

**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:** 22 April 2016.

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

**Date of the Minutes:** 09 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.

**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: 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, for signing documents of the Tabulation Commission:

1. Vladimir Vladislavovich Shakotko;
2. Vera Anatolyevna Semenova (power of attorney № 02060704 dated 07.06.2016)
3. Irina Rafityanovna Gareeva (power of attorney № 02060705 dated 07.06.2016)

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, 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 the first 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 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**.

The number of votes, held by the persons, who participated in the General Meeting, on the first 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 the first 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 the given item of the agenda is present.**

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

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

The 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: **9 509 878 963**.

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

*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*

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

*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.*

**Second 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.

The number of votes, held by the 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**.

The 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**.

The number of votes, held by the persons who participated in the General Meeting, on the second 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 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.

The number of cumulative votes, cast for each voting option («FOR», «AGAINST» and «ABSTAINED») on the second 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»:

#	Candidate's full name	Number of cumulative votes cast for the candidate
1.	<b>Tatiana Petrovna Dronova</b>	<b>24 523 966 388</b>
2.	<b>Alexander Markovich Branis</b>	<b>1 687 939</b>
3.	<b>Denis Alexandrovich Spirin</b>	<b>32 951 606 776</b>
4.	<b>Roman Alexeyevich Filkin</b>	<b>32 953 193 878</b>
5.	<b>Alexander Viktorovich Shevchuk</b>	<b>33 539 822 253</b>
6.	<b>Vladimir Vladimirovich Dudchenko</b>	<b>1 548 631</b>
7.	<b>Alexander Grigoryevich Starchenko</b>	<b>7 466 192</b>
8.	<b>Sergey Vladimirovich Chebotarev</b>	<b>2 351 942</b>
9.	<b>Alexander Evgenyevich Bogashov</b>	<b>35 296 266 904</b>
10.	<b>Oleg Yuryevich Isaev</b>	<b>54 795 139 582</b>
11.	<b>Marina Alexandrovna Lavrova</b>	<b>2 876 644</b>
12.	<b>Denis Alexandrovich Malkov</b>	<b>33 181 187 521</b>
13.	<b>Yury Nikolayevich Mangarov</b>	<b>33 181 070 831</b>
14.	<b>Irina Borisovna Masaleva</b>	<b>33 178 146 928</b>
15.	<b>Maxim Mikhailovich Saukh</b>	<b>33 183 084 714</b>
16.	<b>Tatiana Alexandrovna Seliverstova</b>	<b>10 828 535</b>
17.	<b>Alexey Yurievich Serov</b>	<b>9 363 392</b>
18.	<b>Oxana Vladimirovna Shatokhina</b>	<b>33 185 006 067</b>
19.	<b>Natalia Ilyinichna Erpsher</b>	<b>33 173 752 591</b>

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

The number of cumulative votes on the given 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 wording of decisions taken by the General Meeting of Shareholders on the second item of the agenda of the General Meeting:**

*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*

**Third 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.

The number of votes, which the persons, included in the list of persons entitled to participate in the general meeting, had on the third 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 the third 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 the third 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 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.**

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 the given 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 the given 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

**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 Audit Commission:*

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

**Fourth item 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 the fourth 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 the fourth 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 the fourth 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 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.**

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

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

The number of votes on the fourth 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**.

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

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

**Fifth item 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 the fifth 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 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**.

The number of votes, held by the persons, who participated in the General Meeting, on the fifth 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 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.**

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

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

The 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: **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 the fifth item of the agenda.

Following the results of voting the decision **WAS NOT TAKEN**.

**Sixth item 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 the sixth 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 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.**

The number of votes, held by the persons, who participated in the General Meeting, on the sixth 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 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.**

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

<i>Voting option</i>	<i>Number of votes</i>
<b>FOR</b>	<b>11 547 481 556</b>
<b>AGAINST</b>	<b>25 927 195 321</b>
<b>ABSTAINED</b>	<b>89 298 195</b>

The 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: **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 the sixth item of the agenda.

Following the results of voting the decision **WAS NOT TAKEN.**

**Seventh item 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 the seventh 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 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.**

The number of votes, held by the persons, who participated in the General Meeting, on the seventh 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 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.**

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

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

The 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: **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 the seventh item of the agenda.

Following the results of voting the decision **WAS NOT TAKEN.**

**Eighth item 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, had on the eighth 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 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.**

The number of votes, held by the persons, who participated in the General Meeting, on the eighth 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 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.**

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

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

The 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: **554 313 054.**

**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 Board of Directors of IDGC of Centre, PJSC in a new edition.*

This report is made on 7 sheets in duplicate.

Date of the report drawing up: 09 June 2016.

**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**