

**MOSENERGO GROUP**

**INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRS)  
CONSOLIDATED FINANCIAL STATEMENTS AND  
INDEPENDENT AUDITOR'S REPORT**

**31 DECEMBER 2007**

**Mosenergo Group**  
**Consolidated Balance Sheet as at 31 December 2007**  
(in millions of Russian Roubles)

	Note	<u>31 December 2007</u>	<u>31 December 2006</u>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	7	131,036	59,679
Investment property	8	1,288	-
Investments in associates	9	1,246	346
Other non-current assets		347	215
<b>Total non-current assets</b>		<b><u>133,917</u></b>	<b><u>60,240</u></b>
<b>Current assets</b>			
Inventories	11	4,444	4,346
Trade and other receivables	12	11,566	4,921
Current income tax prepayments		41	56
Held-to-maturity investments	10	15,201	-
Cash and cash equivalents	13	11,136	5,729
Other current assets	14	8,720	666
<b>Total current assets</b>		<b><u>51,108</u></b>	<b><u>15,718</u></b>
<b>TOTAL ASSETS</b>		<b><u>185,025</u></b>	<b><u>75,958</u></b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	15	166,124	154,624
Accumulated deficit		(117,211)	(116,394)
Share premium	15	49,213	-
Revaluation surplus	15	37,534	-
<b>Total equity</b>		<b><u>135,660</u></b>	<b><u>38,230</u></b>
<b>Non-current liabilities</b>			
Non-current borrowings	16	129	20,438
Deferred income tax liabilities	25	17,427	6,012
Retirement benefit obligations	18	1,279	1,163
<b>Total non-current liabilities</b>		<b><u>18,835</u></b>	<b><u>27,613</u></b>
<b>Current liabilities</b>			
Current borrowings and current portion of non-current borrowings	16	17,476	580
Trade and other payables	20	10,950	7,347
Current income tax payable	25	478	723
Other taxes payable	17	611	1,075
Other provisions for liabilities and charges	19	1,015	390
<b>Total current liabilities</b>		<b><u>30,530</u></b>	<b><u>10,115</u></b>
<b>Total liabilities</b>		<b><u>49,365</u></b>	<b><u>37,728</u></b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b><u>185,025</u></b>	<b><u>75,958</u></b>

General Director

V.G. Yakovlev

Chief Accountant

T.P. Dronova

25 April 2008

## Mosenergo Group

### Consolidated Income Statement for the year ended 31 December 2007

(in millions of Russian Roubles)

	Note	Year ended 31 December 2007	Year ended 31 December 2006
Revenues	21, 2(aa)	78,598	67,891
Operating expenses (excluding reversal of impairment of property, plant and equipment)	22, 2(aa)	(78,367)	(65,479)
Reversal of impairment of property, plant and equipment		-	10,532
Other operating income		82	93
<b>Operating profit</b>		<b>313</b>	<b>13,037</b>
Finance income	23	1,483	63
Finance costs	24	(366)	(426)
Share of result of associates	9	64	18
<b>Profit before income tax</b>		<b>1,494</b>	<b>12,692</b>
Income tax expense	25	(657)	(4,096)
<b>Profit for the period</b>		<b>837</b>	<b>8,596</b>
Attributable to:			
Shareholders of OAO Mosenergo		837	8,596
<b>Earnings per ordinary share for profit attributable to the shareholders of OAO Mosenergo – basic and diluted (in Russian Roubles)</b>	26	<b>0.02</b>	<b>0.30</b>

General Director

V.G.Yakovlev

Chief Accountant

T.P. Dronova

25 April 2008

# Mosenergo Group

## Consolidated Statement of Cash Flows for the year ended 31 December 2007

(in millions of Russian Roubles)

	Note	Year ended 31 December 2007	Year ended 31 December 2006
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Profit before income tax</b>		<b>1,494</b>	<b>12,692</b>
Adjustments for:			
Depreciation of property, plant and equipment	7	6,724	3,812
Reversal of impairment provision for property, plant and equipment		-	(10,532)
Finance income	23	(1,483)	(63)
Interest expense	24	392	526
Foreign exchange gain	24	(26)	(100)
Impairment of trade and other receivables	12	828	(84)
Release of other provisions		344	167
Share of result of associates	9	(64)	(18)
Losses less gains on disposal of property, plant and equipment	7	507	3
Other non-cash operating costs		-	(447)
<b>Operating cash flows before working capital changes</b>		<b>8,716</b>	<b>5,956</b>
(Increase)/decrease in trade and other receivables		(5,990)	1,188
Increase in inventories		(99)	(1,305)
(Increase)/decrease in other current assets		(53)	13
Increase in other non-current assets		-	(134)
Increase in trade and other payables		1,973	1,610
Decrease in taxes payable, other than income tax		(228)	(892)
Increase in retirement benefit obligations		275	26
<b>Cash (used for)/generated from operations</b>		<b>4,594</b>	<b>6,462</b>
Income tax paid in cash		(1,147)	(720)
Income tax reimbursed		-	854
Payments under the pension schemes		(340)	(80)
Interest paid		(207)	(259)
<b>Net cash (used for)/generated from operating activities</b>		<b>2,900</b>	<b>6,257</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Purchase of property, plant and equipment		(30,176)	(13,241)
Proceeds from sale of property, plant and equipment		723	19
Purchase of held-to-maturity investments		(31,882)	-
Proceeds fro redemption of investments held-to-maturity		16,681	-
Increase in deposits in banks		(8,000)	-
Interest paid and capitalised	7	(1,381)	(591)
Dividends received		121	24
<b>Net cash used in investing activities</b>		<b>(53,914)</b>	<b>(13,789)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from borrowings		7,793	41,683
Repayment of borrowings		(11,189)	(30,351)
Issue of ordinary shares	15	60,720	-
Costs of issuing ordinary shares	15	(7)	-
Dividends paid to the Company's shareholders		(896)	(454)
<b>Net cash generated from financing activities</b>		<b>56,421</b>	<b>10,878</b>
<b>Increase in cash and cash equivalents</b>		<b>5,407</b>	<b>3,346</b>
<b>Cash and cash equivalents at the beginning of the period</b>	13	<b>5,729</b>	<b>2,383</b>
<b>Cash and cash equivalents at the end of the period</b>	13	<b>11,136</b>	<b>5,729</b>

General Director

V.G. Yakovlev

Chief Accountant

T.P. Dronova

25 April 2008

**Mosenergo Group****Consolidated Statement of Changes in Equity for year ended 31 December 2007**

(in millions of Russian Roubles)

	Attributable to the shareholders of OAO Mosenergo				
	Share capital	Share premium	Accumulated loss	Revaluation surplus	Total
<b>At 31 December 2005 as previously reported</b>	<b>154,624</b>	-	<b>(123,633)</b>	-	<b>30,991</b>
Correction of prior period error (Note 2 (bb))	-	-	(914)	-	(914)
<b>At 31 December 2005 (see Note 2(bb))</b>	<b>154,624</b>	-	<b>(124,547)</b>	-	<b>30,077</b>
Profit for the year	-	-	8,596	-	8,596
<b>Total recognised loss for the period</b>	-	-	<b>8,596</b>	-	<b>8,596</b>
Dividends to the shareholders	-	-	(454)	-	(454)
Shares issue costs	-	-	(19)	-	(19)
<b>At 31 December 2006</b>	<b>154,624</b>	-	<b>(115,510)</b>	-	<b>39,114</b>
<b>At 31 December 2006 as previously reported</b>	<b>154,624</b>	-	<b>(115,510)</b>	-	<b>39,114</b>
Correction of prior period error (Note 2 (bb))	-	-	(884)	-	(884)
<b>At 31 December 2006 (see Note 2(bb))</b>	<b>154,624</b>	-	<b>(116,394)</b>	-	<b>38,230</b>
Revaluation of property, plant and equipment (Note 7)	-	-	-	37,534	37,534
Revaluation of investment property (Note 8)	-	-	211	-	211
Profit for the year	-	-	837	-	837
<b>Total recognised income for the period</b>	-	-	<b>1,048</b>	<b>37,534</b>	<b>38,582</b>
Issue of ordinary shares (Note 15)	11,500	49,213	-	-	60,713
Provision for buy-out of treasury shares (Note 19)	-	-	(969)	-	(969)
Dividends to the shareholders	-	-	(896)	-	(896)
<b>At 31 December 2007</b>	<b>166,124</b>	<b>49,213</b>	<b>(117,211)</b>	<b>37,534</b>	<b>135,660</b>

General Director

V.G. Yakovlev

Chief Accountant

T.P. Dronova

25 April 2008

## **Note 1. The Group and its operations**

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2007 for OAO Mosenergo (the “Company”) and its subsidiaries (together referred to as the “Group” or “Mosenergo Group”).

“Mosenergo group” is a regional utility generating electric power and heat and also providing heat distribution services to the city of Moscow and Moscow region. The Group’s asset base includes 17 power stations. The overall operational capacity of OAO Mosenergo is approximately 11,117 megawatts (“MW”) of installed generating capacity for electricity and 34,297 gigacalories (“Gkal”) of installed generating capacity for heat.

OAO Mosenergo was registered in the Russian Federation on 6 April 1993 in accordance with State Property Management Committee Decree #169-R dated 26 March 1993. In accordance with the privatisation of the Russian electric utility industry, OAO Mosenergo was organised as a joint stock company.

In 2004 the general shareholders’ meeting of OAO Mosenergo approved the entity’s restructuring, which entailed the creation of 13 new companies. Before restructuring OAO Mosenergo operated as a vertically integrated utility with primary focus on generation of electricity and heat. Restructuring consisted in spin-off of the following lines of business:

- transmission and distribution of electricity and heat – monopolistic;
- retail sales of electricity, repair and construction – non-core activities;
- four power plants.

As result of the restructuring, in April 2005 each shareholder of OAO Mosenergo received ordinary shares of each of the 13 companies - shares in the companies were distributed among the shareholders of OAO Mosenergo pro rata to OAO Mosenergo shares held by them prior to spin-off.

As of 20 December 2006 the general shareholders’ meeting of OAO Mosenergo approved an increase of share capital of OAO Mosenergo via additional issue of ordinary shares by closed subscription in favour of OAO Gazprom and its affiliates (“Gazprom Group”). After subscription for the new shares Gazprom Group became the majority shareholder of OAO Mosenergo.

On 26 October 2007 the Extraordinary General Meeting of Shareholders of RAO UES of Russia took a decision to spin-off OAO Mosenergo from RAO UES of Russia according to the following scheme:

- OAO “Mosenergo Holding” will be formed by the way of spin-off from RAO UES of Russia as a new and a separate company, which holds as assets ordinary shares of OAO Mosenergo owned before by RAO UES of Russia;
- simultaneously (the same day) with its formation, OAO “Mosenergo Holding” will be merged with and into OAO Mosenergo, which is the surviving entity. All of the assets of OAO “Mosenergo Holding”, consisting of only the ordinary shares of OAO Mosenergo, will be transferred to OAO Mosenergo;
- upon the merger, OAO “Mosenergo Holding” will cease to exist and its shares will be converted to shares of OAO Mosenergo;
- each holder of RAO UES of Russia shares, except the Russian Federation:
  - on the day of formation of OAO “Mosenergo Holding” – is entitled to a number of shares in the OAO “Mosenergo Holding” proportionally to the number of RAO UES of Russia shares held by such holder as at this day;
  - upon the conversion of OAO “Mosenergo Holding” shares – becomes a shareholder of OAO Mosenergo.

## **Mosenergo Group**

### **Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

(in millions of Russian Roubles)

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On 28 December 2007, shareholders of OAO Mosenergo approved additional number of authorized shares in the quantity of 16,477,961 shares with a par value of RR 1.00 each. The reason for this decision was the share swap which should take place during the merger of OAO "Mosenergo Holding" with and into OAO Mosenergo (see also Note 16 and Note 30).

OAO Mosenergo's registered office is located at 8, Raushskaya Naberezhnaya, Moscow, 115035, Russian Federation.

**Operating environment.** Whilst there have been improvements in economic trends in the Russian Federation, the country continues to display some characteristics of an emerging market. These characteristics include, but are not limited to, the existence of a currency that is not freely convertible in most countries outside of the Russian Federation and relatively high inflation. The tax, currency and customs legislation within the Russian Federation is subject to varying interpretations and changes, which can occur frequently.

**Relations with the state and current regulation.** As at 31 December 2007 the Russian Federation owned (including both direct and indirect ownership) of over 50% in OAO Gazprom (the "Parent"), which in its turn owned (including both direct and indirect ownership) of over 53.47% in OAO Mosenergo. The Russian government is the ultimate controlling party of the Group.

The Group's customer base includes a large number of entities controlled by, or related to the state. Furthermore, the State controls a number of the Group's fuel and other suppliers.

The government of the Russian Federation directly affects the Group's operations through regulation by the Federal service on tariffs ("FST"), with respect to its wholesale energy purchases, and by the Moscow and Moscow Regional Energy Commissions ("REC's"), with respect to its retail electricity and heat sales. The operations of all generating facilities are coordinated by OAO System Operator – Central Despatch Unit of Unified Energy System ("SO-CDU") in order to meet system requirements in an efficient manner. SO-CDU is controlled by RAO UES of Russia.

Tariffs which the Group may charge for sales of electricity and heat are governed by regulations specific to the electricity and heat industry and by regulations applicable to natural monopolies. Historically, such tariffs have been based on a "cost-plus" system, meaning cost of service plus a margin, where costs are determined under the Regulations on Accounting and Reporting of the Russian Federation, a basis of accounting which significantly differs from International Financial Reporting Standards ("IFRS").

As described in Notes 6 and 27, the government's economic, social and other policies could have material effects on the operations of the Group.

**Industry restructuring.** Electric power as a component of the energy and utilities sector is one of the primary industries and its contribution into the country's GDP is 10–11%. Similar to other sectors of energy and utilities, electric power currently dominates in the production sphere.

In 2007 RAO UES of Russia initiated a surge of its assets sales which shall be completed with the energy holding liquidation on 1 July 2008. Strategic investors entered the energy industry in 2007 and 11 generating companies were disposed by the end of the year.

Federal Law No.35-FZ "On Electric Utilities" was amended in 2007 confirming that the reform will be continued and RAO UES of Russia will be liquidated. The amendments also tightened state control over electricity suppliers' activities in terms of price manipulation in the free market and their dominance.

In 2007 the wholesale market still operated under the NOREM rules set out by Resolution of the Russian Government No. 529 dated 31.08.2006, the liberalisation rate (the proportion of electricity traded in the free market) was 5% and 10% in the first and second half of the year, respectively, with the specifics in terms of electricity volumes supplied to the population taken into account, and by 2011 liberalisation rate will reach 100%.

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

(in millions of Russian Roubles)

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It is expected that in 2008 a Resolution of the Russian Government will be issued on the launch of the capacity market where available capacity volumes will be allowed to be traded at the transition auctions providing for the supplies during 2009-2011 and long-term auctions for 10 years supplies, given they pass through the competitive selection procedure in their respective free power flow zone. For the first time, the wholesale market agents will have the possibility of concluding non-regulated contracts for capacity supply.

The wholesale electricity market is expected to be fully liberalised at the end of the transition period by 2011.

**Recent volatility in global financial markets.** Since the second half of 2007 there has been a sharp rise in foreclosures in the US subprime mortgage market. The effects have spread beyond the US housing market as global investors have re-evaluated their exposure to risks, resulting in increased volatility and lower liquidity in the fixed income, equity, and derivative markets. The volume of wholesale financing has significantly reduced since August 2007. Such circumstances may affect the ability of the Group to obtain new borrowings and refinance its existing borrowings at terms and conditions that applied to similar transactions in recent periods. Debtors of the Group may also be affected by the lower liquidity situation which could in turn impact their ability to repay their amounts owed. Management is unable to reliably estimate the effects on the Group's financial position of any further possible deterioration in the liquidity of the financial markets and their increased volatility.

## Note 2. Summary of significant accounting policies

**(a) Basis of preparation.** These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS"). They have been prepared under the historical cost convention as modified by the revaluation of property, plant and equipment. The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated (refer to Note 4).

**(b) Presentation currency.** The national currency of the Russian Federation is the Russian rouble ("RR"), which is the functional currency of each of the Group's entities and the currency in which these financial statements are presented. All financial information presented in RR has been rounded to the nearest million.

**(c) Accounting for the effects of hyperinflation.** The Russian Federation has previously experienced relatively high levels of inflation and was considered to be hyperinflationary as defined by IAS 29 "Financial Reporting in Hyperinflationary Economies". IAS 29 requires that financial statements prepared in the currency of a hyperinflationary economy be stated in terms of the measuring unit current at the balance sheet date. Hyperinflation in the Russian Federation ceased effective from 1 January 2003. Restatement procedures of IAS 29 are therefore only applied to assets acquired or revalued and liabilities incurred or assumed prior to that date. For these balances, prior to the adoption of revaluation as a basis for accounting for property, plant and equipment (See Note 2(i)) on 1 January 2007, the amounts expressed in the measuring unit current at 31 December 2002 were treated as the basis for the carrying amounts of these financial statements.

**(d) Consolidated financial statements.** Subsidiaries are those companies and other entities (including special purpose entities) in which the Group, directly or indirectly, has an interest of more than one half of the voting rights or otherwise has power to govern the financial and operating policies so as to obtain economic benefits. The existence and effect of potential voting rights that are presently exercisable or presently convertible are considered when assessing whether the Group controls another entity. Subsidiaries are consolidated from the date on which control is transferred to the Group (acquisition date) and are deconsolidated from the date that control ceases.



## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

(in millions of Russian Roubles)

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Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless the cost cannot be recovered. The Company and all of its subsidiaries use uniform accounting policies consistent with the Group's policies.

**(e) Investments in associates.** Associates are entities over which the Group has significant influence, but not control, generally accompanying a shareholding of between 20 and 50 percent of the voting rights. Investments in associates are accounted for by the equity method of accounting and are initially recognised at cost. The carrying amount of associates includes goodwill identified on acquisition less accumulated impairment losses, if any. The Group's share of the post-acquisition profits or losses of associates is recorded in the consolidated income statement, and its share of post-acquisition movements in reserves is recognised in reserves. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates; unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

**(f) Fair value disclosure.** The fair value of accounts receivable for disclosure purposes is measured by discounting the value of expected cash flows at the market rate of interest for similar borrowers at the reporting date.

The fair value of financial liabilities and other financial instruments (except if publicly quoted) for disclosure purposes is measured by discounting the future contractual cash flows at the current market interest rate available to the Group for similar financial instruments. The fair value of publicly quoted financial instruments for disclosure purposes are measured based on current market value at the close of business on the reporting date.

**(g) Held-to-maturity investments.** Held-to-maturity investments are carried at amortised cost using the effective interest method, net of a provision for incurred impairment losses.

**(h) Embedded derivatives.** The Group enters into purchase agreement for fuel within ordinary course of business. The contracts were entered into and continue to be held for the purpose of receipt or delivery of commodities in accordance with the Group's expected usage requirements and there are not within the scope of IAS 39 but need to be assessed at inception to determine if they contain embedded derivatives.

An embedded derivative is one or more implicit or explicit terms in a contract that affect the cash flows of the contract in a manner similar to a stand-alone derivative instrument. Any embedded derivative that meets the separation criterion should be separated from its host contracts and measured as if it was stand-alone derivative (fair value through profit or loss) if its economic characteristics are not closely related to those of the host contract.

**(i) Property, plant and equipment.** Until 31 December 2006, property, plant and equipment are stated at depreciated cost. Deemed cost was initially determined by a third party valuation as at 31 December 1997 and restated for the impact of inflation until 31 December 2002.

The Group changed its accounting policy to revaluing its property, plant and equipment from 1 January 2007. Management believes that it would result in a more meaningful presentation of the Group's financial position and financial performance.

Property, plant and equipment are subject to revaluation on a regular basis. The frequency of revaluation depends upon the movements in the fair values of the assets being revalued. Increases in the carrying amount arising on revaluation of property, plant and equipment are credited to revaluation reserves in equity, unless the decrease of the reserve previously recognized in the income statements. Decreases that

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

(in millions of Russian Roubles)

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offset previous increases of the same asset are charged against revaluation reserves directly in equity; all other decreases are charged to the income statement.

Any accumulated depreciation at the date of revaluation is eliminated against the gross amount of the asset, and the net amount is restated to the revalued amount of the asset.

The Group charges deferred tax liabilities in respect of revaluation of property, plant and equipment directly to equity.

The cost of self constructed assets includes the cost of materials, direct labour and an appropriate proportion of production overheads. Interest on borrowings to finance the construction of property, plant and equipment is capitalized during the period of time that is required to complete and prepare the asset for its intended use. Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

Expenditure incurred to replace a component of an item of property, plant and equipment that is accounted for separately, is capitalised with the carrying amount of the component being written off. Other subsequent expenditure is capitalised if future economic benefits will arise from the expenditure. All other expenditure is recognised in the income statement as an expense as incurred.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of the individual assets when it is available for use. Depreciation commences on the date of acquisition, or in respect of internally constructed assets, from the time the asset is completed and ready for use.

The estimated useful lives are as follows:

- Electricity and heat generation 17 to 50 years
- Electricity distribution 11 to 25 years
- Heating networks 14 to 20 years
- Other 15 years

Social assets are not capitalised as they are not expected to result in future economic benefits to the Group. Costs associated with fulfilling the Group's social responsibilities are expensed as incurred.

**(j) Investment property.** Investment property is property held by the Group to earn rental income or for capital appreciation and which is not occupied by the Group.

Investment property is initially recognised at cost, including transaction costs, and subsequently remeasured at fair value based on its market value. Valuation of investment property as at the date of transfer it from property, plant and equipment is done by the Company's staff. Investment property that is being redeveloped for continuing use as investment property or for which the market has become less active continues to be measured at fair value. Earned rental income is recorded in profit or loss within other operating income. Gains and losses resulting from changes in the fair value of investment property are recorded in profit or loss and presented separately.

Subsequent expenditure is capitalised only when it is probable that future economic benefits associated with it will flow to the Group and the cost can be measured reliably. All other repairs and maintenance costs are expensed when incurred. If an investment property becomes owner-occupied, it is reclassified to property, plant and equipment, and its carrying amount at the date of reclassification becomes its deemed cost to be subsequently depreciated.

**(k) Income tax.** Income taxes have been provided for in the consolidated financial statements in accordance with Russian legislation enacted or substantively enacted by the balance sheet date. The income tax expense/(benefit) comprises current tax and deferred tax and is recognised in the consolidated

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

(in millions of Russian Roubles)

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income statement unless it relates to transactions that are recognised, in the same or a different period, directly in equity. Current tax is the amount expected to be paid to or recovered from the taxation authorities in respect of taxable profits or losses for the current and prior periods. Taxes, other than on income, are recorded within operating expenses.

Deferred income tax is provided using the balance sheet liability method for tax loss carry forwards and temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. In accordance with the initial recognition exemption, deferred taxes are not recorded for temporary differences on initial recognition of an asset or a liability in a transaction other than a business combination if the transaction, when initially recorded, affects neither accounting nor taxable profit or loss. Deferred tax balances are measured at tax rates enacted or substantively enacted at the balance sheet date which are expected to apply to the period when the temporary differences will reverse or the tax loss carry forwards will be utilised. Deferred tax assets and liabilities are netted only within the individual companies of the Group. Deferred tax assets for deductible temporary differences and tax loss carry forwards are recorded only to the extent that it is probable that future taxable profit will be available against which the deductions can be utilised.

Deferred tax movements are recorded in the income statement except when they are related to the items directly charged to the shareholders' equity. In this case deferred taxes are recorded as part of the shareholders' equity.

Deferred tax is not provided for the undistributed earnings of subsidiaries, as the Group requires profits to be reinvested, and only insignificant dividends are expected to be declared from future profits of the subsidiaries. Neither these future profits nor the related taxes are recognized in these financial statements.

**(l) Inventories.** Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

The cost of inventories is based on the weighted average cost principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

**(m) Trade and other receivables.** Accounts receivable are recorded inclusive of value added taxes. Trade receivables are recognised initially at fair value and subsequently measured at amortized cost using the effective interest rate method less provision for impairment. Such a provision for impairment of accounts receivable is established if there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the carrying amount and the recoverable amount, being the present value of expected cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of provision for impairment account. When a trade receivable is uncollectible, it is written off against the provision for impairment of trade receivables. Subsequent recoveries of amounts previously written off are credited against operating costs in the income statement.

**(n) Cash and cash equivalents.** Cash and cash equivalents includes cash in hand, deposits held at call with banks, and other short-term highly liquid investments with original maturities of three months or less. Restricted balances are excluded from cash and cash equivalents for the purposes of the consolidated cash flow statement.

**(o) Dividends.** Dividends are recognised as a liability and deducted from equity at the balance sheet date only if they are declared (approved by shareholders) before or on the balance sheet date. Dividends are disclosed when they are declared after the balance sheet date, but before the financial statements are authorized for issue.

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

(in millions of Russian Roubles)

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**(p) Value added tax on purchases and sales.** Value added taxes (“VAT”) related to sales is payable to tax authorities on the earlier of (a) collection of the receivables from customers or (b) delivery of the goods or services to customers. Input VAT is generally recoverable against output VAT upon receipt of the VAT invoice. The tax authorities permit the settlement of VAT on a net basis. VAT related to sales and purchases which have not been settled at the balance sheet date (deferred VAT) is recognized in the balance sheet on a gross basis and disclosed separately as an asset and liability. Where provision has been made for impairment of receivables, the impairment loss is recorded for the gross amount of the debtor’s balance, including VAT. The related deferred VAT liability is maintained until the debtor is written off for tax purposes.

**(q) Borrowings.** Borrowings are carried at amortised cost using the effective interest method. Interest costs on borrowings to finance the construction of property, plant and equipment are capitalised, during the period of time that is required to complete and prepare the asset for its intended use. All other borrowing costs are expensed.

**(r) Trade and other payables.** Accounts payable are stated inclusive of value added tax. Trade payables are accrued when counterparty performed its obligation under the contract and are carried at amortised cost using the effective interest method.

**(s) Provisions for liabilities and charges.** Provisions for liabilities and charges are recognised when the Group has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

**(t) Pension and post-employment benefits.** In the normal course of business the Group contributes to the Russian Federation state pension scheme on behalf of its employees. Mandatory contributions to the governmental pension scheme are expensed when incurred.

OAO Mosenergo operates a number of defined benefit plans: lump-sum payments at retirement, old age life pension program and death benefits. Defined benefits plans, except old-age life pensions, are paid on a pay-as-you-go basis. For old-age life pensions payments OAO Mosenergo has contracted with a non-state pension fund. OAO Mosenergo settles its obligation in relation to former employees when they retire from OAO Mosenergo by purchasing annuity policies in the fund. All defined benefits plans are considered to be fully unfunded. When the pension obligation is settled via a non-state pension fund, the employer buys an annuity with the amount of contributions allocated to individual accounts held by the non-state pension fund and any additional contributions that may be required from the employer to meet the cost of the benefit promise.

Defined benefit plans determine the amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation. The liability recognised in the balance sheet in respect of defined benefit pension plans operated by the Group is the present value of the defined benefit obligation at the balance sheet date, together with adjustments for unrecognised actuarial gains or losses and past service cost. The defined benefit obligations are calculated using the projected unit credit method. The present value of the defined benefit obligations are determined by discounting the estimated future cash outflows using interest rates of government bonds that are denominated in the currency in which the benefits will be paid associated with the operation of the plans, and that have terms to maturity approximating the terms of the related pension liabilities.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions in excess of the greater of 10% of the value of plan assets or 10% of the defined benefit obligations are charged or credited to the income statement over the employees’ expected average remaining working lives.

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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**(u) Functional and presentation currency.** The national currency of the Russian Federation is the Russian rouble ("RR"), which is the functional currency of each of the Group's entities and the currency in which these financial statements are presented. All financial information presented in RR has been rounded to the nearest million.

**(v) Foreign currencies.** Transactions in foreign currencies are translated to RR at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are remeasured to RR at the foreign exchange rate ruling at that date. Non-monetary assets and liabilities denominated in foreign currencies that are stated at historical cost are remeasured to RR at the foreign exchange rate ruling at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are remeasured to RR at the foreign exchange rate ruling at the dates the fair values were determined. Foreign exchange differences arising on remeasurement are recognised in the income statement.

At 31 December 2007 the official rates of exchange, as determined by the Central Bank of the Russian Federation, were:

- RR 24.5462: US Dollar (US\$) 1.00 (31 December 2006: RR 26.3311: US\$ 1.00);
- RR 35.9332: Euro 1.00 (31 December 2006: RR 34.6965: Euro 1.00).

The RR is not freely convertible in most countries outside the Russian Federation.

**(w) Revenues.** Revenues are recognised on the delivery of electricity and heat, and on the dispatch of non-utility goods and services. Revenue amounts are presented exclusive of value added taxes.

**(x) Earnings per share.** The earnings per share is determined by dividing the profit/(loss) attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the reporting period.

**(y) Segment reporting.** The Group operates predominantly in a single geographical area and industry, the generation of electric power and heat in the city of Moscow, Moscow region and the surrounding regions. It is not feasible to identify distinguishable business segments for electric power and heat production. The generation of electricity and heat are related activities and are subject to similar risks and returns, therefore they are reported as one business segment.

**(z) Environmental liabilities.** Liabilities for environmental remediation are recorded where there is a present obligation, the payment is probable and reliable estimates can be made.

**(aa) Changes in presentation.** Where necessary, corresponding figures have been adjusted to conform with changes in the presentation of the current year. In the consolidated financial statements for the year ended 31 December 2007, the comparative Income Statement for the year ended 31 December 2006 have been reclassified. The reclassifications have been made to report the effect of gross-up presentation of revenue and cost of electricity purchased on wholesale market (NOREM), which had been previously presented net for the period since 1 September 2006 till 31 December 2006 and to present the reversal of the impairment of property, plant and equipment separately on the face of income statement. The effect of reclassifications on the consolidated Income statement for the year ended 31 December 2006 was as follows:

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	<u>As originally presented</u>	<u>Adjustment</u>	<u>As adjusted</u>
Revenues	67,243	648	67,891
Operating expenses	(54,299)	-	-
Operating expenses (excluding reversal of impairment of property, plant and equipment)	-	(11,180)	(65,479)
Reversal of impairment of property, plant and equipment	-	10,532	10,532

**(bb) Restatement of comparatives.** In the consolidated financial statements for the year ended 31 December 2007, the comparative Balance Sheet at 31 December 2006 and the comparative balances at 31 December 2006 and 31 December 2005 in the Statement of Changes in Equity for the year ended 31 December 2007 have been restated. The restatement has been made to report the effect of recognizing certain post-retirement benefit obligations at 31 December 2006 and 31 December 2005 which had not previously been recognized in the consolidated financial statements for those years.

In 2007, the Group engaged a qualified actuary to assess the Group's post-retirement benefit obligations. Pursuant to this actuarial assessment and through the application of IAS 19, the Group believes that material post-retirement obligations of RR 1,163 million and RR 1,203 million should have been recognized in the consolidated financial statements for the years ended 31 December 2006 and 31 December 2005, respectively. Accordingly, the Group has restated certain of the comparative financial information included in the consolidated financial statements for the year ended 31 December 2007.

The effect of the recognition of these obligations is to increase the accumulated loss at 31 December 2006 by RR 884 million and at 31 December 2005 by RR 914 million with an increase in post-retirement benefit obligations at 31 December 2006 by RR 1,163 million and at 31 December 2005 by RR 1,203 million. Deferred tax liabilities have been similarly adjusted by RR 289 million and 279 million at 31 December 2006 and 31 December 2005, respectively.

The Group applied the corridor approach from 1 January 2006, as it was impracticable to apply that approach from an earlier date as the information for earlier periods was not available.

### **Note 3. Critical Accounting Estimates, and Judgments in Applying Accounting Policies**

The Group makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgments are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgments, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have the most significant effect on the amounts recognised in the financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include:

**Useful lives of property, plant and equipment.** Fair value of property, plant and equipment has been determined by an independent appraiser based on the depreciated replacement cost method. Further, management assesses the remaining useful life of property, plant and equipment in accordance with the current technical conditions of assets and estimated period when these assets will bring economic benefit to the Group. Carrying value and depreciation of property, plant and equipment are affected by the estimates of replacement cost, depreciated replacement cost, residual value and remaining useful lives,

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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and actual results could differ from these estimates. See effect of these critical accounting estimates and judgments in Note 7.

**Provision for impairment of trade and other receivables.** Provision for impairment of trade and other receivables is based on the Group's assessment of whether the collectibility of specific customer accounts worsened compared to prior estimates. If there is deterioration in a major customer's creditworthiness or actual defaults are higher than the estimates, the actual results could differ from these estimates. See effect of these critical accounting estimates and judgments in Note 12.

**Provision for impairment of other assets.** At each balance sheet date the Group assesses whether there is any indication that the recoverable amount of the Group's assets has declined below the carrying value. The recoverable amount of property, plant and equipment is the higher of an asset's fair value less costs to sell and its value in use. When such a decline is identified, the carrying amount is reduced to the recoverable amount. The amount of the reduction is recorded in the consolidated statement of income in the period in which the reduction is identified, unless the asset is carried at revalued amount in accordance with another Standard (for example, in accordance with the revaluation model in IAS 16 Property, Plant and Equipment). Impairment loss of a revalued asset is treated as a revaluation decrease in accordance with that other Standard. If conditions change and management determines that the value of an asset other than goodwill has increased, the impairment provision previously recorded in the consolidated statement of income will be fully or partially reversed. See effect of these critical accounting estimates and judgments in Note 7.

**Provision for buy-out of treasury shares.** The Group has made a judgment to determine that it should recognize a provision as at 31 December 2007 for the purchase of shares. The Group considers the obligation arose as at 31 December 2007, as in accordance with Russian legislation and following the Extraordinary Shareholders' meeting as of 28 December 2007 certain shareholders can require from OAO Mosenergo to buy out the shares. The provision is measured as the best estimate of shares that can be put back to OAO Mosenergo. Provision is made through equity. See effect of these critical accounting estimates and judgments in Note 19.

**Tax contingencies.** Russian tax legislation is subject to varying interpretations and changes, which can occur frequently. Where the Group management believes it is probable that their interpretation of the relevant legislation and the Group's tax positions cannot be sustained, an appropriate amount is accrued for in these IFRS financial statements. See effect of these critical accounting estimates and judgments in Note 27.

**Going concern.** The Financial Statements have been prepared on a going concern basis, which contemplates the realisation of assets and the satisfaction of liabilities in the normal course of business. The accompanying Financial Statements do not include any adjustments should the Group be unable to continue as a going concern.

## Note 4. Adoption of New or Revised Standards and Interpretations

Certain new IFRSs became effective for the Group from 1 January 2007. Listed below are those new or amended standards or interpretations which are or in the future could be relevant to the Group's operations and the nature of their impact on the Group's accounting policies. All changes in accounting policies were applied retrospectively with adjustments made to retained earnings at 1 January 2006, unless otherwise described below.

**IFRS 7, Financial Instruments: Disclosures and a complementary Amendment to IAS 1, Presentation of Financial Statements - Capital Disclosures (effective from 1 January 2007).** The IFRS introduced new disclosures to improve the information about financial instruments, including about quantitative aspects of risk exposures and the methods of risk management. The new quantitative disclosures provide information about the extent of exposure to risk, based on information provided internally to the entity's key management personnel. Qualitative and quantitative disclosures cover exposure to credit risk, liquidity risk and market risk including sensitivity analysis to market risk. IFRS 7 replaced IAS 30, *Disclosures in the Financial Statements of Banks and Similar Financial Institutions*, and some of the

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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requirements in IAS 32, *Financial Instruments: Disclosure and Presentation*. The Amendment to IAS 1 introduced disclosures about the level of an entity's capital and how it manages capital. The new disclosures are made in these consolidated financial statements.

**Other new standards or interpretations.** The Group has adopted the following interpretations which became effective from 1 January 2007:

- IFRIC 7, *Applying the Restatement Approach under IAS 29* (effective for periods beginning on or after 1 March 2006);
- IFRIC 8, *Scope of IFRS 2* (effective for periods beginning on or after 1 May 2006);
- IFRIC 9, *Reassessment of Embedded Derivatives* (effective for annual periods beginning on or after 1 June 2006);
- IFRIC 10, *Interim Financial Reporting and Impairment* (effective for annual periods beginning on or after 1 November 2006).

The effect of adoption of the above new standards and interpretations on the Company's financial position at 31 December 2007 and 31 December 2006 and on the results of its operations for the twelve month ended 31 December 2007 and 31 December 2006 was not significant.

## Note 5. New Accounting Pronouncements

Certain new standards and interpretations have been published that are mandatory for the Group's accounting periods beginning on or after 1 January 2008 or later periods and which the Group has not early adopted:

**IFRS 8, Operating Segments (effective for annual periods beginning on or after 1 January 2009).** The standard applies to entities whose debt or equity instruments are traded in a public market or that file, or are in the process of filing, their financial statements with a regulatory organisation for the purpose of issuing any class of instruments in a public market. IFRS 8 requires an entity to report financial and descriptive information about its operating segments and specifies how an entity should report such information. The Group is currently assessing what impact the standard will have on segment disclosures in the consolidated financial statements.

**Puttable financial instruments and obligations arising on liquidation—IAS 32 and IAS 1 Amendment (effective from 1 January 2009).** The amendment requires classification as equity of some financial instruments that meet the definition of a financial liability.

**IAS 23, Borrowing Costs (revised March 2007; effective for annual periods beginning on or after 1 January 2009).** The revised IAS 23 was issued in March 2007. The main change to IAS 23 is the removal of the option of immediately recognising as an expense borrowing costs that relate to assets that take a substantial period of time to get ready for use or sale. An entity is, therefore, required to capitalise such borrowing costs as part of the cost of the asset. The revised standard applies prospectively to borrowing costs relating to qualifying assets for which the commencement date for capitalisation is on or after 1 January 2009.

**IAS 1, Presentation of Financial Statements (revised September 2007; effective for annual periods beginning on or after 1 January 2009).** The main change in IAS 1 is the replacement of the income statement by a statement of comprehensive income which will also include all non-owner changes in equity, such as the revaluation of available-for-sale financial assets. Alternatively, entities will be allowed to present two statements: a separate income statement and a statement of comprehensive income. The revised IAS 1 also introduces a requirement to present a statement of financial position (balance sheet) at the beginning of the earliest comparative period whenever the entity restates comparatives due to reclassifications, changes in accounting policies, or corrections of errors. The Group expects the revised IAS 1 to affect the presentation of its financial statements but to have no impact on the recognition or measurement of specific transactions and balances.



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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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**IAS 27, Consolidated and Separate Financial Statements (revised January 2008; effective for annual periods beginning on or after 1 July 2009).** The revised IAS 27 will require an entity to attribute total comprehensive income to the owners of the parent and to the non-controlling interests (previously “minority interests”) even if this results in the non-controlling interests having a deficit balance (the current standard requires the excess losses to be allocated to the owners of the parent in most cases). The revised standard specifies that changes in a parent’s ownership interest in a subsidiary that do not result in the loss of control must be accounted for as equity transactions. It also specifies how an entity should measure any gain or loss arising on the loss of control of a subsidiary. At the date when control is lost, any investment retained in the former subsidiary will have to be measured at its fair value.

**IFRS 3, Business Combinations (revised January 2008; effective for business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after 1 July 2009).** The revised IFRS 3 will allow entities to choose to measure non-controlling interests using the existing IFRS 3 method (proportionate share of the acquiree’s identifiable net assets) or on the same basis as US GAAP (at fair value). The revised IFRS 3 is more detailed in providing guidance on the application of the purchase method to business combinations. The requirement to measure at fair value every asset and liability at each step in a step acquisition for the purposes of calculating a portion of goodwill has been removed. Instead, goodwill will be measured as the difference at acquisition date between the fair value of any investment in the business held before the acquisition, the consideration transferred and the net assets acquired. Acquisition-related costs will be accounted for separately from the business combination and therefore recognised as expenses rather than included in goodwill. An acquirer may have to recognise at the acquisition date a liability for any contingent purchase consideration. Changes in the value of that liability after the acquisition date will be recognised in accordance with other applicable IFRSs, as appropriate, rather than by adjusting goodwill.

**Vesting Conditions and Cancellations—Amendment to IFRS 2, Share-based Payment (issued in January 2008; effective for annual periods beginning on or after 1 January 2008).** The amendment clarifies that only service conditions and performance conditions are vesting conditions. Other features of a share-based payment are not vesting conditions. The amendment specifies that all cancellations, whether by the entity or by other parties, should receive the same accounting treatment.

**IFRIC 13, Customer Loyalty Programmes (issued in June 2007; effective for annual periods beginning on or after 1 July 2008).** IFRIC 13 clarifies that where goods or services are sold together with a customer loyalty incentive (for example, loyalty points or free products), the arrangement is a multiple-element arrangement and the consideration receivable from the customer is allocated between the components of the arrangement using fair values. IFRIC 13 is not relevant to the Group’s operations because no Group companies operate any loyalty programmes.

**Other new standards or interpretations.** The Group has not early adopted the following other new standards or interpretations:

- IFRIC 11, *IFRS 2 - Group and Treasury Share Transactions* (effective for annual periods beginning on or after 1 March 2007);
- IFRIC 12, *Service Concession Arrangements* (effective for annual periods beginning on or after 1 January 2008);
- IFRIC 14, *IAS 19—The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction* (effective for annual periods beginning on or after 1 January 2008).

Unless otherwise described above, the new standards and interpretations are not expected to significantly affect the Group’s financial statements.

## Note 6. Balance and transactions with related parties

Related parties are defined in IAS 24, Related Party Disclosures. Parties are generally considered to be related if one party has the ability to control the other party, is under common control, or can exercise

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significant influence or joint control over the other party in making financial and operational decisions. In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form.

The nature of the related party relationships for those related parties with whom the Group entered into significant transactions during the year ended 31 December 2007 and the year ended 31 December 2006 or had significant balances outstanding at 31 December 2007 and 31 December 2006 are detailed below.

#### (a) Parent company and its subsidiaries

As of 31 December 2007 Gazprom Group owns of 53.47% in OAO Mosenergo and has effective control over the Group's operations. The Government of the Russian Federation is the ultimate controlling party of OAO Gazprom and has controlling interest (including both direct and indirect ownership) of over 50% in OAO Gazprom.

In June 2007 Gazprom Group acquired additional shares of OAO Mosenergo and increased its interest in OAO Mosenergo to controlling stake. Therefore, information for periods ended 30 June 2007 and 31 December 2006 and as of 31 December 2006 are disclosed in the Note 6 (d) below.

For the year ended 31 December 2007 and as of 31 December 2007, the Group had the following significant transactions and balances with Gazprom Group:

	<b>Six months ended 31 December 2007</b>
Revenues - other	366
Operating expenses, including:	(22,852)
<i>Fuel expenses</i>	(22,852)
Finance income	477
Interest expense	(3)
Proceeds from current borrowings	2,550
Repayment of borrowings	(2,550)
	<b>31 December 2007</b>
Cash and cash equivalents	5,354
Held to maturity investments	15,201
Trade receivables	52
Trade payables	50
<b>Total</b>	<b>20,657</b>

As of 31 December 2006 and till the end of May 2007 RAO UES of Russia owned 50.9% of the ordinary voting shares of OAO Mosenergo and had effective control over the Group's operations. The Russian Government is the ultimate controlling party of the Group, owning 52.68 % of RAO UES of Russia.

During periods ended 30 June 2007 and 31 December 2006 Group accrued dividends to RAO UES of Russia in the amount of RR 415 million and RR 231 million, respectively.

For periods ended 30 June 2007 and 31 December 2006 and as of 31 December 2006, the Group had the following significant transactions and balances with subsidiaries of RAO UES of Russia:

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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	<b>Six months ended 30 June 2007</b>	<b>Year ended 31 December 2006</b>
Revenue - Electricity	18,424	26,887
Revenue - Heating	621	1,203
Revenue - Other	1,240	1,899
<b>Total revenues</b>	<b>20,285</b>	<b>29,979</b>
Transmission fees	7,350	11,358
Purchased electricity	1,635	648
Services OAO "SO CDU ES"	286	557
Other	12	25
<b>Total operating expenses</b>	<b>9,283</b>	<b>12,588</b>

	<b>31 December 2006</b>
Trade receivables	866
Other receivables	285
Advances to suppliers and prepayments	2,213
	<b>3,364</b>
Trade payables	1,041
Other payables	97
Advances received	32
	<b>1,170</b>

#### **(b) Transactions with associates (OOO KB Transinvestbank)**

During the periods ended 31 December 2007 and 2006 the Group provided rent services to OOO KB Transinvestbank for RR 6 million and RR 20 million, respectively.

During the periods ended 31 December 2007 and 2006 the Group received bank services from OOO KB Transinvestbank for RR 171 million and RR 141 million respectively.

Included in cash and cash equivalents of the Group are cash accounts with OOO KB Transinvestbank of RR 1,145 million and RR 587 million as of 31 December 2007 and 31 December 2006, respectively.

#### **(c) Transactions with key management**

Key management personnel (the members of the Board of Directors and Management Committee of OAO Mosenergo) are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity.

The remuneration for serving on the Board of Directors is subject to approval by the General Meeting of Shareholders, compensation of key management personnel (other than remuneration for serving as members of Board of Directors) is determined by the terms of the employment contracts.

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Total remuneration accrued and paid to the members of the Board of Directors and Management Committee for the years ended 31 December 2007 and 2006 was as follows:

	Year ended 31 December 2007		Year ended 31 December 2006	
	Expense	Accrued liability	Expense	Accrued liability
Short-term compensation, including salary and bonuses	144	11	92	9
Remuneration for serving on the Board of Directors and Management Committee	10	-	11	2
Post-employment benefits	6	11	-	35

In March 2008 it was decided that several members of key management personnel will to have their contracts terminated with effect from 1 April 2008. Details are disclosed in the Note 30.

#### (d) Other state-controlled entities

Information provided below excludes transactions and balances with OAO Gazprom and its subsidiaries for the six months ended 31 December 2007 and as of 31 December 2007 that are disclosed in Note 6 (a) above.

For periods ended 30 June 2007 and 31 December 2006 and as of 31 December 2006, the Group had the following significant transactions and balances with Gazprom Group:

	Six months ended 30 June 2007	Year ended 31 December 2006
Revenues - other	87	189
Operating expenses, including:	(16,578)	(29,286)
<i>Fuel expenses</i>	(16,578)	(29,286)
Finance income	243	-
Interest expense	(1)	(204)
Proceeds from current borrowings	1,170	12,695
Repayment of borrowings	1,170	19,046
	<b>31 December 2006</b>	
Cash and cash equivalents	2,347	
Trade payables	501	
Advances to suppliers and prepayments	37	

During the period ended 30 June 2007 OAO Mosenergo placed and withdrew cash on short-term deposit in AB Gazprombank (ZAO) for RR 6,300 million and RR 7,200 million, respectively. During the year ended 31 December 2006 OAO Mosenergo placed cash on short-term deposit in AB Gazprombank (ZAO) for RR 4,200 million and withdrew cash from short-term deposit in AB Gazprombank (ZAO) for RR 3,300 million.

During the period ended 30 June 2007 OAO Mosenergo purchased short-term promissory notes of AB Gazprombank (ZAO) for RR 16,301 million.

During periods ended 30 June 2007 and 31 December 2006 Group accrued dividends to Gazprom Group in the amount of RR 223 million and RR 0 million, respectively.

Information provided below excludes transactions and balances with RAO UES of Russia and its subsidiaries for the periods ended 30 June 2007 and 31 December 2006 and as of 31 December 2006 that are disclosed in Note 6 (a) above.

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During period ended 31 December 2007 Group paid dividends to RAO UES of Russia in the amount of RR 415 million.

For periods ended 31 December 2007 and as of 31 December 2007, the Group had the following significant transactions and balances with subsidiaries of RAO UES of Russia:

	<b>Six months ended 31 December 2007</b>
Revenue - Electricity	16,545
Revenue - Heating	1,291
Revenue - Other	975
<b>Total revenues</b>	<b>18,811</b>
Transmission fees	5,338
Purchased electricity	1,161
Services OAO "SO CDU ES"	290
Other	18
<b>Total operating expenses</b>	<b>6,807</b>

	<b>31 December 2007</b>
Trade receivables	1,837
Other receivables	37
	<b>1,873</b>
Trade payables	2,272
Other payables	2
Advances received	6
	<b>2,280</b>

In the normal course of business the Group enters into transactions with other entities under Government control.

Bank loans are provided on the basis of market rates. Taxes are accrued and settled in accordance with Russian tax legislation. Tax balances are disclosed in Note 25. Tax transactions are disclosed in the income statement.

For the periods ended 31 December 2007 and 2006 and as of 31 December 2007 and 31 December 2006, respectively, the Group had the following significant transactions and balances with Government and parties under control of the Government:

	<b>Year ended 31 December 2007</b>	<b>Year ended 31 December 2006</b>
Revenue - heating	4,460	22,646
Operating expenses, including:	(3,092)	(2,614)
<i>Fuel expenses</i>	(2,523)	(1,985)
<i>Water usage expenses</i>	(312)	(342)
<i>Other expenses</i>	(257)	(287)
Interest expense	(159)	(83)
Proceeds from non-current borrowings	1,213	2,787
Proceeds from current borrowings	2,859	9,000
Repayment of borrowings	6,859	9,000

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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	<u>31 December 2007</u>	<u>31 December 2006</u>
Cash and cash equivalents	4,503	2,658
Trade and other receivables (Net of provision for impairment of receivables of RR 0 million as at 31 December 2007 and RR 843 million as at 31 December 2006)	334	450
Trade and other payables	155	219
Non-current borrowings	-	2,787

#### *Deposits held in state-controlled banks and disclosed within other current assets:*

	<u>31 December 2007</u>	<u>31 December 2006</u>
AKB Srednerusskiy bank SB RF	5,000	-
OA O Bank VTB	6,000	-
<b>Total</b>	<b>11,000</b>	<b>-</b>

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## Note 7. Property, plant and equipment

	<b>Electricity and heat generation</b>	<b>Electricity distribution</b>	<b>Heating networks</b>	<b>Construction in progress</b>	<b>Other</b>	<b>Total</b>
<b>Appraised value</b>						
Opening balance as at 31 December 2006	62,768	3,861	4,421	12,339	28,160	111,549
Elimination of accumulated depreciation	(26,613)	(987)	(2,517)	(20)	(21,733)	(51,870)
Reclassification	9,429	921	499	-	(10,849)	-
Revaluation	26,695	1,540	9,738	2,248	9,166	49,387
Additions	25	-	-	30,296	91	30,412
Transfers	7,787	1,998	258	(11,342)	1,299	-
Disposals	(335)	(326)	-	(106)	(157)	(924)
Reclassification of investment property	(973)	-	-	(37)	-	(1,010)
Closing balance as at 31 December 2007	<u>78,783</u>	<u>7,007</u>	<u>12,399</u>	<u>33,378</u>	<u>5,977</u>	<u>137,544</u>
<b>Accumulated depreciation</b>						
	<b>Electricity and heat generation</b>	<b>Electricity distribution</b>	<b>Heating networks</b>	<b>Construction in progress</b>	<b>Other</b>	<b>Total</b>
Opening balance as at 31 December 2006	(26,613)	(987)	(2,517)	(20)	(21,733)	(51,870)
Elimination of accumulated depreciation	26,613	987	2,517	20	21,733	51,870
Charge for the period	(3,180)	(277)	(1,985)	-	(1,282)	(6,724)
Disposals	140	19	-	-	57	216
Closing balance as at 31 December 2007	<u>(3,040)</u>	<u>(258)</u>	<u>(1,985)</u>	<u>-</u>	<u>(1,225)</u>	<u>(6,508)</u>
Net book value as at 31 December 2006	<u>36,155</u>	<u>2,874</u>	<u>1,904</u>	<u>12,319</u>	<u>6,427</u>	<u>59,679</u>
Net book value as at 31 December 2007	<u>75,743</u>	<u>6,749</u>	<u>10,414</u>	<u>33,378</u>	<u>4,752</u>	<u>131,036</u>

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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	<u>Electricity and heat generation</u>	<u>Electricity distribution</u>	<u>Heating networks</u>	<u>Construction in progress</u>	<u>Other</u>	<u>Total</u>
<b>Cost</b>						
Opening balance as at 31 December 2005	60,298	3,161	4,421	2,182	27,227	97,289
Additions	11	-	-	14,758	65	14,834
Transfers	2,743	724	-	(4,573)	1,106	-
Disposals	(284)	(24)	-	(28)	(238)	(574)
Closing balance as at 31 December 2006	<u>62,768</u>	<u>3,861</u>	<u>4,421</u>	<u>12,339</u>	<u>28,160</u>	<u>111,549</u>
<b>Accumulated depreciation (including impairment)</b>						
Opening balance as at 31 December 2005	(33,613)	(1,427)	(2,693)	-	(21,401)	(59,134)
Charge for the period	(1,595)	(153)	(307)	(20)	(1,737)	(3,812)
Disposals	283	24	-	-	237	544
Reversal of impairment	8,312	569	483	-	1,168	10,532
Closing balance as at 31 December 2006	<u>(26,613)</u>	<u>(987)</u>	<u>(2,517)</u>	<u>(20)</u>	<u>(21,733)</u>	<u>(51,870)</u>
Net book value as at 31 December 2005	<u>26,685</u>	<u>1,734</u>	<u>1,728</u>	<u>2,182</u>	<u>5,826</u>	<u>38,155</u>
Net book value as at 31 December 2006	<u>36,155</u>	<u>2,874</u>	<u>1,904</u>	<u>12,319</u>	<u>6,427</u>	<u>59,679</u>

Included in additions above is capitalized interest of RR 1,381 million and RR 591 million for the periods ended 31 December 2007 and 2006, respectively. Capitalization rates of 4.44% and 8.51% were used representing the weighted average actual borrowing cost of the relevant borrowings for the year ended 31 December 2007 and for the year ended 31 December 2006 respectively.

Construction in progress includes advances to construction companies and suppliers of property, plant and equipment of RR 8,489 million (net of VAT) and RR 5,042 million (net of VAT) as of 31 December 2007 and 31 December 2006 respectively.

Other property, plant and equipment are comprised of motor vehicles, computer equipment, office fixtures and other assets not included in categories mentioned above.

The Group changed its accounting policy to revaluing its property, plant and equipment from 1 January 2007. The Group contracted independent appraisers to estimate fair value of the Group's property, plant and equipment at 1 January 2007. New fair value as at 1 January 2007 amounted to RR 104,547 million. This change was accounted for prospectively in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", therefore comparatives were not restated.



## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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Fair values were determined primarily based on the depreciated replacement cost method. The replacement cost of buildings, constructions and transfer devices has been estimated based on technical characteristics, unit construction cost and construction estimates. The replacement cost of equipment was estimated based on data of aggregative replacement cost of heat-power station, current purchase contracts and price-list of producers and trading companies. The economic obsolescence was estimated based on profitability test results for each cash-generating unit. The discount rate used was 11.28%, the forecast period - 19 years, long-term growth – 3%.

As a result of the revaluation, the Group's equity increased by RR 37,534 million, comprising an increase in carrying value of property, plant and equipment of RR 49,387 million, net of related deferred tax of RR 11,853 million.

For each revalued class of property, plant and equipment stated at revalued amount in these financial statements, the carrying amount that would have been recognized had the assets been carried under the cost model is following:

Cost	Electricity and heat generation	Electricity distribution	Heating networks	Construction in progress	Other	Total
Net book value as at 31 December 2007	40,786	3,878	1,842	29,480	5,781	81,768
Net book value as at 31 December 2006	36,155	2,874	1,904	12,319	6,427	59,679

#### (a) *Impairment provision for property, plant and equipment*

The carrying value of property, plant and equipment at 31 December 2005 was stated net of an impairment loss of RR 11,250 million. As at 31 December 2006, the Group assessed whether there is any indication that an impairment loss recognised in prior periods for property, plant and equipment may no longer exist.

Recent developments in electricity and power markets (as disclosed in Note 1) have resulted in a change to the assumptions that were used to determine the value in use of the assets and a reversal of the previously recognised impairment loss in the amount of RR 10,532 million at 31 December 2006. A respective gain together with a corresponding deferred tax expense of RR 2,528 million were recognised in the income statement for the year ended 31 December 2006.

Management believes that there were no indications of impairment of the Group's principal operating assets at 31 December 2007, due to the following reasons:

- higher than expected growth of demand for electricity and heat in regions in which the Group operates, which is based on recent trends;
- higher certainty about the free trading sector for electricity, which has been enacted by the government of the Russian Federation as of August 2006 (see Note 1);
- the prices for gas, tariffs for electric energy and heat (in regulated sector), authorized by corresponding regulating bodies for 2007, have grown by 15.0%, 15.0% and 16.5% accordingly in comparison with the year ended 31 December 2006;
- the prices for gas, tariffs for electric energy and heat (in regulated sector), authorized by corresponding regulating bodies for 2008, have grown by 25.0%, 28.0% and 17.4% respectively in comparison with the year ended 31 December 2007.

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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#### (b) Operating lease

The Group leases a number of land areas owned by local governments under operating lease. Land lease payments are determined by lease agreements.

Operating lease rentals are payable as follows:

	<u>31 December 2007</u>
Less than one year	355
Between one and five years	1,778
More than five years	<u>15,285</u>
	<u><b>17,418</b></u>

The land areas leased by the Group are the territories on which the Group's electric power stations, heating stations and other assets are located. The leases typically run for an initial period of 5 to 45 years with an option to renew the lease after that date. Leased payments are reviewed regularly to reflect market rentals.

#### Note 8. Investment property

	<u>2007</u>
<b>Investment properties at fair value as at 1 January 2007</b>	-
Reclassification	1,010
Fair value gains through equity on transfer to investment property	<u>278</u>
<b>Investment properties at fair value as at 31 December 2007</b>	<u><b>1,288</b></u>

The investment properties were reclassified from property, plant and equipment as at 1 October 2007 year. At the time of transfer from property, plant and equipment investment properties were valued by method of index numbers by the Company's staff. The determination of fair value was supported by market evidence.

Where the Group is the lessor, the future minimum lease payments receivable under non-cancellable operating leases are as follows:

	<u>2007</u>
Not later than 1 year	196
Later than 1 year and not later than 5 years	1,001
Later than 5 years	<u>85</u>
<b>Total operating lease payments receivable</b>	<u><b>1,282</b></u>

#### Note 9. Investments in associates

The Group has the following investments in associates:

	<u>Country</u>	<u>Ownership as at 31 December 2007</u>	<u>Ownership as at 31 December 2006</u>
OOO KB Transinvestbank	Russia	72,44%	24,61 %

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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In this period following the registration with the Central Bank of Russia and Tax Authorities, the Group has recognized an increase in its ownership in OOO KB Transinvestbank up to 72.44%. The increase was the result of litigation with former owners of the associate. Following the court decision RR 957 million are payable by the Group to the former owners of 47.83% interest in the associate (see Notes 20 and 27 (c)).

In accordance with the Articles of OOO KB Transinvestbank, its charter capital is divided between three participants, including OAO Mosenergo, and each participant has one equal vote. The majority of significant decisions should be approved by  $\frac{2}{3}$  of votes.

The table below summarise the movements in the carrying amount of the Group's investments in associates:

	<u>31 December 2007</u>	<u>31 December 2006</u>
Carrying amount at 1 January	346	328
Share of result of associates	64	42
Dividends received from associates	(121)	(24)
Increase of share in associates	957	-
Carrying amount at the end of reporting period	<u><b>1,246</b></u>	<u><b>346</b></u>

The accounting for the increase is provisional as the Group is in the process of ascertaining the fair value of identifiable assets and liabilities and contingent liabilities.

At 31 December 2007 and 31 December 2006 summarized financial information of associates, including total assets, liabilities, revenues and profit were as follows:

	<u>31 December 2007</u>	<u>31 December 2006</u>
Assets	4,934	3,829
Liabilities	(3,242)	(2,423)
Total equity	<u><b>1,692</b></u>	<u><b>1,406</b></u>

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Revenues	1,862	770
Expenses	(1,695)	(601)
<b>Profit for the year</b>	<u><b>167</b></u>	<u><b>169</b></u>

## Note 10. Held-to-maturity investments

In May 2007 the Company purchased several promissory notes of AB Gazprombank (ZAO) maturing in 2008. Total amount of promissory notes purchased RR 22,101 million. During the reporting period the Group redeemed promissory notes of AB Gazprombank (ZAO) on total amount RR 16,681 million. See Note 6 (a).

The Company obtained several promissory notes of ZAO "Gazenergoprombank" maturing in 2008 during the 2007 year. Total amount of promissory notes purchased RR 9,439 million.

## **Mosenergo Group**

### **Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

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The table in Note 13 shows the ratings of AB Gazprombank (ZAO) and ZAO "Gazenergoprombank" at the balance sheet date.

The recorded value of the promissory notes held to maturity approximates their fair value.

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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#### Note 11. Inventories

	<u>31 December 2007</u>	<u>31 December 2006</u>
Fuel	2,754	2,998
Materials and supplies	1,646	1,322
Other inventories	44	26
<b>Total inventories</b>	<b><u>4,444</u></b>	<b><u>4,346</u></b>

Materials and supplies are shown net of a provision for obsolete inventory and an adjustment for non-moving inventory in the amount of RR 7 million as at 31 December 2007 and RR 17 million as at 31 December 2006.

#### Note 12. Trade and other receivables

	<u>31 December 2007</u>	<u>31 December 2006</u>
Trade receivables (Net of provision for impairment of receivables of RR 1,654 as at 31 December 2007 and RR 1,161 as at 31 December 2006)	4,691	2,066
Other receivables (Net profit for impairment of receivables of RR 276 as at 31 December 2007 and RR 255 as at 31 December 2006)	786	787
<b>Total financial assets</b>	<b><u>5,477</u></b>	<b><u>2,853</u></b>
Advances to suppliers and prepayments	3,364	500
VAT recoverable	1,769	1,492
Tax prepayments (other than current profit tax prepayments)	956	76
<b>Total trade and other receivables</b>	<b><u>11,566</u></b>	<b><u>4,921</u></b>

Management has determined the provision for impairment of accounts receivable based on specific customer identification, customer payment trends, subsequent receipts and settlements and analyses of expected future cash flows. Management of the Company believes that the Company will be able to realize the net receivable amount through direct collections and other non-cash settlements, and therefore the recorded value approximates their fair value.

The Group manages repayments on accounts receivable and analyses of contractors' credit risks, the management of the Group analyses its debt by the classes presented in the table below. Management determines two main classes – Electricity and Heat. Electricity is sold in an open and highly regulated market to other energy companies that sell that electricity further to the final customers. Heat is sold to resellers and also to final customers. Debtors within these classes are quite homogeneous regarding their credit quality and concentration of credit risk.

**Mosenergo Group****Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

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***Accounts receivable current and not impaired:***

	<b>31 December 2007</b>	<b>31 December 2006</b>
Electricity	498	250
Heat	2,057	1,133
Other	1,940	1,470
<b>Total current and not impaired</b>	<b>4,495</b>	<b>2,853</b>

As at 31 December 2007 trade and other receivables of RR 982 million (as at 31 December 2006: RR 0 million) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade receivables is shown in the table below.

***Trade and other receivables past due but not impaired:***

	<b>1 month</b>	<b>2 months</b>	<b>3 months</b>	<b>4 months</b>	<b>5-12 months</b>	<b>More than 1 year</b>
Electricity	-	60	71	42	34	18
Heat	-	33	104	15	-	-
Other	6	282	100	1	10	206
<b>Total past due but not impaired</b>	<b>6</b>	<b>375</b>	<b>275</b>	<b>58</b>	<b>44</b>	<b>224</b>

***Trade and other receivables individually determined to be impaired (gross):***

	<b>31 December 2007</b>	<b>31 December 2006</b>
Electricity	1,268	843
Heat	573	187
Other	434	643
<b>Total individually impaired</b>	<b>2,275</b>	<b>1,673</b>

All impaired trade and other receivables are made provision for. The movement of the provision is shown in the table below.

***Impairment of trade and other receivables:***

	<b>2007</b>	<b>2006</b>
As at 1 January	1,416	1,316
Charge for the year	1,679	1,356
Trade and other receivables written-off during the year as uncollectible	(234)	(165)
Unused amounts reversed	(1,066)	(1,301)
Discounting effect	135	210
<b>As at 31 December</b>	<b>1,930</b>	<b>1,416</b>

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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All impaired trade and other receivables are older than 1 year. The individually impaired receivables mainly relate to wholesalers, which are located in the Caucasus region and are in unexpectedly difficult economic situation. It was assessed that a portion of the receivables is expected to be recovered.

Management assesses that counterparties, balances of which fall into trade receivables and other receivables, and which are neither past due nor impaired, have approximately the same credit quality.

The Group does not hold any collateral as security.

### Note 13. Cash and cash equivalents

	<b>31 December 2007</b>	<b>31 December 2006</b>
Cash at bank and in hand	7,992	5,720
RR term deposits (interest rate: 5,7% - 6,3% p.a.; 2006: n/a)	3,135	-
Foreign currency bank accounts	9	9
<b>Total cash and cash equivalents</b>	<b>11,136</b>	<b>5,729</b>

Cash and cash equivalents balances do not include balances on special accounts in OAO "ABN AMRO Bank", OAO "KB "Citibank" and OAO KB "Transinvestbank" in the aggregate amounts of RR 82 million and RR 143 million as at 31 December 2007 and 31 December 2006 respectively. Such balances are destined for the purpose of repayment of principal amount of debt and interest on EBRD and IFC loans. Such balances are classified within other current assets.

Term deposits have original maturities of less than three months.

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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All the bank balances and term deposits are neither past due nor impaired. Analysis by credit quality of bank balances and term deposits is as follows:

Name of the bank	Rating agency	2007		2006	
		Rating	Balance as at 31 December 2007	Rating	Balance as at 31 December 2006
OAo Gazprombank	Moody's Investor's Service	BBB-	5,291	BB+	2,347
Sberbank RF	Fitch Ratings	BBB+	1,243	BBB+	1,666
OAo Bank VTB	Fitch Ratings	BBB+	3,006	BBB+	25
ZAO Gazenergoprombank	Moody's Interfax	Aa3.ru	63	-	-
OOO KB Transinvestbank	-	-	1,145	-	240
Bank of Moscow	Fitch Ratings	BBB	254	BBB	945
OAo AKB Evrofinans Mosnarbank	Fitch Ratings	BBB	21	BBB	55
Other	-	-	113	-	451
			<b>11,136</b>		<b>5,729</b>

The Company pursues the policy of cooperation with a number of the first-rate banks, which is approved by the Board of Directors. Temporarily surplus monetary assets are placed in different financial instruments such as deposits, promissory notes. Investments are made depending on approved credit limit.

According to the decisions of Board of Directors of OAo Mosenergo held in May and October 2007 an authorised banks list and the program of temporarily surplus funds for the period since 1 April 2007 to 31 December 2007 were validated as an addendum to investment plan of the Group for 2007 year.

#### Note 14. Other current assets

	31 December 2007	31 December 2006
Assets constructed under financing from Moscow Government	523	523
VAT from advances received	114	-
Other current assets	8,083	143
<b>Total other current assets</b>	<b>8,720</b>	<b>666</b>

As at 31.12.2007 Other Current Assets include deposits in bank that have original maturities of more than 3 months in the amount of RR 8,000 million (including deposits in banks: AKB Srednerusskiy Bank – RR 5,000 million and Vneshtorgbank – RR 3,000 million, see Note 6 (d)).



## **Mosenergo Group**

### **Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

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## **Note 15. Equity**

### **(a) Share capital**

The total authorised number of ordinary shares is 39,749,359,700 shares with a par value of RR 1.00 per share. All issued ordinary shares are fully paid.

The carrying amount of share capital has been adjusted to take into account the effects of hyperinflation that existed in Russian Federation until the end of 2002.

As of 20 December 2006 the shareholders' meeting of OAO Mosenergo approved increase of share capital of OAO Mosenergo via additional issue of 11,500,000,000 of ordinary shares with nominal value equal to RR 1.00 per share by closed subscription in favour of OAO Gazprom and its affiliates. Offering price was approved at RR 5.28 per share (determined based on quoted price of OAO Mosenergo shares during the period of 19 June 2006 – 19 December 2006). The Report on additional issue of securities was registered by the Federal Securities Commission of Russian Federation on 5 July 2007. Shares were paid during March-May 2007.

### **(b) Share premium**

Total amount of cash proceeds from the issuance of 11,500,000,000 of ordinary shares at price of RR 5.28 per each share was RR 60,720 million. Share premium received in excess of par value was RR 49,220 million. Total direct costs of issuing shares accounted for as a deduction from equity amounted to RR 7 million in the period.

### **(c) Revaluation surplus**

Revaluation surplus represents the result of the revaluation of property, plant and equipment performed as at 1 January 2007 (Note 7).

### **(d) Dividends**

A decision in respect of the payment of dividends following OAO Mosenergo's 2005 results was taken on 26 May 2006. The amount of declared (accrued) dividends on the issuer's shares was RR 0.01607 per share, total amount of dividends is RR 454 million.

In May 2007 the Company declared dividends for the year ended 31 December 2006 of RR 0.02116389 per share for the total of RR 600 million.

In July 2007 the Company declared dividends for the three months ended 31 March 2007 of RR 0.0104408508 per share for the total of RR 296 million.

For the year ended 31 December 2007 the Group paid dividends in the amount of RR 896 million.

## Mosenergo Group

### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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## Note 16. Borrowings

	Cur- rency	Effective interest rate	31 December 2007	31 December 2006
<i>Non-current borrowings</i>				
<i>Secured bank loans</i>				
		Range of MosPrime+2.5% and	-	7,200
EBRD	RR	MosPrime+3.5%		
EBRD	USD	LIBOR+3.5%	-	178
IFC	USD	LIBOR+3.5%	-	118
<i>Unsecured bank loans</i>				
Vneshtorgbank	RR	8,50%	-	2,787
<i>Unsecured bonds</i>				
Unsecured bond issue #1	RR	7,54%	-	5,000
Unsecured bond issue #2	RR	7,65%	-	5,000
<i>Other non-current borrowings</i>	RR		129	155
<b>Total non-current borrowings</b>			<b>129</b>	<b>20,438</b>
<i>Current borrowings and current portion of non-current borrowings</i>				
<i>Secured bank loans</i>				
		Range of MosPrime+2.5% and	6,577	-
EBRD	RR	MosPrime+3.5%		
EBRD	USD	LIBOR+3.5%	166	89
IFC	USD	LIBOR+3.5%	110	59
EBRD	USD	LIBOR+4%	623	432
<i>Unsecured bonds</i>				
Unsecured bond issue #1	RR	7,54%	5,000	-
Unsecured bond issue #2	RR	7,65%	5,000	-
<b>Total current borrowings and current portion of non- current borrowings</b>			<b>17,476</b>	<b>580</b>
<b>Total borrowings</b>			<b>17,605</b>	<b>21,018</b>

The effective interest rate is the market interest rate applicable to the loan at the date of origination for fixed rate loan and the current market rate for floating rate loans.

Borrowings include fixed rate loans with a carrying value of RR 10,129 million and RR 12,942 million and fair value of RR 9,989 million and RR 12,949 million as of 31 December 2007 and 31 December 2006, respectively. All other borrowings generally have variable interest rates linked to LIBOR or MosPrime, and the carrying amounts approximate fair value.

The Group has not entered into any hedging arrangements in respect of its foreign currency obligation or interest rate exposure.

### (a) EBRD and IFC loans

These loans were obtained in April 1998 to finance capital expenditure. Loans from EBRD and IFC were received under non-revolving line of credit agreements (loan amount not to exceed USD 50 million in

## **Mosenergo Group**

### **Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

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total). The full amount available under the agreements had been provided to the Group by 31 March 2001. The Group is required to make 18 principal payments on a semi-annual basis, beginning 15 January 2001. Interest is payable at the same time as the principal.

In August 2002 OAO Mosenergo obtained a loan from EBRD under a non-revolving line of credit for the amount of USD 70 million. OAO Mosenergo is required to make 10 principal payments semi-annually, beginning 28 May 2003. Interest is payable at the same time as the principal.

On 23 December 2005 the Group concluded the agreement with EBRD to open a credit line in the total amount of RR 7,200 million for more than 10 years. The credit line consisted of two credit lines in amounts of RR 2,900 million and RR 4,300 million respectively. The loan was obtained for the purchase of acquiring additional equipment for the Group. The loan interest on loans is determined on Mosprime plus basis.

The payment of interest on the loan is carried out on a quarterly basis, and the principal amount is to be repaid by 40 and 18 equal installments for the first and second credit lines respectively starting after 31 December 2007.

Net book value of fixed assets pledged as security for loans was RR 2,057 million and RR 679 million as of 31 December 2007 and 31 December 2006.

#### ***(b) Unsecured bonds***

On 2 March 2006 the placement of OAO Mosenergo's 5,000,000 unconvertible fixed interest rate bearing bonds took place through underwriter Gazprombank on the trading floor of Moscow Interbank Currency Exchange. The total amount of placement equaled RR 5 billion. The face value of each bond is RR 1,000 and term of maturity of ten years. Interest of 7.65% will be paid to the bond holders semiannually.

The bonds may become subject for early redemption only upon the decision of the issuer to grant such option to the bond holders. The main purpose of bond issues is to refinance short-term bank loans.

On 19 September 2006 OAO Mosenergo registered the second issue of 5,000,000 fixed interest rate bearing bonds with the face value of RR 1,000 and term of maturity of five years. The total amount of placement equaled RR 5 billion. Interest of 7.54% will be paid to the bond holders semiannually.

At the Extraordinary General Shareholders' meeting on 28 December 2007 the Group made a decision on merging of OAO Mosenergo Holding into the Group (see Notes 1, 3 and 30). Following that decision and in accordance with Russian legislation owners of OAO Mosenergo unsecured bonds could present the bonds for early redemption until 28 February 2008. Therefore, in accordance with IAS 1, these bonds on total amount RR 10,000 million were reclassified to current debt at 31 December 2007.

Subsequently to 31 December 2007 a report on bonds presented for early redemption was issued by OAO Mosenergo. According to that report only bonds on amount RR 588 million were presented for early redemption. Details are disclosed in the Note 30.

#### ***(c) Borrowings maturity***

As of 31 December 2007, OAO Mosenergo did not comply with the debt service coverage requirement as stated in loan agreements with the EBRD and IFC. Breach of the covenant to maintain the debt service coverage ratio at the specified level, would, upon notice to OAO Mosenergo from EBRD and IFC, respectively, and if not cured or otherwise waived within thirty days of such notice being provided, give EBRD and IFC the right to demand repayment, it being noted that EBRD and IFC are both free to waive any consequences of such breach at any time. Therefore, in accordance with IAS 1, these loans on total amount RR 6,715 million were reclassified to current debt at 31 December 2007.

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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As of 31 December 2007 the maturity portfolio of long-term borrowings is presented below:

	<u>31 December 2007</u>
Between one and two years	-
Between two and five years	129
After five years	-
	<u>129</u>

## Note 17. Other Taxes payable

	<u>31 December 2007</u>	<u>31 December 2006</u>
VAT payable	238	527
Payroll taxes payable	150	203
Property tax	82	174
Other taxes payable	141	171
	<u>611</u>	<u>1,075</u>

## Note 18. Retirement benefit obligations

The tables below provide information about post-employment benefits and actuarial assumptions used for the period ended 31 December 2007. Amounts recognized in the consolidated balance sheet:

	<u>31 December 2007</u>	<u>31 December 2006</u>
Present value of defined benefit obligations (DBO)	3,008	1,149
Unrecognised actuarial (loss)/gain	(248)	14
Unrecognised past service cost	(1,481)	-
	<u>1,279</u>	<u>1,163</u>

Benefit expenses recognised in the consolidated income statement:

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Current service cost	127	26
Interest cost	180	83
Amortisation of past service cost	148	-
Curtailement gain	-	(68)
	<u>455</u>	<u>41</u>

## Mosenergo Group

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Changes in the present value of the Group's defined benefit obligation are as follows:

	<u>31 December 2007</u>	<u>31 December 2006</u>
Present value of defined benefit obligations (DBO) at 1 January	1,149	1,203
Current service cost	127	26
Interest cost	180	83
Actuarial loss/(gain)	263	(6)
Past service cost	1,629	-
Benefits paid	(340)	(80)
Curtailment gain	-	(77)
<b>Present value of defined benefit obligations (DBO) at the end of period</b>	<b><u>3,008</u></b>	<b><u>1,149</u></b>

Starting 1 January 2007 the Group accepted new pension plan. Payments under this new plan are made within agreements with NPF Elektroenergetiki and NPF Gazfund. The new pension plan was introduced only for active employees. The appearance of the new plan was connected with the change of OAO Mosenergo's immediate parent (Gazprom instead of RAO UES).

Principal actuarial assumptions are as follows:

	<u>31 December 2007</u>	<u>31 December 2006</u>
Nominal discount rate	6.75%	6.75%
Inflation rate	5.00%	5.00%
Wage growth rate p.a.	7.00%	7.00%
Benefits increase	5.00%	5.00%

There were changes in actuarial assumptions during the reporting period, thus actuarial loss arose during this period reflected experience adjustments and the effect of change in actuarial assumptions.

	<u>31 December 2007</u>	<u>31 December 2006</u>
Present value of defined benefit obligations (DBO)	3,008	1,149
Deficit in plan	3,008	1,149
(Losses)/gains arising from experience adjustments on plan liabilities	(249)	32

## Note 19. Other provisions for Liabilities and Charges

	<u>As at 1 January 2007</u>	<u>Additional provisions</u>	<u>Unused amount reversed</u>	<u>Utilised during the period</u>	<u>As at 31 December 2007</u>
Provision for buy-out of treasury shares	-	969	-	-	<b>969</b>
Legal claims	390	38	(51)	(331)	<b>46</b>
	<b><u>390</u></b>	<b><u>1,007</u></b>	<b><u>(8)</u></b>	<b><u>(381)</u></b>	<b><u>1,015</u></b>

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At the Extraordinary General Shareholders' meeting on 28 December 2007 the Group made a decision on merging of OAO Mosenergo Holding into the Group. Report on results of voting at the meeting was issued and published at the OAO Mosenergo web-site on 11 January 2008. In accordance with the Russian legislation all shareholders of OAO Mosenergo which voted against reorganisation or not participated in voting on reorganisation question can claim from OAO Mosenergo buy-out of all or part of their shares. On 21 February 2008 report on results of shares presented for buy-out was issued. According to that report 156,101,884 shares of OAO Mosenergo were presented for buy-out at 6.21 RR per share on total amount RR 969 million and the whole amount was provided in these financial statements.

	<u>As at 1 January 2006</u>	<u>Additional provisions</u>	<u>Unused amount reversed</u>	<u>Utilised during the period</u>	<u>As at 31 December 2006</u>
Legal claims	553	236	(141)	(260)	390
	<u>553</u>	<u>236</u>	<u>(141)</u>	<u>(260)</u>	<u>390</u>

## Note 20. Trade and other payables

	<u>31 December 2007</u>	<u>31 December 2006</u>
Trade payables	3,637	2,581
Account payable for acquisition of property, plant and equipment	3,636	1,987
Dividends payable	1	1
<b>Total financial liabilities</b>	<b>7,274</b>	<b>4,569</b>
Accrued liabilities and other payables	2,298	1,227
Advances received	855	1,028
Financing from Moscow Government	523	523
<b>Total trade and other payables</b>	<b>10,950</b>	<b>7,347</b>

Trade payables are classified as financial liabilities. Total amount of financial liabilities as at 31 December 2007 comprises RR 21,242 million (as at 31 December 2006: RR 23,599 million) and includes, beside trade payables, non-current borrowing (Note 16) and current borrowings and current portion of non-current borrowings (Note 16).

Management believes that the majority of suppliers, balances of which are included into trade payables, comprise the single class, as they bear the same characteristics. Those suppliers are mainly providers of repair and maintenance services.

## Note 21. Revenues

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Electricity	39,520	31,553
Heating	33,750	31,684
Other	5,328	4,654
<b>Total revenues</b>	<b>78,598</b>	<b>67,891</b>

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Approximately 7% of sales of electricity for the year ended 31 December 2007 relates to resale of purchased power on wholesale market NOREM (for the year ended 31 December 2006 – 2%). See Note 2(aa).

## Note 22. Operating expenses

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Fuel expenses	36,873	33,303
Transmission fees	12,738	11,358
Employee benefits	7,967	6,677
Depreciation of property, plant and equipment (Note 7)	6,724	3,812
Purchased electricity	3,261	953
Repairs and maintenance	2,373	2,243
Taxes other than income and payroll taxes	1,440	1,389
Charge for impairment of trade and other receivables	828	(84)
Other materials	735	641
Water usage expenses	609	342
Services of NP ATS, ZAO "CFR", OAO "SO CDU ES"	576	557
Losses less gains on disposals of property, plant and equipment	507	3
Insurance cost	453	479
Social expenditures	85	53
Other	3,198	3,753
<b>Total operating expenses</b>	<b><u>78,367</u></b>	<b><u>65,479</u></b>

Employee benefits expenses comprise the following:

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Salaries and wages, accrued bonuses, benefits and payroll taxes	7,692	6,651
Non-governmental pension fund expenses	275	26
<b>Total employee benefits</b>	<b><u>7,967</u></b>	<b><u>6,677</u></b>

## Note 23. Finance income

	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Interest income from held-to-maturity investments	703	-
Other interest income	779	63
<b>Total finance income</b>	<b><u>1,482</u></b>	<b><u>63</u></b>

Other interest income arose from interest accrued on deposits which are categorized as loans and receivables within other current assets. See Note 14.

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#### Note 24. Finance costs

	<u>Year ended</u> <u>31 December 2007</u>	<u>Year ended</u> <u>31 December 2006</u>
Interest expense	(1,589)	(1,117)
Foreign exchange gains from borrowings	26	100
Provisions for post employment benefits	(180)	-
Other expenses	(4)	-
<b>Total finance costs</b>	<b>(1,747)</b>	<b>(1,017)</b>
Less capitalised finance costs	1,381	591
<b>Total finance costs recognised in the consolidated income statement</b>	<b>(366)</b>	<b>(426)</b>

All finance costs relate to financial liabilities measured at amortised cost.

#### Note 25. Income tax

##### (a) Income tax expense

The Group's applicable tax rate is the corporate income tax rate of 24% (2006: 24%).

	<u>Year ended</u> <u>31 December 2007</u>	<u>Year ended</u> <u>31 December 2006</u>
<i>Income tax benefit/(charge)</i>		
Current income tax charge	(1,162)	(1,798)
Deferred income tax benefit	505	(2,298)
	<b>(657)</b>	<b>(4,096)</b>

During December 2006 the Federal Tax Authority declared its decision concerning tax inspection for 2002 and 2003 years. In accordance with this decision OAO Mosenergo was exposed to additional income tax amounting to RR 576 million, which has been accrued for in consolidated financial statements for the year ended 31 December 2006 and is presented within current income tax payable at 31 December 2006. At the year end of 2007 the Group performed reassessment of probability of unfavourable outcome. And the Management believes that only 50% of that obligation in amount of RR 288 million should be provided. And therefore 50% of that accrued liability was reversed in these financial statements.

Profit before tax for the financial reporting purposes is reconciled to the income tax as follows:

	<u>Year ended</u> <u>31 December 2007</u>	<u>Year ended</u> <u>31 December 2006</u>
Profit before tax	1,494	12,692
Theoretical tax (charge)/benefit at the statutory tax rate of 24%	(359)	(3,046)
Non-deductible/non-taxable items	(298)	(1,050)
	<b>(657)</b>	<b>(4,096)</b>



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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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#### (b) Deferred income tax

##### (i) Recognised deferred tax assets and liabilities

Difference between IFRS and Russian statutory taxation regulations give rise to certain temporary differences between the carrying value of certain assets and liabilities for financial reporting purposes and for income tax purposes. Deferred income tax assets and liabilities are measured at 24%, the rate applicable when the asset or liability will reverse.

##### (ii) Movements for the periods

	<b>31 December 2006</b>	<b>Movement for the period recognized in the income statement</b>	<b>Movement for the period recognized in the statement of changes in equity</b>	<b>31 December 2007</b>
Property, plant and equipment	(6,768)	602	(11,853)	(18,019)
Investment property	-	-	(67)	(67)
Trade and other receivables	173	34	-	207
Retirement benefit obligations (see Note 2(bb))	279	28	-	307
Other	304	(159)	-	145
	<b>(6,012)</b>	<b>505</b>	<b>(11,920)</b>	<b>(17,427)</b>

	<b>31 December 2005</b>	<b>Movement for the period recognized in the income statement</b>	<b>Movement for the period recognized in the statement of changes in equity</b>	<b>31 December 2006</b>
Property, plant and equipment	(4,425)	(2,343)	-	(6,768)
Trade and other receivables	62	111	-	173
Retirement benefit obligations (see Note 2(bb))	289	-	(10)	279
Other	370	(66)	-	304
	<b>(3,704)</b>	<b>(2,298)</b>	<b>(10)</b>	<b>(6,012)</b>

#### Note 26. Earnings per share

The calculation of earnings per share is the net profit for the period divided by the weighted average number of ordinary shares outstanding during the period, calculated as shown below. OAO Mosenergo does not have dilutive potential ordinary shares.

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	<u>Year ended 31 December 2007</u>	<u>Year ended 31 December 2006</u>
Weighted average number of ordinary shares issued (thousands)	34,968,407	28,249,360
Profit attributable to the shareholders of OAO Mosenergo for the period	<u>837</u>	<u>8,596</u>
<b>Earnings per ordinary share for profit attributable to the shareholders of OAO Mosenergo – basic and diluted (in Russian Roubles)</b>	<b><u>0.02</u></b>	<b><u>0.30</u></b>

## Note 27. Contingencies, Commitments and operating risks

### (a) Capital commitments

Future capital expenditure for which contracts have been signed amounted to RR 20,406 million at 31 December 2007 (RR 21,921 million as of 31 December 2006). RR 2,864 million of capital commitments as of 31 December 2007 are denominated in foreign currencies, mainly Euro and Swiss francs.

### (b) Tax and currency legislation

Russian tax and currency legislation is subject to varying interpretations, and changes, which can occur frequently. Management's interpretation of such legislation as applied to the transactions and activity of the Group may be challenged by the relevant regional and federal authorities, in particular the way of accounting for tax purposes of tariff imbalance, deductibility of certain expenses. Recent events within the Russian Federation suggest that the tax authorities may be taking a more assertive position in their interpretation of the legislation and assessments. As a result, significant additional taxes, penalties and interest may be assessed. Fiscal periods remain open to review by the authorities in respect of taxes for three calendar years preceding the year of review. Under certain circumstances reviews may cover longer periods.

Due to the fact, that the tax and other legislation do not fully cover all the aspects of reorganization of the Group related to reforming of the electric utilities industry, there might be respective legal and tax risks.

As at 31 December 2007 management believes that its interpretation of the relevant legislation is appropriate and the Group's tax and currency positions will be sustained. Where management believes it is probable that a position cannot be sustained, an appropriate amount has been accrued for in these financial statements.

As at 31 December 2007 management estimates that the Group has the number of possible tax obligations (other than remote) in amount of RR 755 million (RR 236 million as of 31 December 2006). These possible obligations primarily relate to deductibility of electric power losses for income tax purposes in the amount RR 684 million (RR 0 million as of 31 December 2006). The Tax Authorities decision in respect of this amount dated 9 January 2008 was received by OAO Mosenergo on 7 February 2008. OAO Mosenergo complained against the decision therefore at the date of issuance of this financial information the decision did not come into force.

### (c) Legal proceedings

The Group is a party to certain legal proceedings arising in the ordinary course of business. In general those legal proceedings relate to unreasonable application of tariffs. In the opinion of management, there are no current legal proceedings or other claims outstanding that, upon final disposition, will have a material adverse effect on the financial position of the Group.

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### **Notes to the Consolidated Financial Statements for the year ended 31 December 2007**

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As of the date of issuing these consolidated financial statements management believes that it has adequately provided for all significant potential losses that may result from any such claims being asserted and contested.

At the current moment a claim issued by OOO "Agentstvo Pravovoi Informacii Energetiki" (APIE) against OAO Mosenergo, related to collecting of debt on the sub-agent contract which is linked to the increase of OAO Mosenergo share in OOO KB Transinvestbank in the amount of RR 861 million, is pending by the Arbitrage court at the fund "Pravo i Ekonomika TEK".

At the date of these financial statements issuance OAO Mosenergo holds negotiates with the purpose of settlement of the situation with return of OAO Mosenergo interest of 47.83% in OOO KB Transinvestbank. See Note 9.

#### ***(d) Compliance with covenants***

The Group is subject to certain covenants related primarily to its borrowings. Non-compliance with such covenants may result in negative consequences for the Group including growth in the cost of borrowings and an ultimate declaration of default (see Note 16).

#### ***(e) Environmental matters***

The enforcement of environmental regulation in the Russian Federation is evolving and the enforcement posture of government authorities is continually being reconsidered. The Group periodically evaluates its obligations under environmental regulations. As obligations are determined, they are recognised immediately.

Potential liabilities, which might arise as a result of changes in existing regulations, civil litigation or legislation, cannot be estimated but could be material. In the current enforcement climate under existing legislation, management believes that there are no significant liabilities for environmental damage.

#### ***(f) Guarantees***

The Group issued guarantees for mortgaged loans of employees of RR 345 million as of 31 December 2007 (RR 212 million as of 31 December 2006). All loans are collateralised by the property of employees.

## **Note 28. Financial risks management**

***(a) Financial risk factors.*** The Company's activities expose it to variety of financial risks, including the effects of changes in foreign currency exchange rates, changes in interest rates and the collectibility of receivables. OAO Mosenergo does not have a risk policy in order to hedge its financial exposures.

***(b) Currency risk.*** Power and heat produced by the Group is sold on the internal market of Russian Federation with prices fixed in the currency of Russian Federation. The company obtains foreign currency credits as well as signs import agreements on equipment delivery in foreign currency (US dollars, Euro and Swiss francs). With reference of Rouble exchange rate strengthening in relation to US dollar and an absence of predictable fluctuations of foreign currencies exchange rates, exchange risks on borrowed assets are not material.

Hence, the Group is subject to the foreign currency exchange risk. The financial condition of the Company, its liquidity, financing sources and the results of activities do not considerably depend on currency rates as the Group activities are planned to be performed in such a way that its assets and liabilities be denominated in the national currency. That is why the influence of changes in the domestic currency rate as related to foreign currency rates on the financial condition of the Group is estimated as insignificant.

Management performed sensitivity analyses to US dollar rate fluctuations on a basis of the expected forecast of US dollar rate changes in 2007, which was achieved on the ground of the US dollar rate

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change in 2006. If Rouble exchange rate in relation to US dollar decreased (increased) by 8.52% by all other things being equal, the change of profit after tax for 2007 would be immaterial.

Management performed sensitivity analyses to US dollar rate fluctuations on a basis of the expected forecast of US dollar rate changes in 2006, which was achieved on the ground of the US dollar rate change in 2005. If Rouble exchange rate in relation to US dollar decreased (increased) by 5% by all other things being equal, the change of profit after tax for 2006 would be immaterial.

Exchange rate fluctuations in relation to equipment import don't influence on the profit after tax, as possible increase of payment amounts is included in the cost of equipment.

**(c) Interest rate risk.** The Group's operating profits and cash flows from operating activity are largely not dependent on the changes in market interest rates. The company obtains borrowings both with fixed and with floating rate and is subject to the risk of interest rate changes. The Group's significant interest bearing assets are disclosed in Note 16. The company obtains loans in US dollars with floating rate, which are established on the basis of LIBOR and MosPrime rates.

Management performed sensitivity analyses of rates fluctuations for 2007 and 2006 years based on expected forecasts of rates changes at the date of redemption of exchange commitments.

Rate	Expected rate change in 2007 y., %
LIBOR	0.35
MosPrime	0.82

In case when LIBOR rate increased (decrease) at 0.35% and MosPrime rate increased (decrease) at 0.82% the profit after tax increased (decreased) for RR 15 million.

Rate	Expected rate change in 2006 y., %
LIBOR	0.95
MosPrime	0.3

In case when LIBOR rate increased (decrease) at 0.95% and MosPrime rate increased (decreased) at 0.3% the profit after tax increased (decreased) by RR 21 million.

With the purpose of interest risk reduction the Group makes the following arrangements:

- credit market monitoring to the effect of identifying favourable credit conditions;
- attraction of credit resources at the rate that lower than the refinancing rate of central bank of Russian Federation;
- diversification of credit portfolio by attracting of borrowing assets both with fixed rates, and with floating rates.

For the purpose of the financial risks management by financing of the company's operating performance the credit portfolio was optimized. In 2006 the Group made two issues of obligations on total amount of RR 10 bln with the period of maturity 5 and 10 years that allowed the company to cancel short-term loans with higher interest rate. As at 31 December 2007 the company isn't involved in other loans with fixed interest rates.

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(d) **Credit risk.** Credit risk – is the risk of financial loss for the Group in the case of non-fulfilment by the Contractor the obligations on the financial instrument under the proper contract. Financial assets on which the Company has the potential credit risk are represented mainly by the accounts receivable of buyers and customers (in amount of RR 4,691 million; 2006 – RR 2,066 million), other accounts receivable (in amount of RR 786 million; 2006 – RR 787 million), bank deposits (in amount of RR 8,000 million; 2006 – RR 0 million) and cash (in amount of RR 11,136 million; 2006 – RR 5,729 million), promissory notes (in amount RR 15,201 million; 2006 – RR 0 million) totalling to RR 39,814 million (2006 – RR 8,582 million). Although collection of receivables could be influenced by economic factors, management believes that there is no significant risk of loss to the Company beyond the provision for impairment of receivables already recorded.

For OAO Mosenergo customers there is no independent rating and therefore OAO Mosenergo assesses the credit quality of the customer at the contract execution stage. The Group takes into account the customer's financial position and its credit history. The Group monitors the existing receivables on the permanent basis in the profile departments and takes actions regularly to collect it.

Although collection of receivables could be influenced by economic factors, management believes that there is no significant risk of loss to the Group beyond the provision for impairment of receivables already recorded.

The cash has been deposited in the financial institutions with no more than minimal exposure to the default risk at the time of account opening. The Board of Directors approved the list of banks for deposits, as well as rules for the placement of deposits. Moreover, the Company constantly evaluates the financial condition, ratings assigned by independent agencies, background and other factors.

The table in Note 13 shows the deposits with banks of the major counterparties and their ratings at the balance sheet date.

(e) **Liquidity risk.** The Company's liquidity risk management includes maintaining the sufficient cash position and the availability of financing to support the Company's operational activity.

To secure the sufficient financing of its operations OAO Mosenergo raise credits in form of overdraft, promissory notes.

The table below analyses the Group's financial liabilities (including interest accrued) into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant (see also Note 16).

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	More than 5 years
<b>At 31 December 2007</b>				
Loans and borrowings	2,904	7,402	10,842	2,120
Promissory notes	-	57	95	-
Accounts payable	11,919	-	-	-
<b>At 31 December 2006</b>				
Loans and borrowings	12,740	2,904	11,568	8,796
Promissory notes	-	38	152	-
Accounts payable	7,347	-	-	-

OAO Mosenergo bonds on total amount RR 10,000 million have been classified as current at the period end because although the contractual term is more than one year, as following the decision of the Extraordinary General Shareholders' meeting and in accordance with a statutory obligation OAO

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Mosenergo bondholders can present bonds for early redemption until 28 February 2008. This means that payment cannot be deferred for more than 12 months (see Notes 1, 3, 16 (b) and 30).

#### *(f) Reconciliation of Classes of Financial Instruments with Measurement Categories*

For the purposes of measurement, IAS 39, Financial Instruments: Recognition and Measurement, classifies financial assets into the following categories: (a) loans and receivables; (b) available-for-sale financial assets; (c) financial assets held to maturity and (d) financial assets at fair value through profit or loss ("FVTPL"). The following table provides a reconciliation of classes of financial assets with these measurement categories as of 31 December 2007:

	Loans and receivables	Held to maturity	Total
<b>ASSETS</b>			
<i>Trade and other receivables (Note 12)</i>			
Trade receivables	4,691	-	4,691
Other receivables	786	-	786
Held to maturity investments (Note 10)	-	15,201	15,201
<i>Other current assets (Note 14)</i>			
Bank deposits	8,000	-	8,000
<i>Cash and cash equivalents (Note 13)</i>	11,136		11,136
<b>TOTAL FINANCIAL ASSETS</b>	<b>24,613</b>	<b>15,201</b>	<b>39,814</b>
<b>NON-FINANCIAL ASSETS</b>			145,211
<b>TOTAL ASSETS</b>			<b>185,025</b>

The following table provides a reconciliation of classes of financial assets with these measurement categories as of 31 December 2006:

	Loans and receivables	Held to maturity	Total
<b>ASSETS</b>			
<i>Trade and other receivables (Note 12)</i>			
Trade receivables	2,066	-	2,066
Other receivables	787	-	787
<i>Cash and cash equivalents (Note 13)</i>	5,729		5,729
<b>TOTAL FINANCIAL ASSETS</b>	<b>8,582</b>	-	<b>8,582</b>
<b>NON-FINANCIAL ASSETS</b>			67,376
<b>TOTAL ASSETS</b>			<b>75,958</b>

All of the Group's financial liabilities as at 31 December 2007 and as at 31 December 2006 are carried at amortised cost.

## Note 29. Capital risk management

Capital risk management relates to the compliance with the Russian legislation and credit policy implementation to maintain an optimal capital structure and reduce the cost of capital.

The following capital requirements have been established for joint stock companies by the legislation of Russian Federation:

- share capital can not be lower than 1,000 minimum shares on the date of the company registration;
- if the share capital of the entity is greater than statutory net assets of the entity, such entity must decrease its share capital to the value not exceeding its net assets;
- if the minimum allowed share capital is greater than statutory net assets of the entity, such entity is subject to liquidation.

As at 31 December 2007, the Group has been in compliance with the above share capital requirements.

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### Notes to the Consolidated Financial Statements for the year ended 31 December 2007

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The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings, as shown in the consolidated balance sheet, less cash. Total capital is calculated as equity, as shown in the consolidated balance sheet, plus net debt.

During the year ended 31 December 2007, the Group's strategy, which was unchanged from 2006, was to maintain a gearing ratio not exceeding 50% and a credit rating not below 2B (Standard & Poors). The gearing ratios at 31 December 2007 and at 31 December 2006 were as follows:

	31 December 2007	31 December 2006
Total borrowings	17,605	21,018
Cash (Note 13)	11,136	5,729
Net debt	6,469	15,289
Total equity	135,660	38,230
Total capital	142,129	53,519
<b>Gearing ratio</b>	<b>4.6%</b>	<b>28.6%</b>

The decrease in financial leverage ratio within financial year ended 31 December 2007 is caused by increase in share capital and arisen share premium. The shareholders' equity provide by far the largest part of the financial resources of OAO Mosenergo.

## Note 30. Events after the Balance Sheet Date

### (a) Unsecured bonds

At the Extraordinary General Shareholders' meeting on 28 December 2007 the Group made a decision on merging of OAO "Mosenergo Holding" into the Group (see also Notes 1, 3 and 16(b)). As the result owners of OAO Mosenergo unsecured bonds could present the bonds for early redemption until 28 February 2008. In accordance with Russian legislation OAO Mosenergo informed its creditors including owners of OAO Mosenergo bonds about reorganization during 30 days after the decision was taken. Notice was done within 23-28 January 2008 period. Subsequent to 31 December 2007 a report on results of bonds presented for early redemption was issued.

Description	Presented for early redemption after 31 December 2007	31 December 2007 available for redemption
Quantity of bonds	587,757	10,000,000
Price, RR thousands	1	1
<b>Total</b>	<b>588</b>	<b>10,000</b>

### (b) Termination payments

Board of Directors of the Company made a decision to terminate the employment of several members of the key management personnel. The amount of termination payments comprises RR 94 million