

Public Limited Company of Power Industry and Electrification “UES of Russia”

ORDER

December 9, 2004 154p

Moscow # _____

On floating of “IDGC of Center and North Caucasus” plc

In order to implement RAO UERS Board of Directors resolution (minutes dated 01.10.2004 # 178) and RAO UERS Directorate resolutions (minutes dated 15.11.2004 #1102pr/b):

1. To float public limited company “Interregional Distribution Grid Company of Center and North Caucasus” (“IDGC of Center and North Caucasus” plc), the only founder of which is RAO UES of Russia plc.
2. To determine that authorized capital dimension of “IDGC of Center and North Caucasus” plc amount to 10 000 000 (ten million) rubles and is divided to 100 000 000 (one hundred million) rubles registered ordinary share of nominal price 10 (ten) kopeck each.
3. To determine the following order of “IDGC of Center and North Caucasus” plc shares payment: 50% of shares are paid by December 20, 2004, the rest part of shares is paid by February 1, 2005.
4. To determine the following payment terms of “IDGC of Center and North Caucasus” plc shares: cash assets in the amount of 10 000 000 (ten million) rubles.
5. To approve the Statute of “IDGC of Center and North Caucasus” plc (Appendix #1).
6. To elect Makarov Evgeny Fedorovich General Director of “IDGC of Center and North Caucasus” plc.
7. To elect the Board of Directors of “IDGC of Center and North Caucasus” plc in the following membership:

Andrey Natanovich Rappoport	the member of RAO UERS Directorate, Head of “FGC of UES” plc
Alexander Markovich Branis	Director of “Prosperity Capital Management Ltd”
Dmitry Alexandrovich Burnashev	Head of the Business Planning of RAO UERS plc Corporate Center Department
Andrey Alexandrovich Demin	Head of the FGC UES plc regional grid complexes management department
Evgeny Fedorovich Makarov	General Director of “IDGC of Center and North Caucasus” plc
Alexander Evgenievich Nikulov	Director of “Promregionkholding”
Mikhail Yurievich Tuzov	Deputy chairperson of RGC UES plc Directorate
Alexander Vasilievich Chikunov	Member of Directorate, Head of the Center of LC-energo restructuring projects of RAO UERS plc Center of restructuring control
Alexander Nikolaevich Chistyakov	First deputy Chairperson of RGC UES plc Directorate

8. To order E.F. Makarov general director of “IDGC of Center and North Caucasus” plc to receive state registration of “IDGC of Center and North Caucasus” plc in manner required by the Federal Law “On state of legal entities and individual entrepreneurs”.
9. To order Rappoport A.N. the member of RAO UERS Directorate, Head of “FGC of UES” plc and Udaltsov U.A. the member of RAO UERS plc Directorate, Head of the Restructuring Control Center to monitor the implementation of the present Order.