

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**Form CB**

**TENDER OFFER/RIGHTS OFFERING NOTIFICATION FORM  
(AMENDMENT NO.5)**

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, OJSC “Bashkirenergo”**  
(Name of Subject Company)

**Joint Stock Company “OGK-1”, Joint Stock Company “Third generating company of the wholesale electricity market”,  
Bashkir open joint-stock company of the power industry and electrification “Bashkirenergo”**  
(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)

**The exchange offer is expected to commence in the 4th quarter of 2012. JSC “INTER RAO UES” will file a separate Form CB  
and indicate the specific date of commencement of the Exchange Offer.**  
(Date Tender Offer/Rights Offering Commenced)

\* An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number. Any member of the public may direct to the Commission any comments concerning the accuracy of this burden estimate and any suggestions for reducing this burden. This collection of information has been reviewed by OMB in accordance with the clearance requirements of 44 U.S.C.3507.

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.

## **PART I - INFORMATION SENT TO SECURITY HOLDERS**

### **Item 1. Home Jurisdiction Documents**

Exhibit 1. Press Release on the submission by INTER RAO UES of applications to the Russian Federal Service for Financial Markets to register additional issuances of shares, dated 13 August 2012.

### **Item 2. Informational Legends**

A legend complying with Rule 802 (b) under the Securities Act of 1933, as amended, has been included in the information documents published in the United States or disseminated to U.S. holders.

## **PART II - INFORMATION NOT REQUIRED TO BE SENT TO SECURITY HOLDERS**

No other materials have been made publicly available or disseminated to shareholders in connection with the exchange offer pursuant to Russian jurisdictional requirements.

## **PART III - CONSENT TO SERVICE OF PROCESS**

On 19 March 2012 JSC "INTER RAO UES" filed a written irrevocable consent and power of attorney with the Securities and Exchange Commission (the "Commission") on Form F-X. JSC "INTER RAO UES" will promptly communicate any change in the name or address of its agent for service to the Commission by amendment of the Form F-X.

## **PART IV - SIGNATURES**

After due inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

\_\_\_\_\_  
/s/ Ilnar Mirsiyapov

Mr. Ilnar Il. Mirsiyapov  
Representative acting in accordance with the Power of Attorney, dated 22 December 2011

14 August 2012

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.

#### **INTER RAO UES submitted to Russian FSFM the applications for registration of additional share issue**

Moscow, August 13, 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, is pleased to announce that on August 10, 2012 INTER RAO UES ("Issuer") has applied to the Russian Federal Service for Financial Markets ("FSFM") for registration of additional INTER RAO UES share issue.

The Issuer has submitted applications to FSFM in respect of the following securities:

1. Ordinary registered uncertified shares with a nominal value of 0.02809767 RUB each in the amount of 1,570,842,367,880 shares to be placed by conversion of the ordinary registered uncertified shares of JSC "OGK-1" into the ordinary registered uncertified shares INTER RAO UES upon accession.
  2. Ordinary registered uncertified shares with a nominal value of 0.02809767 RUB each in the amount of 1,899,520,470,080 shares to be placed by conversion of the ordinary registered uncertified shares of JSC "WGC-3" into the ordinary registered uncertified shares of INTER RAO UES upon accession.
  3. Ordinary registered uncertified shares with a nominal value of 0.02809767 RUB each in the amount of 1,906,933,789,345 shares to be placed by conversion of the ordinary registered uncertified shares of JSC INTER RAO - Energy Asset into the ordinary registered uncertified shares of INTER RAO UES upon accession.
  4. Ordinary registered uncertified shares with a nominal value of 0.02809767RUB each in the amount of 1,929,345,761,176 shares to be placed by
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conversion of the ordinary registered uncertified shares of JSC INTER RAO - Energy into the ordinary registered uncertified shares of INTER RAO UES upon accession.

5. Ordinary registered uncertified shares with a nominal value of 0.02809767 RUB each in the amount of 628,538,084,315 shares to be placed by conversion of the ordinary registered uncertified shares of JSC Bashenergoaktiv into the ordinary registered uncertified shares of INTER RAO UES upon accession.

6. Ordinary registered uncertified shares with a nominal value of 0.02809767 RUB each in the amount of 22,933,372,217 shares to be placed by conversion of the preference registered uncertified shares (type A) of JSC Bashenergoaktiv into the ordinary registered uncertified shares of INTER RAO UES upon accession.

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

For further information, please contact INTER RAO UES:

Irina Makarenko	Head of Investor Relations	+7 495 967-05-27 (ext. 2008) makarenko_ia@interrao.ru
Anton Nazarov	Head of Public Relations	+7 495 967-05-27 (ext. 2208) nazarov_aa@interrao.ru
Svetlana Chuchaeva	Head of Corporate Relations	+7 495 967-05-27 (ext.2081) chuchaeva_sy@interrao.ru

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.

Further information can be found at [www.interrao.ru](http://www.interrao.ru)

*This announcement is not intended to, and does not constitute, or form part of, an offer to sell or an invitation to purchase, exchange or subscribe for any securities in any jurisdiction. This announcement does not constitute a prospectus or a prospectus equivalent document.*