

Minutes
on quorum availability at the Annual General Meeting of Shareholders
of Interregional Distribution Grid Company of Centre, Joint-Stock Company
(IDGC of Centre)

as at 10 hours 00 minutes 25 June 2015

Data on the Company:

The full name of the Company: **Interregional Distribution Grid Company of Centre, Joint-Stock Company.**
Location: Russian Federation, Moscow, 2nd Yamskaya, 4.

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 eligible to participate in the General Meeting: **20 May 2015.**

Date of the General meeting holding: **25 June 2015.**

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

Opening time of registration of persons participating in the annual General meeting of shareholders:
09 hours 00 minutes.

The agenda for the General Meeting:

1. On approval of the Annual Report, the annual accounting statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of fiscal year 2014.
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 Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.
6. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.
7. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.
8. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.
9. On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.
10. On approval of the Regulation on the General Meeting of Shareholders of the Company in a new edition.
11. On approval of the Regulation on the Board of Directors of the Company in a new edition.
12. On approval of the Regulation on the Audit Commission of the Company in a new edition.
13. On approval of the Regulation on the Management Board of the Company in a new edition.
14. On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition.
15. On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition.
16. On approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction.

A specialized registrar performed the functions of the Tabulation Commission, the registrar of IDGC of Centre: **Reestr-RN LLC**.

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. Valery Vasilyevich Filipenko;**
- 2. Nadezhda Viktorovna Ilyukova;**
- 3. Anna Vladimirovna Vorobyeva.**

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

Item # 1 of the agenda: On approval of the Annual Report, the annual accounting statements, as well as the distribution of profits and losses of the Company (including the dividend payment) following the results of fiscal year 2014.

The number of votes held by the persons included in 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 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

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.

The number of votes held by the persons included in 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: **37 642 219 134** votes or **414 064 410 474** 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.

Quorum on the given item of the agenda is present.

Item # 3 of the agenda: *On election of members of the Audit Commission of the Company.*

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

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

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 5 of the agenda: *On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.*

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 6 of the agenda: *On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.*

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 7 of the agenda: On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 8 of the agenda: On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 9 of the agenda: On amending the Articles of Association of Interregional Distribution Grid Company of Centre, Joint-Stock Company.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 10 of the agenda: On approval of the Regulation on the General Meeting of Shareholders of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 11 of the agenda: On approval of the Regulation on the Board of Directors of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 12 of the agenda: On approval of the Regulation on the Audit Commission of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 13 of the agenda: On approval of the Regulation on the Management Board of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 14 of the agenda: On approval of the Regulation on the payment of remuneration and compensation to members of the Board of Directors of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 15 of the agenda: On approval of the Regulation on the payment of remuneration and compensation to members of the Audit Commission of the Company in a new edition.

The number of votes held by the persons included in 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: **37 642 219 134**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

Item # 16 of the agenda: On approval of the liability insurance contract of directors and officers of the Company, which is a related party transaction.

According to paragraph 4.20 *of the Regulations* quorum on the sixteenth item of the agenda is determined based on the number of placed voting shares as of the date of the list of persons entitled to participate in the general meeting minus shares held by persons recognized as related parties pursuant to Article 81 of the Federal Law «On Joint-Stock Companies».

The number of votes held by the persons included in 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, possessed by all the persons, included in the list of persons entitled to participate in the General Meeting and being not related parties, had on this item of the agenda: **21 011 321 190**.

The number of votes to be accounted for voting shares of the Company, whose holders are not related parties, determined subject to provisions of paragraph 4.20 *of the Regulations*: **21 011 321 190**.

The number of votes, possessed by the persons who are not related parties and participated in the General Meeting on this item of the agenda of the General Meeting: **16 435 745 633**, representing more than half of the votes of placed voting shares of the Company on this item of the agenda of the General Meeting.

Quorum on the given item of the agenda is present.

According to paragraph 4.10 *of the Regulations*, a general meeting held in the form of a meeting shall be opened if by the time of its commencement there is a quorum of at least one of the items included in the agenda of the general meeting.

The General Meeting of shareholders may be opened and is entitled to review and decide on all items of the agenda.

**Authorized representatives of
Reestr-RN LLC**

_____/Filipenko V.V./
under power of attorney № 02062421 of 24.06.2015

_____/Ilyukova N.V./
under power of attorney № 02062422 of 24.06.2015

_____/Vorobyeva A.V./
under power of attorney № 02062425 of 24.06.2015

Date of the Minutes: 25 June 2015.