

MINUTES
on the voting results at the annual general meeting of shareholders
of IDGC of Centre, PJSC

Full company name:	Interregional Distribution Grid Company of Centre, Public Joint-Stock Company
Location of the company:	Moscow, Russia
Address of the company:	119017, Moscow, Malaya Ordynka St., 15
Type of the general meeting (hereinafter – the General Meeting):	Annual
Form of holding of the General Meeting:	Absentee voting
The record date of the list of persons, entitled to participate in the General Meeting:	05.05.2020
Date of the General Meeting:	29.05.2020
Date of the Minutes:	29.05.2020

The following term is used in the minutes on the results of voting at the general meeting: the Regulations – the Regulations on General Meetings of Shareholders № 660-P, approved by the Bank of Russia on 16 November 2018.

According to Article 56 of the Federal Law dated 26.12.1995 N 208-FZ "On Joint-Stock Companies", the functions of the Tabulation Commission were performed by the registrar of the Company – Joint Stock Company VTB Registrar.

The location of the Registrar: Moscow.

The address of the Registrar: 127015, Russia, Moscow, Pravdy St., 23.

Person, authorized by the Registrar: Konstantin Sergeevich Petrov, acting under the Charter.

Agenda:

1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2019.
2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2019.
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 amending the Company's Articles of Association requiring an appeal to the Ministry of Justice of the Russian Federation with a request to issue a permit to include the word in the new company name, derived from the official name "Russian Federation" or "Russia".
7. On approval of the Regulation on the Board of Directors of the Company in a new edition.

Voting results:

On agenda item #1: **On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2019.**

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: **42 217 941 468**.

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 4.24 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209**.

Quorum - **86.5350%**.

Quorum on this item is **present**.

Voting results on the agenda item:

	For	Against	Abstained

Number of votes	36 144 240 032	175 485 146	189 625 121
% from those attending the meeting	98.9350	0.4803	0.5191
Invalid or not counted on other grounds:			23 977 910

Decision taken:

1. To approve the Company's Annual Report for 2019.
2. To approve the Company's annual accounting (financial) statements for 2019.

Note: Draft documents to be approved by the General Meeting of Shareholders, such as: the annual report, annual accounting (financial) statements of the Company for 2019, amendments and additions to the Articles of Association of the Company, the new edition of the Regulation on the Board of Directors of IDGC of Centre, PJSC are presented for review on the Company's official website: <https://www.mrsk-1.ru>.

On agenda item #2: On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of 2019.

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: **42 217 941 468**.

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 4.24 of the Regulations: **42 217 941 468**.

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209**.

Quorum - **86.5350%**.

Quorum on this item is **present**.

Voting results on the agenda item:

	For	Against	Abstained
Number of votes	25 073 622 850	9 149 346 099	2 286 858 085
% from those attending the meeting	68.6322	25.0438	6.2597
Invalid or not counted on other grounds:			23 501 175

Decision taken:

1. To approve the following distribution of profits (losses) of the Company for the reporting year of 2019:

Name	(thous. RUB)
Retained earnings (loss) for the reporting period:	
To be distributed to:	214 681
Reserve fund	0
Profit for development	0
Dividends*	214 681
Repayment of losses of previous years	0
Retained earnings (loss) of previous years	19 857 164
Dividends*	632 418

**in accordance with the resolution of the Extraordinary General Meeting of Shareholders of the Company on 30.12.2019 (Minutes of 31.12.2019 # 02/19), it was decided to pay dividends on ordinary shares of the Company from the Company's net profit for 9 months of 2019 in the amount of RUB 0,0200649 per ordinary share in cash (RUB 847 099 thous.).*

2. Not to pay dividends on ordinary shares of the Company for 2019 taking into account the payment of dividends for 9 months of 2019.

On agenda item #3: «**On election of members of the Board of Directors 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: **464 397 356 148**.

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 4.24 of the Regulations: **464 397 356 148**.

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **401 866 610 299**.

Quorum - **86.5350%**.

Quorum on this item is **present**.

Voting results on the agenda item:

Item #	Full name of the candidate for the Board of Directors of the Company	Number of cumulative votes
1	Alexander Viktorovich Golovtsov	34 846 077 447
2	Vitaly Yuryevich Zarkhin	34 841 199 055
3	Andrey Vladimirovich Morozov - Legal Director, Association of Institutional Investors	870 396 821
4	Alexander Viktorovich Shevchuk - Executive Director, Association of Institutional Investors	35 722 039 641
5	Anastasiya Igorevna Krupenina	29 765 228 371
6	Alexander Viktorovich Varvarin - Vice-President - Managing Director for Corporate Relations and Legal Support of Russian Union of Industrialists and Entrepreneurs	7 811 714
7	Alexander Ivanovich Kazakov - Chairman of the Board of Directors of IDGC of Centre, PJSC, professional director	33 168 954 884
8	Andrey Sergeevich Kolyada - Deputy Director of Corporate Governance Department of PJSC Rosseti	14 387 585
9	Daniil Vladimirovich Krainskiy - Chief Adviser of PJSC Rosseti	33 162 448 335
10	Marina Alexandrovna Lavrova - Deputy Director of Economics Department - Head of SDC Business Planning Office of PJSC Rosseti	9 453 583
11	Igor Vladimirovich Makovskiy - General Director of IDGC of Centre, PJSC	33 482 316 650
12	Konstantin Alexandrovich Mikhailik - Deputy Director General for Operation of PJSC Rosseti	33 163 209 562
13	Alexey Igorevich Pavlov - Director of Strategy Department of PJSC Rosseti	33 165 452 968
14	Vasiliy Vladimirovich Rozhkov - Director of Production Department - Deputy Chief Engineer of PJSC Rosseti	32 042 957 908
15	Larisa Anatolievna Romanovskaya - Acting Deputy Director General for HR Management, Government and Media Relations of PJSC Rosseti	33 163 709 979
16	Dmitry Alexandrovich Chevkin - Acting Director of HR Department of PJSC Rosseti	8 002 777
17	Andrey Vladimirovich Mayorov - Deputy Director General – Chief Engineer of PJSC Rosseti	33 209 082 567
	«For»:	400 642 729 847
	«Against»:	34 782 000
	«Abstained»:	74 838 577
	Invalid or not counted on other grounds:	1 114 259 875

Decision taken:

To elect the following Company's Board of Directors:

Alexander Viktorovich Shevchuk - Executive Director, Association of Institutional Investors

Alexander Viktorovich Golovtsov

Vitaly Yuryevich Zarkhin

Igor Vladimirovich Makovskiy - General Director of IDGC of Centre, PJSC

Andrey Vladimirovich Mayorov - Deputy Director General - Chief Engineer of PJSC Rosseti

Alexander Ivanovich Kazakov - Chairman of the Board of Directors of IDGC of Centre, PJSC, professional director

Alexey Igorevich Pavlov - Head of Strategy Department of PJSC Rosseti

Larisa Anatolievna Romanovskaya - Acting Deputy Director General for HR Management, Government and Media Relations of PJSC Rosseti

Konstantin Alexandrovich Mikhailik - Deputy Director General for Operation of PJSC Rosseti

Daniil Vladimirovich Krainskiy - Chief Adviser of PJSC Rosseti

Vasily Vladimirovich Rozhkov - Director of Production Department - Deputy Chief Engineer of PJSC Rosseti

On agenda 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: **42 217 941 468.**

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 4.24 of the Regulations: **42 217 794 691.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209.**

Quorum – **86.5353%**.

Quorum on this item is **present.**

Voting results on the agenda item:

Nominee: **Sergey Vladimirovich Kiryukhin - Acting Deputy Director General – Chief of Staff of PJSC Rosseti**

	For	Against	Abstained
Number of votes	25 030 965 816	9 055 023 816	2 324 332 109
% from those attending the meeting	68.5154	24.7857	6.3622
Invalid or not counted on other grounds:			123 006 468

Nominee: **Marina Alekseevna Lelekova - Director of Internal Control and Risk Management Department of PJSC Rosseti**

	For	Against	Abstained
Number of votes	25 030 006 526	9 055 345 425	2 324 905 734
% from those attending the meeting	68.5128	24.7865	6.3638
Invalid or not counted on other grounds:			123 070 524

Nominee: **Svetlana Anatolyevna Kim - Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti**

	For	Against	Abstained
Number of votes	25 030 098 347	9 056 415 555	2 323 612 518
% from those attending the meeting	68.5130	24.7895	6.3603
Invalid or not counted on other grounds:			123 201 789

Nominee: **Artem Nikolaevich Kirillov - Deputy Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti**

	For	Against	Abstained
Number of votes	25 030 354 692	9 056 899 966	2 323 071 285
% from those attending the meeting	68.5137	24.7908	6.3588
Invalid or not counted on other grounds:			123 002 266

Nominee: **Elena Alexandrovna Kabizskina - Chief Expert of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti**

	For	Against	Abstained
Number of votes	25 029 523 953	9 054 691 113	2 324 602 204
% from those attending the meeting	68.5115	24.7847	6.3630
Invalid or not counted on other grounds:			124 510 939

Decision taken:

To elect the following Company's Audit Commission:

Sergey Vladimirovich Kiryukhin - Acting Deputy Director General – Chief of Staff of PJSC Rosseti

Artem Nikolaevich Kirillov - Deputy Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti

Svetlana Anatolyevna Kim - Head of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti

Marina Alekseevna Lelekova - Director of Internal Control and Risk Management Department of PJSC Rosseti

Elena Alexandrovna Kabizskina - Chief Expert of Supervisory Activities Office of Internal Control and Risk Management Department of PJSC Rosseti.

On agenda item #5: **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 for voting on this agenda item: **42 217 941 468.**

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 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209.**

Quorum - **86.5350%**.

Quorum on this item **is present.**

Voting results on the agenda item:

	For	Against	Abstained
Number of votes	36 282 492 537	53 521 555	96 840 215
% from those attending the meeting	99.3134	0.1465	0.2651
Invalid or not counted on other grounds:			100 473 902

Decision taken:

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

On agenda item #6: **On amending the Company’s Articles of Association requiring an appeal to the Ministry of Justice of the Russian Federation with a request to issue a permit to include the word in the new company name, derived from the official name “Russian Federation” or “Russia”.**

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: **42 217 941 468.**

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 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209.**

Quorum - **86.5350%**.

Quorum on this item is **present.**

Voting results on the agenda item:

	For	Against	Abstained
Number of votes	24 274 491 757	12 045 376 907	90 087 304
% from those attending the meeting	66.4448	32.9709	0.2466
Invalid or not counted on other grounds:			123 372 241

Decision is not taken.

On agenda item #7: **On approval of the Regulation on the Board of Directors of the Company in a new edition.**

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: **42 217 941 468.**

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 4.24 of the Regulations: **42 217 941 468.**

Number of votes, owned by persons, who participated in the General Meeting, on this agenda item: **36 533 328 209.**

Quorum - **86.5350%**.

Quorum on this item is **present.**

Voting results on the agenda item:

	For	Against	Abstained
Number of votes	23 427 147 762	12 885 250 207	98 457 688
% from those attending the meeting	64.1254	35.2699	0.2695
Invalid or not counted on other grounds:			122 472 552

Decision taken:

To approve the Regulation on the Board of Directors of the Company in a new edition

Note: Draft documents to be approved by the General Meeting of Shareholders, such as: the annual report, annual accounting (financial) statements of the Company for 2019, amendments and additions to the Articles of Association of the Company, the new edition of the Regulation on the Board of Directors of IDGC of Centre, PJSC are presented for review on the Company's official website: <https://www.mrsk-1.ru>.

Person, authorized by JSC VTB Registrar

_____ /Konstantin Sergeevich Petrov/