

**Minutes
on the voting results
at the Annual General Meeting of Shareholders
of Interregional Distribution Grid Company of Centre, Public Joint-Stock Company
(IDGC of Centre, PJSC)**

Data on the Company:

The full name of the Company: **Interregional Distribution Grid Company of Centre, Public Joint-Stock Company.**

Location: **Moscow, Russia.**

Data on the Meeting:

Type of the General meeting: **Annual.**

Form of holding of the General meeting: **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: **22 April 2016.**

Date of the General Meeting holding: **08 June 2016.**

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, 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.

Opening time of registration of persons entitled to participate in the Annual General Meeting:

09 hours 00 minutes.

Registration closing time of persons eligible to participate in the Annual General Meeting:

11 hours 03 minutes.

Opening of the Annual General Meeting: **10 hours 00 minutes.**

Closing of the Annual General Meeting: **12 hours 45 minutes.**

Time to start counting votes: **11 hours 33 minutes.**

A specialized registrar performs the functions of the Tabulation Commission under an agreement:

Reestr-RN Ltd.

Registrar's location: **bld. 3-4, 2/6 Podkopaevsky alley, Moscow, Russia, 109028.**

Persons, authorized by the registrar performing the functions of the Tabulation Commission:

1. **V.V. Shakotko.**
2. **I.R. Gareeva, power of attorney №02060705 dated 07.06.2016.**
3. **V.A. Semenova, power of attorney №02060704 dated 07.06.2016.**

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

Item # 1 of the agenda: 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.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

The number of votes to be accounted for voting shares of the Company on this 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**.

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

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

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	28 607 220 458
AGAINST	13 594
ABSTAINED	5 225 614

The number of votes on this 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: **9 509 878 963**.

Votes, put for the voting option «FOR», make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

Item # 2 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.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946** votes or **419 356 596 406** cumulative votes, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

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

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

#	<i>Candidate's full name</i>	<i>Number of cumulative votes cast for the candidate</i>
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

<i>Voting option</i>	<i>Number of cumulative votes</i>
«AGAINST»	8 777 021
«ABSTAINED»	71 532 879

The number of cumulative votes on this 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: **586 015 100**.

The greatest number of cumulative votes were taken by the candidates: **Oleg Yuryevich Isaev, Alexander Evgenyevich Bogashov, Alexander Viktorovich Shevchuk, Oxana Vladimirovna Shatokhina, Maxim Mikhailovich Saukh, Denis Alexandrovich Malkov, Yury Nikolayevich Mangarov, Irina Borisovna Masaleva, Natalia Ilyinichna Erpsher, Roman Alexeyevich Filkin, Denis Alexandrovich Spirin.**

Item # 3 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 this 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.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 180 169**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes, accounted for while summing up the voting, held by the persons who participated in the General Meeting and are entitled to vote on this item of the agenda, determined subject to provisions of paragraph 4.27 *of the Regulations*: **38 123 180 169**.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

#	Candidate's full name	Voting option			WERE NOT COUNTED since the ballots were recognized invalid, and for other reasons
		FOR	AGAINST	ABSTAINED	
		Number of votes	Number of votes	Number of votes	
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

Votes, put for the voting option «FOR», for the candidates **Sergey Ivanovich Ochikov, Svetlana Anatolyevna Kim, Sergey Vladimirovich Malyshev, Oxana Alexeevna Medvedeva, Elena Stanislavovna Erandina** make up the majority of votes - owners of voting shares of the Company participating in the Meeting and being entitled to vote on this item of the agenda.

Item # 4 of the agenda: On approval of the Auditor of the Company.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	27 427 360 981
AGAINST	798 911
ABSTAINED	1 184 351 996

The number of votes on this 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: **9 509 826 741**.

Votes, put for the voting option «FOR», make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

Item # 5 of the agenda: On amending the Regulation on the General Meeting of Shareholders of IDGC of Centre, PJSC.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468.**

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	11 546 085 057
AGAINST	25 926 501 154
ABSTAINED	89 637 849

The number of votes on this 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: **560 114 569.**

Votes, put for the voting option «FOR», do not make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

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

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468.**

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	11 547 481 556

AGAINST	25 927 195 321
ABSTAINED	89 298 195

The number of votes on this 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: **558 363 557**.

Votes, put for the voting option «FOR», do not make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

Item # 7 of the agenda: 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.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	4 062 521 691
AGAINST	25 927 790 207
ABSTAINED	1 244 352 376

The number of votes on this 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: **6 887 658 301**.

Votes, put for the voting option «FOR», do not make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

Item # 8 of the agenda: On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

The number of votes, held by the persons, included into the list of persons entitled to participate in the General Meeting, on this item of the agenda of the General Meeting: **42 217 941 468**.

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

The number of votes, held by the persons, who participated in the General Meeting, on this item of the agenda of the General Meeting: **38 123 326 946**, representing more than half of the votes of placed voting shares of the Company on this 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 this item of the agenda is present.

The number of votes cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on this item of the agenda of the General Meeting:

<i>Voting option</i>	<i>Number of votes</i>
FOR	27 236 353 693
AGAINST	9 029 821 448
ABSTAINED	1 301 834 380

The number of votes on this 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: **554 313 054**.

Votes, put for the voting option «FOR», make up the majority of votes - owners of voting shares of the Company participating in the Meeting on this item of the agenda.

Performing the functions of the Tabulation Commission of the Company by the specialized registrar Reestr-RN Ltd. in accordance with Article 56 of Federal Law dated 26.12.1995 №208-FZ "On Joint Stock Companies" is the proper implementation of the requirements of para. 3 of Art. 67.1 of the Civil Code of the Russian Federation regarding certification (confirmation) of decisions taken by the general meeting of shareholders, and the shareholders present at the decision-making.

**Authorized representatives of
Reestr-RN Ltd.**

_____/V.V. Shakotko/

_____/V.A. Semenova/
under power of attorney №02060704 of 07.06.2016

_____/I.R. Gareeva/
under power of attorney №02060705 of 07.06.2016

Date of the Minutes: 08 June 2016.