring transparency and reliability of control procedures for expenditure of budgetary funds under implementation of the Company's investment program, as well as implementation of risk management measures, as described in this section.

### **Regional Risks**

The Issuer is registered as a taxpayer in Krasnoyarsk Krai, but productive assets and the operations themselves are carried out in many regions of the Russian Federation. In this respect it is possible to define specific risk in two regions: risks inherent in potential terrorist activity are a burning problem for the North Caucasus, and the Far East is characterized by earthquake activity and the inaccessibility of certain areas. Measures are being taken in respect of these risks and they are described in the following two sections. The risk on the whole is assessed as insignificant.

Assumed actions of the Issuer in the event of an adverse effect of changes in the situation in the country (countries) and the region (regions) on its activities.

To mitigate the consequences of the risks related to an emergency at the Sayano-Shushenskaya HPP, the Issuer carries out the following activities:

The plant is being reconstructed with engagement of the Sayano-Shushenskaya HPP personnel;

Work is progressing on amendment of Russian Federation legislation and corporate standards in technical regulation as regards procurement of hydropower engineering facility safety and reliability;

The Issuer continues implementation of the social policy, directed to support relatives of the deceased and injured persons and to develop the region as a whole (for detailed information please visit the Issuer's corporate site <http://www.sshges.rushydro.ru/>, SShHPP Reconstruction).

Changes in the situation in the country and regions of the Issuer's activities, the nature and frequency of such changes, and risks inherent thereto are difficult to predict, as it is the case with their effect on the future activities of the Issuer. Most of these risks are beyond the control of the Issuer due to their global scale. In case of disruption in the situation in Russia or the regions, which may adversely affect the Issuer's activities, the Issuer's management will undertake a number of actions for crisis management to mitigate to the greatest possible extent the adverse effect of the situation on the company.

Risks related to possible military conflicts, imposition of a state of emergency or strikes in the country and region where the Issuer is a tax resident and/or carries out its principal activities.

In case of possible military conflicts, as well as a threat of terrorist exposure to the Issuer's facilities (including under conditions of an aggravated international situation), there are possible risks of personnel death and capital asset breakdown. The Issuer's region of registration and many regions of the Issuer's activities are characterized by a peaceful political situation. The probability of military conflicts, a declaration of a state of emergency and strikes in these regions is minimal, except for constituent entities of the Russian Federation located on the border with Ukraine and in the North Caucasian Federal District. In connection with possible escalation of the Georgian-Ossetian conflict, the described risk may arise in the region of the Issuer's activities – the Republic of North Ossetia-Alania.

According to the results of sabotage at the Baksanskaya HPP (July 21, 2010) and detection of an explosive device at the Irganayskaya HPP (September 7, 2010), the Issuer carried out comprehensive reassessment of safety systems at every facility. According to its results, a comprehensive plan for protection enhancement at the Issuer's facilities has been implemented, within which changes in the ongoing safety program at the Issuer's plants, including those in progress, have been introduced.

In case of this risk occurrence, the Issuer will take actions to mitigate the consequences thereof, including:

Evacuation of personnel and construction equipment located in close proximity;

Enhancement of security of the Issuer's facilities by engaging additional forces of the Ministry of Internal Affairs of the Russian Federation in order to prevent risks.

Risks related to geographic features of the country and region where the Issuer is registered as a tax resident and/or carries out its principal activities, including the heightened danger of natural disasters, possible cessation of transportation due to remoteness and/or inaccessibility, etc.

In the third quarter of 2013, the risk of natural disasters, which on a regular basis makes the list of the Issuer's critical risks taking the form of flooding in the Far East, had a significant effect on the Issuer's activity. In these circumstances, facilities of the Issuer in the Far East operate in accordance with instructions of the interagency working group under the Federal Water Resources Agency of Russia. Control over business assets is tightened. No emergencies were defined.

Overflow of 2013 was the largest for the last 120 years. According to experts, hydraulic structures of Zeyskaya and Bureyskaya HPPs held in their own reservoirs over 65% of inflow, seriously reducing probable negative consequences for downstream settlements.

Under the decision of Evgeniy Dod, Chairman of the Management Board of RusHydro, the company explicated an ambitious program of social assistance to persons who have suffered from flooding in the Far East. RusHydro allocated RUB 200 million to mitigate the consequences of such flooding. These funds were directed at the provision of assistance to Amur Oblast, Khabarovsk Krai and the Jewish Autonomous District. Within this social program, RusHydro's community liaison office was opened in Zeya, Amur Oblast where Zeyskaya HPP is located, for rendering targeted assistance to the residents of the Far East Region.

Previously, a donation of RUB 700,000, transferred by companies and employees of the energy branch to the Soprichastnost fund, were directed to the rural council of Beregovoy, Seya District, Amur Oblast, for the acquisition of a special-purpose vehicle for waste water withdrawal. Financial assistance in the amount of RUB 1.6 million was transferred to the Zeya Administration for reserve water withdrawal and rehabilitation of the city infrastructure.

Hydraulic power engineers also purchased and handed over to EMERCOM of Russia (Ministry of the Russian Federation for Civil Defense, Emergencies and Elimination of Consequences of Natural Disasters) special vehicles and equipment for the performance of operations connected with the evacuation of people in Amur Oblast who have suffered from underflooding.

During the first days when Amur Oblast was battered by floods, RAO Energy Systems of East (a subsidiary of RusHydro) provided its educational and training ground to accommodate 420 people affected by the floods.

RAO Energy Systems of East has already directed about RUB 1.5 million for acquisition of food packages for evacuated residents of the Jewish Autonomous District. Assistance connected with additional food was provided to 1,415 people affected, including 559 children.

Bureyskaya HPP purchased food to a value of RUB 700,000 for temporary accommodation points in Amur Oblast. Help is primarily directed at 129 children located in these points.

Generally, the regions of the Issuer's activity are characterized by a well-developed transport infrastructure and are not exposed to risks connected with termination of transport connection. In this respect, some generating assets of the Issuer are located in remote areas with a severe, harsh climate, including in Krasnoyarsk Krai and some areas of the Far Eastern Federal District. The Issuer constantly advances technologies of access to and work in severe weather conditions of these areas. However, there is no guarantee that the Issuer will not incur additional expenses in overcoming technical difficulties associated with climate and accessibility of these areas, which may exert a negative influence on the Issuer's business, income, financial standing, performance, and prospects. In the foreseeable future, these risks are assessed by the Issuer as insignificant.

Risks also related to geographic features of regions include: risk of losses (for instance, lay up of fixed assets) in connection with seismic activity, avalanches and mudslides, possible landslides and rain-caused floods, as well as other adverse weather conditions (tornados, strong snowfalls and frost, etc.). The majority of the Company's facilities is located in seismically quiet regions, however, such facilities as the Pauhetskaya GeoPC and the Verkhne-Mutnovskaya GeoPC are located in an earthquake zone with potential earthquake strength up to 9 on the Richter Scale. An emergency action plan has been developed in the event of earthquakes with continuous monitoring of the situation. Transport connection is being elaborated in advance with a focus on the aforesaid risk, cargo and personnel delivery scheme being optimized.

### **2.4.3. Financial Risks**

Exposure of the Issuer to risks inherent in a change in interest rates, foreign currency exchange rates, due to activity of the Issuer or due to hedging performed by the Issuer with a view to reduce adverse effects of the above risks.

Exposure of the Issuer's financial standing, its liquidity, sources of funding, performance, etc., to a change in currency exchange rate (exchange risks):

The financial status of the Issuer, its liquidity, sources of financing and performance results do not depend heavily on foreign exchange differences and interest rate changes.

The Issuer sells power on the domestic market of the Russian Federation and settlements with suppliers of the resources, accrual and receipt of payments from power consumers are performed mostly in the Russian currency – RUB. The influence of shifts of the national currency exchange rate compared to foreign currencies on the Issuer's financial status is assessed as insignificant.

Expected actions of the Issuer in the event of a negative impact of changes in currency exchange rate and interest rate on the Issuer's activity.

Practically all obligations of the Issuer are expressed in the currency of the Russian Federation — RUB. The proportion of obligations expressed in foreign currency in total amounts to less than 5%. For this reason exposure of the Issuer to the risk of foreign exchange fluctuations is assessed by Issuer as immaterial.

Some loans of the Issuer are connected with floating interest rates of MosPrime and Euribor. However, a share of loans with a fixed interest rate is over 85% of the Issuer's credit portfolio. In order to minimize interest risk on financial obligations of the Issuer, swap contract was concluded so as to fix variable interest rates in relation to the credit of JSC Sberbank of Russia (RUB 2.8 bln as at June 30, 2014) with regard to all interest payments until their final redemption date.

There is no guarantee that concluded swap contracts will be effective or that the Issuer will not be exposed to interest risks in future.

According to the Issuer, inflation has a critical influence on securities payments, inflation levels as well as expected actions of the Issuer with regard to a decrease in the above risk:



The inflation level directly depends on the political and economic situation in the country. Since the Issuer carries out its activities within the Russian Federation, it is also subject to the influence of fluctuations in the inflation level. An increase in the inflation level in the Russian Federation leads to an overall increase in interest rates.

The adverse effect of inflation on financial and economic activities of the Issuer may result from the following risks:

- Risk of loss related to a decrease in the actual cost of accounts receivable in case of significant deferral or delay in payment;
- Risk of increase in the cost of financial debt;
- Risk of increase in product, works and services cost due to an increase in prices for energy resources, transport expenses and salaries, etc.;
- Risk of reduction of actual cost of funds raised for financing the investment program.

Inflation risk may arise if received cash income is depreciated compared to the actual purchasing capacity of money faster than it is nominally growing. Inflation growth significantly affects the financial performance results of the Issuer. It may lead to an increase in the entity's costs (due to an increase in prices for power resources and inventories) and as a consequence to a fall in profits and, therefore, in the profitability of its activities. Moreover, a rise in inflation will lead to an increased cost of borrowed funds for the Issuer, which may lead to a shortage of working assets within the company.

Critical significance of inflation, according to the Issuer:

According to the Issuer, taking into account the order of the Chairman of the Government of the Russian Federation with respect to limitation of the growth in housing and public utilities rates by no more than 6% in annual average calculation, compared with the level of utility charges in December 2012, and taking into account the level of potential earnings of the Issuer's activity, the critical inflation level under which the Issuer would have difficulties is equal to at least 20% per annum.

In the event of a rise in inflation, the Issuer plans to raise working capital turnover by amending contractual relations with its consumers.

Liquidity risk:

Rational liquidity risk management includes maintaining sufficient monetary funds and convertible securities so as to maintain the Issuer's ability to execute its current obligations. Temporarily disposable monetary resources are placed in short-term financial instruments, generally in bank deposits and promissory notes. The list of credit institutions and calculation of risk limits concerning placement of temporarily disposable monetary resources is approved on a quarterly basis under the Rules accepted by the Company.

Due to aggravation of the international situation in spring 2014 and deterioration of credit rating forecasts of international rating agencies (S&P and Fitch) of the Russian Federation and state-controlled companies, including the Issuer (from stable to negative) as well as due to a threat of economic sanctions and force majeure, there is a possibility of growth in risks connected with the Issuer's difficulties to gain access to loan funds of foreign contracting parties, a rise in the value of the Issuer's debt obligations, losses due to an increase in euro rates and interest rates. Control over these risks is connected with a decrease in limits for agency banks with reduced ratings, stress testing of possible losses due to the growth in euro rates and interest rates under the currency and interest risks management methodology approved by the Issuer, as well as with legal support of the contract base. Practically all credit facilities are used, and there is no risk of unavailability of material credit resources under previously opened credit facilities.

Indices of the Issuer's financial statements subject to change to a greater extent as a result of the aforesaid financial risks. Risks, probability and nature of changes in statements:

Risk	Probability	Indices of financial statements subject to change to a greater extent as a result of the said financial risks	Nature of changes in statements
Increase in loan rates of banks	average	Balance sheet (form No. 1): 1) Accounts payable (other creditors) Statement of Financial Performance (form No. 2): 1) Interest payable 2) Net profit	Profit decrease, increase of interest costs
Exchange risk	low	Balance sheet (form No. 1):	Growth in investment costs,

		1) Accounts receivable 2) Accounts payable 3) Cash — Statement of Financial Performance (form No. 2): 1) Other income and expenses 2) Net profit 3) Interest payable	increase in accounts payable, growth in other expenses, increase in expenditures connected with interest and reduction of net profit
Inflation risks	low	Statement of Financial Performance (form No. 2): 1) Other expenses 2) Cost of goods, products, works, services sold 3) Net profit	Profit decrease
Liquidity risk	low	Balance sheet (form No. 1): 1) Accounts receivable 2) Cash 3) Accounts payable Statement of Financial Performance (form No. 2): 1) Other income and expenses 2) Net profit	Profit decrease

#### 2.4.4. Legal Risks

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

#### 2.4.5. Risks Related to the Issuer's Activities

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

### III. Detailed Information on the Issuer

#### 3.1. History of the Issuer's Foundation and Development

##### 3.1.1. Information on the Issuer's Corporate Name (Name)

Full corporate name of the Issuer: *Joint-Stock Company Federal Hydrogeneration Company RusHydro - in English: Open Joint-Stock Company Federal Hydro-Generating Company — RusHydro*

Effective date of the current full corporate name: *July 13, 2011*

Abbreviated corporate name of the Issuer: *JSC RusHydro*

Effective date of the current abbreviated corporate name: *July 13, 2011*

Full or abbreviated corporate name of the Issuer (name for non-profit organization) is similar to the name of another legal entity.

Names of such legal entities:

**Limited Liability Company RusHydro (OGRN 1103459004417, INN 3442111016)**

Clarifications necessary to avoid confusion between the specified names:

The Issuer in formal contracts and documents shall use full corporate name, location, INN, and/or assigned individual registration numbers OGRN for its identification.

If the corporate name of the Issuer (name for non-profit organization) is registered as trademark or service mark, **information on their registration shall be specified:**

**Information on registration of the specified trademarks:**

Certificate of trademark (service mark):

No. 454339, registered with the Public Register of Trademarks and Service Marks of the Russian Federation on February 20, 2012, the registration will expire on July 02, 2019;

No. 454053, registered with the Public Register of Trademarks and Service Marks of the Russian Federation on February 16, 2012, the registration will expiry on February 16, 2021;

No. 440951, registered with the Public Register of Trademarks and Service Marks of the Russian Federation on July 13, 2011, the registration will expiry on February 16, 2021;

No. 453894, registered with the Public Register of Trademarks and Service Marks of the Russian Federation on February 15, 2012, the registration will expiry on February 16, 2021.

### **All previous names of the Issuer over the entire period of its operation.**

If within the Issuer's existence its corporate name (name for non-profit organization) has changed, all its previous full and abbreviated corporate names (names) and forms of incorporation, with specification of the date and reasons of the change.

Full corporate name: *Joint-Stock Company Federal Hydrogeneration Company RusHydro*

Abbreviated corporate name: *JSC RusHydro*

Effective date of the name: *July 13, 2011*

Reasons for the name coming into effect: *State registration of new version the Issuer's Charter on July 13, 2011, approved by the decision of the Annual General Meeting of Shareholders of the Issuer dated June 30, 2011 (Minutes No. 7 dated July 04, 2011) and Resolution No. 1322-r of the Ministry of Justice of the Russian Federation dated June 17, 2011.*

Full corporate name: *Joint-Stock Company Federal Hydrogeneration Company*

Abbreviated corporate name: *JSC RusHydro*

Effective date of the name: *July 14, 2010*

Reasons for the name coming into effect: *State registration of new version the Issuer's Charter on July 14, 2010, approved by the decision of the Annual General Meeting of Shareholders of the Issuer dated June 30, 2010 (Minutes No. 5 dated June 30, 2010) and Resolution No. 5006-r of the Ministry of Justice of the Russian Federation dated June 28, 2010.*

Full corporate name: *Joint-Stock Company RusHydro*

Abbreviated corporate name: *JSC RusHydro*

Effective date of the name: *July 4, 2008*

Reasons for the name coming into effect: *State registration of new edition of the Issuer's Charter on July 04, 2008, approved by the decision of the Annual General Meeting of Shareholders of the Issuer dated June 25, 2008 (Minutes No. 1 dated June 26, 2008).*

Full corporate name: *Joint-Stock Company Federal Hydrogeneration Company*

Abbreviated corporate name: *JSC HydroOGC*

Effective date of the name: *December 26, 2004*

Reasons for the name coming into effect: *State registration of the legal entity on December 26, 2004*

### **3.1.2. Information on State Registration of the Issuer**

Primary state registration number of the legal entity: *1042401810494*

State registration date: *December 26, 2004*

Name of the registering authority: *Inspectorate of the Ministry of Taxation of the Russian Federation for Zheleznodorozhniy District of Krasnoyarsk, Krasnoyarsk Krai.*

### **3.1.3. Information on Foundation and Development of the Issuer**

The Issuer is established for an unspecified period of time.

**The period of the Issuer's operation as of the state registration date, as well as the period till which the Issuer will operate in case it is established for a specified period or until a defined objective is achieved:** nine years and six months.

**Brief history of the Issuer's establishment and development. The purposes of the Issuer's establishment, the Issuer's mission (if any), and other information on the Issuer's business, which is important for taking decision on acquisition of the Issuer's securities:**

RusHydro was established in accordance with Resolution No. 526 of the Russian Federation Government dated July 11, 2001 "Main Directions of Electrical Power Industry Reform in the Russian Federation" and Directive No. 1254-p of the Russian Federation Government (as amended on October 25, 2004, No. 1367-p) as a wholly owned subsidiary of OAO RAO UES of Russia.

State registration of the Issuer took place on December 26, 2004.

In 2005, the Board of Directors of RAO UES of Russia approved a target model of RusHydro in the form of an Operating Company managing its branches established on the basis of JSC HPPs during reorganization of subsidiaries and affiliates (S&A) in the form of affiliation with RusHydro (Minutes No. 204 dated September 30, 2005 – October 4, 2005).

On April 27, 2005, the Board of Directors of RAO UES of Russia approved a plan of accelerated consolidation of the Issuer into a unified Operating Company, providing for affiliation with RusHydro of

subsidiary JSC HPPs (without construction sites and infrastructure subsidiaries), other JSC HPPs, as well as JSC State Holding HidroOGK and JSC Minority Holding HidroOGK, established as a result of reorganization of RAO UES of Russia in the form of split-off (Minutes No. 250 dated April 27, 2007). The Issuer's Operating Company with the direct participation in the Issuer's authorized capital of shareholders of subsidiaries and affiliates (S&A), as well as shareholders of RAO UES of Russia (through JSC Minority Holding HidroOGK and JSC State Holding HidroOGK) was formed within 2007–2008 through reorganization in the form of affiliation with RusHydro of the following joint-stock companies (hereinafter referred to as the Affiliated Companies):

JSC Bureyskaya HPP, JSC Volzhskaya HPP, JSC Votkinskaya HPP, JSC Dagestan Regional Generation Company, JSC Zhigulevskaya HPP, JSC Zagorskaya PSHP, JSC Zeyskaya HPP, JSC Zelenchukskiye HPPs, JSC Kabardino-Balkarian Hydrogeneration Company, JSC KabbalkHPP, JSC Kamskaya HPP, JSC Cascade of VV HPPs, JSC Cascade of NChHPPs, JSC Nizhegorodskaya HPP, JSC Saratovskaya HPP, JSC North Ossetian HGC, JSC Stavropol Electricity Generating Company, JSC Sulakenergo, JSC Cheboksarskaya HPP, JSC Naporozhny SShHPP, CJSC EOZ, JSC Irganayskaya HPP, JSC State Holding HidroOGK, JSC Minority Holding HidroOGK.

Therefore, in July 2008, the Company's target model was implemented. In the same year, the Company's shares were brought to the Russian shares market. In order to upsurge liquidity, increase market capitalization, and attract new investors, as well as observe the interests of former holders of depositary receipts of OAO RAO UES of Russia, the Company launched a program of depositary receipts, with the depositary bank being Bank of New York Mellon.

Following the results of consolidation, the Company consolidated over 50 HPPs in 18 regions of the Russian Federation.

The Issuer's strategic objectives are major guidelines for both day-to-day operations and development of the Issuer.

The strategic objectives of the Issuer:

- Safe and secure operation of the Company's facilities;
- Increase in energy efficiency through sustainable development of electrical power generation based on renewable energy sources;
- Increase in the Company's value.

Outlook of the Issuer. On the horizon until 2020 RusHydro is a global transnational vertically-integrated holding company, one of the global leaders in the development of renewable energy sources.

Other information on the Issuer's activities that is important when taking decisions on acquisition of the Issuer's securities: N/A.

### **3.1.4. Contact Information**

Location of the Issuer

**43 Dubrovinskogo St., bldg. 15, Krasnoyarsk, Krasnoyarsk Krai 660017.**

Other address for correspondence

**7 Malaya Dmitrovka St., Moscow, Russia, 127006**

Tel.: +7 800 333 8000

Fax: +7 (495) 225 37 37

E-mail: [office@rushydro.ru](mailto:office@rushydro.ru)

Address of website (websites) where information on the Issuer, its securities issued or being issued is available:

[www.rushydro.ru](http://www.rushydro.ru)

<http://www.e-disclosure.ru/portal/company.aspx?id=8580>

Name of the Issuer's special division working with shareholders and investors of the Issuer:

**IR Directorate (Shareholder and Investor Relations Directorate)**

Location of the division: **7 Malaya Dmitrovka St., Moscow, Russia, 127006**

Tel.: +7 800 333 8000

Fax: +7 (495) 225-37-37

E-mail: [ir@rushydro.ru](mailto:ir@rushydro.ru)

Website address: [www.rushydro.ru](http://www.rushydro.ru)

Name of the Issuer's special division working with shareholders and investors of the Issuer:

**Corporate Governance Department**

Location of the division: **7 Malaya Dmitrovka St., Moscow, Russia, 127006**

Tel.: +7 800 333 8000

Fax: +7 (495) 225-37-37

E-mail: [office@rushydro.ru](mailto:office@rushydro.ru)

Website address: [www.rushydro.ru](http://www.rushydro.ru)

### 3.1.5. Taxpayer Identification Number

2460066195

### 3.1.6. Branches and Representative Offices of the Issuer

The Issuer has no representative office.

#### Information about the Issuer's branches in accordance with the Issuer's Charter.

Powers of Vladimir Georgievich Dorofeev, director of JSC RusHydro branch - Cheboksarskaya HPP, were terminated in the reported period, and Evgeniy Yurievich Shchegolkov was appointed acting director of that branch (Order No. 416 dated May 28, 2014, validity period of the Power of Attorney — until November 30, 2014).

## 3.2. Core Business Activity of the Issuer

### 3.2.1. The Issuer's Industry

Principal sectoral businesses of the Issuer according to OKVED: **40.10.12**

OKVED codes
40.10.14
40.10.42
40.10.44
51.56.4
71.3
74.14
74.20.55
80.22.22

### 3.2.2. Core Business Activity of the Issuer

Core business activities (types of activity, types of products (works, services)) provided for at least 10% of the Issuer's sale revenues (sales volume) for each of the reporting periods:

#### Type of business activity — electricity (capacity) generation and sale

Indicator	June 30, 2013	June 30, 2014
Volume of revenues (incomes) from this type of business activity	53,878,377,161	54,777,443,056
Proportion of revenues (incomes) from this type of business activity within the total volume of revenues (incomes) of the Issuer, %	99.4%	98.8%

#### Changes in the sales revenue (sales volume) of the Issuer from its core business activity by 10 and more per cent as compared with the same reporting period of the previous year and reasons therefor:

For 2014 (6 months) proceeds from sale of electricity (capacity) have increased insignificantly by 1.7% as compared with 2013 (6 months).

#### Geographic areas bringing 10 and more per cent of revenues (income) for each reporting period and changes in the volume of revenues (income) of the Issuer from such geographic areas by 10 and more per cent as compared with the same reporting period of the previous year and reasons therefor.

The Russian Federation is the only geographic area bringing 10 and more per cent of revenues.

#### Seasonal nature of the Issuer's core business activity.

The Issuer's core business activity has no seasonal nature

**General structure of the Issuer's production cost with regard to the specified items as a percentage of total production cost.**

Name of cost items	As at June 30, 2014
Raw and other materials, %	0.7
Acquired component, semi-finished goods, %	0.0
Outsourced production-related works and services, %	5.5
Fuel, %	0.0
Energy, %	28.9
Labor costs, %	10.0
Interest on loans, %	0.0
Lease payment, %	3.2
Social allocations, %	2.7
Amortization of fixed assets, %	21.4
Taxes included in production cost, %	12.4
Other expenses (with specification)	15.2
amortization of intangible assets, %	0.5
remuneration for rationalization proposals, %	-
mandatory insurance payments, %	1.9
entertainment allowance, %	0.0
other, %	12.8
Total: expenses for production and sale of products (works, services) (production costs), %	100.0
For reference: Proceeds from sale of products (works, services), % of production cost	189.6

\* including expenses on electricity and capacity market performance— 4.7%, expenses on protection of facilities — 2.8%.

**New types of products (works, services) being of essential importance offered by the Issuer on the market of its core business to the extent it corresponds with public information on such types of products (works, services). Development state of such types of products (works, services) shall be specified.** The Issuer does not offer new types of products (works, services) on the market of its primary activity. Development thereof is not in progress. There are no new types of products (works, services) being of essential importance.

**Standards (rules) in accordance with which the Issuer's accounting (financial) statements are prepared and calculations specified in this Clause of the Quarterly Report are made.**

The Issuer's accounting statements are prepared in accordance with the accounting and reporting rules currently effective in the Russian Federation, stipulated by Federal Law On Accounting No. 402-ФЗ dated December 06, 2011 and Regulation on Accounting and Reporting in the Russian Federation approved by Order No. 34Н of the Ministry of Finance of the Russian Federation dated July 29, 1998, as well as other regulations included in the system of accounting regulation and preparation of statements by companies in the Russian Federation.

### **3.2.3. Materials, Goods (Raw Materials) and Suppliers of the Issuer**

Name, location, INN (if any), OGRN (if any) of the Issuer's suppliers accounting for at least 10 per cent of all supplies of materials and goods and their shares in total supply for the last completed financial year as well as for the last completed reporting period until the approval of the securities prospectus.

**As of June 30, 2014**

**Suppliers of the Issuer which account for at least 10 per cent of all deliveries of materials and goods (raw materials)**

Full corporate name: **Open Joint-Stock Company Financial Settlement Center**

Abbreviated corporate name: **OJSC FSC**

Location: **12 Krasnopresnenskaya Embankment, entrance 7, 7th–8th floors, Moscow, Russian Federation**

INN: **7705620038**

OGRN: **1047796723534**

Share in the total supplies, %: **92.78**

**Information on price adjustments for basic materials and goods (raw materials) by more than 10 per cent within the relevant reporting period as compared with the reporting period for the previous financial year or on absence of such change.**

The price for basic materials and goods (raw materials) was not adjusted by more than 10% within the relevant reporting period

**Share of import in deliveries of materials and goods, forecast for availability of sources of import and possible alternative sources**

There are no import deliveries.

### **3.2.4. Sales Markets for Products (Works, Services) of the Issuer**

**Key markets where the Issuer conducts its business:**

The Issuer conducts its business within several constituent entities of the Russian Federation. The Issuer's current core business is electricity (capacity) production and sale.

In accordance with Regulation No. 1172 of the Russian Federation Government On Approval of Regulations for Wholesale Electricity and Capacity Market and Introduction of Amendments to Certain Acts of the Government of the Russian Federation Regarding Functioning of the Wholesale Electricity and Capacity Market dated December 27, 2010 (hereinafter referred to as the "Wholesale Market Regulations"), the Issuer carries out its activities connected with sale of electricity (capacity) in the following segments of the wholesale market:

Regulated Contracts (RC):

Trade in electricity (capacity) is carried out under terms and conditions of regulated contracts concluded on the wholesale electricity (capacity) market at regulated prices (rates), approved by the Federal Tariff Service of the Russian Federation. The cumulative volume of electricity and the cumulative volume of capacity supplied under RC in the relevant calendar year by the Issuer shall not exceed 35 per cent of the overall electricity and capacity production specified in the budgeted balance sheet for the period of regulation for the Issuer.

Competitive trade in generating capacity, competitive capacity outtake (CCO):

Since June 1, 2008, capacity trade is conducted on the basis of competitive capacity outtake (CCO), conducted by the system operator. Customers are obliged to pay for all capacity selected at CCO in their pricing zone.

The Wholesale Market Regulations make it possible to sell capacity both at CCO prices and free prices in case of conclusion of electric power and capacity purchase agreements (NRECC), including on the stock exchange. Under Regulation No. 89 of the Russian Federation Government dated February 24, 2010 and henceforth Wholesale Market Regulations, provisions were approved ensuring implementation of a long-term capacity market model (LTCM). The long-term capacity market model provides for marginal pricing. In this respect, as with regard to trade in electricity, since 2011 capacity is supplied under regulated contracts only in volumes necessary for delivery to the population and equivalent classes of consumers, except for capacity supplied by hydro power plants located in the second pricing zone.

On April 28, 2014, Regulation of the Government of the Russian Federation No. 374 "On amendment of the Regulations for Wholesale Electricity and Capacity Market with regard to the features of participation in the wholesale market of electric power engineering entities owning hydro power plants located at the second pricing zone of wholesale market" concerning partial deregulation of the capacity market in Siberia was signed.

This Regulation stipulates amendments to the Regulations for Wholesale Electricity and Capacity Market:

From May 1, 2014, till December 31, 2015, the capacity of hydro power plants, located at the second pricing zone of wholesale market, is sold on the basis of competitive capacity outtake (CCO) at the price of capacity sale under regulated contracts amounting to 35 percent of capacity volume being sold according to the

CCO results; from January 1, 2016, till December 31, 2016, 20 percent. The remaining capacity volume of hydro power plants being sold according to the CCO results at the second pricing zone will be paid at prices determined according to the CCO results at the relevant free power transfer zones.

From January 1, 2017, the whole capacity volume of hydro power plants being sold according to the CCO results at the second pricing zone will be paid at the prices determined according to the CCO results at the relevant free power transfer zones, taking into account the seasonal ratio.

The rule on application of prices equal to the prices stated in the regulated contracts for calculation of capacity cost according to the CCO results is not applied to new hydro power plants (generating facilities of hydro power plants in relation to generation DPCs of which trading of electricity and capacity was not carried out as at January 1, 2012).

On the long-term market competitive capacity outtake is carried out on the basis of anticipated demand formed by the system operator for the relevant supply period. If actual demand for capacity exceeds anticipated demand, a corrective competitive outtake procedure may be implemented.

During the course of CCO, capacity, generated under CSA and other agreements similar to CSA concluded with NPP and HPP, is selected in the first instance. Capacity, which failed at competitive capacity outtake, is not paid for, except for the capacity of generating facilities, the operation of which is necessary for maintaining the technical regime of the electric power system or heat energy supply (forced generator).

In accordance with the Wholesale Market Regulations, capacity is sold using the following contractual constructions, namely, agreements for:

- Purchase/sale of capacity selected according to the results of competitive capacity outtake, under capacity purchase and sale agreements, concluded according to the results of competitive capacity outtake;
- Purchase/sale of capacity under free capacity purchase and sale agreements (non-regulated capacity contracts), including on the stock exchange;
- Purchase/sale of capacity under capacity supply agreements and under capacity purchase and sale agreements with new nuclear power plants and hydro power plants, similar to CSA;
- Purchase/sale of capacity of generating facilities, classified as generating facilities, supplying capacity in forced regime;
- Purchase/sale of capacity under regulated contracts (in supply volumes to the population and equated categories);
- Purchase/sale of capacity of generating facilities, determined according to the results of additional selection of investment projects conducted when the capacity volume, selected based on the results of competitive capacity outtake in any free power transfer zone, does not satisfy the demand for capacity;
- Purchase/sale of capacity of generating facilities determined based on the results of investment project competitions on formation of promising technological capacity margin.

In December 2010, the first campaign with respect to signing of capacity purchase and sale agreements with new HPP/PSHPP was completed. Hydro power plants, commissioned under capacity purchase and sale agreements with new HPP/PSHPP, obtain a guarantee of capacity payment for 20 years, ensuring repayment of capital expenditures and specified operating costs.

#### Day-Ahead Market (DAM):

The volume of electricity generated above the RD volumes is sold at free prices on the day-ahead market and shortages are purchased on the DAM so as to provide for RC. The rules of the wholesale market provide for the possibility of electricity sale/purchase under free bilateral contracts (FBC). Participants in the wholesale market independently determine counteragents under contracts, as well as prices and volumes of deliveries within free bilateral contracts.

#### Balancing Market (BM):

Deviations of the actual electricity production volume from the planned production volume are traded on the balancing market at prices formed on the basis of competitive selection of price bids of participants.

The Issuer sells a share of electricity produced on the wholesale market at free non-regulated prices.

#### The market of system services on reactive-power control without electricity generation (MSS):

In accordance with Regulation No. 117 of the Russian Federation Government On the Procedure for Selection of Electricity Engineering Entities and Electricity Users Rendering Services in System Reliability Maintenance and Rendering such Service, as well as On Approval of Changes in Acts of the Government of the Russian Federation Regarding Rendering of Services in System Reliability Maintenance dated March 3, 2010, in 2012 the Issuer and SO UPS, JSC concluded a new Services Contract for Reactive-Power Control without Electricity Generation. The first system service agreement was entered into in July 2011.

Under the terms and conditions of the agreement, the Issuer renders services to SO UPS, JSC in reactive-power control without electricity generation using generating equipment of Volzhskaya, Votkinskaya, Zhigulevskaya, Zelenchukskaya, Kamskaya, Nizhegorodskaya, Ezminskaya, Gizeldonskaya HPPs and Zagorskaya PSHP.

Services associated with reactive-power control without electricity generation is one of four types of services in maintenance of system reliability (system services). The system service market began its operation at the beginning of 2011 after rendering by thermal power units in UES of Russia of services associated with



standardized primary frequency control (SPFC) and automatic secondary regulation of frequency and active-power flow (ASRFAPF).

Rendering of services in reactive-power control using generating equipment of power plants, where electricity has not been generated over the period of rendering services, includes operation of generating equipment in synchronous compensator mode. Utilization of hydro power plant equipment for rendering such services does not reduce the possibility of generating electricity, because equipment is used in synchronous compensator mode in case of impossibility or absence of demand for its operation in generator mode.

**Factors that may have a negative impact on the sale of the Issuer's products (works, services) and possible actions of the Issuer so as to reduce such impact:**

Change in the regulatory and legal framework in the electric power industry associated with enhancement of tariff regulation at the electricity and capacity market.

**The Issuer's measures on minimization of negative factors:**

Formation of a regulatory and legal framework favorable to the Issuer for electricity and capacity market performance. For the purposes thereof, the Issuer is fully engaged in development processes of laws and regulations in the electric power industry performed by the Ministry of Energy of the Russian Federation, NP Market Council and Federal Tariffs Service of the Russian Federation.

### **3.2.5. Information on the Issuer's Authorizations (Licenses) or Permits for Separate Types of Works**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

### **3.2.6. Information on Activities of Separate Types of Issuers of Equity Securities**

The Issuer is not a Joint-Stock investment fund, insurance or credit organization, or mortgage agent.

### **3.2.7. Additional Requirements Governing Issuers, the Primary Line of Business of which is Mining Operation**

The primary line of business of the Issuer is not mining operation

### **3.2.8. Additional Requirements Governing Issuers, the Primary Line of Business of which is Rendering Services**

The primary line of business of the Issuer is not rendering services

## **3.3. Plans for the Issuer's Future Activities**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## **3.4. The Issuer's Participation in Banking Groups, Banking Holdings, Holdings, and Associations**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## **3.5. Companies Controlled by the Issuer and Having Substantial Significance for it**

1. Full corporate name: **Joint-Stock Company Zagorskaya PSHPP-2**

Abbreviated corporate name: **JSC Zagorskaya PSPP-2**

Location: 101 **Bogorodskoe**, Sergievo-Posadsky **District**, Moscow Oblast, Russian Federation

INN: 5042086312

OGRN: 1065042071137

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **direct control**

Nature of the control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: the **right to dispose of over 50 per cent in the supreme management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: 100%

Portion of the controlled company's equity shares held by the Issuer: 100%

Share of the controlled company in the authorized capital of the Issuer: 0%

Portion of the Issuer's equity shares held by the controlled company: 0%

Description of the controlled company's core business: Performance of building owner's functions in reconstruction projects of electric power facilities and new construction of power industry facilities, as well as of other industrial and civilian facilities

**Members of the controlled company's Board of Directors**

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %
Sergey Alekseevich Shmanenkov (Chairman)	0	0
Yanina Eduardovna Stanyulenayte	0	0
Vladimir Ivanovich Magruk	0.000040	0.000040
Vasiliy Vasilyevich Suzdalev	0	0
Olga Konstantinovna Mogilevich	0	0

**Members of the Collective Executive Body**

The collective executive body is not provided for by the Charter

**Sole executive body of the controlled company**

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %
Vladimir Ivanovich Magruk	0.000040	0.000040

2. Full corporate name: **Open Joint- Stock Company RAO Energy Systems of East**

Abbreviated corporate name: **JSC RAO Energy Systems of East**

Location: 46 Leningradskaya St., Khabarovsk, 680021

INN: 2801133630

OGRN: 1087760000052

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **direct control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: the **right to dispose of over 50 per cent in the supreme management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: 84.39%

Portion of the controlled company's equity shares held by the Issuer: 85.163759%

Share of the controlled company in the authorized capital of the Issuer: 0.012584%

Portion of the Issuer's equity shares held by the controlled company: 0.012584%

Description of the controlled company's core business: **management of generating companies to satisfy demand for electrical and thermal power in the Far-Eastern Federal District and in the neighboring territories effectively and with quality; agency activities; investment activities.**

#### Members of the controlled company's Board of Directors

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Evgeniy Vyacheslavovich Dod (Chairman)	0.118435	0.118435
Sergey Nikolaevich Tolstoguzov	0.000135	0.000135
Oleg Nikolaevich Kozhemyako	0	0
Ivan Vyacheslavovich Savelyev	0	0
Irina Olegovna Posevina	0	0
Sergey Anatolyevich Kirov	0	0
Yanina Eduardovna Stanyulenayte	0	0
Evgeniy Valeryevich Desyatov	0	0
Sergey Yuryevich Yanson	0	0

#### Members of the controlled company's collective executive body

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Sergey Nikolaevich Tolstoguzov (Chairman)	0.000135	0.000135
Ilya Yuryevich Lishanskiy	0	0
Alla Petrasovna Vaynilavichute	0.0000001	0.0000001
Aleksey Aleksandrovich Kaplun	0	0
Stanislav Vladimirovich Linetskiy	0	0
Lada Aleksandrovna Linker	0	0
Nina Lipatovna Zapryagaeva	0	0
Viktor Nikolaevich Borodin	0	0
Dmitriy Viktorovich Churilov	0	0
Vladimir Ivanovich Smirnov	0	0

#### Sole executive body of the controlled company

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %
Sergey Nikolaevich Tolstoguzov	0.000135	0.000135

3. Full corporate name: **Open Joint-Stock Company Far East Energy Company**

Abbreviated corporate name: **OJSC FEEC**

Location: 19 Tigrovaya St., Vladivostok, Primorsky Krai, Russia, 690091

INN: 2723088770

OGRN: 1072721001660

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **indirect control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: **the right to dispose of over 50 per cent in the supreme management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: **1.037643%**

Portion of the controlled company's equity shares held by the Issuer: **1.037643%**

In case of indirect control—successively all the Issuer's controlled companies (chain of companies under direct or indirect control of the Issuer), through which the Issuer controls the company, in relation to which it is a controller. Full name, location, INN (if applicable), and OGRN (if applicable) shall be specified for each such company:

**Open Joint-Stock Company RAO Energy Systems of East**, 46 Leningradskaya St., Khabarovsk, 680021, INN 2801133630, OGRN 1087760000052

**Open Joint-Stock Company RAO Energy Systems of East is a controlled company of the Issuer (direct control). Open Joint-Stock Company Far East Energy Company is a controlled company of Open Joint-Stock Company RAO Energy Systems of East (direct control).**

Share of Open Joint-Stock Company RAO Energy Systems of East in the authorized capital of the controlled company OJSC FEEC: **51.03%**

Portion of equity shares of OJSC FEEC held by RAO Energy Systems of East: **51.03%**

Share of the controlled company in the authorized capital of the Issuer: **0.018920 %**

Portion of the Issuer's equity shares held by the controlled company: **0.018920%**

Description of the controlled company's core business:

- Acquisition of electric energy **on** wholesale and retail electricity (capacity) markets;
- Sale of electric energy **on** wholesale and retail electricity (capacity) markets to consumers (including **civilians**);
- Rendering services to third parties, including on collection of payments for sold goods and rendered services;
- Diagnostics, operation, repair, replacement, and check of electricity and heat measuring devices.

#### **Members of the controlled company's Board of Directors**

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Vladimir Grigoryevich Akulshin	0	0
Aleksey Valeryevich Vlasov	0	0
Yuriy Aleksandrovich Andreychenko	0	0
Viktor Yuryevich Zaborovskiy	0	0
Mikhail Varfolomeevich Kuznetsov	0	0
Aleksandr Vladimirovich Redkin	0	0
Stanislav Sergeevich Koptyakov	0	0
Sergey Anatolyevich Tverdokhlebo	0	0
Kirill Andreevich Trubitsyn	0	0
Sergey Konstantinovich Storozhuk	0	0
Svetlana Viktorovna Suvorova	0	0
Sergey Vasilyevich Tikhomirov	0	0
Aleksey Anatolyevich Udalov	0	0
Vladimir Petrovich Fedorov	0	0
Aleksey Dmitrievich Yakovlev	0.0000089	0.0000089

#### **Members of the controlled company's collective executive body**

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Viktor Vladimirovich Milush (Chairman)	0.000070	0.000070

Svetlana Yuryevna Guseva	0	0
Aleksandr Sergeevich Efremov	0	0
Elena Yuryevna Tyurina	0	0
Sergey Andreevich Khitun	0.000011	0.000011
Vitaliy Ivanovich Pravilo	0	0

**Sole executive body of the controlled company**

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %
Viktor Vladimirovich Milush	0.0000699	0.0000699

4. Full corporate name: **Open Joint-Stock Company Far East Generating Company**

Abbreviated corporate name: **OJSC FEGC**

Location: 49 Frunze St., Khabarovsk, Russia, 680000

INN: 1434031363

OGRN: 1051401746769

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **indirect control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: **the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: **0%**

Portion of the controlled company's equity shares held by the Issuer: **0%**

In case of indirect control—successively all the Issuer's controlled companies (chain of companies under direct or indirect control of the Issuer), through which the Issuer controls the company, in relation to which it is a controller. Full name, location, INN (if applicable), and OGRN (if applicable) shall be specified for each such company:

**Open Joint-Stock Company RAO Energy Systems of East**, 46 Leningradskaya St., Khabarovsk, 680021, INN 2801133630, OGRN 1087760000052.

**Open Joint-Stock Company Far East Energy Company**, 19 Tigrovaya St., Vladivostok, Primorsky Krai, Russian Federation, 675000, INN 2723088770, **OGRN** 1072721001660

**Open Joint-Stock Company RAO Energy Systems of East is a controlled company of the Issuer (direct control).**

**Open Joint-Stock Company Far East Energy Company is a controlled company of the Issuer (indirect control). Information on OJSC Far East Energy Company is given above in this section.**

Share of Open Joint-Stock Company Far East Energy Company in the authorized capital of the controlled company OJSC FEGC, %: **100**

Portion of equity shares of OJSC FEGC held by OJSC Far East Energy Company, %: **100**

Share of the controlled company in the authorized capital of the Issuer: **0%**

Portion of the Issuer's equity shares held by the controlled company: **0%**

Description of the controlled company's core business:

- Supply (sale) of electric and heat power under the set rates and in accordance with electrical and heat load dispatch schedules;

- Electric and heat energy generation;

- **Arrangement of power-saving mode of equipment operation at power plants, and energy delivery according to agreements;**

- **Sale of heat energy at retail heat markets to consumers (including citizens).**

**Members of the controlled company's Board of Directors**

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Aleksey Dmitrievich Yakovlev (Chairman)	0.0000089	0.0000089
Vitaliy Sergeevich Ponurovskiy	0	0
Nadezhda Valeryevna Rukina	0	0
Sergey Vasilyevich Tikhomirov	0	0
Galina Ivanovna Sukhaya	0	0
Elena Yuryevna Tyurina	0	0
Andriyan Valeryevich Shamayko	0	0
Aleksey Vladimirovich Chibisov	0	0
Stanislav Sergeevich Koptyakov	0	0
Elena Vladimirovna Kolmogorova	0	0
Andrey Sergeevich Telegin	0	0
Eduard Yuryevich Orlov	0	0
Mikhail Innokentyevich Shukaylov	0.0000018	0.0000018

#### Members of the controlled company's collective executive body

The collective executive body is not provided for by the Charter

#### Sole executive body of the controlled company

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %
Mikhail Innokentyevich Shukaylov	0.0000018	0.0000018

5. Full corporate name: **Joint-Stock Company Krasnoyarskenergosbyt**

Abbreviated corporate name: **OJSC Krasnoyarskenergosbyt**

Location

43 Dubrovinskogo, Krasnoyarsk, Krasnoyarsk Krai, Russia, 660017

INN: 2466132221

OGRN: 1052460078692

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **indirect control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: the right to dispose of over 50 per cent of votes in the **supreme management body** of the Issuer's controlled company

Share of the Issuer in the authorized capital of the controlled company: **0%**

Portion of the controlled company's equity shares held by the Issuer: **0%**

In case of indirect control—successively all the Issuer's controlled companies (chain of companies under direct or indirect control of the Issuer), through which the Issuer controls the company, in relation to which it is a controller. Full name, location, INN (if applicable), and OGRN (if applicable) shall be specified for each such company:

**Open Joint-Stock Company ESC RusHydro, 51 Arkhitektora Vlasova St., Moscow, Russian Federation, INN 7804403972, OGRN 1089848039973**

**Open Joint-Stock Company ESC RusHydro is a subsidiary of the Issuer.**

Share of Open Joint-Stock Company ESC RusHydro in the authorized capital of the controlled company OJSC Krasnoyarskenergosbyt, %: **51.75**

Portion of equity shares of OJSC Krasnoyarskenergosbyt held by OJSC ESC RusHydro, %: **66.33**

Share of the controlled company in the authorized capital of the Issuer: **0%**

Portion of the Issuer's equity shares held by the controlled company: **0%**

Description of the controlled company's core business:

- **Sale of electric energy in Krasnoyarsk Krai;**
- **Acquisition and/or sale (supply) of electric energy on the wholesale electricity and capacity market;**
- **Acquisition and/or sale (supply) of capacity on the wholesale electricity and capacity market;**
- **Sale (supply) of electric energy (capacity) on the retail electricity and capacity market to electric energy (capacity) consumers, including energy services to electrical (capacity) users, including conclusion of a services agreement for power transfer to consumers with network organizations on behalf of electrical (capacity) users or on its own behalf, but in the interests of electrical (capacity) users;**
- **Acquisition of electric energy (capacity) on retail electricity (capacity) markets.**

#### **Members of the controlled company's Board of Directors**

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Bislan Isanovich Gayrabekov (Chairman)	0	0
Aleksandr Yuryevich Arkhipchenko	0	0
Sergey Anatolyevich Kirov	0	0
Eduard Vitalyevich Gavrilov	0	0
Oleg Vladimirovich Dyachenko	0	0
Ivan Vyacheslavovich Savelyev	0	0
Aleksey Aleksandrovich Zotov	0	0
Maksim Valentinovich Zavalko	0.000071	0.000071
Stanislav Vladimirovich Legenza	0	0

#### **Members of the controlled company's collective executive body**

The collective executive body is not provided for by the Charter

Authorities of the Company's sole executive body are transferred to the **management company**

Full corporate name: **Open Joint-Stock Company ESC RusHydro**

Abbreviated corporate name: **OJSC ESC RusHydro**

Location: 51 Arkhitekтора Vlasova St., Moscow, Russia, 117393

INN: 7804403972

OGRN: 1089848039973

Share of the Issuer in the authorized capital of the management company, %: **99.99**

Portion of the management company's equity shares held by the Issuer, %: **99.99**

Share of the management company (manager) in the Issuer's authorized (reserve) capital (unit fund): **0**

Portion of the Issuer's equity shares held by the management company, %: **0**

6. Full corporate name: **Limited Liability Company Energy Sales Company of Bashkortostan**

Abbreviated corporate name: **LLC ESCB**

Location

31/4 Stepana Zlobina St., Ufa, Republic of Bashkortostan, **Russian Federation**

INN: 0275038496

OGRN: 1020202770642

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **indirect control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per

cent of the collective management body of the Issuer's controlled company: **the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: **0%**

Portion of the controlled company's equity shares held by the Issuer: **is not a joint-stock company**

In case of indirect control—successively all the Issuer's controlled companies (chain of companies under direct or indirect control of the Issuer), through which the Issuer controls the company, in relation to which it is a controller. Full name, location, INN (if applicable), and OGRN (if applicable) shall be specified for each such company:

**Open Joint-Stock Company ESC RusHydro, 51 Arkhitektora Vlasova St., Moscow, Russian Federation, INN 7804403972, OGRN 1089848039973**

**Open Joint-Stock Company ESC RusHydro is a subsidiary of the Issuer.**

Share of Open Joint-Stock Company ESC RusHydro in the authorized capital of the controlled company LLC ESCB, %: **100%**

Portion of equity shares of LLC ESCB held by OJSC ESC RusHydro, %: **is not a joint-stock company**

Share of the controlled company in the authorized capital of the Issuer: **0%**

Portion of the Issuer's equity shares held by the controlled company: **0%**

Description of the controlled company's core business:

**- Sale of electric energy in the Republic of Bashkiria;**

#### **Members of the controlled company's Board of Directors**

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Islan Isanovich Guyrabekov (Chairman)	0	0
Roman Yuryevich Sorokin	0	0
Sergey Anatolyevich Kirov	0	0

#### **Members of the controlled company's collective executive body**

The collective executive body is not provided for by the Charter

Authorities of the Company's sole executive body are transferred to the **management** company

Full corporate name: **Open Joint-Stock Company ESC RusHydro**

Abbreviated corporate name: **OJSC ESC RusHydro**

Location: 51 Arkhitektora Vlasova St., Moscow, Russia, 117393

INN: 7804403972

OGRN: 1089848039973

Share of the Issuer in the authorized capital of the management company, %: 99.99

Portion of the management company's equity shares held by the Issuer, %: 99.99

Share of the management company (manager) in the Issuer's authorized (reserve) capital (unit fund): 0

Portion of the Issuer's equity shares held by the management company, %: 0

7. Full corporate name: **Open Joint-Stock Company Joint-Stock Company Yakutskenergo**

Abbreviated corporate name: **OJSC JSC Yakutskenergo**

Location

14 Fedora Popova St., Yakutsk, **Sakha Republic (Yakutia), 677000, Russian Federation**

INN: 1435028701

**OGRN: 1021401047260**

Reason (reasons) due to which the Issuer controls the controlled company (participation in the Issuer's controlled company, conclusion of a property trust agreement, simple partnership agreement, agency agreement, shareholders' agreement, or other agreement, the subject matter of which is execution of rights certified by shares of the Issuer's controlled company):

**participation in the Issuer's controlled company**

Type of control over the organization in relation to which the Issuer is a controlling entity (direct control, indirect control): **indirect control**

Nature of control over the organization in relation to which it is a controlling entity (the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company, the right to



appoint (elect) the sole executive body of the Issuer's controlled company, the right to appoint (elect) over 50 per cent of the collective management body of the Issuer's controlled company: **the right to dispose of over 50 per cent of votes in the supreme management body of the Issuer's controlled company**

Share of the Issuer in the authorized capital of the controlled company: **29.795104%**

Portion of the controlled company's equity shares held by the Issuer: **29.002941%**

In case of indirect control—successively all the Issuer's controlled companies (chain of companies under direct or indirect control of the Issuer), through which the Issuer controls the company, in relation to which it is a controller. Full name, location, INN (if applicable), and OGRN (if applicable) shall be specified for each such company:

**Open Joint-Stock Company RAO Energy Systems of East**, 46 Leningradskaya St., Khabarovsk, 680021, **Russian Federation**, INN 2801133630, OGRN 1087760000052.

**Open Joint-Stock Company RAO Energy Systems of East is a company controlled by the Issuer (direct control).**

Share of Open Joint-Stock Company RAO Energy Systems of East in the authorized capital of the controlled company OJSC JSC Yakutskenergo, %: **49.37**

Portion of equity shares of OJSC JSC Yakutskenergo held by OJSC RAO Energy Systems of East, %: **57.63**

Share of the controlled company in the authorized capital of the Issuer: 0.000014%

Portion of the Issuer's equity shares held by the controlled company: 0.000014%

Description of the controlled company's core business:

Electric and heat energy generation, transportation and sale

#### Members of the controlled company's Board of Directors

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Vasiliy Andreevich Belosevich (Chairman)	0	0
Yuriy Aleksandrovich Andreychenko	0	0
Artem Sergeevich Korablev	0	0
Nikolay Nikiforovich Duraev	0	0
Oleg Andreevich Morozov	0	0
German Viktorovich Tyutyukov	0.0000005	0.0000005
Aleksey Anatolyevich Udalov	0	0
Nadezhda Valeryevna Rukina	0	0
Dmitriy Sergeevich Trefilov	0	0

#### Members of the controlled company's collective executive body

Full name	Share of the person in the authorized capital of the Issuer, %:	Portion of the Issuer's equity shares held by the person, %
Oleg Vladimirovich Tarasov (Chairman)	0	0
Sergey Yuryevich Gavrilov	0	0
Aleksandr Stepanovich Sloik	0	0
Irina Petrovna Sysolyatina	0.0000036	0.0000036
Yuriy Stepanovich Savchuk	0	0
Oksana Leonidovna Sologub	0	0
Petr Mikhaylovich Dyakonov	0	0
Andrey Fedorovich Sanachev	0	0

#### Sole executive body of the controlled company

Full name	Share of the person in the authorized capital of the Issuer, %	Portion of the Issuer's equity shares held by the person, %

### 3.6. Composition, Structure and Value of the Issuer's Fixed Assets, Information on Plans for Acquisition, Replacement, and Retirement of Fixed Assets, as well as on All Encumbrances on the Issuer's Fixed Assets

#### 3.6.1. Fixed assets

As of June 30, 2014

Unit of measure: RUB

Group of fixed asset items	Initial (replacement) cost	Amortization accrued
Buildings	37,906,587,951.83	3,872,929,129.11
Structures	219,075,017,654.33	23,859,849,344.45
Equipment	114,032,703,339.81	32,828,867,434.64
Other	1,470,647,938.61	834,387,702.22
TOTAL	372,484,956,884.58	61,396,033,610.42

**Information on amortization accrual methods by groups of fixed asset items:** Groups of fixed asset items are amortized using a straight-line method on the basis of the useful service life of such items.

**Results of the last fixed assets and long-term leased fixed assets reassessment performed within the last complete financial year, with specification of the reassessment date, total and residual (net of amortization) balance value of fixed asset before reassessment, and total and residual replacement value (net of amortization) of fixed assets taking into account reassessment. The specified information is given by groups of fixed asset items. Information is specified on amortization accrual methods according to groups of fixed asset items.**

Fixed assets for the above mentioned period were not reassessed

**Information is specified about plans for acquisition, replacement, and retirement of fixed assets, the value of which amounts to 10 per cent and more of the Issuer's fixed assets, and other fixed assets at the Issuer's discretion, as well as information about all encumbrances on the Issuer's fixed assets (with specification of the nature of the encumbrance, the date of its occurrence, its validity period and other conditions at the Issuer's discretion):**

Acquisition, replacement, and retirement of fixed assets, the value of which amounts to 10 per cent and more of the value of the Issuer's fixed assets, is not planned.

## IV. Information on Financial and Economic Activities of the Issuer

### 4.1. Financial and Economic Performance of the Issuer

Dynamics of indicators characterizing financial and economic performance of the Issuer, including profits and losses, calculated on the basis of accounting (financial) statements.

Standard (rule), in accordance with which the accounting (financial) statements are prepared, on the basis of which indicators are calculated: RAS

Unit of measure for the uncovered loss: RUB

Indicator	As of June 30,2013	As of June 30,2014
Net profit margin, %	36.10	39.69
Asset turnover ratio, times	0.07	0.07
Return on assets, %	2.41	2.61
Return on equity, %	3.21	3.10
Amount of uncovered losses as of the reporting date, RUB	0	0
Ratio between uncovered losses as of the reporting date and the balance sheet assets, %	0	0

In order to calculate given indices, methodology was used recommended by the Regulation on Information Disclosure by Issuers of Equity Securities approved by Order No. 11-46/ПЗ-Н of the Federal Financial Markets Service, dated October 04, 2011.

#### **Economic analysis of the Issuer's profitability/unprofitability on the basis of the dynamics of the given indexes.**

The net profit margin characterizes the rate of return from business activities of the company. This indicator in 2014 (6 months) amounted to 39.69%, and in 2013 (6 months), to 36.10%. The growth of this indicator is due to the increase in net profit.

The asset turnover ratio shows how often over a period, usually within one year, complete production cycle and circulation takes place which brings effect in the form of profit. The utilization efficiency by the company of all available resources, irrespective of sources of their attraction, is characterized. This indicator did not change during the analyzed periods.

The return on assets is the effectiveness of using funds belonging to owners of an enterprise. It serves as the key criterion when assessing the share level at a stock exchange. The return on assets in terms of net profit shall guarantee the payback of funds invested in the enterprise by its shareholders. This ratio shows what profit the company receives from every Russian ruble invested in assets. The return on assets defining the effectiveness of the use of the company's property amounted to 2.61% for 2014 (6 months) and 2.41% for 2013 (6 months). The index increased in 2014 due to the growth in net profit according to the results for 6 months.

The return on equity shows utilization efficiency of the Issuer's equity. The return on equity in 2014 (6 months) amounted to 3.10%; in 2013 (6 months), to 3.21%. The indicator for 2014 (6 months) is slightly lower due to the increase in equity (registration of additional issue 2012–2013).

### 4.2. Liquidity of the Issuer, Capital and Fixed Asset Adequacy

Dynamics of indicators characterizing liquidity of the Issuer, calculated on the basis of accounting (financial) statements

Standard (rule), in accordance with which the accounting (financial) statements are prepared, on the basis of which indicators are calculated: **RAS**

Unit of measure for Net Working Capital: **RUB'000**

Indicator	As of June 30, 2013	As of June 30, 2014
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Net working capital, RUB'000	146,605,746	117,727,066
Current liquidity ratio	2.19	6.98
Quick liquidity ratio	2.16	6.79

All indicators are calculated on the basis of recommended calculation procedures.

Economic analysis of liquidity and financial solvency of the Issuer, capital adequacy of the Issuer for performance of short-term obligations and coverage of current operating expenditures on the basis of economic analysis of dynamics of the given indicators, with a description of factors, which, according to the management entities of the Issuer, have the most significant impact on liquidity and financial solvency of the Issuer:

Net working capital shows the amount of current assets financed at the company's own expenses, and the amount financed at the expense of bank loans. Net working capital is needed to maintain financial stability of the company, because excess of current assets over short-term liabilities means that the company may not only redeem its short-term liabilities, but has reserves for business expansion. This indicator is decreasing according to the results of 2014 (6 months) due to partial transfer of short-term accounts receivable to the fixed assets (closing of the issue—purchase of shares from the subsidiaries).

The current liquidity ratio allows assessment of the current assets per one Russian ruble of current liabilities. This ratio exceeded the standard value for the period under analysis (1.5); as at June 30, 2014 it amounted to 6.98. Growth in 2014 as compared to 2013 is due to registration of additional issue 2012–2013.

The quick ratio is similar to the current liquidity ratio. It assesses the liquidity of assets, but it is calculated on the basis of a narrower range of current assets when inventories, the least liquid part, are excluded from calculations. This ratio exceeded the standard value for the period under analysis (0.95); as **at** June 30, 2014, it amounted to 6.79.

On the whole, liquidity ratios show that the company's position is stable.

### 4.3. Financial Investments of the Issuer

**As at June 30, 2014**

**The list of the Issuer's financial investments making up 5 per cent and more of its financial investments as at the expiry date of the reporting period**

#### **Investments in equity securities**

Type of securities: **registered equity shares, registered preferred shares**

Full corporate name of the Issuer: **Open Joint-Stock Company RAO Energy Systems of East**

Abbreviated corporate name of the Issuer: **JSC RAO Energy Systems of East**

Location of the Issuer: **46 Leningradskaya St., Khabarovsk, 680021**

INN: **2801133630**

OGRN: **1087760000052**

state registration numbers of the securities issues: **1-01-55384-E dated July 29, 2008; 1-02-55384-E dated December 08, 2009; 2-02-55384-E;**

state registration date: **29.07.2008, December 08, 2009**

registering authorities which carried out state registration of the securities issues: Federal Financial Markets Service of Russia

number of securities owned by the Issuer: **38,342,248,473 (equity shares – 36,926,003,433, preferred shares - 1,416,245,040)**

Total par value of securities owned by the Issuer: **RUB 19,171,124,236.5 (equity shares – 18,463,001,716.5, preferred shares - 708,122,520)**

Total balance sheet value of securities owned by the Issuer: **RUB 18,495,246,562.12 (equity shares – RUB 17,758,922,972.87, preferred shares — RUB 736,323,589.25)**

The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report

Dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company, repayment period: **In 2013 and as at June 30, 2014, decisions on dividend payment were not taken.**

Declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), repayment period: **In 2013 and as at June 30, 2014, decisions on dividend payment were not taken.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none.**

Type of securities: **registered equity shares**

Full corporate name of the Issuer: **Open Joint-Stock Company Kolymaenergo**

Abbreviated corporate name of the Issuer: **OJSC Kolymaenergo**

Location of the Issuer: **84 Proletarskaya St., bldg. 2, Magadan, Russia**

INN: **4908000718**

OGRN: **1024900959467**

state registration numbers of the securities issues: **1-01-00335-A**

state registration date: **August 29, 2003**

registering authorities which carried out state registration of the securities issues: **FCSM of Russia**

Number of securities owned by the Issuer: **12,063,052,613**

Total par value of securities owned by the Issuer: **RUB 12,063,052,613**

Total balance sheet value of securities owned by the Issuer (balance sheet value of securities of subsidiaries and affiliates shall be specified separately): **RUB 13,186,556,857.15**

The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report

Dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company, repayment period: **there are no preferred shares**

Declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), repayment period: **RUB 0.0000679517 per share (according to the results of 2013); repayment period—on or before June 30, 2014.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none**

Type of securities: **registered equity shares**

Full corporate name of the Issuer: **Joint-Stock Company Zagorskaya PSHP-2**

Abbreviated corporate name of the Issuer: **JSC Zagorskaya PSPP-2**

Location of the Issuer: **101 Bogorodskoye industrial community, Bogorodskoye urban settlement, Sergievo-Posadsky municipal district, Moscow Oblast, Russian Federation**

INN: **5042086312**

OGRN: **1065042071137**

state registration numbers of the securities issues: **1-01-11397-A, 1-01-11397-A-002D**

state registration date: **January 18, 2007, January 31, 2013**

registering authorities which carried out state registration of the securities issues: **Federal Financial Markets Service of Russia, Bank of Russia**

Number of securities owned by the Issuer: **48,914,680,785**

Total par value of securities owned by the Issuer: **RUB 48,914,680,785.00**

Total balance sheet value of securities owned by the Issuer (balance sheet value of securities of subsidiaries and affiliates shall be specified separately): **RUB 55,924,131,025.76**

The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report

Dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company, repayment period: **there are no preferred shares**

Declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), repayment period: **In 2013 and as at June 30, 2014, decisions on dividend payment were not taken.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none**

Type of securities: **registered equity shares**

Full corporate name of the Issuer: **Joint-Stock Company Ust-Srednekamskaya HPP**

Abbreviated corporate name of the Issuer: **JSC Ust-Srednekamskaya HPP**

Location of the Issuer: **84 Proletarskaya St., bld. 2, Magadan, 685030**

INN: **4909095293**

OGRN: **1074910002310**

state registration numbers of the securities issues: **1-01-55315-E, 1-01-55315-E-004D**

state registration date: **September 11, 2007, December 03, 2013**

registering authorities which carried out state registration of the securities issues: **Federal Financial**

#### **Markets Service of Russia**

Number of securities owned by the Issuer: **17,808,488,573**

Total par value of securities owned by the Issuer: **RUB 17,808,488,573.00**

Total balance sheet value of securities owned by the Issuer (balance sheet value of securities of subsidiaries and affiliates shall be specified separately): **RUB 22,110,369,777.08**

The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report

Dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company, repayment period: **there are no preferred shares**

Declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), repayment period: **RUB 0.0000504634 per share (according to the results of 2013); repayment period—on or before July 08, 2014.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none**

Type of securities: **registered equity shares**

Full corporate name of the Issuer: **Joint-Stock Company Zaramagskiye HPPs**

Abbreviated corporate name of the Issuer: **JSC Zaramagskiye HPPs**

Location of the Issuer: **34 Pervomaiskaya St., Vladikavkaz, the Republic of North Ossetia-Alania, 362003, Russia**

INN: **1505008701**

OGRN: **1021500822001**

state registration numbers of the securities issues: **1-01-32047-E**

state registration date: **May 26, 2000**

registering authorities which carried out state registration of the securities issues: **Federal Financial**

#### **Markets Service of Russia**

Number of securities owned by the Issuer: **17,933,142**

Total par value of securities owned by the Issuer: **RUB 17,933,142,000.00**

Total balance sheet value of securities owned by the Issuer (balance sheet value of securities of subsidiaries and affiliates shall be specified separately): **RUB 17,216,207,775.52**

The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report

dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company; repayment period: **there are no preferred shares**

declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), and repayment period: **In 2013 and as at June 30, 2014, decisions on dividend payment were not taken.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to an increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, the number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none**

Type of securities: **registered equity shares**

Full corporate name of the Issuer: **Open Joint-Stock Company ESC RusHydro**

Abbreviated corporate name of the Issuer: **OJSC ESC RusHydro**  
Location of the Issuer: **52 Arkhitektora Vlasova St., Moscow 117393, Russia**  
INN: **7804403972**  
OGRN: **1089848039973**  
State registration numbers of the securities issues: **1-01-55437-E**  
State registration date: **March 11, 2009**  
registering authorities which carried out state registration of the securities issues: **Federal Financial Markets Service of Russia**

Number of securities owned by the Issuer: **11,981,227,367**  
Total par value of securities owned by the Issuer: **RUB 11,981,227,367.00**  
Total balance sheet value of securities owned by the Issuer (balance sheet value of securities of subsidiaries and affiliates shall be specified separately): **RUB 11,981,227,367.00**  
The Issuer of securities is a subsidiary in relation to the Issuer that prepared this Quarterly Report dividend on preferred shares and procedure for determination thereof when it is specified in the Charter of Issuer being a joint-stock company, repayment period: **there are no preferred shares** declared dividend on equity shares (if no information on declared dividend on equity shares for the current year is available, dividend for the previous year shall be specified), and repayment period: **In 2013 and as at June 30, 2014, decisions on dividend payment were not taken.**

Should contributions of the Issuer to shares of joint-stock companies be increased due to an increase in the authorized capital of a joint-stock company at the expense of property of such joint-stock company, the number and par value (increase in par value) of such shares received by the Issuer shall be specified: **none**

#### **Investments in non-equity securities**

There are no investments in non-equity securities amounting to 5 percent or more of all financial investments.

#### **Other financial investments**

Type of investments: **Interest-bearing loan**  
Full corporate name: **Open Joint-Stock Company Zagorskaya PSHPP-2**  
Abbreviated corporate name: **JSC Zagorskaya PSHPP-2**  
Location: **101 Bogorodskoye industrial community, Bogorodskoye urban settlement, Sergievo-Posadskiy municipal district, Moscow Oblast, Russian Federation**  
INN: **5042086312**  
OGRN: **1065042071137**  
Investment in terms of money: **RUB 2,727,240,350.94**  
Income from financial investment facility or procedure for its determination, repayment period: **Interest rate within the interest period is 8.213% per annum. Interest is paid according to the payment schedule. Loan repayment term: February 5, 2018.**

Type of investments: **Interest-bearing loan**  
Full corporate name: **Open Joint-Stock Company Zagorskaya PSHPP-2**  
Abbreviated corporate name: **JSC Zagorskaya PSHPP-2**  
Location: **101 Bogorodskoye industrial community, Bogorodskoye urban settlement, Sergievo-Posadskiy municipal district, Moscow Oblast, Russian Federation**  
INN: **5042086312**  
OGRN: **1065042071137**  
Investment in terms of money: **RUB 1,442,710,000.00**  
Income from financial investment facility or procedure for its determination, repayment period: **Interest rate within the interest period is 8.213% per annum. Interest is paid according to the payment schedule. Loan repayment term: February 5, 2018.**

Type of investments: **Interest-bearing loan**  
Full corporate name: **Open Joint-Stock Company Zagorskaya PSHPP-2**  
Abbreviated corporate name: **JSC Zagorskaya PSHPP-2**  
Location: **101 Bogorodskoye industrial community, Bogorodskoye urban settlement, Sergievo-Posadskiy municipal district, Moscow Oblast, Russian Federation**

INN: **5042086312**

OGRN: **1065042071137**

Investment in terms of money: **RUB 2,859,140,270.37**

Income from financial investment facility or procedure for its determination, repayment period: **Interest rate within the interest period is 8.213% per annum. Interest is paid according to the payment schedule. Loan repayment term: February 5, 2018.**

Type of investments: **Interest-bearing loan**

Full corporate name: **Open Joint-Stock Company ESC RusHydro**

Abbreviated corporate name: **OJSC ESC RusHydro**

Location: **51 Arkhitekora Vlasova St., Moscow 117393, Russia.**

INN: **7804403972**

OGRN: **1089848039973**

Investment in terms of money: **RUB 2,700,000,000.00**

Income from financial investment facility or procedure for its determination, repayment period: **Interest rate within the interest period is 8.00% per annum. Interest is paid according to the payment schedule. Loan repayment term: December 31, 2015**

Information on the amount of potential losses connected with bankruptcy of organizations (enterprises), to which investments have been made, by every type of the specified investments: **Amount of potential losses connected with bankruptcy of organizations (enterprises), to which investments have been made, by every type of the specified investments, is limited by the amount of invested funds.**

If the Issuer's funds are placed on deposit or other accounts with banks and other credit organisations, licenses of which have been suspended or withdrawn, as well as if the decision on reorganisation, liquidation of such credit organizations, initiation of bankruptcy proceedings or recognition of such organizations as insolvent (bankrupt), information on losses (potential losses) connected with such events shall be specified: **none**

Accounting standards (rules), in accordance with which calculations have been made by the Issuer, are specified in this clause of the Quarterly Report: **Federal Law No. 402-Φ3 dated December 06, 2011 On Accounting, RAS 19/02**

#### **4.4. Intangible Assets of the Issuer**

**As at June 30, 2014**

Unit of measure: **RUB**

Group of intangible asset items	Initial (replacement) cost	Amortization accrued
Intangible assets of the Company	989,135,559.9	358,275,874.98
Expenses for research, development, and engineering work	396,349,913.38	-
Patents	48,040,875.29	1,449,572.68
TOTAL	1,433,526,348.57	359,725,447.66

**Accounting standards (rules) in accordance with which the Issuer submits information on its intangible assets:** RAS 4/99 Financial Statements of the Company (approved by Order No. 43H of the Ministry of Finance of Russia dated July 06, 1999); Regulations for Financial Accounting "Intangible Asset Accounting" RAS 14/2000 (approved by Order No. 91H of the Ministry of Finance of Russia dated October 16, 2000).

#### **4.5. Information on the Issuer's Policy and Expenses in the Area of Scientific and Technical Development, in relation to Licenses and**



## Patents, New Developments, and Research

The Issuer regularly carries out research and development in order to improve technological processes (to examine properties of materials, condition of equipment, testing, etc.) to enhance the reliability, safety and effectiveness of HPP operation.

Information on the Issuer's policy in scientific and technical development for the corresponding reporting period preceding the expiry date of the last reporting quarter, including disclosure of expenses on research and development activity financed using the Issuer's own funds in the said reporting period:

**For 6 months of 2014. Tenders concerning the following research and development works were announced by the Issuer:**

1. Russian Hydro Power Industry Development Program until 2030 and for further extension until 2050.
2. Research and development of the project for integration of Russian hydro power resources into the global electricity markets.
3. Development of design and technological solutions for additional watering of the Akhtuba to optimize sterile spills of Volzhskaya HPP and increase electricity generation.
4. Development and testing of technology for stress monitoring of structural elements of hydro power facilities in case of failure of the Control and Measuring Equipment strain gauges.
5. Development and testing of technology for piezometric pressure monitoring of hydro power facilities in case of failure of embedded piezometers of non-linear form.
6. Selection and testing of technology for application of antiadhesion coating to HPP structures to prevent icing and increase efficiency of deicing.
7. Development of technology for improving the accuracy of hydro leveling devices to monitor the state of hydro power facilities.
8. Data collection system development based on the results of R&D in the hydro power industry using CEATI databases (2nd stage).
9. Research and development of a method for assessment of HPP energy efficiency taking into account beneficial use of water resources.
10. Development of a list and regulations for inspections of main and auxiliary equipment of HPP, ensuring optimal deadlines and priority of their performance.

**For 6 months of 2014, results of the following research and development works were received by the Issuer:**

1. Optimization of RusHydro HPP operation, taking into account climate change in the reservoir zone for the long-term.
2. Development of new methods for diagnostics of main equipment of HPP: Integrated system of vibration monitoring for buildings and structures; phase-chronometric methods for assessment of main equipment state.
3. Optimization of using environmentally friendly lubricants for units of hydraulic turbines.

Costs associated with scientific and technological activities at the Issuer's own expense for 6 months of 2014 amounted to RUB 48.89 million, including VAT.

**Information on creation of major intellectual property and its legal protection obtained by the Issuer (including information on the date of issue and the validity periods of patents for invention, a useful model and an industrial design, state registration of trade and service marks, name of the place of origin of commodities), guidelines for and results of the use of the Issuer's major intellectual property.**

Based on the results of research and development under the Issuer's order, the following patents were received:

1. For utility model No. 138311 "Water Outlet of Structure" (issued on February 10, 2014, valid until October 31, 2023).
2. For invention No. 2506369 "Erection Method of Thin-Wall Labyrinth Overflow Edge from Molded Concrete Units" (issued on February 10, 2014, valid until August 31, 2023).
3. For invention No. 2512352 "Method for integration of water-proof geosynthetic material (WPGM) in watertight screen in the event of a long-term interval in construction" (issued on February 11, 2014; valid till August 15, 2032).
4. For invention No. 2515633 "Method for arranging a zigzagging watertight diaphragm with intermediate seams of bentonitic mattresses" (issued on March 18, 2014; valid until August 7, 2032).

**Principal directions and results of the use of the Issuer's major intellectual property:**

Intellectual property items are used to increase the effectiveness of principal processes at all life cycle stages of the RusHydro engineering system.

Due to the uniqueness of items and sector-specific research, development, and engineering works, intellectual property items are not commercially applied now.

**Risk factors connected with the possible expiry of the validity period of patents and licenses to use trademarks essential for the Issuer:**

There are no risk factors connected with the possible expiry of the validity period of patents and licenses to use trademarks essential for the Issuer.

## **4.6. Analysis of Development Trends in the Area of the Issuer's Core Business**

**Basic development trends of the branch of the economy where the Issuer carries out its core activities:**

In 2013, the Russian power industry, including the hydro power industry, was stable, providing for the required needs of the country's economy and social sphere.

### 1. Strategic developments of the sector

Over the last 5 years, planning and forecasting technology of long-term development in the energy sector has been rapidly developing and implementing.

The Concept of Long-Term Social and Economic Development of the Russian Federation until 2020 was approved by Resolution No. 1662-p of the Russian Federation Government dated November 17, 2008, which aimed at determination of ways and methods in the long-term (until 2020) for a steady welfare rise of Russian Federation citizens, national security, dynamic development of the economy and consolidation of the position of Russia in the world community.

Regulation of the Government of the Russian Federation No. 1715-p dated November 13, 2009 approved the Energy Strategy of the Russian Federation until 2030. The main objective of the document is creation of priority growth area of the power industry for the long term until 2030. Currently, the draft Energy Strategy of the Russian Federation until 2035 has been prepared by the Ministry of Energy of the Russian Federation and is at the discussion stage.

Decree of the Government of the Russian Federation No. 2084-p dated November 11, 2013 approves the Area Planning Scheme of the Russian Federation applicable to the power industry.

The document includes new power engineering facilities, planned to be constructed by 2030, as well as expanding power engineering facilities, in respect of which the need for additional land allotment was not determined as along with maps of the scheduled allocation of objects of federal significance for the period until 2030.

Decree of the Government of the Russian Federation No. 215-P dated February 22, 2008 approved the Master Plan of Power Industry Facilities Allocation until 2020. The key purpose of the Master Plan is the formation, based on current potential and the established sector development priority, of reliable, cost effective and rational generating mix and power supply network facilities, effectively using the country's fuel resources and creating conditions for the prevention of the forecasted deficit of electrical power and capacity most effectively.

The Plan and Development Program of the Unified Energy System of Russia for 2013–2019 were approved by Order of the Ministry of Energy of the Russian Federation No. 309 dated June 19, 2013 within implementation of medium term planning tools.

The main objective of the plan and program is assistance in development of networked infrastructure and generating capacities as well as ensuring the satisfaction of long-term and medium-term demand for electric energy and capacity.

A number of regulatory legal documents for supporting the Russian economy was accepted, including the energy industry. The Issuer was included in the list of the country's strategic enterprises, which means it can count on implementation of measures of state support.

On April 28, 2014, Regulation of the Government of the Russian Federation No. 374 "On amendment of the Regulations for Wholesale Electricity and Capacity Market with regard to the features of participation in the wholesale market of electric power engineering entities owning hydro power plants located at the second pricing zone of wholesale market" was signed concerning partial deregulation of the capacity market in Siberia.

This Regulation stipulates amendments to the Regulations for the Wholesale Electricity and Capacity Market:

From May 1, 2014, till December 31, 2015, the capacity of hydro power plants, located at the second pricing zone of the wholesale market, is sold on the basis of competitive capacity outtake (CCO) at the price of capacity sale under regulated contracts, amounting to 35 percent of capacity volume being sold according to the CCO results; from January 1, 2016, till December 31, 2016, 20 percent. Remaining capacity volume of hydro power plants being sold according to the CCO results at the second pricing zone will be paid at the prices determined according to the CCO results at the corresponding free power transfer zones.

From January 1, 2017, the whole capacity volume of hydro power plants being sold according to the CCO results at the second pricing zone will be paid at the prices determined according to the CCO results at the relevant free power transfer zones, taking into account the seasonal ratio.

The rule on application of the prices equal to the prices stated in the regulated contracts for calculation of capacity cost according to the CCO results is not applied to new hydro power plants (generating facilities of hydro power plants in relation to generation DPCs of which trading of electricity and capacity was not carried out as at January 1, 2012).

However, if after May 1, 2014, the volume of capacity of generation DPCs of hydro power plants, located at the second pricing zone of wholesale market (except for generating facilities of hydro power plants in relation to generation DPCs of which trading of electricity and capacity was not carried out as at January 1, 2012), being sold under free contracts, exceeds a volume of capacity equal to the difference between the capacity volume determined according to the CCO results and the capacity volume supplied at the regulated prices, for each free contract a value should be calculated to be taken into account when calculating and distributing the CCO imbalance KOM, which amounts to the product of the following values:

- Non-negative difference between the price for capacity according to the CCO results for buyers at free power transfer zone, to which the said generating facility belongs, and the price of capacity supply under regulated contracts.

- Capacity volume equal to the part (determined in accordance with the Agreement for Integration into the Trade System of the Wholesale Market) of capacity volume supplied under free contract, due to which the said excess occurred.

On June 02, 2014, Regulation of the Russian Federation Government No. 505 "On introduction of amendments to certain acts of the Government of the Russian Federation and adopting tariff decisions regarding the wholesale electricity and capacity market."

This Regulation stipulates:

- Continuing the indexation of capacity prices according to the results of competitive capacity outtake for 2014.

- Cancellation of expenses indexation when determining prices (tariffs) under regulated contracts for supply of electricity and power in 2014.

- Fixing (review) of indicative prices for electricity and power for the population and similar classes of consumers, for buyers in separate parts of pricing zones of the wholesale market, for which the Government of Russia has established features of the regulated prices (tariffs) of suppliers and altered expected volumes of electricity and capacity supplied to the population and similar classes of consumers, in the Russian Federation constituent entities according to the consolidated balance forecast for 2014.

- Changing of the base period for calculation of the regulated prices (tariffs) for generating facilities, which supplied capacity in forced regime in 2011.

- Cancellation of indexation of the capacity prices according to the results of competitive capacity outtake for 2015.

- Cancellation of indexation of the price for capacity of the commissioned nuclear power plants and hydro power plants (including pumped-storage power plants) and the component of prices for capacity in 2014.

Effective date: June 12, 2014.

## 2. Electricity and capacity consumption.

According to recent reports of SO UPS, JSC, consumption of electricity during five months of 2014 in UES of Russia amounted to 434.9 bln kWh, which is 98.7% in comparison to the same period of 2013.

## 3. Electric power generation.

According to recent reports of SO UPS, JSC, generation of electricity during five months of 2014 in UES

of Russia amounted to 439.4 bln kWh, which is 98.3% in comparison to the same period of the previous year.

According to SO UPS, JSC, the capacity of power plants of UES of Russia as at June 01, 2014 was 227,823.62 MW.

#### 4. Wholesale electricity and capacity market

Currently, the Russian Federation has a two-level (wholesale and retail) electricity and capacity market. Sellers and buyers on the wholesale market are power generation companies, electricity export/import operators, energy sales organizations (including guarantee suppliers), Federal Grid Company (as regards acquisition of electricity for covering of transmission losses), and large consumers. Participants in the wholesale market can act as both sellers and buyers of electric power and capacity. In order to become a participant on the wholesale market, a company shall meet the requirements set out in the Regulations for Wholesale Electricity and Capacity Market and in the Agreement for Integration into the Trade System of the Wholesale Market, approved by Regulation No. 1172 of the Government of the Russian Federation dated December 27, 2010.

Since January 1, 2011, all electric power and capacity sold in pricing zones of the wholesale market are sold at non-regulated prices, except for electric power and capacity designated for supply to the population and equivalent classes of consumers, as well as consumers located in the North Caucasus, in the Republic of Tyva. Capacity volume of hydro power plants located in the second pricing zone (Siberia) until May 1, 2014, were supplied only according to tariff. Since May 1, 2014, 65% of the capacity volume of hydro power plants located in the second pricing zone (Siberia) is supplied at the CCO price, with 35% of the capacity volume supplied according to the tariff.

RusHydro sells the main part of generated electricity (capacity) on the wholesale market being fully engaged in development of rules and regulations for all segments of that market.

#### 5. Renewable energy sources

Regulation No. 449 and Decree No. 861-P of the Government of the Russian Federation dated May 28, 2013 determine the mechanism and parameters supporting generation based on RES in the Russian Federation for wind, solar energy and SHPPs, which open for the company new opportunities for implementation of cost-effective projects in those areas on the wholesale market.

On September 19, 2013, JSC ATS published results of selection of projects on construction of generating facilities operating on the basis of renewable energy resources (RES project selection).

On March 11, 2014, JSC ATS has published information required for competitive selection. According to the results of selection of investment projects for construction of renewable energy generating facilities for 2015–2018, JSC ATS has selected the following facilities of JSC RusHydro:

1. Hydraulic power plant Sengileevskaya SHPP
2. Hydraulic power plant Barsuchkovskaya SHPP
3. Hydraulic power plant Ust-Dzhegutinskaya SHPP (1 start-up facility)

The total scheduled installed capacity of the selected renewable energy projects of JSC RusHydro amounts to 20.64 MW. The target figure for capital expenses per 1 kW of renewable energy generating facility's installed capacity amounts to RUB 146,000/kW.

#### 6. Retail electricity markets

Within the electricity retail markets electricity is sold that is acquired on the wholesale electricity (capacity) market, as well as electricity of generating companies that are not participants in the wholesale market.

Main provisions of electricity retail markets are approved by Resolution No. 442 of the Government of the Russian Federation On Operation of Electricity Retail Markets, Complete and/or Partial Limitation of Electricity Consumption dated May 4, 2012.

RusHydro supplies electric power and capacity to the retail electricity market in a number of Russian regions, mostly in the North Caucasian Federal District, as well as in electricity systems located in the Far East, isolated from UES of Russia.

#### 7. System services market

The market for services in system reliability maintenance (system services) is one of the instruments for maintaining the desired level of quality and reliability of operation of the Unified Energy System of Russia under the conditions of full deregulation of the electricity and capacity market. The system services market has been operating in the UES of Russia since 2011.

Types of services on maintenance of system reliability, procedures for selection of electric power engineering entities and electric users rendering such services, as well as rules of rendering thereof and pricing models are determined by Regulation No. 117 of the Government of the Russian Federation On the Procedure

for Selection of Electric Power Engineering Entities and Electric Users Rendering Services in System Reliability Maintenance and Rendering such Service, as well as On Approval of Changes in Acts of the Government of the Russian Federation Regarding Rendering of Services in System Reliability Maintenance dated March 3, 2010.

In the first quarter of 2014, RusHydro and SO UPS, JSC concluded a Services Contract for Reactive-Power Control without Electricity Generation (hereinafter the RRSK Contract).

According to such RRSK Contract, RusHydro shall render services to SO UPS, JSC connected with reactive-power control

#### 8. Innovation development of the power industry and energy efficiency

In accordance with the instructions of the President of the Russian Federation (list of instructions based on the results of work of the Committee under the President of the Russian Federation with respect to modernization and technological development of the economy in June – December 2009 No. IIP-2 dated January 4, 2010) and Government Commission for Advanced Technology and Innovation (Minutes No. 4 dated August 3, 2010), RusHydro developed and approved (Minutes of the Board of Directors No. 130 dated August 2, 2012) the Innovation Development Program of JSC RusHydro for 2011–2015 with an outlook until 2021.

In 2013, under the Innovation Development Program of RusHydro and S&A critical decisions were taken on formation of the Scientific and Technical Development Fund of RusHydro. In this respect, projects of Investment Declaration and Investment Regulations of the Scientific and Technical Development Fund were developed, specifying the investment limits, investment procedures and principles and management of the Fund's investment into innovative companies. Work is being performed on consolidation of the innovative development systems of RusHydro and RAO Energy System of East so as to increase implementation efficiency of the Innovation Development Programs.

Assessment of results of the Issuer's activities:

General assessment of the Issuer's results in such sector is positive.

Results of the Issuer's activities correspond to the trends of the sector's development.

The main reasons for the obtained results are effective performance of the Issuer on the wholesale electricity and capacity market, efficient management of expenses and appropriate job management.

RusHydro was the third among all generating companies participating in the wholesale market as regards Efficiency on the Market and second as regards Economic Efficiency in the Final Annual Rating of Non-Profit Partnership Market Council for 2013 and it considerably improved similar positions for 2012.

Opinion of the Issuer's management entities:

The Issuer's management entities have a similar opinion on submitted information.

Members of the Issuer's management entities have no special opinion on provided information reflected in the minutes of the meeting of the Issuer's management entities, at which relevant issues were considered, and do not insist upon a reflection of such (dissenting) opinion in this Quarterly Report.

Members of the Board of Directors and collective executive body of the Issuer have a similar opinion concerning submitted information.

### **4.6.1. Analysis of Factors and Conditions Influencing the Issuer's Activities**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

### **4.6.2. Competitors of the Issuer**

Apart from Federal Hydrogeneration Company of the Wholesale Market (RusHydro), the major part of generating assets of the country is concentrated in 5 heat-generation companies of the wholesale electricity market (WGC), 15 territorial generating companies (TGC), and the Rosenergoatom state concern. A part of heat and territorial generating companies, in their turn, is combined in large state and private holdings. JSC INTER RAO UES is also worth mentioning among the largest companies of the sector; it is an electricity export/import operator holding a number of generating assets within and outside Russia.

No.	Holding Company	Generating Companies Being Members of the Holding	Description	Area of Competition
1	Rosatom	Rosenergoatom Concern PIMCU (Priargunsky Industrial Mining and Chemical Union) SGChE (Siberian Group of Chemical Enterprises)	The competitor's advantages: Considerable installed capacity of energy facilities is concentrated in the European part of the Russian Federation; the load is close to optimum. The competitor's disadvantage: low maneuverability, as a consequence, low effect from the balancing market. There are practically no generating capacities in the Siberia UPS and the Far East UPS.	In relation to trade, it may form only upon an extremely significant excess of supply over demand. In relation to development, in the struggle for state financing resources.
2	Inter RAO UES	INTER RAO Electrogeneratsiya (including assets of OGK-1 and WGC-3) TGC-11 Bashkir Generation Company	Export-import operator and management company of generating facilities in Russia and abroad. The competitor's advantages — dominant position in export and import electricity supply operations. The competitor's disadvantages — regulated activities, decrease in export opportunities under the conditions of deficit.	In relation to trade in electricity, competition with respect to volume at various hours of the day. In relation to development, competition for the right to be the state's agent in implementing international projects.
3	EuroSibEnergo	Irkutskenergo Krasnoyarskaya HPP TPP GAZa	Irkutskenergo (over 9,000 MW per HPP), Krasnoyarskaya HPP (6,000 MW).	In relation to trade in electricity, competition concerning volumes during the high-water period. In relation to development, competition with shareholders of private HPPs for the right to develop hydro potential.
4	Gazprom Energoholding	TGC-1 OJSC Mosenergo (TGC-3) OGK-2 (includes assets of former OGK-2 and OGK-6) MIPC (Moscow Integrated Power Company)	The competitor's advantages: Broad territorial "dispersion", main generating capacities in the Russian Federation (70%), possibility of submitting price bids on the DAM and priority of loading in heating cycle. The competitor's disadvantages: comparatively low maneuverability, dependence of the return on sales of generated electricity upon the prices for fuel.	In relation to trade in electricity, competition with respect to volume at various hours of the day in the heating cycle.
5	KES Holding	TGC-5 TGC-6 TGC-7 (Volga TGC) TGC-9		
6	E.ON	OGK-4		
7	Enel	OGK-5		
8	SUEK (Siberian Coal Energy Company)	Kuzbassenergo (TGK 12) TGC-13		
9	LUKOIL	LUKOIL Ecoenergo (TGK 8)		
10	UMMC (Ural Mining and Metallurgical Company)	Novosibirskenergo		
11	Sintez Group	TGC-2		

No.	Holding Company	Generating Companies Being Members of the Holding	Description	Area of Competition
12	Onexim	Kvadra (TGC-4)		
13	Fortum	Fortum (TGC-10)		
14	RZHD (Russian Railways)	TGC-14		
15	TAIF	TGC-16		

**The list of the Issuer's competitiveness factors with a description of their degree of influence, in the Issuer's opinion, on the competitiveness of products (works, services):**

1. Environmental friendliness. Hydro resources are renewable and the most ecological source of energy, the use of which makes it possible to cut discharges into the atmosphere by thermal electric power plants and to preserve hydrocarbon reserves.
2. A high degree of maneuverability because it is HPPs that are the most maneuverable and capable, if necessary, of substantially increasing the volumes produced in just a few minutes covering peak loads.
3. Absence of a fuel component in the production cost, independence from changes in prices for energy sources and, as a consequence, the possibility of long-term price guarantees for consumers.

The Issuer's competitors abroad:

No.	Company	Installed Capacity, MW
1	Eletrobras (Brazil)	43,333
2	Hydro-Québec (Canada)	36,829
3	China Yangtze Power (China)	25,215
4	United States Corps of Engineers (USCE) (USA)	21,000
5	Statkraft (Norway)	17,607
6	Edelca (Venezuela)	15,667
7	US Bureau of Reclamation	14,722
8	BC Hydro (Canada)	11,000

There is a number of generation companies in the world, the capacities of which are based on hydro power plants and are held by the state.

1. Brazilian Eletrobras (42,333 MW) is the largest hydro generation company in the world. At the same time, it is the largest generation company in Brazil and Latin America. Its assets include a number of large HPPs, including Itaipu HPP on the Parana River, the second in terms of capacity in the world. The company is controlled by the state, which holds 52% of its shares.

2. Canadian Hydro-Québec (36,971 MW), the largest generation company of Canada which played a considerable role in the economic development of the Province of Quebec. The company's assets include a great number of HPPs, including large cascades at the Manicouagan and La Grande rivers. The company is owned by the authorities of the Province of Quebec.

3. China Yangtze Power located in China (23,400 MW). That company has only two HPPs. The Three Gorges Dam is the largest hydro power plant in the world with a designed capacity of 22.4 GW, and downstream HPP, the Gezhouba Dam, with a capacity of 3.1 GW. The company is controlled by the state.

4. The United States Corps of Engineers (USCE), 20,700 MW. This is not an energy company in the truest sense of the word, but a state office engaged in construction and operation of HPPs (electricity is sold by other state structures).

5. Norwegian Statkraft — 12,969 MW. It is the largest energy producer in Norway and the third in Scandinavia. About 150 HPPs are held by the company, the majority with storage reservoirs for multiannual regulation. The company is a 100% state company.

6. Venezuela Edelca, 15,667 MW. The main asset of the company is Guri HPP on the Caroni River with a capacity of 10.2 GW, which comes third in the world in terms of capacity. The company ensures the majority of power supply of Venezuela and is fully controlled by the state.

7. The US Bureau of Reclamation, 14,502 MW. Again, this is not an energy company in a traditional sense, but it operates a variety of HPPs, including the famous Hoover Dam.

8. Canadian BC Hydro (11,000 MW), the largest electricity producer in the province of British Columbia. The company owns 30 HPPs and the company itself is owned by the authorities of the province.

In 2011, RusHydro acquired 90% of the shares of Sevan-Razdansky Cascade of HPPs in the Republic of Armenia with a total capacity of 562 MW of installed capacity. Thus, entering the electric power market of Armenia, RusHydro has occupied a substantial share of that market.

The Issuer's competitors in Armenia

Generation Object	Type	Installed Capacity, MW	Guarantee Companies	Parent Company
Vorotansky Cascade of HPPs	HPP	404	CJSC Vorotansky Cascade of HPPs	Government of Armenia (applicant for acquisition of CJSC Contour Global Hydrocaskade (USA))
Dzoragetskaya HPP	HPP	25	CJSC Dzora HPP	Offshore company Global-Contact
Small HPPs	HPP	66	SHPPs	Private investors
Armenian NPP	NPP	440	CJSC Armenian NPP	JSC Inter RAO UES, management
Razdanskaya TPP	HPP	1110	LLC RazTES	JSC Inter RAO UES
Razdanskaya TPP (5th energy unit)	HPP	467	CJSC ArmRosgazprom	OJSC Gazprom
Erevanskaya TPP	TPP	100	CJSC Erevanskaya TPP	Government of Armenia



## **V. Detailed Information on Members of the Issuer's Management Entities, the Issuer's Bodies, Monitoring Financial and Economic Activities, and Backgrounds of the Issuer's Employees (Workers)**

### **5.1. Information on Structure and Terms of reference of the Issuer's Management Entities**

**Full description of the structure and competence of the Issuer's management bodies pursuant to the Issuer's Charter (constituent documents):**

The management bodies of the Issuer:

General Meeting of Shareholders;

Board of Directors.

The executive bodies of the Issuer:

Management Board, the collective executive body;

Chairman of the Management Board – General Director the sole executive body;

The competence of the General Meeting of Shareholders is specified in Article 10 of the Issuer's Charter:

"10.2. The General Meeting of Shareholders shall have the competence to:

- 1) Amend the Charter or approve a restated version of the Charter;
- 2) Reorganize the Company;
- 3) Liquidate the Company, appoint the Liquidation Commission, and approve interim and final liquidation balance sheets;
- 4) Determine the number, par value, category (class) of authorized shares and rights that these shares bestow;
- 5) Increase the Company's authorized capital by raising the par value of shares or by placing additional shares as specified in the Federal Law On Joint-Stock Companies;
- 6) Decrease the Company's authorized capital by reducing the par value of shares, acquiring by the Company of a part of the shares in order to reduce their total number, and by way of redeeming the shares acquired or bought out by the Company;
- 7) Split and consolidate shares in the Company;
- 8) Pass a resolution on placement by the Company of bonds convertible into shares and other investment securities convertible into shares;
- 9) Elect members of the Company's Board of Directors and terminate their powers;
- 10) Elect members of the Company's Internal Audit Commission and terminate their powers;
- 11) Approve the Company's Auditor;
- 12) Approve annual reports, annual accounting (financial) statements, including income statement of the Company, as well as distribute profits (including pay (declare) dividends, with the exception of profits distributed as dividends for the first three, six or nine months of the financial year) and losses incurred by the Company in the financial year;
- 13) Pay (declare) dividends for the first three, six or nine months of the financial year;
- 14) Take decisions to approve material transactions as provided for by Article 79 of the Federal Law on Joint-Stock Companies;
- 15) Take decisions to approve transactions as provided for by Article 83 of the Federal Law on Joint-Stock Companies;
- 16) Take decisions to participate in financial-industrial groups, associations and other groups of commercial organizations;
- 17) Approve internal documents governing the activities of the Company's management and supervisory bodies;
- 18) Pass resolutions on payment of remuneration and/or compensation to the Internal Audit Commission's members;
- 19) Pass resolutions on payment of remuneration and/or compensation to the Board of Directors;
- 20) Adopt decisions on application for delisting of the Company's shares and/or equity securities of the Company converted into its shares;
- 21) Resolve other matters as provided for by the Federal Law on Joint-Stock Companies.

10.3. Matters falling under the competence of the General Meeting of Shareholders may not be transferred to the Board of Directors, Management Board or sole executive body of the Company.

The General Meeting of Shareholders may not discuss and decide on any issues outside its competence under the Federal Law On Joint Stock Companies.

The competence of the Board of Directors is specified in Article 12 of the Issuer's Charter:

"12.1. The Board of Directors shall exercise general management of the Company's activities, except for the matters falling under the competence of the General Meeting of Shareholders by the Federal Law On Joint Stock Companies and the Charter.

Competence of the Board of Directors shall include the following issues:

- 1) Determine priority areas of the Company's activities and approve long-term development programs of the Company (including the Company's investment program, development strategy of the Company, and examination of reports on implementation of the Company's development strategy);
- 2) Convene annual and extraordinary General Meetings of Shareholders, and pass resolutions on issues related to the calling, preparing, and holding General Meetings of Shareholders;
- 3) Place the Company's bonds and other equity securities, unless otherwise provided for by the Federal Law On Joint-Stock Companies and by this Charter;
- 4) Approve decisions on the issue (additional issue) of securities, prospectuses of securities, reports on acquisition of shares from the Company's shareholders, reports on redemption of shares, reports on the results of requests by the Company's shareholders concerning buyout of shares held by them;
- 5) Determine the price (money value) of property, the price of placement or the procedure for determining the price of equity securities placement, and the price of repurchase of the Company's equity securities, as provided for by the Federal Law On Joint-Stock Companies, and when resolving the issues stated in Subclauses 7, 20, and 21 of Clause 12.1 of this Charter;
- 6) Acquire shares, bonds, and other securities issued by the Company, as provided for by the Federal Law On Joint-Stock Companies or other federal laws;
- 7) Dispose of (sell) the Company's shares acquired by the Company as a result of purchase or buyout of shares from the Company's shareholders or otherwise in accordance with laws and regulations of the Russian Federation;
- 8) Determine the number of members in the Company's Management Board, elect the Management Board's members, determine remuneration and compensation payable to them, terminate their powers, including passing a decision on termination of their contracts;
- 9) Elect the Chairman of the Management Board – General Director and terminate his/her powers, including passing a decision terminating his/her labor contract, apply disciplinary penalties and incentives to the Chairman of the Management Board in accordance with labor laws of the Russian Federation, pass decisions on nominating the Chairman of the Management Board for national and industry awards;
- 10) Authorize an individual acting as the sole executive body and members of the Management Board holding posts in management bodies of other companies, as well as other paid positions in other companies;
- 11) Elect the Chairman and Deputy Chairman of the Board of Directors and terminate their powers;
- 12) Form committees of the Company's Board of Directors, elect members of the Board of Directors' committees, and approve regulations for the committees of the Company's Board of Directors;
- 13) Elect the Corporate Secretary of the Company and terminate his/her powers;
- 14) Approve (adjust) the Company's key performance indicators, business plan of the Company, and review reports on their implementation;
- 15) Determine remuneration payable to the Auditor;
- 16) Give recommendations to the General Meeting of Shareholders on the size of dividends on shares, the procedure for dividend payment, date when persons entitled to dividends are determined;
- 17) Approve internal documents of the Company establishing the procedure for formation and use of the Company's funds, and pass decisions on the use of the Company's funds;
- 18) Approve internal documents of the Company, other than internal documents to be approved by the General Meeting of Shareholders or relegated to the executive bodies of the Company, and approve internal documents drafted for the purpose of compliance with the requirements of laws and regulations of the Russian Federation and securities market organizer's regulations for issuers whose shares are traded on the stock market;
- 19) Establish affiliates and open representative offices of the Company, liquidate them, make amendments to the Company's Charter concerning establishment of affiliates and opening of representative offices (including changes in names and locations of affiliates and representative offices of the Company) and their liquidation;
- 20) Adopt resolutions on participation and termination of participation of the Company in other companies (except for the companies specified in Subclause 16, Clause 10.2, Article 10 of the Charter);
- 21) Give prior approval of decisions on the Company's entering into:
  - a) Transactions with non-current assets of the Company in excess of ten (10) per cent of the balance sheet value of such assets of the Company as at the date of the decision to enter into such transaction;
  - b) Transactions (several associated transactions) involving disposal or potential disposal of the Company's property making fixed assets, intangible assets, and construction in progress in cases (amounts) and in a manner subject to individual resolutions to be passed by the Company's Board of Directors;

c) Transactions with shares and interest of companies, where the Company has a share, in cases (amounts) and in a manner specified by the Company's Board of Directors, or in other cases when the procedure for making such decisions by the Company's Board of Directors is not established.

22) Determine the Company's lending policy insofar as issue of loans by the Company, entering into credit agreements and loan agreements, issue of guarantees, assumption of liabilities under a bill (issue of promissory notes or bills of exchange), and pass decisions on the Company's effecting the said transactions, where the procedure for making decisions thereon is not defined in the lending policy of the Company, and pass decisions in accordance with the accepted lending policy;

23) Take decisions on the Company's transactions associated with transferring the Company's property without compensation or property right (claims) to itself or to third parties; transactions associated with release from property obligation before itself or before third parties; transactions associated with rendering services (performing works) by the Company to third parties without compensation, in cases (amounts) determined by separate decision of the Board of Directors;

24) Approve major transactions as specified in Chapter X of the Federal Law On Joint-Stock Companies;

25) Approve transactions as specified in Chapter XI of the Federal Law On Joint-Stock Companies;

26) Approve the Company's registrar and terms and conditions of its contract; terminate contract with the registrar;

27) Give recommendations on a voluntary or obligatory proposal received by the Company for the purchase of Company shares as well as other equity securities convertible into shares of the Company;

28) Define the attitude of the Company (representatives of the Company), including instructions to participate or not to participate in voting on items on the agenda, vote for or against or abstain from voting with respect to the following items on the agenda of the management bodies of subsidiaries and affiliates (hereinafter referred to as the S&A):

a) Concerning reorganization or liquidation of an S&A;  
b) Concerning determination of the quantity, nominal value, and category (class) of the declared shares of S&A and the rights provided by the said shares;

c) Concerning increase in the authorized capital of S&A through increase in the par value of shares or placement of additional shares;

d) Concerning placement of S&A securities convertible into equity shares;

e) Concerning splitting or consolidation of S&A shares;

f) Concerning acquisition by S&A of shares (interest in the authorized capital) of other business companies, including in case of incorporation of companies, if the price of such transaction is 15 per cent and more of the book value of S&A's assets, determined based on S&A's accounting (financial) statements as at the last reporting date;

g) Concerning approval of major transactions to be entered into by S&A;

h) Concerning entering into transactions by S&A (including several associated transactions) that involve disposal or potential disposal of the S&A's property comprising fixed assets, intangible assets, and construction in progress designated for production, transmission, dispatching, and distribution of electricity and heat in cases (amounts) determined by the procedure for cooperation between the Company and companies, in which the Company is a member, subject to approval by the Company's Board of Directors;

i) Concerning transactions made by S&A for disposal, pledge or other encumbrance (by making one or more related transactions) of shares and interest of secondary subsidiaries and affiliates producing, transferring, dispatching, distributing, and selling electric and heat power, regardless of the amount of shares (interest in the authorized capital) held by such companies.

29) Determine the policy of the Company in terms of insurance coverage for the Company and approve the Insurer for the Company;

30) Define the procurement policy of the Company, including the Regulations for the Procedure for the Regular Procurement of Goods, Works, and Services, and take decisions in accordance with the approved Regulations;

31) Approve the procedure for the selection of the appraisers and/or candidate appraiser(s) to assess the value of shares, property, and other assets of the Company as provided for by the Federal Law On Joint-Stock Companies, this Charter, and individual resolutions of the Company's Board of Directors;

32) Examine the Company' corporate structure;

33) Approve the collective agreement;

34) Increase the Company's authorized capital through placement of additional shares within the number of authorized shares, taking into account limitations established by the Federal Law On Joint-Stock Companies and this Charter;

35) Make a decision on filing an application for listing of the Company's shares and/or the Company's equity securities convertible into its shares in cases set forth in the Federal Law On Joint-Stock Companies and other regulations of the Russian Federation;

36) Approve the general risk management and internal control policy;

37) Give recommendations to executive bodies of the Company for any issues relating to the Company's activities;

38) Take decisions on other matters included in the competence of the Board of Directors by the Federal Law On Joint-Stock Companies and this Charter.

12.2. Matters falling under the competence of the Company's Board of Directors may not be transferred to the sole executive body and the Management Board.

The Issuer's executive bodies:

Under Clause 17.1, Article 17 of the Issuer's Charter, the control over the Company's current activities shall be undertaken by the sole executive body; the Company's Chairman of the Management Board – General Director, and the collective executive body, the Company's Management Board.

The competence of the Issuer's Management Board is specified in Article 18 of the Issuer's Charter:

"18.2. The Management Board of the Company shall be competent to:

1) Develop and submit to the Board of Directors of priority areas of the Company's activities and long-term implementation plans;

2) Prepare reports on the implementation of decisions passed by the General Meeting of Shareholders and the Company's Board of Directors;

3) Submit to the Company's Board of Directors reports on reaching basic performance indicators by the Company and implementation of the Company's business plan;

4) Approve (adjust) the Company's budget;

5) Define the attitude of the Company (representatives of the Company), including instructions to participate or not to participate in voting on items on the agenda, vote for or against or abstain from voting with respect to the items on the agenda of the management bodies of subsidiaries and affiliates (hereinafter referred to as the S&A):

a) Concerning approval (adjustment) of the key performance indicators (KPI) of S&A and consideration of reports on their fulfillment;

b) Concerning participation of S&A in other entities (joining an existing entity or establishing a new one), and acquisition, disposal or encumbering of shares and interests in the authorized capital of entities, in which S&A participates, changing of interests in the authorized capital of the relevant entity, except for issues attributed to exclusive competence of the Company's Board of Directors;

c) Concerning determination of the attitude of S&A representatives on items on the agenda of management bodies of S&A's subsidiaries and affiliates with respect to entering into (approval of) transactions (including several associated transactions) involving disposal or potential disposal of property comprising fixed assets, intangible assets, or construction in progress designated for production, transmission, dispatching, and distribution of electricity and heat;

d) Concerning determination of the attitude of S&A representatives on items on the agenda of management bodies of S&A's subsidiaries and affiliates engaged in production, transmission, dispatching, distribution, and sale of electricity and heat, relating to reorganization, liquidation, increase of the authorized capital through an increase in the par value of shares, placement of additional shares or issue of securities convertible into equity shares;

6) Nominate persons by the Company to be elected to the sole executive bodies, other management bodies, control bodies, and nominate the auditor for organizations, in which the Company participates;

7) Pass decisions on matters relegated to the competence of the supreme management bodies of business companies, in which one hundred (100) per cent of the authorized capital is held by the Company;

8) Address to the Board of Directors for recommendations in relation to adoption of resolutions on any aspect of the Company's activity;

9) Pass decisions on other issues of management of the Company's day-to-day operations pursuant to resolutions of the General Meeting of Shareholders and the Board of Directors, and issues referred to the Management Board by the sole executive body."

The competence of the Issuer's Chairman of the Management Board is specified in Article 19 of the Issuer's Charter:

"19.1. All matters related to the management of the Company's day-to-day operations, except for any issues falling within the competence of the General Meeting of Shareholders, the Board of Directors, or the Management Board of the Company, shall be delegated to the competence of the sole executive body.

The sole executive body shall act on behalf of the Company without a power of attorney, including as follows:

1) Enter into transactions on behalf of the Company, issue powers of attorney, and open the Company's settlement and other accounts with banks;

2) Dispose of the Company's property at its discretion subject to restrictions stipulated by the effective laws and regulations and the Company's Charter;

3) Hire and dismiss employees of the Company, and apply incentives and disciplinary penalties to them;

4) Organize the work of the Company's Management Board and chair its meetings;

- 5) Submit proposals to appoint or dismiss members of the Management Board for approval by the Board of Directors;
- 6) Approve personnel arrangements and salaries of the Company's employees;
- 7) Provide for implementation of the Company's action plans necessary to reach its objectives;
- 8) Approve regulations for the Company's branches and representative offices, and appoint directors of the Company's branches and representative offices;
- 9) Make arrangements for keeping the Company's records and accounting (financial) statements;
- 10) Issue orders, approve directives and other internal documents of the Company related to matters falling under the competence of the sole executive body, and give instructions binding upon all employees of the Company;
- 11) Address other matters in the day-to-day operations of the Company with the exception of issues falling under the competence of the General Meeting of Shareholders, the Board of Directors, and the Management Board of the Company."

**Information on the Issuer's Code of Corporate Governance (Management) or other similar document.**

The Code of Corporate Governance of JSC RusHydro is approved by the Issuer's Board of Directors (Minutes No. 94 dated April 02, 2010).

**Information on changes in the Issuer's Charter as well as internal documents governing activities of its management bodies for the last reporting period:**

On June 27, 2014, the Company's General Meeting of Shareholders approved the new version of the Company's Charter and the new version of Regulations for Calling and Conducting the Company's General Meeting of Shareholders (Minutes No. 12 dated June 27, 2014).

State registration of the new version of the Company's Charter was performed on July 7, 2014.

## 5.2. Information on Members of the Issuer's Management Entities

### 5.2.1. Composition of the Board of Directors (Supervisory Board) of the Issuer

(approved by resolution of the General Meeting of Shareholders on June 27, 2014)

Full name: *Boris Ilyich Ayuev*

Born in: *1957*

Education: *Higher education, Ural Polytechnic Institute, major — Electric Power Plants, graduation year: 1979*

Positions held by this person in the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2002	present	JSC SO UPS	Member of the Management Board
2004	present	JSC SO UPS	Chairman of the Management Board, Member of the Board of Directors
2004	2013	JSC FGC UES	Member of the Board of Directors
2005	2011	CJSC Energy Forecasting Agency	Member of the Board of Directors
2008	2013	JSC ATS	Member of the Board of Directors
2008	2013	JSC FSC	Member of the Board of Directors
2009	present	NP RNC CIGRE	Chairman

2009	2010	Joint-Stock Company United Energy System (JSC UES) GruzRosenergo	Member of the Supervisory Board
2012	present	JSC RusHydro	Member of the Board of Directors
2013	present	JSC Russian Grids	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer, %: **0.008024**

Share of the Issuer's equity shares held by the person, %: **0.008024**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

Full corporate name: **Joint-Stock Company RAO Energy System of East**

INN: **2801133630**

OGRN: **1087760000052**

Share of the person in the authorized capital of the company, %: 0.019754

Share of the company's equity shares held by the person, %: **0.020699**

Full corporate name: **JSC INTER RAO UES**

INN: **2320109650**

OGRN: **1022302933630**

Share of the person in the authorized capital of the company, %: **0.002**

Share of the company's equity shares held by the person, %: **0.002**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Maksim Sergeevich Bystrov***

Born in: ***1964***

Education: ***Higher education, Moscow Institute of Civil Engineering named after V.V. Kuybyshev, Hydraulic Engineering of River Installations and Hydro Power Plants, graduation year: 1986; Russian Academy for Foreign Trade, Global Economics, graduation year: 1998.***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2009	LLC En+ Management	State Authorities Interaction Director
2009	2010	Government of the Russian Federation	Deputy Director of the Industry and Infrastructure Department
2010	2013	Administration of the President of the Russian Federation	Deputy Plenipotentiary of the President of the Russian Federation in North Caucasian Federal District
2012	present	LLC Managing Company Airport Mineralnye Vody	Chairman of the Board of Directors, member of the Board of Directors
2013	present	JSC Northern Caucasus Resorts	Chairman of the Board of

			Directors, member of the Board of Directors
2013	present	JSC RusHydro	Member of the Board of Directors
2013	present	NP Market Council	Acting Chairman of the Management Board, Chairman of the Management Board
2013	present	JSC ATS	Chairman of the Management Board
2014	present	JSC FGC UES	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Viktor Ivanovich Danilov-Daniliyan***

Born in: ***1938***

Education: ***Higher education, M. V. Lomonosov Moscow State University, Mechanical Mathematical Department, graduation year: 1960, Doctor of Economics, Professor, Corresponding Member of the Russian Academy of Sciences***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2003	present	Federal State Budgetary Institution of Sciences Institute for Water Problems of the Russian Academy of Sciences	Director, Chairman of the Academic Council
2005	present	Sustainable Development Fund	Chairman of the Board of Directors
2005	present	Peoples' Friendship University of Russia	Head of the Ecology and Water Resources Management Department, member of the Academic Council
2007	present	Publishing House Entsiklopediya	Editor-in-Chief
2009	present	M.V. Lomonosov Moscow State University	Head of the Natural Resources Management Department of the State Management Faculty, member of the Academic Council
2011	present	JSC RusHydro	Member of the Board of

		Directors
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Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Evgeniy Vyacheslavovich Dod***

Born in: ***1973***

Education: ***Higher education, Moscow Aeronautical Institute (State Technical University), major — economics and management in machine building, graduation year: 1995***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2000	2008	CJSC INTER RAO UES	CEO
2008	2009	JSC INTER RAO UES	Chairman of the Management Board
2008	2012	JSC INTER RAO UES	Member of the Board of Directors
2008	present	All-Russia Association of Employers Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2008	present	LLC Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2009	2012	JSC Irkutskenergo	Member of the Board of Directors
2009	present	JSC RusHydro	Chairman of the Management Board, Chairman of the Management Board – General Director
2010	present	JSC RusHydro	Member of the Board of Directors
2009	2010	JSC SO UPS	Member of the Board of Directors
2011	2014		
2010	present	JSC RusHydro	Member of the Board of Directors
2010	2011	JSC FSC	Member of the Board of Directors
2010	2013	JSC Russian Regional Development Bank	Member of the Supervisory Board



2010	present	NP Hydraulic Power of Russia	Member of the Supervisory Board
2011	2013	JSC ATS	Member of the Board of Directors
2011	present	ANO International Sustainable Energy Development Centre	Member of the Board of Governors
2011	present	JSC RAO Energy System of East	Chairman of the Board of Directors
2012	present	RNC WEC	Member of the Presidium
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians and of the Board of the Fund

Share of the person in the authorized capital of the Issuer, %: **0.118435**

Share of the Issuer's equity shares held by the person, %: **0.118435**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Viktor Mikhaylovich Zimin***

Born in: ***1962***

Education: ***Higher education, Tomsk State Architectural and Construction University, major — Cars and Vehicle Fleet, Engineer, graduation year: 2007***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2009	State Duma of the Federal Assembly of the Russian Federation	Member of the Committee on Agrarian Issues of the State Duma, Deputy of the Fifth Convocation of the State Duma of the Federal Assembly of the Russian Federation
2009	present	Government of the Republic of Khakassia	Chairman of the Government of the Republic of Khakassia, Head of the Republic of Khakassia — Chairman of the Government of the Republic of Khakassia
2010	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Denis Stanislavovich Morozov***

Born in: ***1973***

Education: ***Higher education, M.V. Lomonosov Moscow State University: Political Economics, graduation year: 1993; Legal Science, graduation year: 1996.***

***Swiss Banking School, graduation year: 2000.***

***Postgraduate school of the Moscow State Institute of International Relations of the Ministry of Foreign Affairs of the Russian Federation, International Economic Relations, Ph.D. in Economics, graduation year: 2000.***

***Harvard Business School, advanced management training, graduation year: 2009.***

***International Relations and Government Management School of Columbia University, Master of Sciences in Government Management, economic policy management program, graduation year: 2011.***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2009	2010	Ltd. United Grain Company	Member of the Board of Directors
2010	2010	JSC Uralkaly	President, CEO, member of the Board of Directors
2010	2010	CJSC Belarusian Potash Company	Member of the Board of Directors
2011	present	European Bank for Reconstruction and Development	Representative of the Russian Federation in the Board of Directors, Managing Director from Russia, Belarus, and Tadjikistan
2011	present	JSC Russian Agency for Export Credit and Investment Insurance (JSC EKSAR)	Member of the Board of Directors
2012	present	JSC ALROSA (JSC)	Member of the Supervisory Board
2013	present	JSC Russian Grids	Member of the Board of Directors
2013	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the

exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: *Vyacheslav Viktorovich Pivovarov*

Born in: *1972*

Education: ***Higher education, Sergo Ordzhonikidze State Management Academy, graduation year: 1995; American University in Paris, Applied Economics, graduation year: 1995; Stanford School of Business, MBA, graduation year: 2002.***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2009	2011	Ministry for Economic Development of the Russian Federation	Freelance counsel to the Minister
2011	present	Altera Capital LLC	CEO
2012	2013	JSC Kvadra	Member of the Board of Directors
2013	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: **none**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: *Mikhail Igorevich Poluboyarinov*

Born in: *1966*

Education: ***Higher education, Moscow Institute of Finance (Finance Academy under the Government of the***

*Russian Federation), Credit and Economic Department, major — Economist, graduation year: 1988; extramural postgraduate school of the G.V. Plekhanov Academy of National Economy, PhD in Economics, graduation year: 1998*

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2003	2009	JSC Aeroflot — Russian Airlines	Member of the Management Board, Deputy CEO for Finance and Planning
2005	2009	Moscow Insurance Company JSC	Chairman of the Board of Directors
2006	2010	JSC Terminal	Chairman of the Board of Directors
2009	present	State Corporation - Bank for Development and Foreign Economic Affairs (Vnesheconombank)	Member of the Management Board — First Deputy Chairman, Member of the Management Board — Deputy Chairman, Deputy Chairman, Director of the Infrastructure Department
2010	2011	Rostelecom JSC	Member of the Board of Directors
2010	present	JSC Northern Caucasus Resorts	Member of the Board of Directors
2011	2011	LLC VEB Engineering	Member of the Board of Directors
2011	present	JSC RusHydro	Member of the Board of Directors, Chairman of the Board of Directors
2012	present	CJSC Lider	Member of the Board of Directors
2012	present	JSC Sovkomflot	Member of the Board of Directors
2013	present	JSC Zarubezhneft	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: *Sergey Vladimirovich Shishin*

Born in: *1963*

Education: *Higher education, Higher Border Guards Academy of the Committee for State Security of the USSR, graduation year: 1984; Institution of Higher Education of the Committee for State Security of the USSR, graduation year: 1990; Russian Academy of Public Administration under the President of the Russian Federation, State and Municipal Management, graduation year — 1999*

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	present	VTB Bank JSC	Senior Vice-President
2011	2013	JSC Rosneft Oil Company	Deputy Chairman of the Board of Directors
2011	present	JSC RusHydro	Member of the Board of Directors
2011	present	JSC Russian Regional Development Bank	Member of the Supervisory Board

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: **Vyacheslav Mikhaylovich Kravchenko**

Year of birth: **1967**

Education: **Higher**, Lomonosov Moscow State University, majoring in legal studies, graduation year: 1995.

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2008	2011	JSC Irkutskenergo	Member of the Board of Directors
2008	2011	LLC RN-Energo	General Director
2009	2011	OJSC Tomskenergosbyt	Member of the Board of Directors
2009	2011	OJSC Kubanenergo	Member of the Board of Directors

2009	2011	OJSC Kuban Transmission Networks	Member of the Board of Directors
2009	2011	OJSC Kubanenergosbyt	Member of the Board of Directors
2009	2011	OJSC Kuban Generating Company	Member of the Board of Directors
2009	2011	OJSC Tomsk Distribution Company	Member of the Board of Directors
2009	2011	OJSC Tomsk Transmission Networks	Member of the Board of Directors
2010	2012	OJSC United Energy Retailing Company	General Director
2011	2012		Member of the Board of Directors
2011	2012	OJSC Altayenergosbyt	Member of the Board of Directors
2011	2012	OJSC Petersburg Sales Company	Member of the Board of Directors
2011	2012	OJSC Saratovenergo	Member of the Board of Directors
2011	2012	OJSC Mosenergosbyt	Member of the Board of Directors
2011	2012	OJSC Tambov Energy Retailing Company	Member of the Board of Directors
2012	2013	NP Market Council	Chairman of the Management Board
2013	2014	OJSC Russian Regional Development Bank	Member of the Supervisory Board
2012	2014	OJSC ATS	Chairman of the Management Board, Member of the Board of Directors
2008	present	OJSC INTER RAO	Member of the Board of Directors
2011	present	Closed Joint-Stock Company Financial Settlement Center	Member of the Board of Directors, Chairman of the Board
2011	present	JSC Russian Grids	Member of the Board of Directors
2011	present	Non-Profit Partnership Market Council for Organizing Efficient System of Trading at Wholesale and Retail Electricity and Capacity Market	Representative of the state in the Supervisory Board
2012	present	JSC FGC UES	Member of the Board of Directors
2012	present	SO UPS, JSC	Member of the Board of Directors
2013	present	Ministry of Energy of the Russian Federation	Deputy Minister of Energy of the Russian Federation
2014	present	OJSC MOESK	Member of the Board of Directors
2014	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: **none**

Number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

There is no said kinship

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

**The person has not held such positions**

Full name: **Larisa Vyacheslavovna Kalanda**

Year of birth: **1964**

Education: **Higher**, Sverdlovsk Law Institute, majoring in Legal Studies, graduation year: 1985; Graduate Center at Philosophy and Law Institute of the Academy of Sciences of the Republic of Belarus, graduation year: 1994.

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2009	2012	JSC Transneft OJSC	Member of the Board of Directors
2010	2012	OJSC Zarubezhneft	Member of the Board of Directors
2009	2013	OJSC Russian Regional Development Bank	Member of the Supervisory Board
2011	2013	LLC Arctic Scientific Center	Member of the Board of Directors
2013	2014	Rosneft Limited	Member of the Board of Directors
2013	2014	OJSC RN Holding	Member of the Board of Directors
2013	2014	Taihu Limited	Member of the Board of Directors
2006	present	OJSC Rosneft Oil Company	Vice President, State Secretary — Vice President
2008	present		Deputy Chairman of the Management Board, Member of the Management Board
2007	present	OJSC ROSNEFTEGAZ	Acting General Director
2010	present		Member of the Board of Directors
2013	present	OJSC RN-Management	Senior Vice-President for Cooperation with Russian Authorities
2014	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: **none**

Number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

There is no said kinship

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

No said sanctions have been imposed upon the person

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

The person has not held such positions

Full name: **Eduard Petrovich Volkov**

Year of birth: **1938**

Education: **Higher**, Moscow Power Engineering Institute, major: heat-and-power engineer, graduation year: 1961.

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
1986	present	OJSC ENIN	General Director
1994	present		Member of the Board of Directors
2010	2011	JSC RusHydro	Member of the Board of Directors
2013	2013		
2014	present		

Share of the person in the authorized capital of the Issuer: **0.00002**

Share of the Issuer's equity shares held by the person: **0.00002**

Number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

There is no said kinship

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

No said sanctions have been imposed upon the person

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

The person has not held such positions



Full name: **Andrey Nikolaevich Shishkin**

Year of birth: **1959**

Education: **Higher**, I. M. Gubkin Moscow Institute of the Petrochemical and Gas Industry, major: industrial heat-and-power engineer, graduation year: 1985.

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2008	2009	CJSC Complex Energy Systems	First Vice-President, Chief Operating Officer
2010	2012	Ministry of Energy of Russia	Deputy Minister
2012	present	OJSC Rosneft Oil Company	Vice-President for Energy, OHS, and Ecology
2013	present	JSC Russian Grids	Member of the Board of Directors
2013	present	OJSC United Shipbuilding Corporation	Member of the Board of Directors
2013	present	NP Market Council	Member of the Supervisory Board

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: **none**

Number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

There is no said kinship

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

No said sanctions have been imposed upon the person

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

The person has not held such positions

## 5.2.2. Information on the Issuer's Sole Executive Body

Full name: **Evgeniy Vyacheslavovich Dod**

Born in: **1973**

Education: **Higher education, Moscow Aeronautical Institute (State Technical University), major — economics and management in machine building, graduation year: 1995**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2000	2008	CJSC INTER RAO UES	CEO
2008	2009	JSC INTER RAO UES	Chairman of the Management Board

2008	2012	JSC INTER RAO UES	Member of the Board of Directors
2008	present	All-Russia Association of Employers Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2008	present	LLC Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2009	2012	JSC Irkutskenergo	Member of the Board of Directors
2009	present	JSC RusHydro	Chairman of the Management Board, Chairman of the Management Board – General Director
2009	2010	JSC SO UPS	Member of the Board of Directors
2011	2014		
2010	present	JSC RusHydro	Member of the Board of Directors
2010	2011	JSC FSC	Member of the Board of Directors
2010	2013	JSC Russian Regional Development Bank	Member of the Supervisory Board
2010	present	NP Hydraulic Power of Russia	Member of the Supervisory Board
2011	2013	JSC ATS	Member of the Board of Directors
2011	present	ANO International Sustainable Energy Development Centre	Member of the Board of Governors
2011	present	JSC RAO Energy System of East	Chairman of the Board of Directors
2012	present	RNC WEC	Member of the Presidium
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians and of the Board of the Fund

Share of the person in the authorized capital of the Issuer, %: **0.118435**

Share of the Issuer's equity shares held by the person, %: **0.118435**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

### **5.2.3. Composition of the Issuer's Collective Executive Body**

Full name: ***Evgeniy Vyacheslavovich Dod***

Born in: ***1973***

Education: ***Higher education, Moscow Aeronautical Institute (State Technical University), major —***

***economics and management in machine building, graduation year: 1995***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2000	2008	CJSC INTER RAO UES	CEO
2008	2009	JSC INTER RAO UES	Chairman of the Management Board
2008	2012	JSC INTER RAO UES	Member of the Board of Directors
2008	present	All-Russia Association of Employers Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2008	present	LLC Russian Union of Industrialists and Entrepreneurs	Member of the Management Board
2009	2012	JSC Irkutskenergo	Member of the Board of Directors
2009	present	JSC RusHydro	Chairman of the Management Board, Chairman of the Management Board – General Director
2009	2010	JSC SO UPS	Member of the Board of Directors
2011	2014		
June 2010	present	JSC RusHydro	Member of the Board of Directors
2010	2011	JSC FSC	Member of the Board of Directors
2010	2013	JSC Russian Regional Development Bank	Member of the Supervisory Board
2010	present	NP Hydraulic Power of Russia	Member of the Supervisory Board
2011	2013	JSC ATS	Member of the Board of Directors
2011	present	ANO International Sustainable Energy Development Centre	Member of the Board of Governors
2011	present	JSC RAO Energy System of East	Chairman of the Board of Directors
2012	present	RNC WEC	Member of the Presidium
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians and of the Board of the Fund

Share of the person in the authorized capital of the Issuer, %: **0.118435**

Share of the Issuer's equity shares held by the person, %: **0.118435**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Sergey Nikolaevich Abrashin***

Born in: ***1959***

Education: ***Higher education, major — Radiocommunication Engineer and Legal Studies***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC Transnefteprodukt	Vice-President
2010	present	JSC RusHydro	Chairman's Advisor, Member of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: ***0.002577***

Share of the Issuer's equity shares held by the person, %: ***0.002577***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***none***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Rakhmetulla Shamshievich Alzhanov***

Born in: ***1950***

Education: ***Higher education, Novocherkassk Polytechnic Institute, major — Power Plants (Electrical Engineer), graduation year: 1972.***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2005	2009	JSC Sangtudinskaya HPP-1	CEO
2009	present	JSC RusHydro	Member of the Management Board, Deputy Chairman of the Management Board — Chief Engineer, Deputy Chairman of the Management Board
2010	present	NP Board of Energetics Veterans	Member of the Supervisory Board

2010	2014	NP Hydraulic Power of Russia	Member of the Supervisory Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: **0.000035**

Share of the Issuer's equity shares held by the person, %: **0.000035**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Konstantin Valeryevich Bessmertny***

Born in: ***1973***

Education: ***Higher education, N.E. Bauman Moscow State Technical University, major — Automated Information Processing and Management Systems, qualification — Systems Engineer, graduation year: 1996;***

***SEI Academy of National Economy of the Russian Federation Government, major — Corporate Finance Management, qualification — Master of Business Administration, graduation year: 2008***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2000	2008	CJSC INTER RAO UES	Advisor, Financial Director
2008	2010	JSC INTER RAO UES	Advisor
2009	2010	CJSC Nizhnevartovskaya SDPP, Moscow branch	Director of the Moscow Branch
2010	present	JSC RusHydro	Financial Director, Member of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: **0.009061**

Share of the Issuer's equity shares held by the person, %: **0.009061**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Boris Borisovich Bogush***

Born in: ***1952***

Education: ***Higher education, Saratov Polytechnic Institute, graduation year: 1975, Mechanic Engineer, Academy of National Economy of the Russian Federation Government, graduation year: 2004***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	present	JSC RusHydro	Managing Director, Head of the Production Business Unit, Member of the Management Board — Chief Engineer
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians
2013	present	LLC VolgaHydro	Member of the Board of Directors
2014	present	NP Hydraulic Power of Russia	Member of the Supervisory Board

Share of the person in the authorized capital of the Issuer, %: ***0.004234***

Share of the Issuer's equity shares held by the person, %: ***0.004234***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***none***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Sergey Modestovich Voskresenskiy***

Born in: ***1956***

Education: ***Higher education, All-Union Extra-Mural Polytechnic Institute of the Order of the Red Banner of Labor, major — Economics and Construction Management, Engineer-Economist, graduation year: 1984, Ph.D. in Economics: 1998***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2014	JSC Lenhydroproject	CEO, member of the Board of Directors
2012	present	JSC RusHydro	Member of the Management

			Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer: **none**

Share of the Issuer's equity shares held by the person: none

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Yuriy Vasilyevich Gorbenko***

Born in: ***1958***

Education: ***Higher education, Krasnoyarsk Engineering and Building Institute, graduated in 1992; major — Industrial and Civil Construction, qualification: Building Engineer;***

***Academy of National Economy of the Russian Federation Government, program of professional retraining in Company Development Management, graduation year: 2004, Ph.D. in Economics***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
1998	2008	JSC Bureyskaya HPP	CEO
2007	2009	JSC MC HydroOGC	Head of the Far East Division
2007	present	JSC RusHydro	Managing Director, Member of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: ***0.005410***

Share of the Issuer's equity shares held by the person, %: ***0.005410***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Evgeniy Evgenyevich Gorev***

Born in: ***1975***

Education: ***Higher education, Law Department, M.V. Lomonosov Moscow State University, graduation year: 1998***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2006	2008	CJSC INTER RAO UES	Deputy Director for Corporate Development, Head of the Legal Department of the Corporate Centre
2008	2008	JSC INTER RAO UES, Moscow Branch	Deputy Head of the Corporate Centre — Director for Corporate Development
2008	2009	JSC INTER RAO UES	Deputy Head of the Corporate Centre, Director for Corporate Development
2009	present	JSC RusHydro	Member of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: ***0.006472***

Share of the Issuer's equity shares held by the person, %: ***0.006472***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***none***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Mikhail Alekseevich Mantrov***

Born in: ***1965***

Education: ***Higher education, Moscow Energy Institute (Technical University), major — Cybernetics of Electric Systems, qualification: Electrical Engineer; graduation year: 1988, Academy of National Economy of the Russian Federation Government, graduation year: 1996, major — Financial Management***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2000	2008	CJSC INTER RAO UES	Deputy CEO



2008	2009	JSC INTER RAO UES	Deputy Chairman of the Management Board, Head of the Corporate Centre
2009	present	JSC RusHydro	Member of the Management Board, Deputy Chairman of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians and of the Board of the Fund

Share of the person in the authorized capital of the Issuer, %: **0.024186**

Share of the Issuer's equity shares held by the person, %: **0.024186**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Vladimir Alekseevich Pekhtin***

Born in: ***1950***

Education: ***Higher education, M.I. Kalinin Order of Lenin Leningrad Polytechnic Institute, major — Hydraulic Engineering of River Installations and Hydro Power Plants, graduation year: 1974***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2011	State Duma of the Federal Assembly of the Russian Federation	Deputy of the Fifth Convocation of the State Duma of the Federal Assembly of the Russian Federation, member of the Budget and Taxation Committee
2009	present	NP Hydraulic Power of Russia	Chairman of the Supervisory Board
2009	present	Russian National Committee on Large Dams	Chairman
2011	2013	State Duma of the Federal Assembly of the Russian Federation	Deputy of the Sixth Convocation of the State Duma of the Federal Assembly of the Russian Federation, Chairman of the Deputy Ethics Commission, member of the Federalism and Local Government Committee
2011	present	Non-commercial partnership "National association of self-regulatory organizations in sphere of energy inspection"	President

2013	present	JSC RusHydro	Member of the Management Board, Deputy Chairman of the Management Board
2014	present	JSC Lenhydroproject	General Director, member of the Board of Directors
2014	present	JSC Institute Hydroproject	General Director, member of the Board of Directors

Share of the person in the authorized capital of the Issuer, %: **0.0000001**

Share of the Issuer's equity shares held by the person, %: **0.0000001**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***George Ilyich Rizhinashvili***

Born in: ***1981***

Education: ***Higher education, master course at M.V. Lomonosov Moscow State University, major — Economics, graduation year: 2004, Ph.D. in Economics: 2011***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2008	CJSC INTER RAO UES	Head of the Strategy and Investment Department, Investment Director
2008	2009	JSC INTER RAO UES	Deputy Head of the Block, Strategy and Investment Director, Head of the Strategy and Investment Block, Member of the Management Board
2009	present	JSC RusHydro	Member of the Management Board, Deputy Chairman of the Management Board
2010	present	NP KONTs UES	Member of the Supervisory Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: **0.014193**

Share of the Issuer's equity shares held by the person, %: **0.014193**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **none**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Stanislav Valeryevich Savin***

Born in: ***1972***

Education: ***Higher education, Moscow State University of Railway Engineering (MSURE), major — Cars, qualification — Mechanic Engineer, graduation year: 1997***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2008	JSC INTER RAO UES	Head of the Central Asia and the Far East Markets Directorate, International Business Department
2008	2010	JSC INTER RAO UES	Deputy Director of the Geographical Division Central Asia — Far East Director of the Geographical Division Central Asia
2010	present	JSC RusHydro	Member of the Management Board
2010	present	NP Market Council	Member of the Supervisory Board of A List of House of Representatives of Electrical Power Sellers
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians

Share of the person in the authorized capital of the Issuer, %: ***0.004283***

Share of the Issuer's equity shares held by the person, %: ***0.004283***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***none***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: *Sergey Nikolaevich Tolstoguzov*

Born in: *1964*

Education: *Higher education, G.I. Nosov Magnitogorsk Mining and Smelting Institute, Mechanical Engineering faculty, major — Power Supply of Enterprises, Cities and Agriculture, qualification — Electrical Engineer, graduation year: 1992*

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2011	JSC INTER RAO UES	Head of the Asset Management Block of JSC INTER RAO UES, Moscow branch, Head of the Asset Management Block of JSC INTER RAO UES, Member of the Management Board — Head of the Asset Management Block, Member of the Management Board — Head of the Production Activity Block, Member of the Management Board of the Management Committee Administration, Advisor to the Chairman of the Management Board
2011	2011	JSC Technopromexport	Deputy CEO
2011	present	JSC RAO Energy Systems of East	First Deputy CEO — Operations Director, Acting Director General, Director General, Chairman of the Management Board, Member of the Board of Directors
2013	present	JSC RusHydro	Member of the Management Board
2013	present	NP SEB of UES	Member of the Supervisory Board

Share of the person in the authorized capital of the Issuer, %: **0.000135**

Share of the Issuer's equity shares held by the person, %: **0.000135**

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

Full corporate name: Open Joint-Stock Company RAO Energy Systems of the East

INN: **2801133630**

OGRN: **1087760000052**

Share of the person in the authorized capital of the company, %: **0.000220**

Share of the company's equity shares held by the person, %: **0.000231**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy

procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Sergey Petrovich Tsoy***

Born in: ***1957***

Education: ***Higher education, M.A. Suslov Rostov State University, Journalism Department, graduation year: 1982; Political Psychology Department, M.V. Lomonosov Moscow State University, graduation year: 2005, Ph.D.in Political Science***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2003	2010	Moscow City Government	Head of the Press Office of the Moscow Mayor and Government, spokesperson of the Moscow Mayor
2007	2010	JSC TV Center	Chairman of the Board of Directors
2010	present	JSC RusHydro	Member of the Management Board, Deputy Chairman of the Management Board
2013	present	Not-for-profit Charitable Fund Soprichastnost	Member of the Board of Guardians and of the Board of the Fund

Share of the person in the authorized capital of the Issuer, %: ***0.002589***

Share of the Issuer's equity shares held by the person, %: ***0.002589***

Number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***.

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***none***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

### **5.3. Information on Remuneration, Benefits, and/or Compensation as to the Issuer's Management Entities**

Information on remuneration of each management entity (excluding the individual performing the functions of the Issuer's sole executive body). All types of remuneration, including salaries, bonuses, commission remuneration, benefits and/or compensation, as well as other types of remuneration:

#### **Board of Directors**

Unit of measure: ***RUB***

Indicator	As at June 30, 2014
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Remuneration for participation in the management entities' activities	0
Salary	0
Bonuses	0
Commission	0
Perquisites	0
Compensation of expenses	0
Other types of remuneration	0
TOTAL	0

**Information on the correspondent agreements as to such payments during the current financial year:**

Remuneration is paid to the members of the Board of Directors pursuant to the Regulations "On Payment of Remuneration to Members of the Board of Directors of RusHydro", approved by the annual General Meeting of Shareholders of JSC RusHydro (Minutes No. 5 dated June 30, 2010).

The Regulations with regard to remuneration shall not apply to the members of the Board of Directors being the sole executive body of the Company or a member of the Company's Management Board, as well as to members of the Company's Board of Directors holding state positions or positions in the state civil service.

To a Member of the Board of Directors of the Company:

- Remuneration is paid as a lump-sum after termination of powers of members of the Board of Directors (according to the results of work at the Board of Directors);

- Basic remuneration for every member of the Board of Directors amounts to RUB 900,000;

- Remuneration depends upon the number of meetings, in which the Board of Directors' member has participated;

- Remuneration is increased, if the member of the Board of Directors is the Chairman of the Board of Directors (by 30%), Chairman of the Board of Directors' committee (by 20%), or member of the Board of Directors' committee (by 10%).

Total remuneration, taking into account additional premiums, specified by the Regulations, shall not exceed one million (1,000,000) RUB.

[http://www.rushydro.ru/file/main/global/investors/disclosure/documents/Polozhenie\\_o\\_vyplate\\_chlenam\\_SD\\_Obschestva\\_voznagrazhdenij\\_-\\_2010.pdf](http://www.rushydro.ru/file/main/global/investors/disclosure/documents/Polozhenie_o_vyplate_chlenam_SD_Obschestva_voznagrazhdenij_-_2010.pdf)

**Management Board**

Unit of measure: **RUB**

Indicator	As at June 30, 2014
Remuneration for participation in the management entities' activities	0
Salary	63,145,753.39
Bonuses	11,913,233.00
Commission	0
Perquisites	0
Compensation of expenses	0
Other types of remuneration	0
TOTAL	75,058,986.39

**Information on the correspondent agreements as to such payments during the current financial year:**

Remuneration and compensation are paid to the members of the Management Board of the Issuer subject to the conditions of labor agreements and Regulations "On Payment of Remuneration and Compensation to Members of the Management Board of JSC RusHydro", approved by the resolution of the Company's Board of Directors dated November 16, 2010 (Minutes No. 111 dated November 19, 2010).

During the current financial year, the Issuer has concluded no additional agreements with the members of the Management Board as to payment of remuneration or other financial rewards and incentives.

## **5.4. Information on Structure and Terms of Reference of the Issuer's Bodies, Monitoring Financial and Economic Activities**

**Full description of the structure of the Issuer's bodies monitoring financial and economic activities and their terms of reference pursuant to the Issuer's Charter (constituent documents) and internal documents:**

In accordance with Clause 20.1 of Article 20 of the Company's Charter, the General Meeting of Shareholders shall elect the Internal Audit Commission of the Company annually in order to control financial and economic activities of the Company.

The Internal Audit Commission of the Company is elected at the General Meeting of Shareholders of the Company on an annual basis in the amount of five (5) persons. The Internal Audit Commission of the Company takes decisions by a majority vote of its members.

The Internal Audit Commission of the Company acts within its terms of reference established by the Federal Law "On Joint-Stock Companies", Charter of the Company, as well as Regulations "On the Internal Audit Commission of the Company," approved by the decision of the Management Board of JSC RAO UES of Russia, acting as the General Meeting of Shareholders of the Company (Minutes No. 1187pr/3 dated April 06, 2005)

The Company's Internal Audit Commission shall be empowered to:

1) Confirm the reliability of information contained in the annual report, balance sheet, and the income statement of the Company;

2) Analyze the financial condition of the Company, identify existing reserves for improving the financial condition of the Company, and develop recommendations for the management entities of the Company;

3) Organize and conduct audits of the financial and economic activities of the Company, in particular:

- Audits of financial, accounting, payment-and-settlement and other documents of the Company related to its financial and economic activities in respect of its compliance with the laws of the Russian Federation, Charter and internal documents of the Company;

- Control over the preservation and use of fixed assets;

- Control over compliance with the established procedure for charging insolvent debtors' liabilities to the losses of the Company;

- Control over the Company's expenditures in accordance with the approved financial documents of the Company;

- Control over formation and use of the reserve fund and other specialized funds of the Company;

- Checking if dividends on the Company's shares, interest on bonds, and return on other securities are correctly and timely calculated and paid;

- Checking if earlier prescriptions to remedy violations or defects revealed by previous audits have been satisfied;

- Other actions (measures) related to the audits of financial and economic activities of the Company.

In accordance with Clause 20.9. of Article 20 of the Company's Charter, the auditor shall audit the Company's financial and economic activities in accordance with the legislation of the Russian Federation and pursuant to an agreement entered into with it.

The General Meeting of Shareholders shall approve the Company's auditor with no financial interest in the Company or its shareholders on an annual basis. The remuneration for the auditor's services shall be determined by the Company's Board of Directors.

Information on the auditor of JSC RusHydro is given in Clause 1.3 of the Quarterly Report.

In accordance with Article 16 of the RusHydro Charter, committees of the Board of Directors are formed under the decision of the Board of Directors and created in order to examine issues within the terms of reference of the Board of Directors or examined by the Board of Directors in order to control activity of executive bodies of the Company, and to develop necessary recommendations for the Board of Directors and executive bodies of the Company.

**Information on the Internal Audit Service (other than the Internal Audit Commission (Internal Auditor)), a body in charge of internal control over financial and economic activities of the Issuer, its composition and working period:**

**The Audit Committee under the Board of Directors of the Company** was elected by the Board of Directors of the Company on July 15, 2013 (Minutes No. 184).

The Audit Committee acts on the basis of the Regulations on the Audit Committee under the Board of Directors (approved by the Board of Directors of RusHydro on October 15, 2013, Minutes No. 188).

There are 3 members in the Audit Committee under the Company's Board of Directors. It operates since July 15, 2013 to June 27, 2014 (prior to election by the General Meeting of Shareholders on June 27, 2014, of the new Board of Directors of the Company).

**Internal Control and Risk Management Block**

The Block includes:

- Internal Audit Department;
- Internal Control Department;
- Risk Management Directorate.

As at June 30, 2014, the Internal Control and Risk Management Block included 26 persons.

The Internal Audit Service shall work 5 years at most.

Main functions of the Internal Audit Service (other than the Internal Audit Commission (Internal Auditor), its accountability and interaction with executive management entities of the Issuer and the Board of Directors (the Supervisory Board) of the Issuer:

**Main functions of the Internal Audit Service (other than the Internal Audit Commission (Internal Auditor)), its accountability and interaction with executive management entities of the Issuer and the Board of Directors (the Supervisory Board) of the Issuer:**

**Audit Committee under the Board of Directors of the Company**

The main objective of the Audit Committee is to ensure the effective work of the Board of Directors with respect to resolution of issues relegated to its competence, and ensuring direct control of the Board of Directors of the Company over financial and economic activities of the Company.

Accountability and interaction with executive management bodies of the Issuer:

The interaction procedure between the Audit Committee under the Company's Board of Directors and executive management bodies of the Issuer is specified in the Regulations on the Audit Committee under the Board of Directors of RusHydro (approved by decision of the Board of Directors of RusHydro No. 188 dated October 15, 2013).

URL to its full contents:

<http://www.rushydro.ru/corporate/committees/audit/>



### **Internal Control and Risk Management Block**

Control over financial and economic activities in the Company is one of functions performed by the Internal Control and Risk Management Block.

The Head of the Internal Control and Risk Management Block is Irina Posevina, Director for Internal Control and Risk Management. The Director for Internal Control and Risk Management is administratively directly subordinated to the Chairman of the Management Board and functionally to the Audit Committee.

The organizational structure and personnel of the Internal Control and Risk Management Block shall be approved by the Chairman of the Issuer's Management Board.

### **Internal Audit Department**

In accordance with the Regulations "On the Internal Audit Department" (hereinafter referred to as the "Regulations") in force as of the end date of the reporting quarter, the key tasks and functions of the Internal Audit Service are as follows:

- Exercising control over compliance of the business and economic transactions entered into by the Company, the Company's branches or structural subdivisions with the Company's interests;
- Verification of the Company's bookkeeping and operation-related information submitted by subdivisions of the Company's management structure or the Company's branches;
- Arrangement of the Company's property audit;
- Evaluation and analysis of the Company's financial standing in the aggregate and that of the Company's branches or structural subdivisions according to the directions issued by the Chairman of the Company's Management Board;
- Exercising control over non arm's-length transactions and material transactions;
- Monitoring procedures for internal control over the Company's operation and analysis of the Company's internal control system efficiency;
- Development and introduction of methodologies for internal control system arrangement in the Company, the Company's branches and structural subdivisions;
- Identification, classification, and analysis of risks connected with financial and economic activities, drafting proposals on risk mitigation;
- Cooperating with the Company's Internal Audit Commission and outside auditors;
- Timely provision of information to the Chairman of the Company's Management Board on the detected deviations or violations in the Company's operation, and submitting proposals on rectification of deviations or elimination of violations in the Company's operations, detected as a result of audit and monitoring of violations and drawbacks, and provision of recommendations for enhancing management efficiency;
- Analysis and development of arrangements aimed at enhancing efficiency and productivity of the Company's financial and economic activities, assessment of applicability of the approved standards, regulations and techniques practiced in the Company;
- Exercising internal control in the Company's subsidiaries and affiliates (S&A) through the S&A Internal Audit Commissions;
- Arrangement of cooperation with the Accounts Chamber of the Russian Federation and other governmental agencies of financial control;
- Cooperating with the Audit Committee under the Company's Board of Directors;
- Control of compliance by the members of the Board of Directors, the Company's management entities, and other employees with norms of the effective legislation and special requirements provided for in the Company's internal documents in order to prevent a conflict of interests and constrain insider information abuse.

### Internal Control Department

In accordance with the Regulations "On the Internal Control Department" in force as of the end date of the reporting quarter, the Internal Control Department ensures methodological support of internal control arrangement and management within the Company; evaluation of system effectiveness and internal control; control of the Company's and S&A's operations concerning compliance with the laws and regulations of the Russian Federation, approved plans and interests of shareholders; making recommendations on system and internal control development; participation in projects on system and internal control development.

The Issuer approved [Regulations on the Company's Internal Audit Policy](#).

URL of its full contents: [http://www.rushydro.ru/corporate/regulations\\_and\\_docs/documents/other\\_doc/](http://www.rushydro.ru/corporate/regulations_and_docs/documents/other_doc/)

### Cooperation between the Internal Audit Service (other than the Internal Audit Commission (Internal Auditor)) and outside auditor of the Issuer:

In accordance with the Regulations On Internal Audit Department, one of the main functions of the Internal Audit Service is cooperation with outside auditors of the Issuer.

The Internal Audit Department shall analyze results of the Issuer's audits, monitor development and accomplishment of events aimed at elimination of violations discovered during audits.

The Director for Internal Control and Risk Management monitors implementation of procedural guidelines of the Issuer's auditor.

The interaction procedure between the Audit Committee under the Company's Board of Directors and external auditor is specified in the Regulations on the Audit Committee under the Board of Directors of RusHydro (approved by decision of the Board of Directors of RusHydro No. 188 dated October 15, 2013).

URL to its full contents:

<http://www.rushydro.ru/corporate/committees/audit/>

### Information on the Issuer's internal document specifying rules for preventing illegal use of confidential (insider) information:

Regulations for the Issuer's Insider Information have been approved by the Company's Board of Directors, Minutes No. 158 dated October 10, 2012.

For free access to its full contents, see the website: <http://www.rushydro.ru/investors/disclosure/inside/>

## 5.5. Information on Members of the Issuer's Bodies, Monitoring Financial and Economic Activities

Name of the Issuer's financial and economic activities monitoring body: **Internal Audit Commission (approved by resolution of the General Meeting of Shareholders on June 27, 2014)**

Full name: *Vladimir Vasilyevich Khvorov*

Born in: *1947*

Education: *Higher education*

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2009	present	Ministry for Economic Development of the Russian Federation	Assistant of the Division, Leading Expert of the Division

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Aleksandr Evgenyevich Bogashov***

Year of birth: ***1989***

Education: ***Higher education***

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2011	2013	Federal Agency for State Property Management	Specialist of the 1st category, Leading Specialist, Division Expert at the Administration
2013	Present	Ministry of Energy of the Russian Federation	Leading Division Adviser at the Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: ***none***

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Denis Rishievich Kant Mandal***

Year of birth: ***1987***

Education: ***Higher education***

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2008	2011	Renaissance Capital	Account Manager
2012	present	Federal Agency for State Property Management	Head of Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Igor Nikolaevich Repin***

Year of birth: ***1966***

Education: ***Higher education***

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
	present	Investment Rights Association	Deputy Executive Director
2012	present	OJSC MRSK Yuga	Member of the Board of Directors
2012	present	OJSC Magadanenergo	Member of the Board of Directors
2012	present	OJSC Novgorodoblenergo	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Andrey Ivanovich Yudin***

Year of birth: ***1986***

Education: ***Higher education***

**Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions**

Period		Name of entity	Position
from	by		
2009	2010	Interdistrict Inspectorate of the Federal Tax Service of Russia No. 5 for Tambov Oblast	State Tax Inspector
2010	2011	LLC Consulting Services	Assistant Specialist at the Tax Consulting Division
2011	2013	Ministry of Energy of the Russian Federation	Leading Advisor of the Auditing Division
2013	2014	Ministry of Energy of the Russian Federation	Deputy Head of the Auditing Division
2014	present	Ministry of Energy of the Russian Federation	Head of the Auditing Division

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic infringements, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on holding by the person any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

***Audit Committee under the Board of Directors  
(operating until June 27, 2014)***

Full name: ***Viktor Ivanovich Danilov-Daniliyan (Chairman)***

Born in: ***1938***

Education: ***Higher education, M. V. Lomonosov Moscow State University, Mechanical Mathematics Department, graduation year: 1960, Doctor of Economics, Professor, Corresponding Member of the Russian Academy of Sciences***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2003	present	Federal State Budgetary Institution of Sciences Institute for Water Problems of the Russian Academy of Sciences	Director, Chairman of the Academic Council
2005	present	Sustainable Development Fund	Chairman of the Board of Directors
2005	present	Peoples' Friendship University of Russia	Head of the Ecology and Water Resources Management Department, member of the Academic Council
2007	present	Publishing House Entsiklopediya	Editor-in-Chief
2009	present	M. V. Lomonosov Moscow State University	Head of the Natural Resources Management Department of the State Management Faculty, member of the Academic

			Council
2011	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Dr. Christian Andreas Berndt***

Born in: ***1956***

Education: ***Higher education, V.V. Kuybyshev Order of the Red Banner of Labor Moscow Institute of Civil Engineering, Civil Engineer, graduation year: 1981, Ph.D. in Technical Sciences, graduation year: 1985.***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2005	2012	LLC EnergoFikhtner	CEO
2012	present	LLC EF-TEK	CEO
2013	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Sergey Nikolaevich Ivanov***

Born in: ***1961***

Education: ***Higher education, Moscow Engineering and Physics Institute, Theoretical Nuclear Physics,***

**graduation year: 1984, Doctor of Economics: 2007, Professor: 2010, Corresponding Member of the Russian Academy of Sciences: 1999.**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC FGC UES	First Deputy Chairman of the Management Board
2009	present	ANO National Institute of Energy Security	Chairman of the Presidium
2010	present	JSC ERKO	Acting CEO, CEO, member of the Management Board
2012	present	JSC Corporation Nechernozemagropromstroy	Chairman of the Board of Directors
2012	present	CJSC Sbercred Bank	Member of the Board of Directors
2012	present	JSC Exhibition Pavilion Electrification	Member of the Board of Directors
2012	present	CJSC Investment Scientific and Production Company Russian Energy Technologies	Chairman of the Board of Directors
2013	present	JSC RusHydro	Member of the Board of Directors

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

**The person has not held such positions**

**Due to election by the Company's General Meeting of Shareholders on June 27, 2014, of the new Board of Directors of the Company, from June 27, 2014, till June 30, 2014, the Audit Committee of the Board of Directors was inactive.**

#### **Internal Control and Risk Management Block**

Full name: **Irina Olegovna Posevina**

Born in: **1970**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC INTER RAO UES	Deputy Director for Internal

			Control, Head of the Internal Audit, Controlling and Risk Management Block
2010	present	JSC RusHydro	Director for Internal Control and Risk Management

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Oleg Evgenyevich Azhimov***

Born in: ***1977***

Education: ***Higher education***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC IRGC of Urals	Head of the Internal Control and Audit Department
2010	present	JSC RusHydro	Head of the Financial Audit Administration of the Internal Audit Department, Head of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***



Full name: **Nadezhda Borisovna Maksimova**

Born in: **1955**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	LLC Fineart Audit	Vice President for Investment Projects
2010	present	JSC RusHydro	Head of the Investment Audit Administration of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

**The person has not held such positions**

Full name: **Polina Vladiminorva Krivonogova**

Born in: **1976**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2009	2013	JSC IRGC of Urals	Leading Specialist of the Field Check Office, Head of the Internal Audit and Risk Management Department
2013	present	JSC RusHydro	Head of the Operational Audit Administration of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Olga Vladimirovna Rokhlina***

Born in: ***1974***

Education: ***Higher education***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC IRGC Holding	Chief Expert of the Internal Audit Department
2010	present	JSC RusHydro	Chief Expert of the Internal Audit Department, Head of the Financial Audit Administration of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

***The person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Marina Petrovna Boyko***

Born in: ***1977***

Education: ***Higher education***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2009	2010	LLC Fineart Audit	Senior Manager of the Accounting and IFRS Department
2010	present	JSC RusHydro	Chief Expert of the Financial

			Audit Administration of the Internal Audit Department
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Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person can acquire as a result of execution of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

**The person has not held such positions**

Full name: **Roman Sergeevich Kosarev**

Born in: **1980**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	2010	JSC INTER RAO UES	Chief Expert of the Investment Program Department
2010	present	JSC RusHydro	Chief Expert of the Investment Audit Administration of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

**The person has not held such positions**

Full name: **Evgeniy Petrovich Safonov**

Born in: **1963**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in

chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2005	2010	JSC INTER RAO UES	Chief Expert of the Internal Audit Department
2010	present	JSC RusHydro	Chief Expert of the Operational Audit Administration of the Internal Audit Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: **the person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations: **the person has not held such positions**

Full name: **Ivan Ivanovich Chigirin**

Born in: **1975**

Education: **Higher education**

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2007	2010	JSC INTER RAO UES	Head of the Operational Audit Directorate
2010	present	JSC RusHydro	Head of the Operational Audit Administration of the Internal Audit Department, Head of the Internal Control Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: **none**

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates

**The person has no said shares**

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

**There is no said kinship**

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

**No said sanctions have been imposed upon the person**

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations:

***The person has not held such positions***

Full name: ***Dmitriy Alekseevich Kartsev***

Born in: ***1975***

Education: ***Higher education***

Positions held by this person at the Issuer and other organizations in the past 5 years and currently, in chronological order, including part-time positions

Period		Name of the company	Title
from	to		
2008	present	JSC RusHydro	Chief Expert of the Internal Audit Department, Head of the Methodology Administration of the Internal Control Department

Share of the person in the authorized capital of the Issuer, share of the Issuer's equity shares held by the person and number of the Issuer's shares of any category (type) that such person may acquire as a result of the exercise of rights under the Issuer's options in its possession: ***none***

Share of the person in the authorized (reserve) capital (unit fund) of the Issuer's subsidiaries and affiliates: ***the person has no said shares***

Information on the nature of any kinship with other individuals included into the Issuer's management entities and/or bodies monitoring financial and economic activities:

***There is no said kinship***

Information on imposition of administrative sanctions upon the person due to violations in finance, taxes and levies, securities market, or imposition of penal sanctions (previous convictions) due to economic violations, or wrongful acts against state authorities:

***No said sanctions have been imposed upon the person***

Information on the person holding any position in management entities of commercial organizations during any period when an action of bankruptcy was brought against the said organizations and/or one of the bankruptcy procedures stipulated by the insolvency (bankruptcy) laws of the Russian Federation was implemented against the said organizations: ***the person has not held such positions***

## **5.6. Information on Remuneration, Benefits, and/or Compensation as to the Issuer's Bodies, Monitoring Financial and Economic Activities**

Information on remuneration as to the Issuer's financial and economic monitoring bodies. All types of remuneration, including salaries, bonuses, commission remunerations, benefits and/or compensation, as well as other types of remuneration paid by the Issuer for the last completed calendar year and for the first quarter, shall be specified:

Unit of measure: ***RUB***

***Internal Audit Commission***

Unit of measure: ***RUB***

Indicator	As at March 31, 2014	As at March 30, 2014
Remuneration for participation in activities of the Issuer's financial and economic activities monitoring body	0	497,000.00
Salary	0	0
Bonuses	0	0
Commission	0	0
Perquisites	0	0

Compensation of expenses	0	0
Other types of remuneration	0	0
TOTAL	0	497,000.00

Information on the correspondent agreements as to such payments during the current financial year:

*None.*

***Audit Committee under the Board of Directors***

Unit of measure: *RUB*

Indicator	As at March 31, 2014	As at June 30, 2014
Remuneration for participation in activities of the Issuer's financial and economic activities monitoring body	0	0
Salary	0	0
Bonuses	0	0
Commission	0	0
Perquisites	0	0
Compensation of expenses	0	0
Other types of remuneration	0	0
TOTAL	0	0

Information on the correspondent agreements as to such payments during the current financial year:

*None.*

***Internal Control and Risk Management Block***

Unit of measure: *RUB*

Indicator	As at March 31, 2014	As at June 30, 2014
Remuneration for participation in activities of the Issuer's financial and economic activities monitoring body	0	0
Salary	10,354,332.44	19,307,093.10
Bonuses	297,500.00	4,342,122.00
Commission		0
Perquisites		0
Compensation of expenses		0
Other types of remuneration		0
TOTAL	10,651,832.44	23,649,215.10

**Information on the correspondent agreements as to such payments during the current financial year:**

Remuneration is specified cumulatively by two subdivisions of the Issuer — Internal Audit Department and Internal Control Department, which, in accordance with the Risk Control and Management Policy approved by the Board of Directors of the Issuer and published by the Issuer on the Internet ([http://www.rushydro.ru/file/main/global/investors/disclosure/documents/other\\_doc/Politika\\_vnutren\\_kontrolya.pdf](http://www.rushydro.ru/file/main/global/investors/disclosure/documents/other_doc/Politika_vnutren_kontrolya.pdf)), monitor the Company's financial and economic activities.

Remuneration is paid to the employees in accordance with the terms and conditions of their labor agreements.

## **5.7. Information on the Number, General Information on Content of the Issuer's Employees (Workers), and Alterations of the Number of the Issuer's Employees (Workers)**

Average number of employees (workers) of the Issuer, including employees (workers) working at its branches and representative offices as well as contributions to salary and social security

Indicator	As at June 30, 2014
Average number of employees, persons	6,224.4
Total payroll for the reporting period, RUB	2,923,331,462.7
Social payments to the employees for the reporting period, RUB	150,280,489.0

Employees (workers) of the Issuer include employees having significant impact on financial and economic activities of the Issuer (key employees). Information on such key employees of the Issuer:

- Evgeniy Dod, Chairman of the Management Board – General Director, member of the Board of Directors (personal information shall be given in clause 5.2. of the quarterly report);
- Dmitriy Finkel, Chief Accountant (personal information shall be given in clause 1.6 of the quarterly report).

Employees of the Issuer did not create a trade union committee. As a result of affiliation of S&A to the Company during the Issuer's reorganization, employees of the affiliated S&A, which currently are members of various trade unions created in S&A before affiliation with the Issuer, were included in the Issuer's staff.

## **5.8. Information on Any Liabilities of the Issuer to its Employees (Workers) Concerning their Possible Participation in the Issuer's Authorized (Reserve) Capital (Unit Fund)**

*The Issuer has no liabilities to its employees (workers) as to the possibility of their participation in its authorized capital*

## **VI. Information on the Issuer's Participants (Shareholders) and Non arm's-length Transactions Made by the Issuer**

### **6.1. Information on Total Number of the Issuer's Participants (Shareholders)**

Total number of persons with non-zero balances on their personal accounts recorded in the Issuer's register of shareholders as at the end of the reporting quarter: **305,022**

Total number of the Issuer's nominee shareholders: **19**

Total number of persons included in the final list of persons which had (have) the right to participate in the General Meeting of Shareholders of the Issuer (other list of persons composed for purposes of execution of rights attached to the Issuer's shares and for composition of which the Issuer's nominee shareholders presented data on persons, in the interests of which they hold the Issuer's shares): **351,730**

Preparation date of the final list of persons which had (have) the right to participate in the General Meeting of Shareholders of the Issuer: **May 26, 2014**

Equity shareholders of the Issuer which had to be included in such list: **351,730**

### **6.2. Information on the Issuer's Participants (Shareholders) Holding at least 5 Per Cent of the Authorized (Reserve) Capital (Unit Fund) or at least 5 Per Cent of its Equity Shares, as well as Information on Persons Controlling such Participants (Shareholders) and, in the Absence thereof, on their Participants (Shareholders) Holding at least 20 Per Cent of the Authorized (Reserve) Capital (Unit Fund) or at least 20 Per Cent of their Equity Shares**

The Issuer's participants (shareholders), holding at least 5 per cent of its authorized (reserve) capital (unit fund) or at least 5 per cent of its equity shares

Full corporate name: ***Russian Federation represented by the Federal Agency for State Property Management***

Abbreviated corporate name: ***Russian Federation represented by the Federal Agency for State Property Management***

Location

***9 Nikolskiy Pereulok, Moscow, Russia, 109012***

INN: ***7710723134***

OGRN: ***1087746829994***

Share of the person in the authorized capital of the Issuer, %: ***66.836992***

Share of the Issuer's equity shares held by the person, %: ***66.836992***

Persons controlling the Issuer's participant (shareholder)

***None***

Participants (shareholders) of such person, holding at least 20 per cent of its authorized (reserve) capital (unit fund) or at least 20 per cent of its equity shares: ***None***

#### ***Nominee holder***

Information on the nominee holder:

Full corporate name: ***Non-bank Credit Institution National Settlement Depository Closed Joint-Stock Company***

Abbreviated corporate name: ***NCO CJSC NSD***

Location

***1/13 Sredny Kislovsky Pereulok, Bldg. 8, Moscow, Russian Federation, 129009***



INN: 7702165310  
OGRN: 1027739132563  
Tel.: (495) 234-4827  
Fax: (495) 956-0938  
E-mail: [info@ndc.ru](mailto:info@ndc.ru)

Information of the license of the securities market professional

Number: 177-03431-000100

Date of issue: February 19, 2009

Expiry date: *Unlimited*

Name of the issuing authority: *Federal Financial Markets Service of Russia*

Number of the Issuer's equity shares, registered in the Issuer's register of shareholders in favor of the nominee holder: 112,280,582,558

Number of the Issuer's preferred shares, registered in the Issuer's register of shareholders in favor of the nominee holder: 0

### **6.3. Information on the Share of the State or Municipal Entity in the Authorized (Reserve) Capital (Unit Fund) of the Issuer, and Availability of the Special Right (Golden Share)**

#### ***Information on the share of the state (municipal entity) in the authorized (reserve) capital (unit fund) of the Issuer and special right:***

share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: 66.932375

Information on managers of state, municipal blocks of shares: *None*

Person acting as the Issuer's participant (shareholder) on behalf of the Russian Federation, constituent entity of the Russian Federation or municipal entity

#### ***Federal property***

Name: *Russian Federation represented by the Federal Agency for State Property Management*

Location: *9 Nikolsky Per., Moscow, 109012*

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: 66.836992

#### ***Municipal property***

Name: *Bureysky District Administration for Amur Oblast*

Location: *49 Sovetskaya St., Novobureysk, Amur Oblast, 676701*

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: 0.000394

#### ***Property of Russian Federation constituent entities***

Name: *Chukotka Autonomous District represented by the Finance, Economy and Property Relations Department of Chukotka Autonomous District*

Location: *2 Otke St., Anadyr, Chukotka Autonomous District, 689000*

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: 0.003304

#### ***Municipal property***

Name: *Administration of municipal entity Selsovet Zubutli-Miatlinsky of Kizilyurtovsky District of the Republic of Dagestan*

Location: *Lenina St., Zubutli-Miatli, Kizilyurtovsky District, Republic of Dagestan, Russia*

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent

entities), municipal ownership: **0.000085**

***Municipal property***

Name: ***Administration of municipal entity Selsovet Miatlinsky of Kizilyurtovsky District of the Republic of Dagestan***

Location: ***Miatli, Kizilyurtovsky District, Republic of Dagestan, Russia***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.000792**

***Municipal property***

Name: ***Administration of Ashilta***

Location: ***Ashilta, Untsukulsky District, Republic of Dagestan, 368240***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.001704**

***Municipal property***

Name: ***Administration of Verkhny Chiryurt-Gelbakh***

Location: ***2-11-38 Verkhny Chiryurt, Kizilyurtovsky District, Republic of Dagestan, 368100***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.010122**

***Municipal property***

Name: ***Administration of Gergebil***

Location: ***Gergebil, Gergebil District, Republic of Dagestan, 368250***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.005553**

***Municipal property***

Name: ***Administration of Untsukul***

Location: ***Untsukul, Untsukul District, Republic of Dagestan, 368240***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.002901**

***Municipal property***

Name: ***Municipal entity of rural settlement Chirkata rural community of Gumbetovsky District of the Republic of Dagestan***

Location: ***Chirkata, Gumbetovsky District, Republic of Dagestan, 368933***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.011710**

***Municipal property***

Name: ***Administration of Chirkey***

Location: ***Chirkey, Buynaksky District, Republic of Dagestan, 368114***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.050897**

***Municipal property***

Name: ***Administration of rural settlement Selsovet Khvartikuninsky***

Location: ***Khvartikuni, Gergebil District, Republic of Dagestan, 368258***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.005553**

***Municipal property***

Name: ***Municipal Property Management Committee of Zeya***

Location: ***217 Mukhina St., Zeya, Amur Oblast, 676246***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.000356**

***Municipal property***

Name: ***State budgetary institution of Rostov Oblast Property Fund of Rostov Oblast***

Location: ***112 Sotsialisticheskaya St., Rostov-on-Don, Rostov Oblast, 344050***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.000022**

***Municipal property***

Name: ***MUNICIPAL EDUCATIONAL INSTITUTION OF MIXED TYPE BOARDING SCHOOL***

Location: ***32 Chkalova St., Partizansk, Primorsky Krai***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.00000002**

***Municipal property***

Name: ***Finance Department of Orenburg Oblast Administration***

Location: ***54 Sovetskaya St., Orenburg, 460311***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.00000005**

***Municipal property***

Name: ***Finance Department of Orenburg Oblast Administration***

Location: ***54 Sovetskaya St., Orenburg, 460311***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.00000004**

***Federal property***

Full corporate name: ***Federal State Unitary Enterprise Information Telegraph Agency of Russia (ITAR-TASS)***

Location: ***10–12 Tverskoy Blvd., Moscow, 125993***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.000064**

***Federal property***

Full corporate name: ***Federal State Unitary Enterprise State Transport Company Rossiya***

Location: ***18, bldg. 4, Pilotov St., Saint Petersburg, Russian Federation 196210***

Share of the Issuer's authorized (reserve) capital (unit fund) in state (federal, Russian Federation constituent entities), municipal ownership: **0.001927**

Availability of the special right of the Russian Federation, constituent entity of the Russian Federation, municipal entity to participate in management of the Issuer — joint-stock company (golden share), validity of the special right (golden share)

***There is no such right***

## **6.4. Information on Restriction to Participate in the Issuer's Authorized (Reserve) Capital (Unit Fund)**

***There are no restrictions to participate in the Issuer's authorized (reserve) capital (unit fund).***

## **6.5. Information on Changes in the Structure and Interests of the Issuer's Participants (Shareholders), Holding at least 5 Per Cent of its Authorized (Reserve) Capital (Unit Fund) or at least 5 Per Cent of its Equity Shares**

Structure of the Issuer's participants (shareholders) holding at least 5 per cent of the Issuer's authorized (reserve)

capital (unit fund) and being joint-stock companies for the Issuer, as well as at least 5 per cent of the Issuer's equity shares specified as of the date of the list of persons which had right to participate in each General Meeting of Shareholders (Participants) of the Issuer held for the last complete financial year preceding the end date of the reporting quarter, as well as for the period after the start date of the current year and up to the end date of the reporting quarter, according to the list of persons which had right to participate in every such meeting.

Preparation date of a list of persons entitled to take part in the General Meeting of Shareholders (Participants) of the Issuer: **March 5, 2013**

List of shareholders (participants)

Name: **Russian Federation represented by the Federal Agency for State Property Management**

Location: **9 Nikolsky Per., Moscow 109012**

INN: **7710723134**

OGRN: **1087746829994**

Share of the person in the authorized capital of the Issuer (of the total amount of placed shares), %: **81.27**

Share of the Issuer's equity shares which the person held (of the total amount of placed shares): %: **81.27**

Share of the person in the authorized capital of the Issuer, %: **67.12**

Portion of the Issuer's equity shares held by the person, %: **67.12**

Preparation date of a list of persons entitled to take part in the General Meeting of Shareholders (Participants) of the Issuer: **May 23, 2013**

List of shareholders (participants)

Name: **Russian Federation represented by the Federal Agency for State Property Management**

Location: **9 Nikolsky Per., Moscow 109012**

INN: **7710723134**

OGRN: **1087746829994**

Share of the person in the authorized capital of the Issuer (of the total amount of placed shares), %: **81.27**

Share of the Issuer's equity shares which the person held (of the total amount of placed shares): %: **81.27**

Share of the person in the authorized capital of the Issuer, %: **67.12**

Portion of the Issuer's equity shares held by the person, %: **67.12**

Preparation date of a list of persons entitled to take part in the General Meeting of Shareholders (Participants) of the Issuer: **May 26, 2014**

List of shareholders (participants)

Name: **Russian Federation represented by the Federal Agency for State Property Management**

Location: **9 Nikolsky Per., Moscow 109012**

INN: **7710723134**

OGRN: **1087746829994**

Share of the person in the authorized capital of the Issuer (of the total amount of placed shares), %: **66.836992**

Portion of the Issuer's equity shares held by the person, %: **66.836992**

## **6.6. Information on Non arm's-length Transactions Made by the Issuer**

Information on the number and volume of transactions in monetary terms made by the Issuer, which in accordance with the laws of the Russian Federation are considered as non-arm's length transactions requiring approval of the authorized management entities of the Issuer, according to the results of the last reporting quarter

Unit of measure: **RUB**

Indicator	Total number	Total volume in monetary terms
Non arm's-length transactions made by the Issuer for the reporting period, requiring approval of the authorized management entity of the Issuer	68	82,208,155,824.32
Non arm's-length transactions made by the Issuer for the reporting period, which have been approved by the General Meeting of Shareholders (Participants) of the Issuer	1	59,590,180,387.49*

Non arm's-length transactions made by the Issuer for the reporting period, which have been approved by the Board of Directors (the Supervisory Board of the Issuer)	67	22,617,975,436.83 **
Non arm's-length transactions made by the Issuer for the reporting period, requiring approval of, but have not been approved by, the authorized management entity of the Issuer		

\* An additional agreement to a previously concluded contract does not stipulate the advent of new obligations; it amends a number of the contract's provisions without changing the contract price.

\*\* 10 transactions of the total amount are additional agreements to previously concluded contracts; they do not stipulate the advent of new obligations, and they amend a number of material provisions of the previously concluded contracts. Moreover, price of the specified 10 transactions is recognized in the Total Volume in Monetary Terms column.

Transactions (groups of related transactions), the price of which is 5 per cent and more of the Issuer's balance sheet assets, determined according to its accounting statements at the closing date before settlement of transaction, made by the Issuer for the last reporting quarter:

Transaction closing date:

Addendum No. 1 to Surety Agreement dated August 22, 2011, No. 110100/1168-ДП (hereinafter the Addendum) signed on June 30, 2014.

Parties to the Addendum:

Surety: JSC RusHydro

Creditor: State Corporation Bank for Development and Foreign Economic Affairs (Vnesheconombank)

Subject-matter of the Surety Agreement dated August 22, 2011, No. 110100/1168-ДП:

The Surety undertakes to the Creditor to be fully liable for performance by JSC Boguchanskaya HPP of obligations under the loan from Vnesheconombank (including obligations to repay principal debt, interest payments, and fees).

Subject of the Addendum:

Amendment of material terms and conditions of Surety Agreement No. 110100/1168-ДП dated August 22, 2011,—amendment of main parameters of obligations secured by the pledge:

Obligations of JSC Boguchanskaya HPP under Loan Agreement No. 110100/1168 dated December 01, 2010 (hereinafter the Agreement), entered into between JSC Boguchanskaya HPP and SC Vnesheconombank (hereinafter the Bank):

The Loan shall be granted in tranches within the period from the date of the Agreement to September 30, 2013 (inclusive), as well as from the date of Addendum No. 4 to the Agreement to September 30, 2014 (inclusive), through transfer of funds in the amount specified in Clause 2.1. Article 2 of the Agreement to the Borrower's settlement account No. 40702810615275431545 opened with the Bank; however, the Bank may grant the first tranche of the Loan on or before December 31, 2010.

The other material terms and conditions of Surety Agreement No. 110100/1168-ДП dated August 22, 2011, shall remain unchanged.

Price of the Addendum:

The price (monetary value) of the Company's property (liabilities) under Surety Agreement No. 110100/1168-ДП dated August 22, 2011, being a non arm's-length transaction, shall not change due to the conclusion of Addendum No. 1 to Surety Agreement No. 110100/1168-ДП dated August 22, 2011, and (taking into account non arm's-length transactions) exceeds 2 percent of the balance sheet assets of JSC RusHydro.

Amount of the transaction in terms of money: 59,590,180,387 rubles 49 kopecks, amounting to 7.2% of the balance sheet assets of JSC RusHydro as at March 31, 2014.

Full and abbreviated corporate names (for non-profit organization, name) of a legal entity or family name, first name and patronymic of an individual, which is deemed according to the legislation of the Russian Federation an interested party as well as the ground(s) to deem such a legal entity or an individual an interested person:

According to Article 81 of the Federal Law "On Joint-Stock Companies," the interested party is M. I. Poluboyarinov, member of the JSC RusHydro's Board of Directors, being at the same time a member of the Managing Board of SC Vnesheconombank.

Deadline for fulfillment of obligations under the transaction as well as information about fulfillment of the said obligations:

Surety Agreement dated August 22, 2011, No. 110100/1168-ДП is valid until complete fulfillment by JSC Boguchanskaya HPP of its payment obligations under Loan Agreement No. 110100/1168 dated December 01, 2010, entered into between JSC Boguchanskaya HPP and SC Vnesheconombank or until fulfillment by the Surety of its obligations under Surety Agreement dated August 22, 2011, No. 110100/1168-ДП. As at June 30, 2014, the obligations are not fulfilled.

The management body of the Company which took the decision on approval of the transaction, date of such decision (date of preparation and number of minutes):

The Addendum was approved by RusHydro's General Meeting of Shareholders on June 27, 2014 (Minutes No. 12 dated June 27, 2014)

Non arm's-length transactions (groups of related transactions), the decision on approval of which has not been taken by the Board of Directors (Supervisory Board) or the General Meeting of Shareholders (Participants) of the Issuer, if such approval is mandatory according to the laws of the Russian Federation: *None*

## 6.7. Information on Accounts Receivable

Structure of the Issuer's accounts receivable for the last completed financial year and the last completed current year.

**As at June 30, 2014**

Unit of measure: **RUB**

Indicator	Amount
Accounts receivable of buyers and customers	6,460,184,484.27
including overdue	101,202,062.88
Accounts receivable for bills receivable	47,145,150,931.07
including overdue	14,612,357,565.62
Accounts receivable of members (founders) as to contributions to the authorized capital	0
including overdue	0
Other accounts receivable	88,416,752,511.69
including overdue	211,080,388.28
Total accounts receivable	142,022,087,927.03
including total overdue accounts receivable	14,924,639,966.78

Debtors owning less than 10 per cent of the total accounts payable for the specified reporting period

Full corporate name: **Open Joint-Stock Company Power machines – ZTL, LMZ, Electrosila, Energomachexport**

Abbreviated corporate name: **JSC Power Machines**

Location: **3, Lit. A, Vatutina St., St. Petersburg, Russia, 190000**

INN: **7702080289**

OGRN: **1027700004012**

Accounts receivable: **RUB 23,536,051,219.60**

Amount and terms and conditions of the overdue accounts receivable (interest rate, fine sanctions, penalties): No

The debtor is an affiliate of the Issuer: **none**

The Issuer's share in the authorized capital of the company, %: **0**

Portion of the company's equity shares held by the Issuer, %: **0**

Share of the person in the authorized capital of the Issuer, %: **0.00**

Portion of the Issuer's equity shares held by the person, % **0.00**

## **VII. Accounting (Financial) Statements of the Issuer and other Financial Information**

### **7.1. Annual Accounting (Financial) Statements of the Issuer**

Not specified in this reporting quarter.

### **7.2. Quarterly Accounting (Financial) Statements of the Issuer**

Accounting (financial) statements for 6 months of 2014 attached to this quarterly report (Appendix No. 1) include:

- Balance sheet as of June 30, 2014;
- Profit and loss statement for 6 months of 2014;

The Auditor did not perform any procedures in relation to or give its opinion on reliability of quarterly accounting statements of the Issuer for 6 months of 2014 attached to this quarterly report and prepared in accordance with RAS.

The Issuer does not prepare separate quarterly financial statements in accordance with IFRS or other internationally accepted rules, different from IFRS.

### **7.3. Consolidated Accounting (Financial) Statements of the Issuer**

The Issuer does not prepare cumulative (consolidated) financial statements in accordance with Russian Federation laws due to the fact that it prepares consolidated financial statements in accordance with IFRS which complies with the requirements of clause 22 of Federal Law On Consolidated Financial Statements No. 208-ФЗ dated July 27, 2010.

Consolidated financial statements of the Group prepared in accordance with IFRS and the auditor's report for the year ended on December 31, 2013 and as at that date (Appendix No. 3) include the Quarterly Report for the first quarter of 2014.

Interim consolidated financial statements prepared in accordance with IFRS will be included into the Quarterly Report for the third quarter of 2014.

### **7.4. Information on the Accounting Policy of the Issuer**

Information was specified in the Quarterly Report for Q1 2014; there were no changes to this information during Q2 2014.

### **7.5. Information on the Total Amount of Export, as well as on Export Share in Total Sales**

The Issuer does not export products (goods, works, services).

### **7.6. Information on Material Changes in the Issuer's Property since the Expiry Date of the Last Complete Financial Year**

Information on material changes in the Issuer's property which took place within 12 months prior to the expiry date of the reporting quarter:

There were no material changes in the Issuer's property within 12 months prior to the expiry date of the reporting quarter.

### **7.7. Information on the Issuer's Participation in Judicial Proceedings, if such Participation may have a Material Effect on Financial and Business Activities of the Issuer**

The Issuer did not participate/is not participating in any judicial proceedings, which had/may have a material effect on financial and business activities of the Issuer, within the period from the start date of the last complete financial year to the expiry of the reporting quarter.



## VIII. Additional Information on the Issuer and Equity Securities Placed by it

### 8.1. Additional Information on the Issuer

#### 8.1.1. Information on the Amount and Structure of the Authorized (Reserve) Capital (Unit Fund) of the Issuer

Amount of the authorized (reserve) capital (unit fund) of the Issuer as at the end date of the last reporting quarter: **three hundred eighty-six billion two hundred fifty-five million four hundred sixty-four thousand eight hundred and ninety (386,255,464,890) RUB**

Equity shares

Total par value: **three hundred eighty-six billion two hundred fifty-five million four hundred sixty-four thousand eight hundred and ninety (386,255,464,890) RUB**

Share in the authorized capital, %: **100**

Preferred

Total par value: **0**

Share in the authorized capital, %: **0**

Information on correspondence between the amount of the authorized capital specified in this Clause and the Issuer's constituent documents: ***The amount of the authorized capital corresponds to the constituent documents***  
***Some shares of the Issuer are traded outside the Russian Federation in accordance with foreign laws on foreign issuers' securities, certifying rights to the specified shares of the Issuer***

Category (class) of shares traded outside the Russian Federation

Type of securities: ***shares***

Category of shares: ***equity***

Percentage of shares traded outside the Russian Federation from the total shares of the relevant category (class): ***4.914210%***

Foreign issuer, securities of which certify rights in respect to the Issuer's shares of such category (class)

Full corporate name: ***The Bank of New York Mellon***

Location: ***One Wall Street & 101 Barclay Street, New York City, New York***

Summary description of the program (program type) on issue of securities of a foreign issuer, certifying rights in respect to shares of such category (class):

Program type	GDR according to Rule 144A ADR, 1st level
Depository bank	The Bank of New York Mellon
Relation	1 GDR, 1 ADR = 100 equity shares
Ticker	HYDR
Number CUSIP GDR 144A Number CUSIP ADR 1st level	466294204 466294105
Opening date of the program: GDR according to Rule 144A ADR, 1st level	June 17, 2008 August 07, 2009
Maximum possible program capacity, pcs	832,131,000

Information on obtaining a permit from the federal executive securities market authority to place and/or arrange trade in the Issuer's shares of the relevant category (type) outside the Russian Federation (if applicable):

*permit of the Federal Financial Markets Service of the Russian Federation No. 08-EK-03/10335 dated May 23, 2008, permit of the Federal Financial Markets Service of the Russian Federation No. 09-EK-03/27137 dated November 19, 2009, permit of the Federal Financial Markets Service of the Russian Federation No. 11-SH-03/350 dated November 17, 2010, permit of the Federal Financial Markets Service of the Russian Federation No. 11-SH-03/21348 dated August 18, 2011.*

Name of the foreign listing authority, through which the Issuer's shares are traded (depository securities certifying rights in respect to the Issuer's shares) (in case of such trade):

*London Stock Exchange, Main Market (trading with listing procedure) and in USA electronic system of over-the-counter trading OTCQX, 304 Hudson Street, 2nd Floor, New York, NY 10013, USA.*

### 8.1.2. Information on Change in the Amount of the Authorized (Reserve) Capital (Unit Fund) of the Issuer

Information on changes in the Issuer's authorized (reserve) capital (unit fund) for the last completed financial year preceding the end of the reporting quarter as well as for the period from the beginning date of the current year to the end date of the reporting quarter:

The amount and the structure of the authorized (reserve) capital (unit fund) of the Issuer prior to relevant change;	Name of the Issuer's management body taking the decision on change in the amount of the authorized (reserve) capital (unit fund) of the Issuer;	Date and number of the minutes of the meeting of the Issuer's management body, on which the decision on change in the amount of the authorized (reserve) capital (unit fund) of the Issuer has been taken;	Dated of change in the amount of the authorized (reserve) capital (unit fund) of the Issuer;	The amount and the structure of the authorized (reserve) capital (unit fund) of the Issuer after relevant change.
As at January 01, 2013 RUB 317,637,520,094 100% of the authorized capital are equity shares of the Issuer	General Meeting of Shareholders of the Issuer	Minutes No. 9 dated November 19, 2012	January 28, 2014	RUB 386,255,464,890 100% of the authorized capital are equity shares of the Issuer

### 8.1.3. Information on Convening and Holding the Meeting of the Issuer's Supreme Management Body

**Name of the Issuer's supreme management body:** General Meeting of Shareholders

**Procedure for notification of shareholders (participants) of holding of the meeting of the Issuer's supreme management body:**

Notice of the General Meeting of Shareholders shall be published by the Company in the *Rossiyskaya Gazeta* newspaper and shall be posted at the Company's website [www.rushydro.ru](http://www.rushydro.ru) not later than thirty (30) days prior to the date thereof.

Notice of the extraordinary General Meeting of Shareholders, the proposed agenda of which contains an issue about election of members of the Board of Directors, shall be published by the Company in the *Rossiyskaya Gazeta* newspaper and shall be posted at the Company's website [www.rushydro.ru](http://www.rushydro.ru) not later than seventy (70) days prior to the date thereof.

**Persons which may call for (demand calling for) an extraordinary meeting of the Issuer's supreme management body, as well as the procedure for sending such requests:**

The extraordinary General Meeting of Shareholders shall be held by a resolution of the Board of Directors passed on its own initiative, upon the request of the Internal Audit Commission, the Company's Auditor, or shareholders holding at least ten (10) per cent of the voting shares of the Company as at the date when the request is submitted.

The extraordinary General Meeting of Shareholders, at the request of the Internal Audit Commission of the Company, Auditor of the Company, as well as shareholders holding at least ten (10) per cent of the Company's voting shares at the date of request, is called by the Board of Directors and shall be held within fifty (50) days upon the request.

Should the proposed agenda of the extraordinary General Meeting of Shareholders contain an item on election of members of the Board of Directors of the Company, such General Meeting of Shareholders shall be held within ninety-five (95) days upon the request.

Within five (5) days upon the request for calling the extraordinary General Meeting of Shareholders, the Board of Directors shall take the decision on calling the extraordinary General Meeting of Shareholders or refuse to call it.

The resolution of the Board of Directors on calling the extraordinary General Meeting of Shareholders or reasoned resolution on refusal shall be sent to persons demanding it within three (3) days of the date thereof.

**Procedure for determining of the date of the meeting of the Issuer's supreme management body:**

The annual General Meeting of Shareholders shall be held not earlier than two months and not later than six months after the end of the financial year.

The annual General Meeting of Shareholders shall be called and held upon the Board of Directors' decision.

The extraordinary General Meeting of Shareholders shall be held by a resolution of the Board of Directors, passed on its own initiative, upon the request of the Internal Audit Commission, the Company's Auditor, or shareholders holding at least ten (10) per cent of the voting shares of the Company as at the date when the request is submitted.

The extraordinary General Meeting of Shareholders, at the request of the Internal Audit Commission of the Company, Auditor of the Company, as well as shareholders holding at least ten (10) per cent of the Company's voting shares at the date of request, is called by the Board of Directors and shall be held within fifty (50) days upon the request.

Should the proposed agenda of the extraordinary General Meeting of Shareholders contain an item on election of members of the Board of Directors of the Company, such General Meeting of Shareholders shall be held within ninety-five (95) days upon the request.

**Persons who may propose items on the agenda of the Issuer's supreme management body, as well as the procedure therefor:**

Shareholders holding, individually or together, at least two (2) per cent of the voting shares in the Company may place items on the agenda of the annual General Meeting of Shareholders and propose candidates for election to the Board of Directors and Internal Audit Commission of the Company, as long as the number of such candidates does not exceed the number of members of the given body.

Such proposals shall be submitted to the Company not later than ninety (90) days after the end of the financial year.

The extraordinary General Meeting of Shareholders shall be held by a resolution of the Board of Directors, passed on its own initiative, upon the request of the Internal Audit Commission, the Company's Auditor, or shareholders holding at least ten (10) per cent of the voting shares of the Company as at the date when the request is submitted. The proposals of agenda items for the General Meeting of Shareholders and proposals concerning nomination of candidates shall be submitted in writing, with specification of the name (corporate name) of shareholders submitting the proposal, and the quantity and category (class) of shares held by them under the shareholders' signature.

The proposals of agenda items for the General Meeting of Shareholders shall contain the wording of each proposed item, and proposals concerning nomination of candidates — name and ID details (serial and/or number of the document, date and place of its issue, issuing authority) of each nominee, name of the body for election to which it is nominated.

The Board of Directors of the Company shall examine the proposals submitted and decide on placing items on the agenda of the General Meeting of Shareholders or refuse to place them within five (5) days upon the expiry of the period specified in Clause 11.1 of JSC RusHydro Charter.

The Board of Directors may refuse to place items proposed by shareholders on the agenda of the General Meeting of Shareholders, as well as to include recommended candidates in the list of candidates for election to the relevant body of the Company in cases specified by the Federal Law On Joint-Stock Companies and other

legislative and regulatory acts of the Russian Federation.

The reasoned refusal of the Board of Directors to include the proposed item in the agenda of the General Meeting of Shareholders or a candidate in the list of candidates for voting for election to the relevant body of the Company shall be sent to the shareholder(s), who put forward such item or recommended the candidate, within three (3) days upon its signature.

The Board of Directors may not change wording of items proposed to be included in the agenda of the General Meeting of Shareholders, and wordings of resolutions on such issues (if any).

Apart from the items proposed for inclusion on the agenda of the General Meeting of Shareholders by the shareholders, and also if no such proposals were made, if no candidates or an insufficient number of candidates were proposed for the formation of the given body, the Board of Directors may put items on the agenda of the General Meeting of Shareholders or include candidates in the list of candidates at its own discretion.

**Person who may familiarize themselves with information (materials) provided for preparation and holding of the meeting of the Issuer's supreme management body, as well as familiarization procedure:**

Information (materials) concerning the agenda items of the General Meeting of Shareholders shall be made available to persons entitled to participate in the General Meeting of Shareholders for review at the addresses stated in the notice of the General Meeting of Shareholders, and shall be placed on the Company's website thirty (30) days before the General Meeting of Shareholders (or twenty (20) days before the General Meeting of Shareholders in case of an extraordinary General Meeting of Shareholders, the agenda of which includes an item under subclause 4, clause 1, Article 48 of the Federal Law On Joint-Stock Companies).

The list of persons entitled to participate in the General Meeting of Shareholders is compiled based upon the Company's register of shareholders as at the date established by the Board of Directors when deciding on holding of the General Meeting of Shareholders according to Article 51 of the Federal Law On Joint-Stock Companies.

The procedure for familiarization of persons entitled to participate in the General Meeting of Shareholders with information (materials) on the agenda of the General Meeting of Shareholders and the list of such information (materials) is determined by the Board of Directors.

**Procedure for announcement (notification of shareholders (participants) of the Issuer) of decisions accepted by the supreme management body of the Issuer, as well as voting results:**

The minutes of the General Meeting of Shareholders shall be made within three (3) business days after the General Meeting of Shareholders, when the General Meeting of Shareholders is held in the form of joint attendance, or after the deadline for acceptance of ballots, when the General Meeting of Shareholders is held in the form of voting in absentia.

The minutes of the General Meeting of Shareholders shall be signed by the Chairman of the General Meeting of Shareholders (presiding over the General Meeting of Shareholders) and Secretary of the General Meeting of Shareholders.

Minutes of the General Meeting of Shareholders shall be posted on the Company's website on the following working day upon its signing.

Information shall be announced and/or brought to the attention of persons entitled to participate in the General Meeting of Shareholders under the procedure and within the term stipulated by the Federal Law "On Joint-Stock Companies."

### **8.1.4. Information on Commercial Organizations, in which the Issuer Holds at least 5 Per Cent of the Authorized (Reserve) Capital (Unit Fund) or at least 5 Per Cent of Equity Shares**

The list of commercial organizations, where, as of the end date of the last reporting quarter, the Issuer holds at least 5 per cent of the authorized (reserve) capital (unit fund) or at least 5 per cent of equity shares

1. Full corporate name: *Closed Joint-Stock Company HydroEngineering Siberia*

Abbreviated corporate name: *CJSC HydroEngineering Siberia*

Location: *2Zh Akademika Vavilova St., Krasnoyarsk, Krasnoyarsk Krai, Russian Federation, 660093*

INN: *7804328940*

OGRN: *1057813314525*

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: *100*

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

2. Full corporate name: ***B.E. Vedeneev Russian Research Hydrotechnics Institute Joint-Stock Company***

Abbreviated corporate name: ***B.E. Vedeneev VNIIG JSC***

Location: ***21 Gzhatskaya St., St. Petersburg, Russia, 195220***

INN: ***7804004400***

OGRN: ***1027802483400***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

3. Full corporate name: ***Joint-Stock Company Geoterm***

Abbreviated corporate name: ***JSC Geoterm***

Location: ***60 Akademika Koroleva St., Petropavlovsk-Kamchatsky, Russia, 683980***

INN: ***4101023932***

OGRN: ***1024101023429***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **99.65**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **99.65**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

4. Full corporate name: ***Joint-Stock Company Zaramagskiye HPPs***

Abbreviated corporate name: ***JSC Zaramagskiye HPPs***

Location: ***7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation***

INN: ***1505008701***

OGRN: ***1021500822001***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **99.75**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **99.75**

Share of the person in the authorized capital of the Issuer, %: **0.070239**

Share of the Issuer's equity shares held by the person, %: **0.070239**

5. Full corporate name: ***Joint-Stock Company Hydroinvest***

Abbreviated corporate name: ***JSC Hydroinvest***

Location: ***4/3 Oktyabrya Prospekt, Ufa, Republic of Bashkortostan, Russia, 450001***

INN: ***7814388285***

OGRN: ***1077847558381***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0.9247**

Share of the Issuer's equity shares held by the person, %: **0.9247**

6. Full corporate name: ***Joint-Stock Company Leningradskaya PSHP***

Abbreviated corporate name: ***JSC Leningradskaya PSHP***

Location: ***4 Pionerskaya St., Yanega, Lodeynopolsky District, Leningrad Oblast, Russian Federation, 187727***

INN: ***7804328926***

OGRN: ***1057813313315***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

7.Full corporate name: ***Joint-Stock Company Scientific Research Institute of Energy Structures***

Abbreviated corporate name: ***JSC NIIES***

Location: ***7a Stroitelny Proezd, Moscow, Russia, 125362***

INN: ***7733021533***

OGRN: ***1027739536868***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: ***100***

Percentage of equity shares held by the Issuer in such joint-stock company, %: ***100***

Share of the person in the authorized capital of the Issuer, %: ***0***

Share of the Issuer's equity shares held by the person, %: ***0***

8.Full corporate name: ***Joint-Stock Company Experimental-Industrial Verkhne-Mutnovskaya GeoPP***

Abbreviated corporate name: ***JSC Experimental-Industrial Verkhne-Mutnovskaya GeoPP***

Location: ***60 Akademika Koroleva St., Petropavlovsk-Kamchatsky, Russia, 683049***

INN: ***4101100400***

OGRN: ***1054100011668***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: ***48.04***

Percentage of equity shares held by the Issuer in such joint-stock company, %: ***48.04***

Share of the person in the authorized capital of the Issuer, %: ***0***

Share of the Issuer's equity shares held by the person, %: ***0***

9.Full corporate name: ***Joint-Stock Company Managing Company HydroOGK***

Abbreviated corporate name: ***JSC MC HydroOGC***

Location: ***51 Arkhitekтора Vlasova St., Moscow, Russia, 117393***

INN: ***5260096381***

OGRN: ***1025203040136***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: ***100***

Percentage of equity shares held by the Issuer in such joint-stock company, %: ***100***

Share of the person in the authorized capital of the Issuer, %: ***0***

Share of the Issuer's equity shares held by the person, %: ***0***

10.Full corporate name: ***Joint-Stock Company Energy Construction Complex of UES***

Abbreviated corporate name: ***JSC ECC of UES***

Location: ***91 Vavilova St., Bldg. 2, Moscow, Russia, 117335***

INN: ***7729540430***

OGRN: ***1067746217373***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: ***100***

Percentage of equity shares held by the Issuer in such joint-stock company, %: ***100***

Share of the person in the authorized capital of the Issuer, %: ***0***

Share of the Issuer's equity shares held by the person, %: ***0***

11.Full corporate name: ***Closed Joint-Stock Company Construction Contractor of Boguchanskaya HPP***

Abbreviated corporate name: ***CJSC Construction Contractor of Boguchanskaya HPP***

Location: ***1 Unified Base No. 1, Left Bank Construction Base, Kodinsk, Kozhemy District, Russia, 663491***

INN: ***2420070942***

OGRN: ***1072420000135***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: ***51***

Percentage of equity shares held by the Issuer in such joint-stock company, %: ***51***

Share of the person in the authorized capital of the Issuer, %: ***0***

Share of the Issuer's equity shares held by the person, %: ***0***

12.Full corporate name: ***Closed Joint-Stock Company Construction Customer of Boguchanskaya HPP***

Abbreviated corporate name: ***CJSC Construction Customer of Boguchanskaya HPP***

Location: ***10/1 Leninskogo Komsomola Prosp., Kodinsk, Kozhemy District, Krasnoyarsk Krai, Russia, 663491***

INN: **2420070910**

OGRN: **1072420000168**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **49**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **49**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

13.Full corporate name: ***Closed Joint-Stock Company Construction Contractor of Boguchansk Aluminium Smelter***

Abbreviated corporate name: ***CJSC Construction Contractor of Boguchansk Aluminium Smelter***

Location: ***10/1 Leninskogo Komsomola Prosp., Kodinsk, Kozhemy District, Krasnoyarsk Krai, Russia, 663491***

INN: **2420070928**

OGRN: **1072420000157**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **49**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **49**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

14.Full corporate name: ***Closed Joint-Stock Company Construction Customer of Boguchansk Aluminium Smelter***

Abbreviated corporate name: ***CJSC Construction Customer of Boguchansk Aluminium Smelter***

Location: ***10/1 Leninskogo Komsomola Prosp., Kodinsk, Kozhemy District, Krasnoyarsk Krai, Russia, 663491***

INN: **2420070935**

OGRN: **1072420000146**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **51**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **51**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

15.Full corporate name: ***Joint-Stock Company Nizhne-Bureyskaya HPP***

Abbreviated corporate name: ***JSC Nizhne-Bureyskaya HPP***

Location: ***49 Sovetskaya St., Novobureysky, Bureysky District, Amur Oblast, Russia, 676720***

INN: **2813006299**

OGRN: **1062813007817**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

16.Full corporate name: ***Joint-Stock Company Nizhne-Zeiskaya HPP***

Abbreviated corporate name: ***JSC Nizhne-Zeiskaya HPP***

Location: ***225/3 Zeyskaya St., Blagoveshchensk, Amur Oblast, Russia, 675000***

INN: **2801112479**

OGRN: **1062801070331**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

17.Full corporate name: ***Joint-Stock Company Zagorskaya PSHPP-2***

Abbreviated corporate name: ***JSC Zagorskaya PSPP-2***

Location: ***101 Bogorodskoye industrial community, Bogorodskoye urban settlement, Sergievo-Posadsky***

***municipal district, Moscow Oblast, Russian Federation***

**INN: 5042086312**

**OGRN: 1065042071137**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

**18.Full corporate name: *Joint-Stock Company Transport Company RusHydro***

**Abbreviated corporate name: *JSC TC RusHydro***

**Location: *Cheremushki, Sayanogorsk, Republic of Khakassia, Russia, 655619***

**INN: 1902018248**

**OGRN: 1031900676356**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

**19.Full corporate name: *Joint-Stock Company Renewable Energy Engineering Center***

**Abbreviated corporate name: *JSC Renewable Energy Engineering Center***

**Location: *51 Arkhitektora Vlasova St., Moscow, Russia, 117393***

**INN: 7728638105**

**OGRN: 1077762186633**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

**20.Full corporate name: *Joint-Stock Company Yuzhno-Yakutsky Hydropower Complex***

**Abbreviated corporate name: *JSC South Yakutia HPC***

**Location: *29 Dzerzhinskogo St., Aldan, Republic of Sakha (Yakutia), Russia, 678900***

**INN: 1402046840**

**OGRN: 1061402006126**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

**21.Full corporate name: *Joint-Stock Company Sulaksky Hydrocascade***

**Abbreviated corporate name: *JSC Sulaksky Hydrocascade***

**Location: *7A Stroitelny Proezd, Moscow, 125362***

**INN: 0516009712**

**OGRN: 1070546001173**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

**22.Full corporate name: *Joint-Stock Company Service Center of Neporozhny Sayano-Shushenskaya HPP***

**Abbreviated corporate name: *JSC SC NSShHPP***

**Location: *63 Cheremushki, Sayanogorsk, Republic of Khakassia, Russia, 655619***

**INN: 1902018368**

**OGRN: 1031900677324**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**



Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

23. Full corporate name: ***Joint-Stock Company Hydroremont VCC***

Abbreviated corporate name: ***JSC Hydroremont VCC***

Location: ***8a Vernadskogo Prospekt, Moscow, Russia, 119311***

INN: ***6345012488***

OGRN: ***1036301733005***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

24. Full corporate name: ***Joint-Stock Company Karachaevo-Cherkesskaya Hydrogeneration Company***

Abbreviated corporate name: ***JSC Karachaevo-Cherkesskaya HGC***

Location: ***7A, bldg. 5, Stroitelny Proezd, Moscow***

INN: ***0917001661***

OGRN: ***1050900973177***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

25. Full corporate name: ***Private Company Limited by Shares HYDROOGK ALUMINIUM COMPANY LIMITED***

Abbreviated corporate name: ***HydroOGK Aluminium Company Limited***

Location: ***16 Kyriakos Matsis Avenue Nicosia, Cyprus***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

26. Full corporate name: ***Private Company Limited by Shares HYDROOGK POWER COMPANY LIMITED***

Abbreviated corporate name: ***HYDROOGK POWER COMPANY LIMITED***

Location: ***16 Kyriakos Matsis Avenue Nicosia, Cyprus***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

27. Full corporate name: ***Joint-Stock Company Zharki***

Abbreviated corporate name: ***JSC Zharki***

Location: ***Territory of Zharki Leisure Centre, Bldg. 1, Bolshoy Babik river mouth, Beysky District, Republic of Khakassia, Russia, 655770***

INN: ***1902017734***

OGRN: ***1031900671780***

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **25.000964**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **25.000964**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

28. Full corporate name: ***Joint-Stock Company Lenhydroproject***

Abbreviated corporate name: ***JSC Lenhydroproject***

Location: ***22 Ispytateley Prospekt, Saint Petersburg, Russia, 197227***

INN: ***7814159353***

OGRN: **1077763382597**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

29.Full corporate name: **Joint-Stock Company Kolymaenergo**

Abbreviated corporate name: **JSC Kolymaenergo**

Location: **84 Proletarskaya St., Bldg. 2, Magadan, Russia, 685000**

INN: **2460215591**

OGRN: **1092468017751**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **98.759682**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **98.759682**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

30.Full corporate name: **Joint-Stock Company Energy Main Computer Centre**

Abbreviated corporate name: **JSC Energy MCC**

Location: **16 Bersenevskaya Nab., building 5, Moscow, Russia, 119072**

INN: **7705020880**

OGRN: **1027739064858**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **42.536397**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **42.536397**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

31.Full corporate name: **Joint-Stock Company ChirkeyGESstroy**

Abbreviated corporate name: **JSC ChirkeyGESstroy**

Location: **51 Arkhitektora Vlasova St., Moscow, Russian Federation**

INN: **0533001760**

OGRN: **1020501741523**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **75**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **75**

Share of the person in the authorized capital of the Issuer, %: **0.007561**

Share of the Issuer's equity shares held by the person, %: **0.007561**

32.Full corporate name: **Joint-Stock Company Urals Energy Managing Company**

Abbreviated corporate name: **JSC UEMC**

Location: **37 Vernadskogo Prospekt, Bldg. 2, Moscow, Russia, 119415**

INN: **8602066780**

OGRN: **1028600586838**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **20.666667**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **20.666667**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

33.Full corporate name: **Joint-Stock Company Ust-Srednekamskaya HPP**

Abbreviated corporate name: **JSC Ust-Srednekamskaya HPP**

Location: **84 Proletarskaya St., Bldg. 2, Magadan, Russia, 685030**

INN: **2460215591**

OGRN: **1092468017751**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **50.044812**  
(exclusive of current issue)

Percentage of equity shares held by the Issuer in such joint-stock company, %: **50.044812** (exclusive of current

issue)

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

34. Full corporate name: **Joint-Stock Company ESC RusHydro**

Abbreviated corporate name: **JSC ESC RusHydro**

Location: **51 Arkhitektora Vlasova St., Moscow, Russia, 117393**

INN: **7804403972**

OGRN: **1089848039973**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100 minus one share**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100 minus one share**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

35. Full corporate name: **Joint-Stock Company Nizhne-Kureyskaya HPP**

Abbreviated corporate name: **JSC Nizhne-Kureyskaya HPP**

Location: **2Zh Akademika Vavilova St., Krasnoyarsk, Krasnoyarsk Krai, Russian Federation, 660093**

INN: **2460215591**

OGRN: **1092468017751**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

36. Full corporate name: **Joint-Stock Company Far East WPP**

Abbreviated corporate name: **JSC Far East WPP**

Location: **7A Stroitelny Proezd, Bldg. 5, Office 13, Moscow, Russian Federation, 125362**

INN: **2536217601**

OGRN: **1092536005297**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

37. Full corporate name: **RusSUNHydro Limited**

Abbreviated corporate name: **RusSUNHydro Ltd**

Location: **42 Nestoros, Kaimakli, 1026 Nicosia, Cyprus,**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **50**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

38. Full corporate name: **Closed Joint-Stock Company Malaya Dmitrovka**

Abbreviated corporate name: **CJSC Malaya Dmitrovka**

Location: **7 Malaya Dmitrovka St., Moscow, Russia, 127006**

INN: **7727685303**

OGRN: **1097746103905**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

39. Full corporate name: **Joint-Stock Company Small HPPs of Altai**

Abbreviated corporate name: **JSC Small HPPs of Altai**

Location: **73 Chonos-Gurkina, Gorno-Altaysk, Republic of Altai, Russia, 649006**

INN: **0411151856**

OGRN: **1100411007674**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

40.Full corporate name: **Joint-Stock Company Small HPPs of Dagestan**

Abbreviated corporate name: **JSC SHPPs of Dagestan**

Location:

**7A Stroitelny Proezd, Bldg. 5, Moscow, Russia**

INN: **0562068208**

OGRN: **1042401810494**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

41.Full corporate name: **RusHydro International B.V.**

Abbreviated corporate name: **RusHydro International B.V.**

Location: **Prins Bernhardplein 200, 1097 JB Amsterdam, the Netherlands**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

42.Full corporate name: **Joint-Stock Company Aktsionernaya Kompaniya Yakutskenergo**

Abbreviated corporate name: **JSC AK Yakutskenergo**

Location: **14 Fedora Popova St., Yakutsk, Republic of Sakha (Yakutia), Russia, 677000**

INN: **1435028701**

OGRN: **1021401047260**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **29.795104**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **29.002941**

Share of the person in the authorized capital of the Issuer, %: **0.000014**

Share of the Issuer's equity shares held by the person, %: **0.000014**

43.Full corporate name: **Joint-Stock Company Kamchatka Gas Power Complex**

Abbreviated corporate name: **JSC KamGEK**

Location: **40 Klyuchevskaya, Petropavlovsk-Kamchatsky, Kamchatka Krai, Russia, 683003**

INN: **4101047002**

OGRN: **1024101019469**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **96.583531**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **96.583531**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

44.Full corporate name: **Joint-Stock Company Pavlodolskaya Hydroelectric Power Plant**

Abbreviated corporate name: **JSC Pavlodolskaya HPP**

Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation**

INN: **1510012774**

OGRN: **1041500751016**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

45.Full corporate name: **Joint-Stock Company RAO Energy System of East**  
Abbreviated corporate name: **JSC RAO Energy System of East**  
Location: **46 Leningradskaya St., Khabarovsk, 680021**  
INN: **2801133630**  
OGRN: **1087760000052**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **84.39**  
Percentage of equity shares held by the Issuer in such joint-stock company, %: **85.163759**  
Share of the person in the authorized capital of the Issuer, %: **0.012584**  
Share of the Issuer's equity shares held by the person, %: **0.012584**

46.Full corporate name: **Joint-Stock Company Sakhalin Energy Company**  
Abbreviated corporate name: **JSC CEK**  
Location: **40 Dzerzhinskogo, Yuzhno-Sakhalinsk, Russia, 693007**  
INN: **6501210088**  
OGRN: **1096501006030**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **31.489950**  
Percentage of equity shares held by the Issuer in such joint-stock company, %: **31.489950**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

47.Full corporate name: **Limited Liability Company IT Energy Service**  
Abbreviated corporate name: **LLC IT Energy Service**  
Location: **7 Kitaygorodsky Prospekt, Moscow, Russia, 109074**  
INN: **7729403949**  
OGRN: **1037700018751**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **19.99**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

48.Full corporate name: **Limited Liability Company Hydroservice**  
Abbreviated corporate name: **LLC Hydroservice**  
Location: **7 Malaya Dmitrovka St., Moscow, Russia, 127006**  
INN: **1902022558**  
OGRN: **1091902000772**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

49.Full corporate name: **Limited Liability Company Verkhnebalkarskaya Small HPP**  
Abbreviated corporate name: **LLC Verkhnebalkarskaya SHPP**  
Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation**  
INN: **0706004536**  
OGRN: **1090720000370**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**  
Share of the person in the authorized capital of the Issuer, %: **0**  
Share of the Issuer's equity shares held by the person, %: **0**

50.Full corporate name: **Limited Liability Company Fiagdonskaya Small HPP**  
Abbreviated corporate name: **LLC Fiagdonskaya SHPP**  
Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation**  
INN: **1514005915**

OGRN: **1091514000467**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

51.Full corporate name: **Limited Liability Company Small HPPs of Stavropol and Karachayevo-Cherkessia**

Abbreviated corporate name: **LLC SHPPs Stavropol and KCh**

Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation**

INN: **0917014406**

OGRN: **1090917001867**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

52.Full corporate name: **Closed Joint-Stock Company Verkhne-Narynskie Hydroelectric Power Plants**

Abbreviated corporate name: **CJSC Verkhne-Narynskie HPP**

Location: **326 Zhibek-Zholu Prospekt, Bishkek, Kyrgyz Republic**

INN: **02510201210033**

OGRN: **125748-3300-3AO**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **50**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **50**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

53.Full corporate name: **Joint-Stock Company Irkutsk Electric Grid Company**

Abbreviated corporate name: **JSC IEGC**

Location: **257 Lermontova St., Irkutsk, Russian Federation, 664033**

INN: **3812122706**

OGRN: **1093850013762**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **42.75**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **42.75**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

54.Full corporate name: **Closed Joint-Stock Company TPP in Sovetskaya Gavan**

Abbreviated corporate name: **CJSC TPP in Sovetskaya Gavan**

Location: **31A Komsomolskaya, Sovetskaya Gavan, Khabarovsk Krai, Russia, 682800**

INN: **2704022491**

OGRN: **1132709000489**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

55.Full corporate name: **Closed Joint-Stock Company Blagoveshchenskaya TPP**

Abbreviated corporate name: **CJSC Blagoveshchenskaya TPP**

Location: **28-30 Shevchenko St., Blagoveshchensk, Amur Oblast, Russia, 675000**

INN: **2801186142**

OGRN: **1132801005556**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

56. Full corporate name: **Closed Joint-Stock Company Sakhalin SDPP-2**

Abbreviated corporate name: **CJSC Sakhalin SDPP-2**

Location: **43 Kommunistichesky Prospekt, Yuzhno-Sakhalinsk, Sakhalin Oblast, Russia, 693000**

INN: **6501256357**

OGRN: **1136501004012**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

57. Full corporate name: **Closed Joint-Stock Company Yakutsk SDPP-2**

Abbreviated corporate name: **CJSC Yakutsk SDPP-2**

Location: **23 Dzerzhinskogo St., Office 304, Yakutsk, Republic of Sakha (Yakutia), Russia, 677000**

INN: **1435269489**

OGRN: **1131447010640**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **100**

Percentage of equity shares held by the Issuer in such joint-stock company, %: **100**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

58. Full corporate name: **Limited Liability Company VOLGAHYDRO**

Abbreviated corporate name: **LLC VOLGAHYDRO**

Location: **76 30 let Pobedy St., Balakovo, Saratov Oblast, Russia, 413840**

INN: **6439082561**

OGRN: **1136439001841**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company, %: **50% + 1 Russian ruble**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

59. Full corporate name: **Closed Joint-Stock Company Kholdingovaya Kompaniya BoAZ**

Abbreviated corporate name: **CJSC Kholdingovaya Kompaniya BoAZ**

Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation, 125362**

INN: **7733866026**

OGRN: **5137746242420**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company: **100%**

Percentage of equity shares held by the Issuer in such joint-stock company: **100%**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

60. Full corporate name: **Closed Joint-Stock Company Kholdingovaya Kompaniya BoGES**

Abbreviated corporate name: **CJSC Kholdingovaya Kompaniya BoGES**

Location: **7A, bldg. 5, Stroitelny Proezd, Moscow, Russian Federation, 125362**

INN: **7733866019**

OGRN: **5137746242376**

The Issuer's share in the authorized (reserve) capital (unit fund) of the commercial company: **100%**

Percentage of equity shares held by the Issuer in such joint-stock company: **100%**

Share of the person in the authorized capital of the Issuer, %: **0**

Share of the Issuer's equity shares held by the person, %: **0**

### **8.1.5. Information on Major Transactions Made by the Issuer**

Such transactions were not made within the reporting quarter.

## 8.1.6. Information on the Issuer's Credit Ratings

In respect of every credit ratings, known to the Issuer, for the last complete financial year, as well as for the period after the beginning date of the current year and up to the end date of the reporting quarter the following is to be specified:

Rating object: **Issuer**

Rating company

Full corporate name: **Fitch Ratings Ltd.**

Abbreviated corporate name: **Fitch**

Location: **Fitch Ratings 101Finsbury Pavement London EC2A 1 RS UK (central office), 6 Gasheka St., Dukat Place III, Moscow (Moscow office)**

Description of credit rating methods or URL where information on credit rating methods is posted in free access:

<https://www.fitchratings.com>, <http://www.fitchratings.ru>

Credit rating as at the end of the reporting quarter: **BB+ according to international scale, AA (rus) according to national scale**

Credit rating change history for the last completed financial year, preceding the end date of the reporting quarter, as well as for the period after the beginning date of the current year and up to the end date of the reporting quarter, with specification of the credit rating and allocation (change) date thereof

Allocation date	Credit rating
September 09, 2013	Fitch Ratings Ltd. confirmed Stable outlook of JSC RusHydro and confirmed its credit ratings at BB+ (foreign long-term rating) and AA(rus) (national long-term rating).
March 24, 2014	Fitch Ratings Ltd. changed Stable to Negative outlook of JSC RusHydro (due to similar change of sovereign credit rating outlook of the Russian Federation on March 21, 2014) and confirmed its credit ratings at BB+ (long-term rating in foreign and national currencies) and AA(rus) (national long-term rating).

Rating object: **Issuer**

Rating company

Full corporate name: **Standard & Poor's International Services, Inc.**

Abbreviated corporate name: **S&P**

Location: **55 Water Street New York, NY, United States, 10041 (central office), 4/7 Vozdvizhenka St., bldg. 2, Mokhovaya Business Centre, Moscow, 125009 (Mokhovaya Business Centre, Moscow office)**

Description of credit rating methods or URL where information on credit rating methods is posted in free access:

<http://www.standardandpoors.com>, <http://standardandpoors.ru>

Credit rating as at the end of the reporting quarter: **BB+ according to international scale, ruAA+ according to national scale**

Credit rating change history for the last completed financial year, preceding the end date of the reporting quarter, as well as for the period after the beginning date of the current year and up to the end date of the reporting quarter, with specification of the credit rating and allocation (change) date thereof

Allocation date	Credit rating
April 09, 2013	Standard&Poor's Rating Agency revised JSC RusHydro rating outlook from Negative to Stable and confirmed its credit ratings at BB+ (foreign long-term rating) and ruAA+ (national long-term rating).
March 28, 2014	Fitch Ratings Ltd. changed Stable to Negative outlook of JSC RusHydro (due to similar change of sovereign credit rating outlook of the Russian Federation on March 20, 2014) and confirmed its credit ratings at BB+ (long-term rating in foreign and national currencies) and ruAA+ (national long-term rating).

Rating object: **Issuer**

Rating company

Full corporate name: **MOODY'S Investors Service Ltd. together with Closed Joint-Stock Company**



### Moody's Interfax Rating Agency

Abbreviated corporate name: **MOODY'S and CJSC Moody's Interfax Rating Agency**

Location: **7 World Trade Center at 250 Greenwich Street New York, NY 10007 USA and 2 1-ya Tverskaya-Yamskaya St., Moscow, Russia, 103006 (Four Winds Plaza Business Centre)**

Description of credit rating methods or URL where information on credit rating methods is posted in free access:

**<https://www.moodys.com/>, <http://www.moodys.ru> and <http://www.rating.interfax.ru>**

Credit rating as at the end of the reporting quarter: **Ba1 according to international scale, Aa1.ru according to national scale**

Credit rating change history for the last completed financial year, preceding the end date of the reporting quarter, as well as for the period after the beginning date of the current year and up to the end date of the reporting quarter, with specification of the credit rating and allocation (change) date thereof

Allocation date	Credit rating
July 24, 2013	MOODY'S Investors Service Ltd. Rating Agency together with CJSC Moody's Interfax Rating Agency confirmed Stable rating outlook for JSC RusHydro and confirmed its credit ratings at Ba1 (foreign long-term rating) and Aa1.ru (national long-term rating).
April 03, 2014	MOODY'S Investors Service Ltd. Rating Agency together with CJSC Moody's Interfax Rating Agency confirmed a Stable rating outlook for JSC RusHydro and confirmed its credit ratings at Ba1 (foreign and national long-term rating according to international scale) and Aa1.ru (national long-term rating).

Rating object: **securities of the Issuer**

Information on securities

Type of securities: **bonds**

Series, other identification characteristics of securities: **bonds, series 07, 08**

State registration date of issue: **December 27, 2012**

Registration number: **4-07-55038-E , 4-08-55038-E**

Rating company

Full corporate name: **Fitch Ratings Ltd.**

Abbreviated corporate name: **Fitch**

Location: **Fitch Ratings 101Finsbury Pavement London EC2A 1 RS UK (central office), 26 Valovaya St., Moscow, 115054 (LightHouse Business Centre) Fitch Ratings CIS Ltd (Moscow office)**

Description of credit rating methods or URL where information on credit rating methods is posted in free access:

**<https://www.fitchratings.com>, <http://www.fitchratings.ru>**

Credit rating as at the end of the reporting quarter: **priority unsecured rating BB+ according to international scale**

Credit rating change history for the last completed financial year, preceding the end date of the reporting quarter, as well as for the period after the beginning date of the current year and up to the end date of the reporting quarter, with specification of the credit rating and allocation (change) date thereof

Allocation date	Credit rating
February 15, 2013	Fitch Ratings attached priority unsecured rating BB+ to 10 years Russian ruble bonds of JSC RusHydro to the amount of RUB 20 billion with coupon rate of 8.5% per annum.
September 09, 2013	Fitch Ratings confirmed rating of JSC RusHydro for Russian ruble bonds.
March 24, 2014	Fitch Ratings confirmed BB+ priority unsecured rating of JSC RusHydro for RUB bonds.

## 8.2. Information on each category (class) of the Issuer's shares

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

## 8.3. Information on Previous Issues of the Issuer's Equity Securities, Except for the Issuer's Shares

### 8.3.1. Information on Issues with Cancelled Securities

None.

### 8.3.2. Information on Issues with Outstanding Securities

Information about the total number and amount according to par value (if there is a notional value for such a type of securities) of all the Issuer's securities of each separate type excluding shares, issue(s) of which was (were) registered (or they were assigned with an identification number if in accordance with the Federal Law On the Securities Market issue(s) of securities are not subject to state registration) and which are not paid off (they may be placed, are being placed, have been placed and/or circulate).

Total amount: **35,000,000**

**Total amount in terms of par value: RUB 35,000,000,000**

Type, series (class), form and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 01 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-01-55038-E dated September 23, 2010
Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue	10,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value	RUB 10,000,000,000
Status of securities of the issue (not placed; are being placed; placed; outstanding)	outstanding
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	On March 05, 2013, the notice of the results of the securities issue was submitted to the Federal Financial Markets Service of Russia.
Number of interest (coupon) periods, during which yield (coupon, interest) on securities of the issue is paid (for bonds)	20
Maturity period (date) of the issue	April 12, 2021
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/disclosure/greports/">http://www.rushydro.ru/investors/disclosure/greports/</a> <a href="http://www.edisclosure.ru/portal/company.aspx?id=8580">http://www.edisclosure.ru/portal/company.aspx?id=8580</a>

Type, series (class), form and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 02 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-02-55038-E dated September 23, 2010

Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue*	5,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value*	RUB 5,000,000,000
Status of securities of the issue (not placed; are being placed; placed; outstanding)	outstanding
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	On March 05, 2013, the notice of the results of the securities issue was submitted to the Federal Financial Markets Service of Russia.
Number of interest (coupon) periods, during which yield (coupon, interest) on securities of the issue is paid (for bonds)	20
Maturity period (date) of the issue	April 12, 2021
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/disclosure/greports/">http://www.rushydro.ru/investors/disclosure/greports/</a> <a href="http://www.e-disclosure.ru/portal/company.aspx?id=8580">http://www.e-disclosure.ru/portal/company.aspx?id=8580</a>

\*registered number of securities of the issue is 10,000,000 with total par value of RUB 10,000,000,000, 5,000,000 bonds with total par value of RUB 5,000,000,000 were placed

Type, series (class), form and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 07 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-07-55038-E dated December 27, 2012
Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue	10,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value	RUB 10,000,000,000
Status of securities of the issue (not placed; are being placed; placed; outstanding)	outstanding
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	On March 05, 2013, the notification of securities issue results was submitted to the Federal Financial Markets Service of Russia.
Number of interest (coupon) periods, during which yield (coupon, interest) on securities of the issue is paid (for bonds)	20
Maturity period (date) of the issue	February 02, 2023
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/">www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/</a>

Type, series (class), form and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 08 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-08-55038-E dated December 27, 2012
Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue	10,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value	RUB 10,000,000,000
Status of securities of the issue (not placed; are being placed; placed; outstanding)	outstanding
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	On March 05, 2013, the notification of securities issue results was submitted to the Federal Financial Markets Service of Russia
Number of interest (coupon) periods, during which yield (coupon, interest) on securities of the issue is paid (for bonds)	20
Maturity period (date) of the issue	February 02, 2023
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/">www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/</a>

Type, series (class), form, and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 09 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-09-55038-E dated December 27, 2012
Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue	10,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value	RUB 10,000,000,000
Status of securities of the issue (not placed; being placed; placed; outstanding)	Placement has not started
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	—

Number of interest (coupon) periods during which yield (coupon, interest) on securities of the issue is paid (for bonds)	—
Maturity period (date) of the issue	-
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/">www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/</a>

Type, series (class), form, and other identifiers of securities	certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, series 10 with possible early redemption at the request of the holder and at the discretion of the Issuer
State registration number of the securities issue and state registration date thereof (identification number of the issue and allocation date thereof, if the securities issue is not subject to state registration)	4-10-55038-E dated December 27, 2012
Registering authority which carried out state registration of the securities issues (organization which allocated identification number to the securities issue, if the securities issue is not subject to state registration)	Federal Financial Markets Service of Russia
Number of securities of the issue	10,000,000
Number of securities issued at their par value or specification than in accordance with the laws of the Russian Federation such type of securities has no par value	RUB 10,000,000,000
Status of securities of the issue (not placed; being placed; placed; outstanding)	Placement has not started
Date of state registration of the report on the results of the securities issue (date of notice on the results of the securities issue)	—
Number of interest (coupon) periods during which yield (coupon, interest) on securities of the issue is paid (for bonds)	—
Maturity period (date) of the issue	—
URL where text of the securities issue resolution and securities prospectus is posted (if any)	<a href="http://www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/">www.rushydro.ru/investors/stockmarket/bonds/bond_issue/obligatsii_07080910/</a>

Securities of the issue are not secured bonds

Securities of the issue are not convertible securities

Securities of the issue are not options of the Issuer

Securities of the issue are not Russian depository receipts

There were no instances of non-performance or improper performance of the Issuer's matured obligations on securities of the issue, including due to the fault of the Issuer (delay of the debtor) or holder of securities (delay of the creditor)

#### **8.4. Information on Persons Providing a Security for the Issuer's Secured Bonds, as well as on Terms of Securing Performance of the Issuer's Secured Bonded Obligations**

*The Issuer did not register the secured bond prospectus, secured exchange bonds were not listed on the stock exchange.*

#### **8.4.1. Terms of Securing Performance of Obligations under Mortgage-Backed Bonds**

*The Issuer did not place mortgage-backed outstanding bonds.*

#### **8.5. Information on Companies Registering Rights to the Issuer's Equity Securities**

Information was specified in the Quarterly Report for Q1 2014; there were no changes made to this information during Q2 2014.

#### **8.6. Information on Legislative Enactments Governing Import and Export of Capital, which may Influence Payment of Dividends, Interest and Others Payments to Non-Residents**

International double taxation agreements and treaties (concerning income and property tax, as well as tax avoidance prevention concerning income and property tax);

Civil Code of the Russian Federation (Part One) No. 51-Ф3 dated November 30, 1994;

Tax Code of the Russian Federation (Part One) No. 146-Ф3 dated July 31, 1998;

Tax Code of the Russian Federation (Part Two) No. 117-Ф3 dated August 05, 2000;

Federal Law No. 208-Ф3 On Joint-Stock Companies dated December 26, 1995;

Federal Law No. 39-Ф3 On Securities Market dated April 22, 1996;

Federal Law No. 46-Ф3 On Protection of Rights and Legitimate Interests of Investors on the Securities Market dated March 05, 1999;

Federal Law No. 115-Ф3 On Combating Legalization of Illegally Gained Income and Financing of Terrorism dated August 07, 2001;

Federal Law No. 115-Ф3 On Legal Status of Foreign Citizens in the Russian Federation dated July 25, 2002;

Federal Law No. 39-Ф3 On Investment Activity in the Russian Federation Accomplished in the Form of Capital Investments dated February 25, 1999;

Federal Law No. 127-Ф3 On Insolvency (Bankruptcy) dated October 26, 2002;

Federal Law No. 173-Ф3 On Currency Regulation and Currency Control dated December 10, 2003;

Decree of the President of the Russian Federation No. 1009 dated August 04, 2004, On the Approval of the List of Strategic Enterprises and Strategic Joint-Stock Companies;

Resolution of the Russian Federation Government No. 1226-p dated August 20, 2009, On Approval of the List of Strategic Organizations as well as Federal Executive Authorities Ensuring Implementation of the Unified State Policy in Economic Sectors where Such Organizations Operate;

Resolution of the Russian Federation Government No. 774-p dated May 29, 2006;

Resolution No. 27 of the Federal Securities Commission of Russia On Approval of Regulations on Share Register Management dated October 02, 1997;

Resolution No. 19 of the Plenum of the Supreme Arbitration Court of the Russian Federation On Certain Application Issues of the Federal Law On Joint-Stock Companies dated November 18, 2003.

#### **8.7. Taxation Procedure for Yield on the Issuer's Equity Securities Placed and Being Placed**

Taxation procedure for yield on the Issuer's securities placed and being placed, including relevant tax rates for various categories of holders (individuals, legal entities, residents, non-residents), payment term and procedure, including:

procedure for and terms of taxation on income of individuals (both tax residents of the Russian Federation and non-residents receiving income from sources in the Russian Federation) in the form of dividends and interest received from the Issuer of securities as well as income from sale of the Issuer's securities both in and outside the Russian Federation;

procedure for and terms of profit taxation of legal entities (both Russian and foreign companies performing their activities in the Russian Federation through permanent representative offices and/or receiving income from sources in the Russian Federation) calculated taking into account income from sale of securities and in the form of dividends and interest received from the Issuer of securities.

Taxation of yield on the Issuer's equity securities placed and being placed is governed by the Tax Code of the Russian Federation (hereafter referred to as the Tax Code), as well as other laws and regulations of the Russian Federation accepted in accordance with the Tax Code of the Russian Federation.

#### TAX RATES

Type of income	Legal entities		Individuals	
	Residents	Non-residents	Residents	Non-residents
Coupon yield	20% (including federal budget –2%; budget of the constituent entity—18%)	20%	13%	30%
Yield on securities	20% (including federal budget –2%; budget of the constituent entity—18%)	20%	13%	30%
Dividend yield	9%*	15%**	9%	15%

\* or 0% on yield received by Russian companies in the form of dividends, provided that, as of the date of decision on dividend payment, the company receiving dividends within at least 365 calendar days has been continuously holding at least a 50% deposit (share) in the authorized (reserve) capital (fund) of the company distributing dividends or depositary receipts, entitling receipt of dividends in an amount corresponding to at least 50 per cent of the total dividends paid by the company.

\*\* including dividends from participation in the capital of the company in other form.

The tax is established at the rate of 30% in relation to yield on securities issued by Russian companies, rights under which are recognised on the depositary account of a foreign nominee, depositary account of a foreign authorised holder, and/or depositary account of depositary programs paid to persons, information about which has not been provided to the tax agent in accordance with Article 214.6 of the Code.

The tax is established at the rate of 30% in relation to yield on securities issued by Russian companies, rights under which are recognised on the depositary account of a foreign nominee, depositary account of a foreign authorised holder, and/or depositary account of depositary programs paid to persons, information about which has not been provided to the tax agent in accordance with Article 310.1 of the Tax Code of the Russian Federation.

#### TAXATION PROCEDURE FOR INDIVIDUALS

Type of tax — personal income tax (PIT).

Income sourced in the Russian Federation:

Dividends and interest received from Russian company, as well as interest received from Russian individual entrepreneurs and/or foreign company due to the activity of its permanent representative office in the Russian Federation;

Income from sale of shares or other securities in the Russian Federation, as well as interest in the authorized capital of companies.

Tax base.

When determining the tax base, all income of taxpayers received both in monetary form and in kind, or the right to dispose of which has arisen, as well as income in the form of financial benefit, is taken into consideration.

Income of taxpayers received in the form of financial benefit is financial benefit received from acquisition of securities. Upon receipt by the taxpayer of income in the form of financial benefit from acquisition of securities, the tax base is defined as excess of the market value of securities, term transaction financial instruments over actual gross expenditures of the taxpayer connected with such acquisition.

The market value of publicly traded securities is defined on the basis of their market price, taking into account the fluctuation limit.

The market value of securities not publicly traded is defined on the basis of their estimated price, taking into account the fluctuation limit.

The procedure for determination of the securities market price, estimated price, as well as procedure for determination of the fluctuation limit of markets is established by the Central Bank of the Russian Federation as agreed with the Ministry of Finance of the Russian Federation.

When determining the tax base concerning income on securities transactions, income on the following transactions is taken into account:

With publicly traded securities;

With securities not publicly traded.

Securities publicly traded include, inter alia, securities listed by the Russian listing authority, including on the stock exchange. These securities relate to publicly traded securities, if market quotation of securities is calculated. Market quotation of securities means:

1) Weighted average price for securities under transactions made within one trading day through the Russian listing authority, including stock exchange, for securities listed by such listing authority or stock exchange;

2) Closing price for a security, calculated by the foreign exchange under transactions made within one trading day through such exchange, for securities listed by such foreign exchange.

Securities for PIT tax purposes are also deemed sold (acquired) in case of termination of the taxpayer's obligations to pass (accept) relevant securities through set-off of counter claims of the same kind, including during clearing in accordance with the laws of the Russian Federation.

Claims of the same kind are claims to transfer securities of one issuer with similar rights, of one type, and one category (class).

In these circumstances the set-off of counter claims of the same kind in accordance with the laws of the Russian Federation shall be evidenced in the documentation on termination of obligations to transfer (accept) securities, including reports of the clearing organization, persons acting as a broker, or managers, which in accordance with the laws of the Russian Federation render clearing, brokerage services to the taxpayer or act as a trustee on behalf of the taxpayer.

Yield on transactions in securities shall be deemed to be yield from purchase and sale (redemption) of securities received within the tax period.

Interest (coupon, discount) income received within the tax period with respect to securities is included in the yield on transactions in securities, unless otherwise stipulated in Article 214.1 of the Tax Code.

Yield on transactions in publicly traded securities and securities not traded on the organized securities market, as settled by the trust manager (except for the managing company performing trust management, comprising the share investment fund) in favor of the beneficiary (individual) is included in yield of the beneficiary on relevant transactions in securities.

Expenses with respect to transactions in securities shall be deemed documented and actual expenses of the taxpayer, associated with acquisition, sale, storage, and redemption of securities. Such expenses shall include:

Amounts paid by the Issuer of securities as a payment for placed securities, as well as amounts paid according to securities agreements, including coupon amounts;

Payment for services rendered by securities market professionals, as well as exchange intermediaries and clearing centers;

Exchange duty (fee);

Payment for services of persons maintaining the register;

Tax paid by the taxpayer upon receipt of securities by way of inheritance;

Tax paid by the taxpayer upon receipt of shares, interest by way of gift in accordance with Clause 18.1, Article 217 of the Tax Code;

Interest paid by the taxpayer with respect to loans and borrowing received for settlement of transactions in securities (including interest on loans and borrowing for settlement of margin transactions) up to the amount calculated on the basis of the discount rate of the Central Bank of the Russian Federation as at the interest payment date, increased by 1.1 for loans and borrowing in RUB, and on the basis of 9 per cent for loans and borrowing in foreign currency;

Other expenses directly relating to transactions in securities.

The financial result with respect to transactions in securities is defined as operating income less relevant expenses described above.

In this respect expenses, which cannot be directly associated with a decrease in yield on transactions in publicly traded securities or securities not publicly traded or with a decrease in relevant type of income, are divided in proportion to every type of income.

The financial result is defined with regard to every transaction and to every series of transactions in securities. The financial result is defined upon completion of the tax period, unless otherwise provided by Article 214.1 of the Tax Code.

A negative financial result received in the tax period with respect to individual transactions in securities reduces the financial result received in the tax period with respect to a series of relevant transactions. In this respect with regard to transactions in publicly traded securities, the amount of negative financial result reducing the financial result with respect to transactions in publicly traded securities is defined taking into account the limit fluctuation of market price for securities.

A financial result received in the tax period with respect to individual transactions in securities not publicly traded, which as of the date of their acquisition referred to publicly traded securities, may be reduced by the amount of the negative financial result received in the tax period with respect to transactions in publicly traded securities.



A negative financial result with regard to every series of transactions in securities is deemed to be loss. Loss with respect to transactions in securities is recorded in accordance with Articles 214.1 and 220.1 of the Tax Code.

Upon sale of securities, expenses in the form of the acquisition cost of securities are recognized according to the cost of first acquisitions (FIFO).

Should the issuing company exchange (convert) shares, upon sale of shares received by the taxpayer as a result of exchange (conversion), expenses on acquisition of shares held by the taxpayer before exchange (conversion) thereof are recognized as documented expenses of the taxpayer.

Upon sale of shares (interest, equity units) received by the taxpayer in case of reorganization of companies, expenses for their acquisition are expenses determined in compliance with Clauses 4-6, Article 277 of the Tax Code, provided that the taxpayer's expenses on acquisition of shares (interest, equity units) of reorganized companies are documentary supported.

If the taxpayer acquires title to (including receives free of charge or with partial payment, as well as by way of gift or inheritance) securities, during taxation of yield from purchase and sale (redemption) of securities, amounts used for charging and payment of tax in case of acquisition (receipt) of these securities and tax amount paid by the taxpayer are deemed as documented expenses for acquisition (receipt) of these securities.

If upon receipt of securities by the taxpayer by way of gift or inheritance, tax in compliance with Clauses 18 and 18.1, Article 217 of the Tax Code is not charged, during taxation of yield from purchase and sale (redemption) of securities received by the taxpayer by way of gift or inheritance, documented expenses of the grantor (ancestor) on acquisition of these securities are also taken into account.

Amounts paid by the taxpayer for acquisition of securities, in relation to which partial redemption of the par value of securities is possible during stock trading, are deemed as expenses in case of such partial redemption in proportion to yield receive from partial redemption in the aggregate redeemable amount.

The tax base with respect to transactions in securities is deemed a positive financial result with regard to a series of relevant transactions calculated for the tax period.

The tax base with respect to every series of transactions (transactions in publicly traded securities and transactions in securities not publicly traded) is defined separately.

Taxpayers who incurred losses in the preceding tax period with respect to transactions in publicly traded securities may decrease the tax base with respect to transactions in publicly traded securities in the current tax period to a full amount of incurred losses or to any part thereof (losses carried forward).

In this respect the tax base of the current tax period is determined taking into account special aspects specified in Articles 214.1 and 220.1 of the Tax Code.

Losses received with respect to transactions in publicly traded securities, which are carried forward, reduce the tax base for the relevant tax period with respect to such transactions.

It is not allowed to carry forward losses received with respect to transactions in securities not publicly traded.

The taxpayer may carry forward losses within 10 years after the tax period when these losses have been received.

The taxpayer may carry losses received in the preceding tax periods to the current tax period. In this respect losses not carried to the nearest next year may be carried in whole or in part to the next year from the following nine years.

If the taxpayer sustains losses in several tax periods, such losses may be carried forward in such order, in which they are incurred.

The taxpayer shall keep documents confirming losses it has incurred during the period when it decreases the taxable base of the current tax period by the amount of previously incurred losses.

Losses according to Article 220.1 of the Tax Code shall be recorded by the taxpayer upon submission of the tax return to the tax authority upon completion of the tax period.

Amounts, paid under the trust agreement to the trust manager in the form of remuneration and recompense for incurred expenses on settled transactions in securities, are recognized as expenses decreasing income from relevant transactions. In this respect, if the trustor is not a beneficiary under the trust agreement, such expenses are taken into account during calculation of financial result of the beneficiary only.

If the trust agreement provides for several beneficiaries, yield on transactions in securities settled by the trust manager in favor of the beneficiary is distributed between them on the basis of terms and conditions of the trust agreement.

If during trust management transactions in publicly traded securities and/or securities that are not publicly traded are settled, as well as if in the course of trust management other types of income arise (including dividend yield, interest income), the taxable base is determined separately with regard to transactions in publicly traded securities and not securities that are not publicly traded and with regard to every type of income. In this respect expenses, which cannot be directly associated with decrease in yield on transactions in publicly traded securities or securities that are not publicly traded or with a decrease in the relevant type of income, are divided in proportion to every type of income.

A negative financial result with respect to separate transactions in securities, settled by the trust manager in the tax period, reduces the financial result with respect to a series of relevant transactions. In this respect the

financial result is determined separately with respect to transactions in publicly traded securities and transactions in securities not publicly traded.

Special aspects of the tax base determination in respect of REPO transaction in securities and securities lending are determined by Articles 214.3 and 214.4 of the Tax Code correspondingly.

The depository recognized as a tax agent in accordance with sub-paragraph 7 of paragraph 2 of Article 226.1 of the Tax Code of the Russian Federation performs calculations, deduction, and payment of tax with regard to the requirements of Article 226.1 of the Tax Code.

In case of payment of yields on securities, which are recognized on the securities account of a foreign nominee, tax shall be calculated and withheld by the tax agent on the basis of the following information:

- Summarized information on individuals exercising rights to securities.

Information shall include data on the number of a foreign issuer's securities certifying rights to securities of the corresponding Russian entity, rights under which are exercised by such persons as at the date determined by the decision on payment of yield on securities.

• Summarized information on persons, in the interests of which the trust manager exercises rights to securities of a Russian organization, provided that such trust manager acts in the interests of the foreign investment fund (investment company), which, in accordance with the personal law of such fund (company), belongs to collective investment schemes.

Information shall include data on the number of a Russian company's securities and on the number of a foreign issuer's securities certifying rights to securities of the corresponding Russian entity, rights under which as at the date determined by the decision on payment of yield on securities are exercised by the trust manager in the interests of such persons.

Requirements for submission of information are not applied to payment of yield on securities, in relation to which another depository previously calculated and withheld tax, provided that such depository provided the depository paying yield with the corresponding information on tax deduction.

In case of payment of yields on securities, which are recognized on the securities account of depository programs, tax shall be calculated and withheld by the tax agent on the basis of the following information:

• Summarized information on persons exercising rights under securities of a foreign issuer certifying the rights to securities of a Russian company.

Information shall include data on the number of a foreign issuer's securities certifying rights to securities of the corresponding Russian entity, rights under which are exercised by such persons as at the date determined by the decision on payment of yield on securities.

• Summarized information on persons, in the interests of which the trust manager exercises rights under securities of the foreign issuer certifying rights to securities of a Russian organization, provided that such trust manager acts not in the interests of the foreign investment fund (investment company), which, in accordance with the personal law of such fund (company), belongs to collective investment schemes.

Information shall include data on the number of a Russian company's securities and on the number of a foreign issuer's securities certifying rights to securities of the corresponding Russian entity, rights under which, as at the date determined by the decision on payment of yield on securities, are exercised by the trust manager in the interests of such persons.

During payment of yield on securities, which is recognized on the securities account of a foreign authorized holder, opened not in the interests of the foreign investment fund (investment company), which, in accordance with the personal law of such fund (company), belongs to collective investment schemes, the tax is calculated and withheld by the tax agent on the basis of summarized information on persons, in the interests of which such foreign authorized holder performs trust management of securities, in relation to the yield on which the company is recognized as a tax agent.

Summarized information shall include data on the number of a Russian company's securities and on the number of a foreign issuer's securities certifying rights to securities of the corresponding Russian entity, rights under which, as at the date determined by the decision on payment of yield on securities, are exercised by the trust manager in the interests of such persons.

Information on the number of securities is provided to the tax agent with specification of states, where relevant individuals exercising rights under securities (in relation to which rights under securities are exercised) are tax residents. In case of tax exemptions in relation to the yield on securities stipulated by the Tax Code of the Russian Federation or international treaty of the Russian Federation, information shall be given to the tax agent with specification of the grounds for such exemptions.

If information is not provided to the tax agent in the established form and term in full, in relation to the yield on relevant securities, the tax agent shall calculate tax and pay tax at the rate of 30 percent on the basis of paragraph 6 of Article 224 of the Tax Code of the Russian Federation, except for cases when the yield on such securities is not subject to taxation in accordance with the Tax Code of the Russian Federation or international treaty of the Russian Federation, such yield is taxed at the rate of 0 percent, or in accordance with the Tax Code of the Russian Federation, the tax agent does not calculate and withhold tax from such yield.

In relation to dividend yield upon shares of the Russian entities, which are subject to taxation at the tax rate lowered in comparison to the tax rate stipulated by the Tax Code of the Russian Federation or international treaty of the Russian Federation, and if application of such lowered rate depends on meeting the conditions stipulated by the Tax Code of the Russian Federation or the said international treaty, the tax agent shall calculate and pay tax at the tax rate stipulated by the Tax Code of the Russian Federation or the said international treaty for dividend yield upon shares of the Russian entities, without application of the relevant benefits. Tax is refunded to the taxpayer according to the procedure established by the Tax Code of the Russian Federation.

Summarized information is provided to the tax agent by foreign nominee, foreign authorized holder, or person in respect of whom the depositary has opened the securities account of depositary programs within the following term:

- For the securities with obligatory centralized storage: not later than five days from the date on which the depositor carrying out the centralized storage disclosed the information on the transfer of due payments under securities to its deponents.
- For the shares of Russian companies: not later than seven days from the date on which the persons entitled to dividends are determined as per the company's decision.

The tax agent shall pay the calculated tax to the budget on the thirtieth day upon calculation thereof. If upon the expiry of the specified term the tax agent is not provided with the updated summarized information stipulated in paragraph 5 of Article 214.6 of the Tax Code of the Russian Federation, the tax agent shall recalculate the tax and independently pay or return the previously withheld tax on the basis of such information.

The tax agent may not recalculate the previously withheld tax in accordance with paragraph 10 of Article 214.6 of the Tax Code of the Russian Federation if the updated summarized information is submitted to the tax agent less than five days prior to expiry of the period specified in sub-paragraph 1 of paragraph 10 of Article 214.6 of the Tax Code of the Russian Federation.

The calculated tax in case of its recalculation shall be paid by the tax agent at the expense of tax in relation to securities payments withheld by it prior to recalculation as well as cash funds of persons referred to in paragraph 9 of Article 214.6 of the Tax Code of the Russian Federation, under the procedure established in the agreement between the tax agent and such persons.

Summarized information provided by a foreign company acting in the interests of third parties shall be submitted in one or several forms (at the discretion of the tax agent):

- A hard copy signed by the authorized person of a foreign organization
- An electronic document signed with enhanced encrypted and certified digital signature or enhanced encrypted non-certified digital signature in accordance with Federal Law dated April 6, 2011, No. 63-ФЗ On Electronic Signatures without submission of a hard copy
- An electronic document submitted through the system of international financial telecommunications SWIFT without submission of a hard copy

The tax agent shall determine the summarized information submission form (forms) from forms specified in paragraph 11 of Article 214.6 of the Tax Code of the Russian Federation, as well as the terms and conditions for using such form (forms).

The tax agent paying yield on securities specified in paragraph 1 of Article 214.6 of the Tax Code of the Russian Federation shall calculate and pay the tax in accordance with Article 214.6 in relation to all yield paid on discount bonds issued by Russian companies.

Tax is refunded to the taxpayer according to the procedure established by the Tax Code of the Russian Federation.

No duty may be imposed on the tax agent to calculate and pay a tax amount in relation to payments stipulated by Article 214.6 of the Tax Code of the Russian Federation, which the said tax agent has not withheld as a consequence of submission to it by an entity, acting for the benefit of any third parties, of unreliable and/or incomplete information and/or documents, as well as in case of refusal of such an entity to submit, upon request of the tax authority performing an in-house or field tax audit, the information and/or documents required in accordance with Article 214.8 of the Tax Code of the Russian Federation. In this case, tax penalties shall not apply to the tax agent.

A foreign nominee, foreign authorized holder, and/or person in respect of which the depositary has opened the securities account of depositary programs may have relations with the tax agent regulated by Article 214.6 of the Tax Code of the Russian Federation independently or through its authorized representative in accordance with Article 26 of the Tax Code of the Russian Federation.

Requirements of Article 214.6 of the Tax Code of the Russian Federation shall not apply to calculation and deduction of tax during payment of yield on securities of foreign entities, including securities eligible for placement and/or public offering in the Russian Federation.

The tax base in respect of transactions in securities is determined by the tax agent upon completion of the tax period.

In transactions with securities when making payments on securities for the purpose of Article 226.1 of the Tax Code of the Russian Federation the tax agent is:

- a trust manager or broker performing transactions with securities in the interests of the taxpayer on the basis of a trust management agreement, brokerage agreement, engagement agreement, commission agreement, or agency agreement with the taxpayer;

In such case, each tax agent shall determine the tax base of the taxpayer for all income on operations made by the tax agent in the interests of such taxpayer in accordance with the specified agreements less relevant expenses. The tax agent does not take into account during determination of the tax base the taxpayer's income derived from transactions made not on the basis of these agreements.

- the trust manager in relation to yield on securities issued by Russian companies, rights under which are recognized on the date specified in the decision on payment (declaration) of yield on securities on the personal or securities account of such trust manager if such trust manager at the date of acquisition of securities specified in this clause is a professional securities market participant;

- a Russian company paying to the taxpayer yield on securities issued by such company, rights under which are recognized in the register of securities of the Russian company on the date specified in the decision on payment (declaration) of yield on such securities on the following accounts:

1. Personal account of the owner of such securities
2. Deposit personal account
3. Personal account of the trust manager if the trust manager is not
4. A professional securities market participant

- a Russian company paying to the taxpayer yield on securities issued by such company, which are recognized on the date determined in the decision on payment (declaration) of yield on the account of unspecified persons opened by the registrar, persons with respect to which their right to such yield is determined;

- a depositary paying to the taxpayer yield on securities issued by Russian companies, rights under which are recognized in such depositary on the date specified in the decision on payment (declaration) of yield on the following accounts:

- Securities account of such securities holder, including on the trading deposit account of the holder
- Deposit securities account
- Securities account of the trust manager if such trust manager is not a professional securities market participant

- Securities subaccount opened with the depositary in accordance with Federal Law No. 7-Φ3 dated February 7, 2011, On Clearing and Clearing Activities except for the securities subaccount of a nominee

- Securities subaccount opened in accordance with Federal Law No. 156-Φ3 dated November 29, 2001, On Investment Funds

- a depositary paying to the taxpayer yield on securities issued by Russian company, which are recognized at the date determined in the decision on payment (declaration) of yield on securities on the account of unspecified persons opened by such depositary to persons with respect to which their right to such yield is determined;

- a depositary paying (transferring) under the depositary agreement yield to taxpayer in cash on the following securities, which are recognized on the depositary account of a foreign nominee, depositary account of a foreign authorized holder, and/or depositary account of depositary programs:

1. In relation to equity securities with obligatory centralized storage issued by Russian companies, which were issued (publicly registered) or identified after January 1, 2012.

2. In relation to other equity securities issued by Russian companies except for the equity securities with obligatory centralized storage of issues, which were publicly registered or identified after January 1, 2012.

A person paying yield on securities issued by Russian companies to the taxpayer is not deemed a tax agent in relation to such payments if they are made in favor of the managing company acting in the interests of a mutual investment fund.

When determining the tax base by the tax agent on transactions in securities, the tax agent, on the basis of the application of the taxpayer, may recognize actual and documented expenses connected with acquisition and storage of relevant securities and which the taxpayer incurred without participation of the tax agent, including prior to agreement with the tax agent, in the presence of which the tax agent determines the tax base of the taxpayer.

An individual shall submit as documented expenses originals or duly certified copies of documents under which such individual incurred relevant expenses, broker reports, documents confirming transfer of rights under relevant securities to the taxpayer, payment, and amount of relevant expenses. If an individual submits original documents, the tax agent shall make certified copies thereof and keep them for five years.

The tax agent shall also calculate and withhold tax incompletely withheld by the issuer of securities, recognized by the tax agent in relation to relevant payments, including in case of payments to the taxpayer as a result of transactions, the tax base under which is determined in accordance with Article 214.1 of the Tax Code of the Russian Federation.

Tax is calculated and withheld on the basis of information provided by the issuer of the securities to the tax agent in the manner and within term established by the federal executive body authorized to control and supervise taxes and fees.

A depository paying (transferring) yield on equity securities with obligatory centralized storage is not deemed a tax agent when paying amounts to taxpayers in satisfaction of the nominal value of the securities. In this case, the tax shall be paid in accordance with Article 228 of the Tax Code of the Russian Federation.

The tax agent shall calculate and pay tax when making transactions with securities in the following term:

Upon expiration of the tax period

Before expiration of the tax period

Before expiration of the contract in favor of an individual

Tax in relation to the yield on securities shall be calculated and paid by the tax agent when paying such yield in favor of an individual under the procedure established by Chapter 23 of the Tax Code of the Russian Federation.

The tax agent pays the tax withheld from the taxpayer within one month from the earliest of the following dates:

Expiration date of the relevant tax period

Expiration date of the contract with the last effective date on the basis of which the tax agent shall pay to the taxpayer income, in respect of which it is recognized as a tax agent

Date of payment of cash funds (transfer of securities)

The tax agent shall withhold tax from ruble cash funds of the taxpayer being at the disposal of the tax agent on broker accounts, special broker accounts, special customer accounts, special custody accounts, or bank accounts of the tax agent being the trust manager, used by such manager for separate storage of cash funds of trustors based on the balance of ruble cash funds of the customer on relevant accounts as at the tax withholding date.

The cash outlay for the purposes of Article 226.1 of the Tax Code of the Russian Federation means payment of disposable funds by the tax agent to the taxpayer or third party at the taxpayer's request, as well as transfer of funds to the bank account of the taxpayer or third party at the taxpayer's request.

Yield payment in kind for the purpose of this Article is deemed transfer of securities by the tax agent to the taxpayer (or to third parties at the taxpayer's request) from the tax agent's custodian account (personal account) or the taxpayer's custodian account (personal account), of which the tax agent is authorized to dispose.

Yield payment in kind for the purposes of Article 226.1 of the Tax Code of the Russian Federation is not deemed transfer of securities by the tax agent at the taxpayer's request, connected with settlement of securities transactions by the taxpayer, provided that funds under relevant transactions were received in full on the taxpayer's account (including bank account) opened with that tax agent as well as transfer (re-registration) of securities on the securities account, in relation to which title of such taxpayer is certified, opened with the depository operating in accordance with the laws of the Russian Federation.

In case of yield payment in kind, the payment amount is determined in the amount of actual and documented expenses for acquisition of securities passed to the taxpayer or other person.

When determining the tax base, the tax agent calculates the financial result of the taxpayer receiving cash funds (yield in kind) as at the date of yield payment in accordance with Articles 214.1 of the Tax Code of the Russian Federation.

If tax in relation to the financial result calculated on a cumulative total exceeds the amount of current payment of cash funds (yield in kind), tax shall be calculated and paid by the tax agent from the current payment.

If tax in relation to financial result calculated on a cumulative total does not exceed the amount of current payment of cash funds (yield in kind), tax shall be calculated and paid by the tax agent from the financial result calculated on a cumulative total.

If the tax agent pays monetary funds (income in kind) to the taxpayer several times within the tax period, tax is assessed cumulatively with set-off of previously paid tax.

If the taxpayer has different types of proceeds (including income taxable at different tax rates) from transactions settled by the tax agent in favor of the taxpayer, the order of their payment to the taxpayer in case of cash outlay (income in kind) until the expiry of the tax period (before the expiry of the validity term of the trust management agreement) is determined by agreement between the taxpayer and the tax agent.

If it is impossible to fully withhold the calculated tax amount pursuant to Article 226.1 of the Tax Code of the Russian Federation, the tax agent shall determine the possibility of the tax amount prior to occurrence of the earliest of the following dates:

One month from the end of a taxation period, in which the tax agent failed to fully withhold the calculated tax amount

Date of expiration of the last contract concluded between the taxpayer and the tax agent subject to availability of which the tax agent calculated the tax

If it is impossible to withhold (in part or in full) from the taxpayer the accrued tax due to expiration of the last (according to the effective date) contract, under which the tax agent performs the payment, in relation to which it is deemed the tax agent, the tax agent shall within one month from the date of this circumstance notify the tax authority at the place of its registration in writing about the impossibility of the said withholding and the

taxpayer's outstanding amount. In that case, tax shall be paid by the taxpayer in accordance with Article 228 of the Tax Code of the Russian Federation.

Messages about the impossibility to withhold the tax amount following the results of the taxation period shall be sent by the tax agent to the tax authorities not later March 1 of the year following the expired taxation period.

#### TAXATION PROCEDURE FOR LEGAL ENTITIES.

Type of tax — income tax.

Income includes:

Proceeds from sales of property rights (sales income);

Non-operating income in the form of interest on securities and others debt obligations and/or from interest in other organizations.

Tax base.

Proceeds of the taxpayer from transactions in respect of sale or other retirement of securities (including redemption) are determined on the basis of the price of sale or other retirement of securities, as well as accumulated interest (coupon) yield paid by the buyer to the taxpayer and interest (coupon) yield paid to the taxpayer by the Issuer (promisor). In this respect proceeds of the taxpayer from sale or other retirement of securities do not include interest (coupon) yield previously taken into account during tax assessment.

Expenses upon sale (or other retirement) of securities are determined on the basis of the acquisition price for securities (including acquisition expenses), sale expenses, discount rates applied to the estimated value of the investment unit, accumulated interest (coupon) yield paid by the taxpayer to the seller of securities. In this respect expenses do not include accumulated interest (coupon) yield previously taken into account during tax assessment.

In case of sale of shares received by shareholders due to reorganization of companies, the purchase price of such shares shall be deemed their cost to be determined in compliance with paragraphs 4–6 of Article 277 of the Tax Code of the Russian Federation.

Securities are also deemed sold (acquired) in case of termination of the taxpayer's obligations to pass (accept) relevant securities through set-off of counter claims of the same kind, including in case of termination of such obligations during clearing in accordance with the laws of the Russian Federation.

Securities are deemed publicly traded unless and until all of the following conditions have been fulfilled:

- 1) If they are traded by at least one listing authority entitled in accordance with national legislation;
- 2) If information on their prices (quotations) is published in mass media (including online media) or may be presented by the listing authority or other authorized person to any interested person within three years after the date of transactions in securities;
- 3) If within last three months preceding the date of transaction in securities settled by the taxpayer, the market quotation for them is calculated, if it is provided by the applicable legislation.

Applicable legislation means legislation of a state in the territory of which securities are traded (conclusion by the taxpayer of civil transactions resulting in passing of title to securities). If it is impossible to unambiguously define in the territory of which state securities transactions have been settled out of the organized securities market, including transactions concluded through electronic communications networks, the taxpayer, in accordance with accounting policies accepted by it for tax purposes may independently choose such state depending on the location of the seller or buyer of securities.

The market quotation of securities for tax purposes means the weighted average price for securities under transactions settled within one trading day through the Russian listing authority, including stock exchange, for securities listed by such listing authority or such stock exchange, or the closing price for security estimated by the foreign exchange in respect of transactions settled within one trading day through such stock exchange for securities listed by such stock exchange. If transactions in the same security have been settled through two and more listing authorities, the taxpayer may independently choose the market quotation of one of the listing authorities. If the weighted average price has not been calculated by the listing authority, for the purposes of this Chapter the weighted average price means a half of the highest and lowest prices for transactions settled within one trading day through such listing authority.

The accumulated interest (coupon) yield means a part of interest (coupon) yield to be paid under terms and conditions of issue of such security, estimated in proportion to calendar days passed after the date of security issue or payment date of the last coupon yield up to the date of settlement of transaction (transfer of securities).

The market price for publicly traded securities for tax purposes means an actual cost of sale or other retirement of securities, if such price is within the lowest and highest prices under transactions (price range) in the specified securities registered by the listing authority at the date of relevant transaction. If a transaction is settled through the listing authority, the date of transaction shall mean an auction date when the relevant securities transaction has been settled. If a security is sold out of the organized securities market, the date of transaction shall mean a date when all material terms and conditions of security transfer are determined, i.e. the date of agreement.

If as at the specified date transactions in the same security have been settled through two and more listing authorities, the taxpayer may independently choose the listing authority, the price range of which would be used by the taxpayer for tax purposes.

In the absence of information on the price range of the listing authorities as at the date of transaction, the taxpayer shall use the selling price range for securities of these listing authorities as at the date of the nearest auction which took place before the date of the relevant transaction, if the securities auction has been conducted by the listing authority at least once within the last three months.

If the taxpayer observes the procedure specified above, the actual price for sale or other retirement of securities within the relevant price range is deemed for tax purposes as a market price.

In case of sale (acquisition) of publicly traded securities at a price below the lowest price (above the highest price) under transactions on the organized securities market, the lowest (highest) price under transaction on the organized securities market is used to determine the financial result.

In respect of securities not publicly traded, the actual price of the transaction is used for tax purposes, if that price is within the range between the lowest and highest prices, determined on the basis of the estimated price for securities and maximum price deviation. The maximum deviation of prices for securities not publicly traded is determined at the rate of 20 per cent upwards or downwards from the estimated price for securities. In case of sale (acquisition) of securities not publicly traded at a price below the lowest price (above the highest price), determined on the basis of the estimated price for securities and maximum price deviation, the lowest (highest) price determined on the basis of the estimated price is used to determine the financial result.

The procedure for determination of settling prices for securities not publicly traded shall be stipulated by the Central Bank of the Russian Federation as agreed by the Ministry of Finance of the Russian Federation.

The taxpayer, being a shareholder, which sells shares received from an increase of the authorized capital of the joint-stock company, shall determine the yield as the difference between the sale price and initially paid cost of the share, adjusted subject to change in the amount of shares due to the increase of the authorized capital.

The tax base in respect of transactions in securities shall be separately determined by the taxpayer. In such cases, the taxpayers shall determine the tax base for transactions in securities publicly traded and transactions in securities not publicly traded.

In case of sale or other disposal of securities, the taxpayer shall independently, in accordance with its accounting policy, select the method for writing off the cost of disposed securities as incurred.

Taxpayers who have suffered losses from transactions in securities during the previous taxation period(s) may decrease its tax base formed in relation to transactions in securities during the reporting (taxation) period (carry over its losses) pursuant to the terms and procedure stipulated by Article 283 of the Tax Code of the Russian Federation.

Moreover, losses from transactions in securities not publicly traded, incurred during the previous taxation period(s), may be allocated to decrease the tax base related to transactions in such securities and determined during the reporting (taxation) period.

Moreover, losses from transactions in securities publicly traded, incurred during the previous taxation period(s), may be allocated to decrease the tax base related to transactions for sale of such category of securities.

During the taxation period, carry-over of the losses incurred during the relevant reporting period from transactions in securities publicly traded and from transactions in securities not publicly traded shall be performed separately for the said categories of securities respectively, to the extent of the profit gained from the transactions in such securities.

Yields from transactions in securities publicly traded may not be decreased by expenses or losses from transactions in securities not publicly traded.

Yields from transactions in securities, not publicly traded, may not be decreased by expenses or losses from transactions in securities publicly traded.

A depository shall be deemed a tax agent performing calculation and payment of tax in relation to yield on the following securities, which are recognized on the depository account of a foreign nominee, depository account of a foreign authorized holder, and/or depository account of depository programs:

- In relation to equity securities with obligatory centralized storage issued by Russian companies that were publicly registered or identified after January 1, 2012
- In relation to other equity securities issued by the Russian companies except for equity securities with obligatory centralized storage of issues, which were publicly registered or identified after January 1, 2012

In case of payment of yields specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, which are recognized on the depository account of a foreign nominee, the tax amount shall be calculated and paid by the depository acting as a taxpayer based on the following information:

- Summarized information on the companies exercising rights under securities, specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, except for trust managers not acting for the benefit of a foreign investment fund (investment company), which, in accordance with a personal law of such a fund (company), belongs to collective investing schemes.

- Summarized information on the companies, for the benefit of which a trust manager exercises rights under securities, specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, provided that such trust manager does not act for the benefit of a foreign investment fund (investment company), which in accordance with a personal law of such a fund (company) belongs to collective investing schemes.

In case of payment of yields specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation on securities that are recognized on the depositary account of depositary programs, the tax amount shall be calculated and withheld by the depositary acting as a taxpayer based on the following information:

- Summarized information on the companies exercising rights under securities of a foreign issuer, confirming rights related to securities, specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, except for trust managers not acting for the benefit of a foreign investment fund (investment company), which, in accordance with a personal law of such a fund (company), belongs to collective investing schemes.

- Summarized information on the companies, for the benefit of which a trust manager exercises rights under securities of a foreign issuer, confirming rights related to securities, specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, except for trust managers not acting for the benefit of a foreign investment fund (investment company), which, in accordance with a personal law of such a fund (company), belongs to collective investing schemes.

In case of payment of yields specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, which are recognized on the depositary account of a foreign nominee opened not for the benefit of a foreign investment fund (investment company), which, in accordance with the personal law of such fund (company), belongs to collective investment schemes, the tax amount shall be calculated and paid by the depositary acting as a taxpayer based on the summarized information on the companies, for the benefit of which such foreign nominee performs trust management of the securities specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation.

In case of payment of yields specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, which are recognized on the depositary account of a foreign nominee opened for the benefit of a foreign investment fund (investment company), which, in accordance with the personal law of such fund (company), belongs to collective investment schemes, the tax amount shall be calculated and withheld by the depositary acting as a taxpayer pursuant to provisions of the Tax Code of the Russian Federation, as well as of international treaties of the Russian Federation depending on the type of the yield paid, based on summarized information stipulated by paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation about the person to which the depositary account of a foreign nominee is opened.

Requirements stipulated by paragraph 2 of Article 310.1 of the Tax Code of the Russian Federation shall not apply to payment of yields specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation, in relation to which calculation and withholding of the tax were performed by another depositary. In such case, the depositary may request the person who transferred to it the relevant yield upon securities specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation to submit to it the relevant information.

The summarized information about the entities specified in paragraphs 2–5 of Article 310.1 of the Tax Code of the Russian Federation shall contain the following data:

- In relation to entities specified in subparagraph 1 of paragraph 2, subparagraph 1 of paragraph 3, and paragraph 5 of Article 310.1 of the Tax Code of the Russian Federation, respectively, information on the amount of securities specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation and on the amount of securities of a foreign issuer confirming rights in relation to the securities of the corresponding Russian entity, rights under which are exercised by the entities at the date stipulated by decision of the Russian entity about payment of yield on the securities.

- In relation to entities specified in subparagraph 2 of paragraph 2, subparagraph 2 of paragraph 3, and paragraph 4 of Article 310.1 of the Tax Code of the Russian Federation, respectively, information on the amount of securities specified in paragraph 1 of Article 310.1 of the Tax Code of the Russian Federation and on the amount of securities of a foreign issuer confirming rights in relation to the securities of the relevant Russian entity, rights under which are exercised by the trustee for the benefit of the corresponding entities at the date stipulated by decision about payment of yield on the securities.

Information about the number of securities stipulated by paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation shall be submitted to the tax agent, specifying the states of which the entities that are the actual recipients of yields are tax residents. In case of availability of benefits related to taxation of yields on securities stipulated by the Tax Code of the Russian Federation or an international treaty of the Russian Federation, the information specified in paragraph 8 of Article 310.1 of the Tax Code of the Russian Federation shall be submitted to the tax agent with reasons for application of the said benefits.

If information about entities stipulated by paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation was not submitted to the depositary under the procedure in the form and within the deadline



stipulated by Article 310.1 of the Tax Code of the Russian Federation to the fullest extent, yields upon the corresponding securities are subject to taxation at the tax rate stipulated by paragraph 4.2 of Article 284 of the Tax Code of the Russian Federation (excluding cases when yields upon securities are not subject to taxation pursuant to the Tax Code of the Russian Federation; taxation of such yields is performed at the rate of 0 percent or if, pursuant to the Tax Code of the Russian Federation, the tax agent does not calculate and withhold tax from such yields).

In relation to dividend yield on shares of the Russian entities, which are subject to taxation at the tax rate lowered in comparison to the tax rate stipulated by the Tax Code of the Russian Federation or international treaty of the Russian Federation, and if application of such lowered rate depends on meeting the additional conditions stipulated respectively by the Tax Code of the Russian Federation or the said international treaty, the tax agent shall calculate and pay tax at the rate stipulated by the Tax Code of the Russian Federation or the relevant international treaty for dividend yield upon shares of the Russian entities without application of the relevant benefits.

Tax is refunded to the taxpayer according to the procedure established by the Tax Code of the Russian Federation.

The summarized information about entities stipulated by paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation shall be submitted to the depository by foreign nominee, foreign authorized holder, or person in respect of which the depository has opened the securities account of depository programs, not later than:

- Five days from the date on which the depositor carrying out the centralized storage disclosed the information on the transfer of due payments under securities to its deponents (for the securities with obligatory centralized storage)
- Seven days from the date on which the persons entitled to dividends are determined according to the company's decision (for the shares of Russian companies)

The tax agent shall pay the amount of accrued tax on or before the thirtieth day from the date of its accrual. If before expiration of the said deadline the tax agent is submitted with updated summarized information stipulated under paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation, the tax agent shall recalculate the accrued amounts and perform payment or recovery of the previously withheld tax subject to such information. Submission of updated summarized information is performed by the persons specified in paragraph 10 of Article 310.1 of the Tax Code of the Russian Federation.

The tax agent is entitled not to recalculate the previously withheld tax in accordance with paragraph 11 of Article 310.1 of the Tax Code of the Russian Federation if the updated summarized information stipulated by paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation is submitted to the tax agent less than five days prior to expiration of the period stipulated by subparagraph 1 of paragraph 11 of Article 310.1 of the Tax Code of the Russian Federation.

Payment of accrued tax amounts in case of its recalculation shall be performed by the tax agent out of tax amounts related to payments on securities it withheld prior to recalculation, as well as out of funds of the persons specified in paragraph 9 of Article 310.1 of the Tax Code of the Russian Federation as agreed in the contract between the tax agent and such persons.

The summarized information stipulated under paragraph 7 of Article 310.1 of the Tax Code of the Russian Federation shall be submitted by a foreign entity, acting for the benefit of any third parties, in one or several of the following forms:

- Hard copy signed by the authorized person of a foreign organization
- Electronic document signed with enhanced encrypted and certified digital signature or enhanced encrypted non-certified digital signature in accordance with Federal Law dated April 6, 2011, No. 63-ФЗ On Electronic Signatures without submission of hard copy
- Electronic document submitted through the SWIFT system of international financial telecommunications without submission of hard copy

The tax agent shall determine the form(s) of submission of summarized information to it from the forms stipulated by paragraph 12 of Article 310 of the Tax Code of the Russian Federation as well as conditions of using such form(s).

The depository paying yield specified in paragraph 1 of Article 310 of the Tax Code of the Russian Federation shall perform calculation and payment of corporate profit tax in accordance with Article 310.1 of the Tax Code of the Russian Federation in relation to all yields on discount bonds issued by the Russian entities.

Tax is refunded to the taxpayer according to the procedure established by the Tax Code of the Russian Federation.

The tax agent may not be imposed a duty to calculate and pay a tax amount in relation to payments stipulated under Article 310.1 of the Tax Code of the Russian Federation that it has not withheld due to submission to it by an entity, acting for the benefit of any third parties, of unreliable and/or incomplete information and/or documents, as well as in case of refusal of such an entity to submit upon request of the tax authority, performing an in-house or field tax audit, the information and/or documents required in accordance

with Article 310.2 of the Tax Code of the Russian Federation. In these cases, tax penalties shall not apply to the tax agent.

A foreign nominee, foreign authorized holder, and/or person in respect of which the depositary has opened the securities account of depositary programs may have relations with the tax agent regulated by Article 310.1 of the Tax Code of the Russian Federation independently or through its authorized representative in accordance with Article 26 of the Tax Code of the Russian Federation.

Requirements of Article 310.1 of the Tax Code of the Russian Federation shall not apply to payment of yield on securities of foreign entities, including securities eligible for placement and/or public offering in the Russian Federation.

## 8.8. Information on Declared (Accrued) and Paid Dividends on the Issuer's Shares, as well as on the Issuer's Bond Yield

### 8.8.1. Information on Declared and Paid Dividends on the Issuer's Shares

Information about declared and/or paid dividends on the Issuer's shares for the last 5 completed financial years as well as for the period from the beginning date of the current year to the end date of the reporting quarter:

According to the results of 2008, the Issuer's dividends were not accrued and paid.

At year-end 2008, the Issuer's dividends were not declared.

At year-end 2009, the Issuer's dividends were not declared.

Indicator	Dividend period: 2010
Category of shares and type for preferred shares	equity registered
Management body of the Issuer which took decision on dividend declaration, date of such decision, date of preparation and number of minutes of the meeting of the Issuer's management body where such decision was taken	General Meeting of Shareholders of the Issuer, date of the decision: June 30, 2011, Minutes No. 7 dated July 04, 2011
Declared dividends per one share, RUB	RUB 0.00860091
Declared dividends per all shares of that category (class), RUB	2,496,867,415.91
Date of making a list of persons entitled to dividends	May 23, 2011
Reporting period (year, quarter), for which (according to the results of which) declared dividends are (were) paid	2010
Established payment period (date) of declared dividends	60 days
Form of payment of declared dividends (money, other property)	In monetary form
Source of payment of declared dividends (net profit for the reporting year, undistributed net profit for prior years, special purpose fund)	Net profit
Share of the declared dividends in the net profit for the reporting year, %	6.6%
Total dividends paid on shares of such category (class), RUB	RUB 2,483,752,399.16
Share of paid dividends in total declared dividends on shares of that category (class), %	99.47%
If declared dividends were not paid or incompletely paid by the Issuer, reasons for failure to pay declared dividends shall be specified	According to the results of 2010, dividends are paid to all persons included in the dividend list, apart from persons who failed to submit in the enquiry form of the registered person the reliable and complete details necessary for dividend payment
Other information on declared and/or paid dividends specified at the Issuer's discretion	None

Indicator	Dividend period: 2011
Category of shares and type for preferred shares	equity registered
Management body of the Issuer which took decision on dividend declaration, date of such decision, date of preparation and number of minutes of the meeting of the Issuer's management body where such decision was taken	General Meeting of Shareholders of the Issuer, date of the decision: June 29, 2012, Minutes No. 8 dated June 29, 2012
Declared dividends per one share, RUB	RUB 0.00789317
Declared dividends per all shares of that category (class), RUB	RUB 2,500,000,051.36
Date of making a list of persons entitled to dividends	May 24, 2012
Reporting period (year, quarter), for which (according to the results of which) declared dividends are (were) paid	2011
Established payment period (date) of declared dividends	60 days
Form of payment of declared dividends (money, other property)	In monetary form
Source of payment of declared dividends (net profit for the reporting year, undistributed net profit for prior years, special purpose fund)	Net profit of the reporting year
Share of the declared dividends in the net profit for the reporting year, %	8.16%
Total dividends paid on shares of such category (class), RUB	2,479,422,583.12
Share of paid dividends in total declared dividends on shares of that category (class), %	99.18%
If declared dividends were not paid or incompletely paid by the Issuer, reasons for failure to pay declared dividends shall be specified	According to the results of 2011, dividends are paid to all persons included in the dividend list, apart from persons who failed to submit reliable and complete details necessary for dividend payment in the questionnaires of registered persons or failed to receive their dividends in cash registers of the paying agent.
Other information on declared and/or paid dividends specified at the Issuer's discretion	None

Indicator	Dividend period: 2012
Category of shares and type for preferred shares	equity registered
Management body of the Issuer which took decision on dividend declaration, date of such decision, date of preparation and number of minutes of the meeting of the Issuer's management body where such decision was taken	General Meeting of Shareholders of the Issuer, date of the decision: June 28, 2013, minutes No. 11 dated June 28, 2013
Declared dividends per one share, RUB	RUB 0.00955606
Declared dividends per all shares of that category (class), RUB	RUB 3,675,573,209.73
Date of making a list of persons entitled to dividends	May 23, 2013
Reporting period (year, quarter), for which (according to the results of which) declared dividends are (were) paid	2012
Established payment period (date) of declared dividends	60 days
Form of payment of declared dividends (money, other property)	In monetary form
Source of payment of declared dividends (net profit for the reporting year, undistributed net profit for prior years, special purpose fund)	Net profit
Share of the declared dividends in the net profit for the reporting year, %	25%

Total dividends paid on shares of such category (class), RUB	3,652,476,799.71
Share of paid dividends in total declared dividends on shares of that category (class), %	99.37%
If declared dividends were not paid or incompletely paid by the Issuer, reasons for failure to pay declared dividends shall be specified	According to the results of 2011, dividends are paid to all person included in the dividend list, apart from persons who failed to submit reliable and complete details necessary for dividend payment in the questionnaires of registered persons or failed to receive their dividends in cash registers of the paying agent.
Other information on declared and/or paid dividends specified at the Issuer's discretion	None

Indicator	Dividend period: 2013
Category of shares and type for preferred shares	equity registered
Management body of the Issuer which took decision on dividend declaration, date of such decision, date of preparation, and number of minutes of the meeting of the Issuer's management body where such decision was taken	General Meeting of Shareholders of the Issuer, date of the decision: June 28, 2014, Minutes No. 12 dated June 27, 2014
Declared dividends per one share, RUB	RUB 0.01358751
Declared dividends per all shares of that category (class), RUB	RUB 5,248,249,991.75
Date of making a list of persons entitled to dividends	July 8, 2014
Reporting period (year, quarter) for which (according to the results of which) declared dividends are (were) paid	2013
Established payment period (date) of declared dividends	For a nominee holder and beneficial owner being the professional participant in the securities market, registered in the shareholders register, 10 business days, and for other persons registered in the shareholders register, 25 business days upon the date when the persons entitled to dividends are determined
Form of payment of declared dividends (money, other property)	In monetary form
Source of payment of declared dividends (net profit for the reporting year, undistributed net profit for prior years, special purpose fund)	Net profit
Share of the declared dividends in the net profit for the reporting year, %	14.86%
Total dividends paid on shares of such category (class), RUB	0
Share of paid dividends in total declared dividends on shares of that category (class), %	0%
If declared dividends were not paid or incompletely paid by the Issuer, reasons for failure to pay declared dividends shall be specified	Non-mature
Other information on declared and/or paid dividends specified at the Issuer's discretion	None

### 8.8.2. Information on Accrued and Paid Yield on the Issuer's Bonds

Indicator	Reporting period: 2011–Q2 2014
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Type of securities (bonds), series, form, and other identifiers of securities issue	Bonds, series 01, certificated to the bearer. Certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, possible early redemption at the request of the holder and at the discretion of the Issuer, quantity – 10,000,000, issue at par value – RUB 10,000,000,000.
State registration number of the bonds issue and state registration date thereof (identification number of the issue and allocation date thereof, if the bonds issue is not subject to state registration)	4-01-55038-E dated September 23, 2010
Type of yield paid on bonds of the issue (par value, interest (coupon), etc.)	Coupon yield
Yield available for disbursement against bonds of the issue, in terms of money, as per one bond of the issue, RUB/foreign currency	RUB 39.89 (thirty-nine rubles eighty-nine kopecks)
Yield available for disbursement against bonds of the issue, in terms of money, as per all bonds of the issue, RUB/foreign currency	RUB 2,393,400,000 (two billion three hundred ninety-three million four hundred thousand rubles)
Established payment period (date) of bond yield of the issue	The first coupon yield is paid on October 24, 2011; The second coupon yield is paid on April 23, 2012 The third coupon yield is paid on October 22, 2012; The fourth coupon yield is paid on April 22, 2013; The fifth coupon yield is paid on October 21, 2013 The sixth coupon yield is paid on April 21, 2014
Form of revenue payment upon the Issuer's bonds (money, other property)	Money in the currency of the Russian Federation in cashless form.
Total yield paid on all bonds of the issue, RUB/foreign currency	RUB 2,393,400,000 (two billion three hundred ninety-three million four hundred thousand rubles)
Share of paid bond yield of the issue in total payable bond yield of the issue, %	100
If bond yield to be paid was not paid or incompletely paid by the Issuer, reasons for failure to pay such yield shall be specified	-
Other information on bonds of the issue specified at the Company's discretion	Maturity of JSC RusHydro bonds is 10 years. Tender offer for purchase of the bonds at the request of their holders for the period of 5 years from the beginning of placement is possible in respect of the said securities.

Indicator	Reporting period: 2011–Q2 2014
Type of securities (bonds), series, form, and other identifiers of securities issue	Bonds, series 02, certificated to the bearer. Certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, possible early redemption at the request of the holder and at the discretion of the Issuer, quantity – 5,000,000, issue at par value – RUB 5,000,000,000.
State registration number of the bonds issue and state registration date thereof (identification number of the issue and allocation date thereof, if the bonds issue is not subject to state registration)	4-02-55038-E dated September 23, 2010
Type of yield paid on bonds of the issue (par value, interest (coupon), etc.)	Coupon yield

Yield available for disbursement against bonds of the issue, in terms of money, as per one bond of the issue, RUB/foreign currency	RUB 39.89 (thirty-nine rubles eighty-nine kopecks)
Yield available for disbursement against bonds of the issue, in terms of money, as per all bonds of the issue, RUB/foreign currency	RUB 1,196,700,000 (one billion one hundred ninety-six million seven hundred thousand rubles)
Established payment period (date) of bond yield of the issue	The first coupon yield is paid on October 24, 2011; The second coupon yield is paid on April 23, 2012 The third coupon yield is paid on October 22, 2012; The fourth coupon yield is paid on April 22, 2013; The fifth coupon yield is paid on October 21, 2013; The sixth coupon yield is paid on April 21, 2014
Form of revenue payment upon the Issuer's bonds (money, other property)	Money in the currency of the Russian Federation in cashless form.
Total yield paid on all bonds of the issue, RUB/foreign currency	RUB 1,196,700,000 (one billion one hundred ninety-six million seven hundred thousand rubles)
Share of paid bond yield of the issue in total payable bond yield of the issue, %	100
If bond yield to be paid was not paid or incompletely paid by the Issuer, reasons for failure to pay such yield shall be specified	-
Other information on bonds of the issue specified at the Company's discretion	Maturity of JSC RusHydro bonds is 10 years. Tender offer for purchase of the bonds at the request of their holders for the period of 5 years from the beginning of placement is possible in respect of the said securities.

Indicator	Reporting period: 2011–Q2 2014
Type of securities (bonds), series, form, and other identifiers of securities issue	Bonds, series 07, certificated to the bearer. Certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, possible early redemption at the request of the holder and at the discretion of the Issuer, quantity – 10,000,000, issue at par value – RUB 10,000,000,000.
State registration number of the bonds issue and state registration date thereof (identification number of the issue and allocation date thereof, if the bonds issue is not subject to state registration)	4-07-55038-E dated December 27, 2012
Type of yield paid on bonds of the issue (par value, interest (coupon), etc.)	Coupon yield
Yield available for disbursement against bonds of the issue, in terms of money, as per one bond of the issue, RUB/foreign currency	RUB 42.38 (forty-two rubles thirty-eight kopecks)
Yield available for disbursement against bonds of the issue, in terms of money, as per all bonds of the issue, RUB/foreign currency	RUB 847,600,000 (eight hundred forty-seven million six hundred thousand RUB)
Established payment period (date) of bond yield of the issue	The first coupon yield is paid on August 15, 2013; The second coupon yield is paid on February 13, 2014
Form of revenue payment upon the Issuer's bonds (money, other property)	Money in the currency of the Russian Federation in cashless form
Total yield paid on all bonds of the issue, RUB/foreign currency	RUB 847,600,000 (eight hundred forty-seven million six hundred thousand RUB)

Share of paid bond yield of the issue in total payable bond yield of the issue, %	100
If bond yield to be paid was not paid or incompletely paid by the Issuer, reasons for failure to pay such yield shall be specified	-
Other information on bonds of the issue specified at the Company's discretion	Maturity of JSC RusHydro bonds of series 07 is 10 years. Tender offer for the period of 5 years from the beginning of placement is possible in respect of securities.

Indicator	Reporting period: 2011–Q2 2014
Type of securities (bonds), series, form, and other identifiers of securities issue	Bonds, series 08, certificated to the bearer. Certificated inconvertible interest bearing bonds to the bearer with obligatory central storage, possible early redemption at the request of the holder and at the discretion of the Issuer, quantity – 10,000,000, issue at par value – RUB 10,000,000,000.
State registration number of the bonds issue and state registration date thereof (identification number of the issue and allocation date thereof, if the bonds issue is not subject to state registration)	4-08-55038-E dated December 27, 2012
Type of yield paid on bonds of the issue (par value, interest (coupon), etc.)	Coupon yield
Yield available for disbursement against bonds of the issue, in terms of money, as per one bond of the issue, RUB/foreign currency	RUB 42.38 (forty-two rubles thirty-eight kopecks)
Yield available for disbursement against bonds of the issue, in terms of money, as per all bonds of the issue, RUB/foreign currency	RUB 847,600,000 (eight hundred forty-seven million six hundred thousand RUB)
Established payment period (date) of bond yield of the issue	The first coupon yield is paid on August 15, 2013; The second coupon yield is paid on February 13, 2014
Form of revenue payment upon the Issuer's bonds (money, other property)	Money in the currency of the Russian Federation in cashless form
Total yield paid on all bonds of the issue, RUB/foreign currency	RUB 847,600,000 (eight hundred forty-seven million six hundred thousand RUB)
Share of paid bond yield of the issue in total payable bond yield of the issue, %	100
If bond yield to be paid was not paid or incompletely paid by the Issuer, reasons for failure to pay such yield shall be specified	-
Other information on bonds of the issue specified at the Company's discretion	Maturity of JSC RusHydro bonds of series 08 is 10 years. Tender offer for the period of 5 years from the beginning of placement is possible in respect of securities.

## 8.9. Other Information

On October 28, 2010, a euroissue within the currency medium term note issue program (LPN) was completed, the Issuer of which was the special purpose vehicle Rushydro Finance Ltd.

Proceeds from the euroissue were directed to financing the RusHydro loan. The euroissue amounted to RUB 20 billion. Eurobonds maturing in 2015 were issued with a coupon rate of 7.875% per annum. JP Morgan, JSC Gazprombank, and Troika Dialog IC CJSC arranged the issue. Eurobonds were listed on the London Stock Exchange according to Reg S rules.

## 8.10. Information on Underlying Securities and the Issuer of

## **Underlying Securities, Title to which is Certified by Russian Depositary Receipts**

The Issuer is not the Issuer of underlying securities, title to which is certified by Russian depositary receipts.



**BALANCE SHEET**  
as at June 30, 2014

	<b>Form according to OKUD</b>	<b>CODES</b>
	<b>Date (YYYY/MM/DD)</b>	<b>0710001</b>
Organization <u>Joint-Stock Company Federal Hydrogeneration Company RusHydro (JSC RusHydro)</u>	<b>according to OKPO</b>	<b>2014/06/30</b>
<b>Taxpayer Identification Number</b>	<b>INN</b>	<b>75782411</b>
<b>Type of activity</b> <u>Electricity generation by hydroelectric power plants</u>	<b>according to OKVED</b>	<b>2460066195</b>
<b>Form of incorporation / form of ownership</b> <u>Open joint-stock company / mixed Russian ownership with a federal ownership share</u>	<b>according to OKOPF/ OKFS</b>	<b>40.10.12</b>
<b>Measurement unit:</b> RUB mln	<b>according to OKEI</b>	<b>12247 / 41</b>
<b>Location:</b> <u>43 Dubrovinskogo St., bldg. 1, Krasnoyarsk, Krasnoyarsk Krai 660017</u>		<b>385</b>

Note	ASSET	Line code	As at June 30, 2014	As at December 31, 2013	As at December 31, 2012
1	2	3	4	5	5
	I. Non-current assets				
	<b>Intangible assets</b>	<b>1110</b>	<b>1,044</b>	<b>1,078</b>	<b>719</b>
	<b>Results of research and development</b>	<b>1120</b>	<b>789</b>	<b>859</b>	<b>751</b>
<b>3.1.1.</b>	<b>Fixed assets, including:</b>	<b>1150</b>	<b>350,137</b>	<b>350,049</b>	<b>331,879</b>
	<b>fixed assets</b>	<b>1151</b>	<b>303,838</b>	<b>302,864</b>	<b>288,823</b>
	<b>construction in progress</b>	<b>1152</b>	<b>54,299</b>	<b>47,185</b>	<b>43,056</b>
<b>3.1.1.</b>	<b>Income generating investments in tangible assets</b>	<b>1160</b>	<b>7,251</b>	<b>7,313</b>	<b>7,437</b>
<b>3.1.2</b>	<b>Financial investments</b>	<b>1170</b>	<b>258,438</b>	<b>143,059</b>	<b>93,660</b>
	investments in subsidiaries, associates, and other entities	1171	220,590	110,041	74,900
	loans issued	1172	37,848	33,018	18,760
	promissory notes	1173	-	-	-
	other financial investments	1174	-	-	-
<b>3.1.3.</b>	<b>Other non-current assets</b>	<b>1190</b>	<b>3,334</b>	<b>2,987</b>	<b>2,772</b>
	Total for section I	1100	628,993	505,345	437,218
	II. Current assets				
<b>3.2.1</b>	<b>Reserves</b>	<b>1210</b>	<b>3,624</b>	<b>2,861</b>	<b>2,055</b>
<b>3.10</b>	<b>Value added tax for the acquired valuables</b>	<b>1220</b>	<b>53</b>	<b>356</b>	<b>505</b>
<b>3.2.2.</b>	<b>Accounts receivable, including</b>	<b>1230</b>	<b>142,023</b>	<b>233,480</b>	<b>226,374</b>
	accounts receivable (payments expected later than 12 months after the reporting date), including:	1231	77,359	80,323	75,630
	buyers and customers	1231.1	260	103	128
	advance paid	1231.2	32,022	35,084	37,426
	promissory notes	1231.3	27,284	27,040	26,633
	loans issued	1231.4	16,159	16,817	9,235
	other debtors	1231.5	1,634	1,279	2,208
	Accounts receivable (payments expected within 12 months after the reporting date), including:	1232	64,664	153,157	150,744
	buyers and customers	1232.1	6,200	5,648	6,567
	advance paid	1232.2	17,136	15,517	12,173
	promissory notes	1232.3	19,861	22,954	73,502
	loans issued	1232.4	7,086	5,552	42,312
	other debtors	1232.5	14,381	103,486	16,190
<b>3.2.3</b>	<b>Financial investments (excluding cash equivalents)</b>	<b>1240</b>	<b>44,542</b>	<b>55,608</b>	<b>63,790</b>
	bank deposits	1241	39,391	50,000	50,000
	loans issued	1242	5,151	5,568	12,290
	promissory notes	1243	-	40	711
	other financial investments	1244	-	-	711
<b>3.2.4</b>	<b>Cash and cash equivalents</b>	<b>1250</b>	<b>24,504</b>	<b>18,546</b>	<b>23,820</b>
	<b>Other current assets</b>	<b>1260</b>	<b>20</b>	<b>10</b>	<b>17</b>
	Total for section II	1200	214,771	310,861	316,561
	<b>BALANCE</b>	<b>1600</b>	<b>843,764</b>	<b>816,206</b>	<b>753,779</b>

Note	LIABILITIES	Line code	As at June 30, 2014	As at December 31, 2013	As at December 31, 2012
1	2	3	4	5	5
	III. Capital and Reserves				
3.3.1	Authorized capital	1310	386,255	317,638	317,638
3.3.2	Revaluation of non-current assets	1340	53,257	53,325	53,578
3.3.3	Additional capital (without revaluation)	1350	58,424	58,424	58,424
3.3.4	Reserve capital	1360	8,240	6,474	5,739
	Undistributed profits (uncovered loss)	1370	203,538	188,482	157,319
	undistributed profit of previous years	1371	181,538	153,161	142,617
	undistributed profit of the reporting year	1372	22,000	35,321	14,702
	Total for section III	1300	709,714	624,343	592,698
	IV. Long-term liabilities				
3.4.1	Borrowed funds	1410	103,750	97,965	49,866
3.10	Deferred tax liabilities	1420	3,350	7,184	5,252
3.4.2	Other liabilities	1450	2,186	2,028	1,950
	Total for section IV	1400	114,286	107,177	57,068
	V. Short-term liabilities				
3.5.1	Borrowed funds	1510	1,803	4,926	44,906
3.5.2	Accounts payable, including	1520	15,438	77,468	57,822
	suppliers and contractors	1521	5,705	5,170	5,326
	debt to the company's personnel	1522	218	601	717
	debt to state non-budgetary funds	1523	108	87	59
	taxes and fees payable	1524	3,643	2,570	1,296
	debt to members (founders) for income payment	1525	5,293	47	33
	payables in respect of own shares before the changes to the foundation documents	1526		68,618	50,000
	other creditors	1527	471	375	391
	Deferred income	1530	79	77	76
3.5.3	Estimated liabilities	1540	1,156	1,020	408
	Other liabilities	1550	1,288	1,195	801
	Total for section V	1500	19,764	84,686	104,013
	BALANCE	1700	843,764	816,206	753,779

/Joint-Stock Company Federal Hydrogeneration Company RusHydro  
43 Dubrovinskogo St., bldg. 1, Krasnoyarsk, Krasnoyarsk Krai 660017/

Chairman of the Management Board – General Director

/signed/  
(signature)

E. V. Dod  
(print name)

Chief Accountant

/signed/  
(signature)

D. V. Finkel  
(print name)

May 29, 2014

INCOME STATEMENT  
for the period from January 1 to June 30, 2014

Note	Index description	Line code	for 6 months of 2014	for 6 months of 2013
1	2	3	4	5
3.7.1	Revenue	2110	55,426	54,177
3.7.2	Cost of sales	2120	(29,233)	(26,519)
	Gross profit	2100	26,193	27,658
	Profit from sales	2200	26,193	27,658
3.13.9	Income from participation in other companies	2310	382	408
	Interest receivable	2320	4,454	4,881
	Interest payable	2330	(2,924)	(2,898)
3.9	Other income	2340	7,794	47,081
3.9	Other expenses	2350	(8,401)	(51,178)
	Profit before taxation	2300	27,498	25,952
3.10	Current income tax, including:	2410	(4,331)	(5,373)
	permanent tax liabilities (assets)	2421	141	1,049
	Change in deferred tax liabilities	2430	(1,286)	(919)
	Change in deferred tax assets	2450	27	99
	Other	2460	92	(200)
	Net profit	2400	22,000	19,559
	<b>FOR REFERENCE ONLY</b>			
	Result of other activities not included into net profit (loss) for the period	2520	-	-
	Total financial result for the period	2500	22,000	19,559
3.12	Basic earnings per share, rubles	2900	0.05696	0.05161

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May 29, 2014