



Interregional Distribution Grid Company of Centre,
Public Joint-Stock Company
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MINUTES
of the Annual General Meeting of Shareholders
of “Interregional Distribution Grid Company of Centre”,
Public Joint-Stock Company,

«08» June 2016

city of Moscow

01/16

Full legal name of the Company:	Interregional Distribution Grid Company of Centre, Public Joint-Stock Company
Location of the Company:	Moscow, Russia
Type of the General Meeting	Annual
Form of holding of the Meeting:	Meeting (joint presence of shareholders to discuss the agenda items and decision-making on matters put to the vote)
Date of the Meeting holding:	08 June 2016
Venue of the General Meeting holding:	171, Dmitrovskoe highway, Moscow (hotel complex «Holiday Inn Vinogradovo», conference-centre)
Opening time of registration of persons entitled to participate in the General Meeting:	09 hours 00 minutes
Opening of the General Meeting:	10 hours 00 minutes
Registration closing time of persons eligible to participate in the General Meeting:	11 hours 03 minutes
Start of the vote counting:	11 hours 33 minutes
Closing of the General Meeting:	12 hours 45 minutes
Record date of the list of persons eligible to participate in the General Meeting:	22 April 2016
Completed voting ballots were sent to the following postal addresses:	- 127018, Russia, Moscow, 2nd Yamskaya, 4, IDGC of Centre, PJSC, - 115172, Russia, Moscow, p/o box 4, Reestr-RN Ltd.
Date of drawing up the Minutes:	09 June 2016

Voting results were declared at the Meeting on 08 June 2016 at 12 hours 35 minutes.

Person presiding at the Annual General Meeting of Shareholders - Chairperson of the Board of Directors of IDGC of Centre, PJSC,
Yury Nikolayevich Mangarov

Presidium of the Annual General Meeting of Shareholders:

Oleg Yuryevich Isaev	- Member of the Board of Directors, Chairman of the Management Board, General Director of IDGC of Centre, PJSC
Konstantin Alexandrovich Mikhailik	- Member of the Management Board, First Deputy General Director of IDGC of Centre, PJSC
Sergey Yuryevich Rumyantsev	- Member of the Management Board, Deputy General Director for Economy and Finance of IDGC of Centre, PJSC
Sergey Nikolayevich Sharapov	- Deputy General Director for Corporate Governance of IDGC of Centre, PJSC
Oxana Vladimirovna Shatokhina	Deputy General Director for Economy of PJSC - «Rosseti»

Secretary of the Annual General Meeting of Shareholders	- Svetlana Vladimirovna Lapinskaya, Corporate Secretary of IDGC of Centre, PJSC
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Tabulation Commission of the Annual General Meeting of Shareholders	- Registrar Reestr-RN Ltd., represented by: Location of Reestr-RN Ltd.: 115172, Russia, Moscow, p/o box 4,
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Agenda of the Annual General Meeting of Shareholders of IDGC of Centre, PJSC:

1. On approval of the Annual Report, the annual accounting (financial) statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of the reporting year of 2015.
2. On election of members of the Board of Directors of the Company.
3. On election of members of the Audit Commission of the Company.
4. On approval of the Auditor of the Company.
5. On amending the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC.
6. On amending the Regulation on the Board of Directors of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company.
7. On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of IDGC of Centre, PJSC in a new edition.
8. On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

In accordance with paragraph 10.10 of Article 10 of the Articles of Association of the Company, and paragraph 7.2 of Article 7 of the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC the presiding functions at the General Meeting of Shareholders were performed by Chairperson of the Board of Directors of the Company - **Yury Nikolayevich Mangarov**.

In accordance with paragraph 7.6 of Article 7 of the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC **Svetlana Vladimirovna**

Lapinskaya - Corporate Secretary of IDGC of Centre, PJSC was elected as the Secretary of the Annual General Meeting of Shareholders of the Company by the decision of the Board of Directors of the Company on 28.04.2016.

In accordance with paragraph 1 of Article 56 of Federal Law “On Joint Stock Companies” dated 26.12.1995 № 208-FZ (in the current edition) and paragraph 11.3 of Article 11 of the Articles of Association of the Company the Company’s Registrar - Reestr-RN Ltd. is performing the functions of the Tabulation Commission at the Annual General Meeting of Shareholders of IDGC of Centre, PJSC. Chairman of the Tabulation Commission - **Vladimir Vladislavovich Shakotko** – General Director of Reestr-RN Ltd.

In accordance with Article 51 of the Federal Law “On Joint Stock Companies” the Board of Directors of IDGC of Centre, PJSC decided on 11.04.2016 that 22.04.2016 is the record date of the list of persons entitled to participate in the Annual General Meeting of Shareholders.

Y.N. Mangarov, presiding at the Annual General Meeting, gave the floor to Chairman of the Tabulation Commission – V.V. Shakotko to declare the results of registration as of 10 hours 00 minutes and to explain the order of voting on the agenda items.

Total number of placed shares of IDGC of Centre, PJSC that had voting power at the Annual General Meeting of Shareholders amounted to **42 217 941 468**. Persons, who participated in the annual General meeting of shareholders (with regard to registration held by Reestr-RN Ltd. as of 10 hours 00 minutes) had **38 123 326 946** votes according to the number of ordinary shares held by them.

In accordance with the requirements of item 1 of Article 58 of the Federal Law “On Joint-Stock Companies” and item 11.10. of Article 11 of the Company’s Articles of Association the quorum is present and the Annual General Meeting of Shareholders of IDGC of Centre, PJSC is entitled to take decisions on all items of the agenda.

Y.N. Mangarov, presiding at the Annual General Meeting, announced the Annual General Meeting of Shareholders of IDGC of Centre, PJSC **open** and read the agenda and rules of procedure of the Annual General Meeting of Shareholders of IDGC of Centre, PJSC.

After that, Y.N. Mangarov, presiding at the Annual General Meeting, gave floor to a representative of the majority shareholder PJSC «Rosseti» - Deputy General Director for Economy of PJSC «Rosseti» - O.V Shatokhina to sum up the operation of electric grid facilities in 2015 and refer to the main vectors of development for the coming period.

Next, in accordance with the agenda and rules of procedure of the Meeting of Shareholders:

1. Regarding item # 1 «On approval of the Annual Report, the annual accounting (financial) statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of the reporting year of 2015» heard a report of Oleg Yuryevich Isaev - in regards with *approval of the annual report for the fiscal year of 2015*.

The report on item #1 of the Meeting's agenda is kept in the materials for the Meeting.

The speaker informed that the annual report of the Company was previously approved and recommended for approval by the Annual General Meeting of Shareholders by the Company's Board of Directors on 28.04.2016.

General Director of the Company, O.Y. Isaev, presented to shareholders the Company's performance in the following areas:

- the main outcome of 2015;
- strategic development;
- features of grid assets;
- operating highlights;
- retail activities;
- financial performance;
- cost management;
- procurement and investment activities;
- corporate governance;
- social responsibility;
- investment highlights.

The annual report of IDGC of Centre, PJSC following the results of 2015 is attached (Appendix 1).

Regarding item # 1 heard a co-report of Sergey Yuryevich Rumyantsev in regards with *approval of the annual accounting (financial) statements, the distribution of profits (including payment of dividends) and losses of the Company following the results of the fiscal year of 2015.*

The co-report on item #1 of the Meeting's agenda is kept in the materials for the Meeting.

The speaker informed that the annual accounting statements for 2015 were previously approved and recommended for approval to the Annual General Meeting of Shareholders by the Company's Board of Directors on 28.04.2016.

The accuracy of the financial (accounting) statements of the Company for 2015 and compliance of accounting procedures in all material respects with the legislation of the Russian Federation were confirmed on 01.03.2016 by the Company's auditor's report - RSM RUS Ltd., approved by the Annual General Meeting of Shareholders on 25.06.2015.

The Audit Committee of the Company in its opinion dated 22.04.2016 also confirmed that the annual report and annual accounting (financial) statements of the Company for 2015 present fairly, in all material respects, the financial position of IDGC of Centre, PJSC as at 31.12.2015 and the results of financial and economic activities of IDGC of Centre, PJSC for 2015.

The annual accounting statements of IDGC of Centre, PJSC for 2015 are attached (Appendix 2).

In regards with *the distribution of profits (including dividends) and losses of the Company following the results of the fiscal year of 2015*, S.Y. Rumyantsev said as follows:

The distribution of profit of the Company following the results of fiscal year 2015 was tentatively approved and recommended for approval to the Annual General Meeting of Shareholders of the Company by the Company's Board of Directors on 28.04.2016.

The Company's Board of Directors also recommended to the Annual General Meeting of Shareholders (in accordance with Resolution of the Russian Federation Government dated 18.04.2016 № 705-r) to pay dividends on ordinary stocks of the Company following the results of 2015 in the amount of 0,0108 RUB per ordinary share of the Company in cash to a nominal holder and a beneficial owner being a professional securities market participant within no more than 10 working days, to other registered shareholders - within 25 working days from the record date of the list of persons entitled to receive dividends.

Regarding item # 1 of the Meeting's agenda the draft decision is presented in voting ballot # 1.

In accordance with item 2 of Article 49 of the Federal Law "On Joint-Stock Companies" and item 10.4 of Article 10 of the Articles of Association of IDGC of Centre, PJSC the decision on the item is taken by a majority of votes of shareholders – owners of voting shares of the Company participating in the Meeting.

2. Regarding item # 2 «On election of members of the Board of Directors of the Company» heard a report of Sergey Nikolayevich Sharapov.

The report on item #2 of the Meeting's agenda is kept in the materials for the Meeting.

19 candidates were included in the voting ballot.

In accordance with item 16.1 of Article 16 of the Articles of Association of the Company the number of members of the Board of Directors of the Company shall be 11 (eleven) persons.

The speaker read out the 19 candidates for the Company's Board of Directors nominated by shareholders of the Company (PJSC «Rosseti», Company "Genhold Limited", Company «FLETCHER GROUP HOLDINGS LIMITED», Company «Energosouz Holdings Limited»), who the Company's Board of Directors in accordance with paragraph 1 of Article 53 of the Federal Law "On Joint Stock Companies" at its meeting on 04.03.2016 included in the list for voting on the item «On election of members of the Board of Directors of the Company».

S.N. Sharapov also reported that the Personnel and Remuneration Committee gave a preliminary assessment of the candidates for the Board of Directors.

The results of the preliminary assessment of the candidates for the Board of Directors confirm that the proposed nominees to the Board of Directors are sufficiently independent from the Company's management to make objective and independent judgment regarding the current operations of the Company, and are able to critically evaluate the current work of the management.

Written consent of the candidates, nominated for election to the Board of Directors of IDGC of Centre, PJSC, is available.

Regarding item # 2 of the Meeting's agenda the draft decision is presented in voting ballot # 2.

According to item 4 of Article 66 of the Federal Law “On Joint Stock Companies” the election of members of the Board of Directors is made by cumulative voting. The candidates with the highest number of votes are considered elected.

3. Regarding item # 3 «On election of members of the Audit Commission of the Company» heard a report of Sergey Yuryevich Rumyantsev.

The report on item #3 of the Meeting’s agenda is kept in the materials for the Meeting.

5 candidates were included in the voting ballot.

In accordance with paragraph 24.1 of Article 24 of the Articles of Association of the Company the number of members of the Audit Commission shall be 5 (five) persons.

The speaker read out the 5 candidates for the Audit Commission of the Company nominated by the majority shareholders of the Company - PJSC «Rosseti», who the Company’s Board of Directors in accordance with paragraph 1 of Article 53 of the Federal Law “On Joint Stock Companies” at its meeting on 04.03.2016 included in the list for voting on the item «On election of members of the Audit Commission of the Company».

S.Y. Rumyantsev also reported that all the candidates to the Audit Commission of the Company have higher education, extensive experience in organizing and conducting audits, have a high level of knowledge and skills in management, law, economics and financial management.

Written consent of the candidates, nominated for election to the Audit Commission of IDGC of Centre, PJSC, is available.

Regarding item # 3 of the Meeting’s agenda the draft decision is presented in voting ballot # 3.

In accordance with item 2 of Article 49 of the Federal Law “On Joint-Stock Companies” and item 10.4 of Article 10 of the Articles of Association of IDGC of Centre, PJSC the decision on the item is taken by a majority of votes of shareholders – owners of voting shares of the Company participating in the Meeting.

4. Regarding item # 4 «On approval of the Auditor of the Company» heard a report of Sergey Yuryevich Rumyantsev.

The report on item #4 of the Meeting’s agenda is kept in the materials for the Meeting.

The Board of Directors of the Company at the meeting, held on 28.04.2016, reviewed the auditor’s nomination and proposed to the Annual General Meeting of Shareholders for audit of financial and economic activities for 2016 to approve RSM RUS Ltd. as the Company’s Auditor.

After that the speaker reported on the nomination as the Company's Auditor.

Regarding item # 4 of the Meeting’s agenda the draft decision is presented in voting ballot # 1.

In accordance with item 2 of Article 49 of the Federal Law “On Joint-Stock Companies” and item 10.4 of Article 10 of the Articles of Association of IDGC of

Centre, PJSC the decision on the item is taken by a majority of votes of shareholders – owners of voting shares of the Company participating in the Meeting.

5-8. Heard a report of Sergey Nikolayevich Sharapov regarding items ##5-8:

5. «On amending the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC

6. «On amending the Regulation on the Board of Directors of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company

7. «On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of IDGC of Centre, PJSC in a new edition»

8. «On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition».

The report regarding items ##5-8 of the Meeting's agenda is kept in the materials for the Meeting.

The initiator of the amendments to the Regulations on the General Meeting of Shareholders and the Board of Directors, as well as the approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors in a new edition (items ## 5, 6 and 7) is the Company's shareholder – Company «Genhold Limited».

According to the Company's Board of Directors, the bulk of the proposals of the Company «Genhold Limited» is of editorial (technical) nature and does not fully take into account the recommendations of the Corporate Governance Code of the Bank of Russia. In addition, in some cases, the proposals did not meet the corporate governance practices of the Company and regulations, which the Company plans to implement later.

In this connection, the Company's Board of Directors at the meeting, held on 28.04.2016, recommended to the Annual General Meeting of Shareholders not to approve the above-mentioned internal documents.

S.N. Sharapov also reported that in addition to changes in the internal documents of the Company, proposed by the Company «Genhold Limited», the Company's Board of Directors at its meeting on 28.04.2016 reviewed and proposed for approval by the Company's Annual General Meeting of Shareholders the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

The draft of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition is attached (Appendix 3).

Regarding items ## 5-8 of the Meeting's agenda the draft decisions are presented in voting ballots ## 2-3.

In accordance with item 2 of Article 49 of the Federal Law "On Joint-Stock Companies" and item 10.4 of Article 10 of the Articles of Association of IDGC of Centre, PJSC the decisions on the given items are taken by a majority of votes of shareholders – owners of voting shares of the Company participating in the Meeting.

After the reports on the items of the agenda, Y.N. Mangarov, presiding at the Annual General Meeting of Shareholders, read out the questions, received from shareholders (representatives of shareholders) on the e-mail: ir@mrsk-1.ru¹, and gave the floor to the Company's management to answer them.

After the answers to the questions, Y.N. Mangarov, presiding at the Annual General Meeting of Shareholders, informed that all the items of the agenda of the Meeting of shareholders were considered and gave the floor to Chairman of the Tabulation Commission – V.V. Shakotko to inform the persons, present at the meeting, on the number of votes held by the persons registered (participating) in the general meeting at that moment.

At 11 hours 03 minutes the start of voting was announced.

11 hours 33 minutes was determined to be the time of end of taking ballots from shareholders and a technical break was declared to count the votes.

After completion of the technical break, Y.N. Mangarov, presiding at the Annual General Meeting of Shareholders, gave the floor to Chairman of the Tabulation Commission V.V. Shakotko to announce the voting results.

Chairman of the Tabulation Commission V.V. Shakotko announced the voting results.

After that Y.N. Mangarov, presiding at the Annual General Meeting, announced the decisions taken by the Meeting of Shareholders.

¹ This right was first presented to shareholders this year, starting from 06.05.2016.

ITEMS PUT TO THE VOTE AND VOTING RESULTS ON EACH ITEM OF THE AGENDA:

On item 1 of the agenda:

1.1. To approve the Company's Annual Report for 2015.

1.2. To approve the Company's annual accounting statements for 2015.

1.3. To approve the following profit (loss) distribution of the Company for fiscal year 2015

Name	(thous. RUB)
Retained earnings (loss) for the reporting period:	908 987
To be distributed to: Reserve fund	0
Profit for development	453 033
Dividends	455 954
Repayment of losses of previous years	0

1.4. To pay dividends on common stocks of the Company following the results of 2015 in the amount of 0,0108 RUB 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 27 June 2016.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	28 607 220 458
«AGAINST»	13 594
«ABSTAINED»	5 225 614

Number of votes in ballots declared invalid	9 509 878 963
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Decision is taken.

On item 2 of the agenda:

To elect the following Company's Board of Directors:

Item #	Candidate for the Company's Board of Directors	Position, Place of Employment of the Candidate for the Company's Board of Directors (title at the moment of nomination)
1.	Tatiana Petrovna Dronova	Deputy General Director for Strategy and Development of ZAO «Investment Holding «Energy Alliance»
2.	Alexander Markovich Branis	Director of Prosperity Capital Management (Russian Federation) Ltd.
3.	Denis Alexandrovich Spirin	Director for Corporate Governance of Representative office of Prosperity Capital Management (Russian Federation) Ltd.
4.	Roman Alexeyevich Filkin	Director, power engineering, machine building of Representative Office of Prosperity Capital Management (Russian Federation) Ltd.
5.	Alexander Viktorovich Shevchuk	Executive Director of Association of Professional Investors
6.	Vladimir Vladimirovich Dudchenko	Financial Director of LLC "SoftBCom"
7.	Alexander Grigoryevich Starchenko	Adviser to President for Power Engineering of NLMK

8.	Sergey Vladimirovich Chebotarev	Vice-President for Power Engineering of NLMK
9.	Alexander Evgenyevich Bogashov	Head of Corporate Governance Section of Corporate Governance, Pricing Environment and Supervisory Work in the Fuel and Energy Industry Department of the Ministry of Energy of Russia
10.	Oleg Yuryevich Isaev	General Director of IDGC of Centre, PJSC
11.	Marina Alexandrovna Lavrova	Head of SDC Economy Office of Economic Planning and Budgeting Department of PJSC «Rosseti»
12.	Denis Alexandrovich Malkov	Head of the project “Project Office” of PJSC «Rosseti»
13.	Yury Nikolayevich Mangarov	Top Adviser of PJSC «Rosseti»
14.	Irina Borisovna Masaleva	Director of Perspective Development and Grid Connection Department of PJSC «Rosseti»
15.	Maxim Mikhailovich Saukh	Head of Corporate Governance Office of Corporate Governance and Interaction with Shareholders Department of PJSC «Rosseti»
16.	Tatiana Alexandrovna Seliverstova	Head of Securities and Information and Analytical Support Section of Corporate Governance and Interaction with Shareholders and Investors Department of PJSC «Rosseti»
17.	Alexey Yurievich Serov	Acting Director of Finance Department, Head of Capital Markets and Strategic Investments Office of PJSC «Rosseti»
18.	Oxana Vladimirovna Shatokhina	Deputy General Director for Economy of PJSC «Rosseti»
19.	Natalia Ilyinichna Erpsher	Head of Organizational Development Office of Personnel Policy and Organizational Development Department of PJSC «Rosseti»

Number of votes for cumulative voting, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	464 397 356 148
Number of votes for cumulative voting, owned by the persons on this item, who participated in the meeting	419 356 596 406
Quorum on this item (%)	90,30

Number of votes, cast for each candidate, as chosen the voting option «FOR»:

Item #	Candidate's full name	Number of votes for cumulative voting
«FOR», distribution of votes for candidates		
1	Tatiana Petrovna Dronova	24 523 966 388
2	Alexander Markovich Branis	1 687 939
3	Denis Alexandrovich Spirin	32 951 606 776
4	Roman Alexeyevich Filkin	32 953 193 878
5	Alexander Viktorovich Shevchuk	33 539 822 253
6	Vladimir Vladimirovich Dudchenko	1 548 631
7	Alexander Grigoryevich Starchenko	7 466 192
8	Sergey Vladimirovich Chebotarev	2 351 942
9	Alexander Evgenyevich Bogashov	35 296 266 904
10	Oleg Yuryevich Isaev	54 795 139 582
11	Marina Alexandrovna Lavrova	2 876 644
12	Denis Alexandrovich Malkov	33 181 187 521
13	Yury Nikolayevich Mangarov	33 181 070 831
14	Irina Borisovna Masaleva	33 178 146 928
15	Maxim Mikhailovich Saukh	33 183 084 714

16	Tatiana Alexandrovna Seliverstova	10 828 535
17	Alexey Yurievich Serov	9 363 392
18	Oxana Vladimirovna Shatokhina	33 185 006 067
19	Natalia Ilyinichna Erpsher	33 173 752 591
«AGAINST» all candidates		8 777 021
«ABSTAINED» for all candidates		71 532 879

Number of votes in ballots declared invalid	586 015 100
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Eleven candidates with the highest number of votes are considered to be elected to the Board of Directors of IDGC of Centre, PJSC.

Decision is taken.

On item 3 of the agenda:

To elect the following Company's Audit Commission:

Item #	Candidate for the Company's Audit Commission	Position, Place of Employment of the Candidate for the Company's Audit Commission (title at the moment of nomination)
1.	Svetlana Anatolyevna Kim	Head of Internal Audit Office of Internal Audit and Control Department of PJSC «Rosseti»
2.	Oxana Alexeevna Medvedeva	Chief Expert of Internal Audit Office of Internal Audit and Control Department of PJSC «Rosseti»
3.	Sergey Vladimirovich Malyshev	Leading Expert of Internal Audit Office of Internal Audit and Control Department of PJSC «Rosseti»
4.	Elena Stanislavovna Erandina	Chief Expert of Control and Expert Office of Internal Audit and Control Department of PJSC «Rosseti»
5.	Sergey Ivanovich Ochikov	Chief Expert of Internal Audit Directorate of PJSC «Rosseti»

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 180 169
Quorum on this item (%)	90,30

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

#	Candidate's full name	FOR	AGAINST	ABSTAINED	WERE NOT COUNTED since the ballots were recognized invalid, and for other reasons
1	Svetlana Anatolyevna Kim	28 383 479 860	175 479	227 811 337	9 510 709 122
2	Oxana Alexeevna Medvedeva	28 382 059 970	659 815	228 610 248	9 510 845 765
3	Sergey Vladimirovich Malyshev	28 382 712 947	476 622	228 140 629	9 510 845 600
4	Elena Stanislavovna Erandina	28 382 005 623	601 488	224 392 339	9 515 176 348
5	Sergey Ivanovich Ochikov	28 784 080 793	89 909	228 801 825	9 109 203 271

Five candidates with the highest number of votes are considered to be elected to the Audit Commission of IDGC of Centre, PJSC.

Decision is taken.

On item 4 of the agenda:

To approve RSM RUS Ltd. (INN/KPP 7722020834/772901001, location: 4, Pudovkin Str., Moscow, Russia 119285) as the Company's Auditor.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	27 427 360 981
«AGAINST»	798 911
«ABSTAINED»	1 184 351 996

Number of votes in ballots declared invalid	9 509 826 741
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Decision is taken.

On item 5 of the agenda:

To approve the amendments to the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	11 546 085 057
«AGAINST»	25 926 501 154
«ABSTAINED»	89 637 849

Number of votes in ballots declared invalid	560 114 569
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Decision is NOT taken.

On item 6 of the agenda:

To approve the amendments to the Regulation on the Board of Directors of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	11 547 481 556

«AGAINST»	25 927 195 321
«ABSTAINED»	89 298 195

Number of votes in ballots declared invalid	558 363 557
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Decision is NOT taken.

On item 7 of the agenda:

To approve the Regulation on the payment of remuneration and compensation to members of the Board of Directors of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	4 062 521 691
«AGAINST»	25 927 790 207
«ABSTAINED»	1 244 352 376

Number of votes in ballots declared invalid	6 887 658 301
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Decision is NOT taken.

On item 8 of the agenda:

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

Number of votes, owned by the persons on this item, included into the list of persons, entitled to participate in the general meeting (owners of placed voting shares)	42 217 941 468
Number of votes, owned by the persons on this item, who participated in the meeting	38 123 326 946
Quorum on this item (%)	90,30

Number of votes cast for each voting option:

Voting options	Number of votes
«FOR»	27 236 353 693
«AGAINST»	9 029 821 448
«ABSTAINED»	1 301 834 380

Number of votes in ballots declared invalid	554 313 054
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Decision is taken.

DECISIONS TAKEN BY THE MEETING:

On item 1 of the agenda:

- 1.1. To approve the Company's Annual Report for 2015.
- 1.2. To approve the Company's annual accounting statements for 2015.
- 1.3. To approve the following profit (loss) distribution of the Company for fiscal year 2015

Name	(thous. RUB)
Retained earnings (loss) for the reporting period:	908 987
To be distributed to: Reserve fund	0
Profit for development	453 033
Dividends	455 954
Repayment of losses of previous years	0

- 1.4. To pay dividends on common stocks of the Company following the results of 2015 in the amount of 0,0108 RUB 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 27 June 2016.

On item 2 of the agenda:

To elect the following Company's Board of Directors:

1. Oleg Yuryevich Isaev
2. Alexander Evgenyevich Bogashov
3. Alexander Viktorovich Shevchuk
4. Oxana Vladimirovna Shatokhina
5. Maxim Mikhailovich Saukh
6. Denis Alexandrovich Malkov
7. Yury Nikolayevich Mangarov
8. Irina Borisovna Masaleva
9. Natalia Ilyinichna Erpsher
10. Roman Alexeyevich Filkin
11. Denis Alexandrovich Spirin

On item 3 of the agenda:

To elect the following Company's Audit Commission:

1. Sergey Ivanovich Ochikov
2. Svetlana Anatolyevna Kim
3. Sergey Vladimirovich Malyshev
4. Oxana Alexeevna Medvedeva
5. Elena Stanislavovna Erandina

On item 4 of the agenda:

To approve RSM RUS Ltd. (INN/KPP 7722020834/772901001, location: 4, Pudovkin Str., Moscow, Russia 119285) as the Company's Auditor.

On item 8 of the agenda:

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

After the announcement of the voting results and decisions, taken by the Meeting of Shareholders, Y.N. Mangarov, presiding at the Annual General Meeting, adjourned the Annual General Meeting of Shareholders of IDGC of Centre, PJSC.

Appendices:

1. Minutes of voting results at the Annual General Meeting of Shareholders of IDGC of Centre, PJSC dated 08.06.2016.
2. Annual report of IDGC of Centre, PJSC following the results of 2015.
3. Annual accounting (financial) statements of IDGC of Centre, PJSC for 2015.
4. The Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.
5. The written questions of shareholders (representatives of shareholders) of IDGC of Centre, PJSC, received from shareholders (representatives of shareholders) on the e-mail: ir@mrsk-1.ru.

**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