

**THE REPORT ON THE VOTING RESULTS
AT THE ANNUAL GENERAL MEETING OF SHAREHOLDERS
OF INTERREGIONAL DISTRIBUTION GRID COMPANY OF CENTRE, PUBLIC JOINT-
STOCK COMPANY**

Data on the Company:

The full name of the Company: Interregional Distribution Grid Company of Centre, Public Joint-Stock Company (hereinafter – IDGC of Centre, PJSC or the Company).

Location: Moscow, Russia

Data on the Meeting:

Type of the General meeting: Annual.

Form of holding: meeting (joint presence of shareholders to discuss the agenda items and decision-making on matters put to the vote).

The record date of the list of persons, entitled to participate in the general meeting: 07 May 2018.

Date of the General Meeting holding: 31 May 2018.

Date of the Minutes of the General Meeting: 01 June 2018.

Venue of the General Meeting holding: Moscow, Dmitrovskoye shosse 171 (Hotel Holiday Inn Vinogradovo, conference centre).

The agenda for the General Meeting:

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.

Person presiding at the General Meeting of Shareholders: Yury Nikolayevich Mangarov – Chairperson of the Board of Directors of IDGC of Centre, PJSC.

Secretary of the General Meeting: Svetlana Vladimirovna Lapinskaya – Corporate Secretary of IDGC of Centre, PJSC.

A specialized Registrar performed the functions of the **Tabulation Commission**, the registrar of IDGC of Centre, PJSC: JSC VTB Registrar.

Location of the Registrar: Moscow.

Persons, authorized by the registrar performing the functions of the Tabulation Commission, for signing documents of the Tabulation Commission: Evgeniy Alexandrovich Eliseev, acting on the basis of power of attorney № 290518/15 of 29.05.2018.

In total IDGC of Centre, PJSC placed **42 217 941 468** ordinary shares.

First item of the agenda: 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 on the **first** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **first** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations on additional requirements to the procedure of preparation, convocation and holding of the General Meeting of Shareholders (approved by Order of the Federal Service for Financial Markets on February 2, 2012 N 12 6/pz-n (hereinafter-the Regulations): **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **first** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **first** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the first item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **first** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 373 905 223
AGAINST	3 758
ABSTAINED	1 151 425 252

Number of votes on the **first** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **24 733 939**.

The wording of decisions taken by the General Meeting of Shareholders on the first item of the agenda of the General Meeting:

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

Second item of the agenda: 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 persons, included into the list of persons, entitled to participate in the general meeting on the **second** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **second** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **second** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **second** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the second item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **second** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 394 282 559
AGAINST	413 889
ABSTAINED	1 151 120 252

Number of votes on the **second** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **4 251 472**.

The wording of decisions taken by the General Meeting of Shareholders on the second item of the agenda of the General Meeting:

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

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

2. 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**.

Third item of the agenda: On election of members of the Board of Directors of the Company.

According to item 4 of Article 66 of the Federal Law «On Joint-Stock Companies» the election of members of the Board of Directors (Supervisory Board) is made by cumulative voting.

Under cumulative voting the number of votes of each shareholder is multiplied by persons to be elected to the board of directors of the company and the shareholder is entitled to cast votes for one candidate or distribute them among two or more candidates.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **third** item of the agenda of the General Meeting: **42 217 941 468 x 11 = 464 397 356 148**.

Number of votes, to be accounted for voting shares of the Company on the **third** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468 x 11 = 464 397 356 148**.

Number of votes, owned by persons, who participated in the General Meeting, on the **third** item of the agenda of the General Meeting: **413 050 749 892** cumulative votes, representing more than half of the votes of placed voting shares of the Company on the **third** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the third item of the agenda is present.

Number of cumulative votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **third** item of the agenda of the General Meeting:

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

#	Candidate's full name	Number of cumulative votes cast for the candidate
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
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Voting option	Number of cumulative votes
«FOR»	412 982 039 787
«AGAINST»	305 338
«ABSTAINED»	20 571 859

The number of cumulative votes on the **third** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **47 832 908**.

The wording of decisions taken by the General Meeting of Shareholders on the third item of the agenda of the General Meeting:

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*

Fourth item of the agenda: On election of members of the Audit Commission of the Company.

According to paragraph 4.20 of the Regulations, quorum of the general meeting on the given item of the agenda is determined based on the number of placed voting shares as of the record date of the list of persons entitled to participate in the general meeting minus shares held by members of the board of directors or persons holding positions in management bodies of the company.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **fourth** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **fourth** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 794 691**.

Number of votes, owned by persons, who participated in the General Meeting, on the **fourth** item of the agenda of the General Meeting: **37 549 921 395**, representing more than half of the votes of placed voting shares of the Company on the **fourth** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the fourth item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **fourth** item of the agenda of the General Meeting:

#	Candidate's full name	Voting option			Invalid or not counted on other grounds
		FOR	AGAINST	ABSTAINED	
		Number of votes	Number of votes	Number of votes	
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

The wording of decisions taken by the General Meeting of Shareholders on the fourth item of the agenda of the General Meeting:

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*

Fifth item of the agenda: On approval of the Auditor of the Company.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **fifth** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **fifth** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **fifth** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **fifth** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the fifth item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **fifth** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	37 232 467 809
AGAINST	358 362
ABSTAINED	313 038 728

Number of votes on the **fifth** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **4 203 273**.

The wording of decisions taken by the General Meeting of Shareholders on the fifth item of the agenda of the General Meeting:

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

Sixth item of the agenda: On approval of the Articles of Association of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **sixth** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **sixth** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **sixth** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **sixth** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the sixth item of the agenda is present.

According to item 4 of Article 49 of the Federal Law «On Joint-Stock Companies» the decision on the **sixth** item of the agenda is taken by a three-fourths majority vote of the shareholders owning the voting shares of the company participating in the general meeting of shareholders.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **sixth** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 340 661 104
AGAINST	404 280
ABSTAINED	1 204 164 657

Number of votes on the **sixth** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **4 838 131**.

The wording of decisions taken by the General Meeting of Shareholders on the sixth item of the agenda of the General Meeting:

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

Seventh item of the agenda: On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **seventh** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **seventh** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **seventh** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **seventh** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the seventh item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **seventh** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 343 721 315
AGAINST	491 191
ABSTAINED	1 202 697 593

Number of votes on the **seventh** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **3 158 073**.

The wording of decisions taken by the General Meeting of Shareholders on the seventh item of the agenda of the General Meeting:

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

Eighth item of the agenda: On approval of the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons, entitled to participate in the general meeting on the **eighth** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **eighth** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **eighth** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **eighth** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the eighth item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **eighth** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 343 495 279
AGAINST	491 191
ABSTAINED	1 202 771 000

Number of votes on the **eighth** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **3 310 702**.

The wording of decisions taken by the General Meeting of Shareholders on the eighth item of the agenda of the General Meeting:

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

Ninth item of the agenda: 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 persons, included into the list of persons, entitled to participate in the general meeting on the **ninth** item of the agenda of the General Meeting: **42 217 941 468**.

Number of votes, to be accounted for voting shares of the Company on the **ninth** item of the agenda of the General Meeting, determined subject to provisions of paragraph 4.20 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on the **ninth** item of the agenda of the General Meeting: **37 550 068 172**, representing more than half of the votes of placed voting shares of the Company on the **ninth** item of the agenda of the General Meeting.

According to item 1 of Article 58 of Federal Law N 208 FZ dated December 26, 1995 «On Joint-Stock Companies» the quorum on the ninth item of the agenda is present.

Number of votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the **ninth** item of the agenda of the General Meeting:

Voting option	Number of votes
FOR	36 320 174 708
AGAINST	864 151 921
ABSTAINED	361 538 270

Number of votes on the **ninth** item of the agenda of the General Meeting, put to the vote, which were not counted with the ballots recognized invalid or on other grounds: **4 203 273**.

The wording of decisions taken by the General Meeting of Shareholders on the ninth item of the agenda of the General Meeting:

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.

This report is made on 8 sheets in duplicate.
Date of the report drawing up: 01 June 2018.

**Person presiding
at the Annual General Meeting
of Shareholders of IDGC of Centre, PJSC**

Y.N. Mangarov

**Secretary of
the Annual General Meeting
of Shareholders of IDGC of Centre, PJSC**

S.V. Lapinskaya