

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**Form CB**

**TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM  
(AMENDMENT NO.9)**

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to file this Form:

- Securities Act Rule 801 (Rights Offering)   
Securities Act Rule 802 (Exchange Offer)   
Exchange Act Rule 13e-4(h)(8) (Issuer Tender Offer)   
Exchange Act Rule 14d-1(c) (Third Party Tender Offer)   
Exchange Act Rule 14e-2(d) (Subject Company Response)

Filed or submitted in paper if permitted by Regulation S-T Rule 101(b)(8)

**JSC OGK-1, JSC WGC-3**

(Name of Subject Company)

**Joint Stock Company "OGK-1",  
Joint Stock Company "Third generating company of the wholesale electricity market"**  
(Translation of Subject Company's Name into English (if applicable))

**Russian Federation**

(Jurisdiction of Subject Company's Incorporation or Organization)

**JSC "INTER RAO UES"**

(Name of Person(s) Furnishing Form)

**Ordinary Shares**

(Title of Class of Subject Securities)

**Not applicable**

(CUSIP Number of Class of Securities (if applicable))

**Svetlana Yu. Chuchaeva**

**12, Krasnopresnenskaya Nab., Entrance 7, Moscow, 123610, Russian Federation  
+7 (495) 967 05 27, ext. 2081**

(Name, Address (including zip code) and Telephone Number (including area code) of Person(s) Authorized to Receive Notices and Communications on Behalf of Subject Company)

**1 October 2012**

(Date Tender Offer/Rights Offering Commenced)

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SEC2560(12-08) Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



This exchange offer or business combination is made for the securities of a foreign company. The offer is subject to disclosure requirements of a foreign country that are different from those of the United States. Financial statements included in the document, if any, have been prepared in accordance with foreign accounting standards that may not be comparable to the financial statements of United States companies.

It may be difficult for you to enforce your rights and any claim you may have arising under the federal securities laws, since the issuer is located in a foreign country, and some or all of its officers and directors may be residents of a foreign country. You may not be able to sue a foreign company or its officers or directors in a foreign court for violations of the U.S. securities laws. It may be difficult to compel a foreign company and its affiliates to subject themselves to a U.S. court's judgment.

You should be aware that the issuer may purchase securities otherwise than under the exchange offer, such as in open market or privately negotiated purchases.

#### **Placement of additional issue of INTER RAO UES' shares**

Moscow, October 01, 2012- Open Joint Stock Company "INTER RAO UES" ("INTER RAO UES", "Company", ticker on MICEX-RTS, LSE (Reg. S): IRAO; on LSE (Rule 144 A): IRAA), the largest diversified utilities holding in Russia, announces that on October 01, 2012 legal entities' registration authority has registered the termination of activity of JSC "OGK-1", JSC "WGC-3", INTER RAO - Energiya OJSC, INTER RAO - EnergoAktiv OJSC ("Reorganized Companies") due to the reorganization of INTER RAO UES' energy assets in form of accession to INTER RAO UES.

INTER RAO UES has completed placement of additional issue of its shares through:

1. Conversion of ordinary registered uncertified shares of JSC «OGK-1» into 210 141 861 720 ordinary registered uncertified shares of the Company during the accession process. The additional share issuance has a state registration number 1-03-33498-E-003D.
  2. Conversion of ordinary registered uncertified shares of JSC «WGC-3» into 431 451 853 160 ordinary registered uncertified shares of the Company during the accession process. The additional share issuance has a state registration number 1-03-33498-E-004D.
  3. Conversion of ordinary registered uncertified shares of INTER RAO - EnergyAsset, OJSC into 475 352 112 ordinary registered uncertified shares of the Company during the accession process. The additional share issuance has a state registration number 1-03-33498-E-005D.
  4. Conversion of ordinary registered uncertified shares of INTER RAO - Energy, OJSC into 22 887 323 943 ordinary registered uncertified shares of the Company during the accession process. The additional share issuance has a state registration number 1-03-33498-E-006D.
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The amount of shares subject for placement may be corrected due to provision of information by nominee holders.

On April 26, 2012 the Extraordinary General Meeting of Shareholders of INTER RAO UES has approved an increase of the Company's authorized share capital by placing additional ordinary registered uncertified shares in the amount of 7,958,113,845,013 with a par value of 0.02809767 RUB.

The foregoing information is disclosed in compliance with the Securities Act of the Russian Federation.

For further information, please contact INTER RAO UES:

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**INTER RAO UES** is a diversified utilities holding headquartered in Moscow and managing assets in different countries. The company produces and sells electric energy and heat, trades energy on the international market, and engineers, designs and builds generating assets. INTER RAO UES Group owns and operates approximately 28,000 MW of installed power generating capacity. INTER RAO UES corporate strategy is focused on making the company a global energy enterprise and a key player in the international energy market.

For further information see [www.interrao.ru](http://www.interrao.ru)