

## Statement of material fact

«On convening and holding the general meeting of participants (shareholders) of the issuer, as well as the decisions taken by the general meeting of participants (shareholders) of the issuer»  
(insider information disclosure)

### 1. General information

1.1. Full issuer's business name (for non-commercial organization – name)	<b>Interregional Distribution Grid Company of Centre, Public Joint-Stock Company</b>
1.2. Abbreviated issuer's business name	<b>IDGC of Centre, PJSC</b>
1.3. Issuer's location	<b>Russia, Moscow</b>
1.4. Primary State Registration Number of the issuer	<b>1046900099498</b>
1.5. Tax payer number of the issuer	<b>6901067107</b>
1.6. Issuer's Unique code, assigned by registering authority	<b>10214-A</b>
1.7. Web page address used by the issuer for information disclosure	<b><a href="http://www.e-disclosure.ru/portal/company.aspx?id=7985">http://www.e-disclosure.ru/portal/company.aspx?id=7985</a>; <a href="https://www.mrsk-1.ru/information/">https://www.mrsk-1.ru/information/</a></b>

### 2. Contents of the statement

«On decisions taken by the general meeting of participants (shareholders) of the issuer»

2.1. Type of general meeting of participants (shareholders) of the issuer (annual (regular), extraordinary): **Annual General Meeting of Shareholder.**

2.2. The form of the general meeting of participants (shareholders) of the issuer (meeting (co-presence) or absentee voting): **meeting (co-presence).**

2.3. Date, time and place of the general meeting of participants (shareholders) of the issuer:

**The date of holding: 31 May 2018.**

**The venue of holding: Moscow, Dmitrovskoye shosse 171 (Hotel Holiday Inn Vinogradovo, conference centre).**

**The time of holding: 10 hours 00 minutes.**

2.4. Quorum of the general meeting of participants (shareholders) of the issuer:

**According to the register of shareholders of IDGC of Centre, the number of voting shares is: 42 217 941 468 (Forty-two billion two hundred seventeen million nine hundred forty-one thousand four hundred sixty-eight) pcs.**

**To participate in the Annual General Meeting of Shareholders of IDGC of Centre at 10 hours 00 minutes (the Meeting start) owners of 37 546 878 767 placed voting shares of the Company were registered, which is 88.9358 % of the total number of votes of persons entitled to participate in the General Meeting of Shareholders.**

**There is a quorum. The Annual General Meeting of Shareholders of IDGC of Centre is authorized to take decisions on all issues of the agenda.**

2.5. The agenda of the general meeting of participants (shareholders) of the issuer:

**1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2017.**

**2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of the reporting year of 2017.**

**3. On election of members of the Board of Directors of the Company.**

**4. On election of members of the Audit Commission of the Company.**

**5. On approval of the Auditor of the Company.**

**6. On approval of the Articles of Association of IDGC of Centre, PJSC in a new edition.**

**7. On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.**

**8. On approval of the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.**

**9. On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of IDGC of Centre, PJSC in a new edition.**

2.6. Results of voting on the agenda of the general meeting of participants (shareholders) of the issuer for which there was a quorum, and the wording of decisions taken by the general meeting of participants (shareholders) of the issuer on these items:

**Item # 1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2017.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
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Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	<b>36 373 905 223</b>
«AGAINST»	<b>3 758</b>
«ABSTAINED»	<b>1 151 425 252</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>24 733 939</b>

**Decision taken by the Annual General Meeting of Shareholders on the first item of the agenda:**

- To approve the Company's Annual Report for 2017.
- To approve the Company's annual accounting (financial) statements for 2017.

**Item # 2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of the reporting year of 2017.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	<b>36 394 282 559</b>
«AGAINST»	<b>413 889</b>
«ABSTAINED»	<b>1 151 120 252</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>4 251 472</b>

**Decision taken by the Annual General Meeting of Shareholders on the second item of the agenda:**

- To approve the following profit (loss) distribution of the Company for the reporting year of 2017.

Name	(thous. RUB)
<b>Retained earnings (loss) for the reporting period:</b>	<b>2 031 389</b>
<b>To be distributed to:</b>	
Reserve fund	0
Profit for development	<b>1 152 361</b>
Dividends	<b>879 028</b>
Repayment of losses of previous years	0

- To pay dividends on common stocks of the Company following the results of 2017 in the amount of **RUB 0,0208212** per ordinary share of the Company in cash.

The dividend payment period to a nominal holder and a beneficial owner being a professional securities market participant is no more than 10 working days, to other registered shareholders - 25 working days from the record date of the list of persons entitled to receive dividends.

To define the record date of the list of persons entitled to receive dividends as **13 June 2018**.

**Item # 3. On election of members of the Board of Directors of the Company.**

Number of votes for cumulative voting, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>464 397 356 148</b>
Number of cumulative votes, to be accounted for <b>voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>464 397 356 148</b>

Number of cumulative votes, owned by persons, who participated in the general meeting on this agenda item	<b>413 050 749 892</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each candidate, who chose the voting option «**FOR**»:

Item #	Candidate's full name	Number of votes for cumulative voting
<b>«FOR»</b> , distribution of votes for candidates		
1	Tatiana Petrovna Dronova	12 786 149 677
2	Denis Alexandrovich Spirin	36 104 613 870
3	Roman Alexeyevich Filkin	35 903 793 204
4	Andrey Vladimirovich Morozov	94 788 519
5	Alexander Viktorovich Shevchuk	35 994 000 241
6	Alexey Yuryevich Krashakov	94 038 378
7	Sergey Vladimirovich Chebotarev	8 405 278
8	Anastasiya Igorevna Krupenina	22 971 805 088
9	Dmitry Borisovich Akopyan	34 663 795 298
10	Alexander Viktorovich Varvarin	24 266 005 215
11	Oleg Yuryevich Isaev	36 672 767 056
12	Alexander Ivanovich Kazakov	34 755 123 501
13	Ruslan Raisovich Magadeyev	3 503 205
14	Alexey Igorevich Pavlov	34 665 300 018
15	Elena Borisovna Peshekhonova	2 710 710
16	Alexey Viktorovich Rakov	34 664 452 508
17	Larisa Anatolievna Romanovskaya	34 663 751 512
18	Maxim Mikhailovich Saukh	34 663 643 023
19	Oxana Vladimirovna Shatokhina	3 393 486
<b>«FOR»</b>		<b>412 982 039 787</b>
<b>«AGAINST» all candidates</b>		<b>305 338</b>
<b>«ABSTAINED» for all candidates</b>		<b>20 571 859</b>
Number of votes in ballots declared invalid or not counted on other grounds		<b>47 832 908</b>

Eleven nominees with the largest number of votes are considered as elected to the Board of Directors of IDGC of Centre, PJSC.

**Decision taken by the Annual General Meeting of Shareholders on the third item of the agenda:**

To elect the following Company's Board of Directors:

1. Oleg Yuryevich Isaev
2. Denis Alexandrovich Spirin
3. Alexander Viktorovich Shevchuk
4. Roman Alexeyevich Filkin
5. Alexander Ivanovich Kazakov
6. Alexey Igorevich Pavlov
7. Dmitry Borisovich Akopyan
8. Alexey Viktorovich Rakov
9. Larisa Anatolievna Romanovskaya
10. Maxim Mikhailovich Saukh
11. Alexander Viktorovich Varvarin

**Item # 4. On election of members of the Audit Commission of the Company.**

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.20 of the Regulations	<b>42 217 794 691</b>
Number of votes, owned by persons, who participated in the general meeting on this agenda item	<b>37 549 921 395</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option for each candidate:

#	Candidate's full name	FOR	AGAINST	ABSTAINED	Invalid or not counted on other grounds
1	Elena Alexandrovna Kabizskina	35 234 487 312	42 758	2 311 122 502	4 268 823
2	Svetlana Anatolyevna Kim	35 234 904 185	24 758	2 311 164 836	3 827 616
3	Marina Alekseevna Lelekova	35 235 296 084	24 758	2 310 414 987	4 185 566
4	Oxana Alexeevna Medvedeva	35 235 545 400	24 758	2 310 902 279	3 448 958
5	Sergey Vladimirovich Malyshev	35 235 856 389	27 758	2 310 620 064	3 417 184

**Decision taken by the Annual General Meeting of Shareholders on the fourth item of the agenda:**

To elect the following Company's Audit Commission:

1. Sergey Vladimirovich Malyshev
2. Oxana Alexeevna Medvedeva
3. Marina Alekseevna Lelekova
4. Svetlana Anatolyevna Kim
5. Elena Alexandrovna Kabizskina

**Item # 5. On approval of the Auditor of the Company.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	<b>37 232 467 809</b>
«AGAINST»	<b>358 362</b>
«ABSTAINED»	<b>313 038 728</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>4 203 273</b>

**Decision taken by the Annual General Meeting of Shareholders on the fifth item of the agenda:**

To approve Ernst & Young LLC as the Auditor of the Company.

**Item # 6. On approval of the Articles of Association of IDGC of Centre, PJSC in a new edition.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	<b>36 340 661 104</b>
«AGAINST»	<b>404 280</b>
«ABSTAINED»	<b>1 204 164 657</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>4 838 131</b>

**Decision taken by the Annual General Meeting of Shareholders on the sixth item of the agenda:**

To approve the Articles of Association of IDGC of Centre, PJSC in a new edition.

**Item # 7. On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
« <b>FOR</b> »	<b>36 343 721 315</b>
« <b>AGAINST</b> »	<b>491 191</b>
« <b>ABSTAINED</b> »	<b>1 202 697 593</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>3 158 073</b>

**Decision taken by the Annual General Meeting of Shareholders on the seventh item of the agenda:**

To approve the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

**Item # 8. On approval of the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
« <b>FOR</b> »	<b>36 343 495 279</b>
« <b>AGAINST</b> »	<b>491 191</b>
« <b>ABSTAINED</b> »	<b>1 202 771 000</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>3 310 702</b>

**Decision taken by the Annual General Meeting of Shareholders on the eighth item of the agenda:**

To approve the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.

**Item # 9. On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of IDGC of Centre, PJSC in a new edition.**

Number of votes, owned by <b>persons, included into the list of persons</b> , entitled to participate in the general meeting for voting on this agenda item	<b>42 217 941 468</b>
Number of votes, <b>to be accounted for voting shares</b> of the company on the given item of the agenda, determined <b>subject to provisions of paragraph 4.20 of the Regulations</b>	<b>42 217 941 468</b>
Number of votes, owned by <b>persons, who participated</b> in the general meeting on this agenda item	<b>37 550 068 172</b>
<b>Quorum</b> on this item (%)	<b>88.9433</b>

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	<b>36 320 174 708</b>
«AGAINST»	<b>864 151 921</b>
«ABSTAINED»	<b>361 538 270</b>
Number of votes in ballots declared invalid or not counted on other grounds	<b>4 203 273</b>

**Decision taken by the Annual General Meeting of Shareholders on the ninth item of the agenda:**

1. To approve the Regulation on the payment of remuneration and compensation to members of the Audit Commission of IDGC of Centre, PJSC in a new edition.
2. To establish that this Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition is applicable to members of the Company's Audit Commission elected at this and subsequent General Meetings of Shareholders of the Company.

2.7. Date and number of minutes of the general meeting of participants (shareholders) of the issuer: **Minutes # 01/18 of 01.06.2018.**

2.8. Identification features of shares, whose owners have the right to attend the general meeting of shareholders of the issuer: **ordinary shares, state registration number 1-01-10214-A dated 24.03.2005, international securities identification code (number) (ISIN): RU000A0JPPL8.**

**3. Signature**

3.1. Director of Corporate Governance –  
Head of corporate governance and interaction  
with shareholders Department, acting under  
power of attorney # D-CA/6 of 18.01.2018

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(signature)  
Stamp here.

O.A. Kharchenko

3.2. Date «01» June 2018.