

Statement of material fact

«On convening and holding the general meeting of participants (shareholders) of the issuer, as well as the decisions taken by the general meeting of participants (shareholders) of the issuer»
(insider information disclosure)

1. General information

1.1. Full issuer's business name (for non-commercial organization – name)	Interregional Distribution Grid Company of Centre, Public Joint-Stock Company
1.2. Abbreviated issuer's business name	IDGC of Centre, PJSC
1.3. Issuer's location	Russia, Moscow
1.4. Primary State Registration Number of the issuer	1046900099498
1.5. Tax payer number of the issuer	6901067107
1.6. Issuer's unique code, assigned by registering authority	10214-A
1.7. Web page address used by the issuer for information disclosure	http://www.e-disclosure.ru/portal/company.aspx?id=7985; https://www.mrsk-1.ru/information/
1.8. Date of occurrence of an event (material fact) about which a message has been compiled (if applicable)	31.05.2019

2. Contents of the statement

«On decisions taken by the general meeting of participants (shareholders) of the issuer»

2.1. Type of general meeting of participants (shareholders) of the issuer (annual (regular), extraordinary): **Annual General Meeting of Shareholder.**

2.2. The form of the general meeting of participants (shareholders) of the issuer (meeting (co-presence) or absentee voting): **meeting (co-presence).**

2.3. Date, time and place of the general meeting of participants (shareholders) of the issuer:

The date of holding: 30 May 2019.

The venue of holding: Moscow, Dmitrovskoye shosse 171 (Hotel Holiday Inn Vinogradovo, conference centre).

The time of holding: 10 hours 00 minutes.

2.4. Quorum of the general meeting of participants (shareholders) of the issuer:

The total number of votes of outstanding shares of IDGC of Centre that had the right to vote at the Annual General Meeting of Shareholders is **42 217 941 468.**

Persons, registered to participate in the Annual General Meeting of Shareholders at 10:00 am (moment of opening of the Meeting), possessed **36 474 999 195 votes** by the number of their ordinary shares, which is **86.3969%** of the total number of votes of persons entitled to participate in the General Meeting of Shareholders.

There is a quorum. The Annual General Meeting of Shareholders of IDGC of Centre is authorized to take decisions on all issues of the agenda.

2.5. The agenda of the general meeting of participants (shareholders) of the issuer:

1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2018.

2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of the reporting year of 2018.

3. On election of members of the Board of Directors of the Company.

4. On election of members of the Audit Commission of the Company.

5. On approval of the Auditor of the Company.

6. On approval of the Articles of Association of IDGC of Centre, PJSC in a new edition.

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

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

9. On approval of the Regulation on the General Meeting of IDGC of Centre, PJSC in a new edition.

10. 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.

11. On participation of IDGC of Centre, PJSC in Association SRO "Centre of Survey".

12. On participation of IDGC of Centre, PJSC in NP "NTS EES".

2.6. Results of voting on the agenda of the general meeting of participants (shareholders) of the issuer for which there was a quorum, and the wording of decisions taken by the general meeting of participants (shareholders) of the issuer on these items:

Item № 1. On approval of the Annual Report, the annual accounting (financial) statements of the Company for 2018.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
« FOR »	36 262 055 412
« AGAINST »	859 087
« ABSTAINED »	253 041 474
Number of votes in ballots declared invalid or not counted on other grounds	10 695 839

Decision taken by the Annual General Meeting of Shareholders on the first item of the agenda:

- To approve the Company's Annual Report for 2018.
- To approve the Company's annual accounting (financial) statements for 2018.

Item № 2. On distribution of profits and losses of the Company (including the dividend payment (declaration)) following the results of the reporting year of 2018.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
« FOR »	35 215 450 542
« AGAINST »	862 803
« ABSTAINED »	1 301 672 304
Number of votes in ballots declared invalid or not counted on other grounds	8 666 163

Decision taken by the Annual General Meeting of Shareholders on the second item of the agenda:

- To approve the following distribution of profits (losses) of the Company for the reporting year of 2018.

Name	(thous. RUB)
Retained earnings (loss) for the reporting period:	1 405 372
To be distributed to:	
Reserve fund	0
Profit for development	529 210
Dividends	876 162
Repayment of losses of previous years	0

- To pay dividends on common stocks of the Company following the results of 2018 in the amount of **0,0207533 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 **10 June 2019**.

Item № 3. On election of members of the Board of Directors of the Company.

Number of votes for cumulative voting, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468 x 11 = 464 397 356 148
Number of cumulative votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468 x 11 = 464 397 356 148
Number of cumulative votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812 x 11 = 401 793 169 932
Quorum on this item (%)	86.5192

Number of votes, cast for each candidate, who chose 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	27 449 782
2	Alexander Viktorovich Golovtsov	37 365 945 004
3	Vitaly Yuryevich Zarkhin	37 365 511 354
4	Andrey Vladimirovich Morozov	55 534 641
5	Alexander Viktorovich Shevchuk	35 871 062 833
6	Alexey Yuryevich Krashakov	20 247 222 194
7	Sergey Vladimirovich Chebotarev	23 545 187
8	Anastasiya Igorevna Krupenina	3 732 458 184
9	Alexander Viktorovich Varvarin	31 697 951 975
10	Alexander Ivanovich Kazakov	33 602 107 306
11	Andrey Vyacheslavovich Logatkin	33 365 922 388
12	Igor Vladimirovich Makovskiy	34 715 008 685
13	Evgeny Alexandrovich Olkhovich	7 137 796
14	Alexey Igorevich Pavlov	33 367 203 908
15	Natalia Vladimirovna Paramonova	4 469 434
16	Larisa Anatolievna Romanovskaya	33 371 232 419
17	Maxim Mikhailovich Saukh	33 365 098 126
18	Makar Andreevich Timofeev	5 143 317
19	Dmitry Alexandrovich Chevkin	33 365 292 765
«FOR»		401 555 297 298
«AGAINST» all candidates		2 138 444
«ABSTAINED» for all candidates		103 280 683
Number of votes in ballots declared invalid or not counted on other grounds		132 453 507

Eleven nominees with the largest number of votes are considered as elected to the Board of Directors of IDGC of Centre, PJSC.

Decision taken by the Annual General Meeting of Shareholders on the third item of the agenda:

To elect the following Company's Board of Directors:

1. Alexander Viktorovich Golovtsov
2. Vitaly Yuryevich Zarkhin
3. Alexander Viktorovich Shevchuk
4. Igor Vladimirovich Makovskiy
5. Alexander Ivanovich Kazakov
6. Larisa Anatolievna Romanovskaya
7. Alexey Igorevich Pavlov
8. Andrey Vyacheslavovich Logatkin
9. Dmitry Alexandrovich Chevkin
10. Maxim Mikhailovich Saukh
11. Alexander Viktorovich Varvarin

Item № 4. On election of members of the Audit Commission of the Company.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 794 691

Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 505 035
Quorum on this item (%)	86.5192

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

#	Candidate's full name	FOR	AGAINST	ABSTAINED	Invalid or not counted on other grounds
1	Sergey Vladimirovich Kiryukhin	25 454 535 562	604 113	11 061 500 198	9 865 162
2	Marina Alekseevna Lelekova	25 452 069 763	647 235	11 063 922 087	9 865 950
3	Svetlana Anatolyevna Kim	25 454 870 512	932 675	11 061 177 841	9 524 007
4	Elena Alexandrovna Kabizskina	25 450 731 370	1 922 983	11 063 941 378	9 909 304
5	Artem Nikolaevich Kirillov	25 454 535 295	594 113	11 061 641 150	9 734 477

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

Decision taken by the Annual General Meeting of Shareholders on the fourth item of the agenda:

To elect the following Company's Audit Commission:

1. Svetlana Anatolyevna Kim
2. Sergey Vladimirovich Kiryukhin
3. Artem Nikolaevich Kirillov
4. Marina Alekseevna Lelekova
5. Elena Alexandrovna Kabizskina

Item № 5. On approval of the Auditor of the Company.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	36 253 568 157
«AGAINST»	604 648
«ABSTAINED»	263 690 887
Number of votes in ballots declared invalid or not counted on other grounds	8 788 120

Decision taken by the Annual General Meeting of Shareholders on the fifth item of the agenda:

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

Item № 6. On approval of the Articles of Association of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	35 321 916 343
«AGAINST»	728 139
«ABSTAINED»	1 194 408 142
Number of votes in ballots declared invalid or not counted on other grounds	9 599 188

Decision taken by the Annual General Meeting of Shareholders on the sixth item of the agenda:
To approve the Articles of Association of IDGC of Centre, PJSC in a new edition.

Item № 7. On approval of the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	35 321 124 287
«AGAINST»	1 074 519
«ABSTAINED»	1 195 176 266
Number of votes in ballots declared invalid or not counted on other grounds	9 276 740

Decision taken by the Annual General Meeting of Shareholders on the seventh item of the agenda:
To approve the Regulation on the Board of Directors of IDGC of Centre, PJSC in a new edition.

Item № 8. On approval of the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	35 321 545 430
«AGAINST»	290 986
«ABSTAINED»	1 195 574 543
Number of votes in ballots declared invalid or not counted on other grounds	9 240 853

Decision taken by the Annual General Meeting of Shareholders on the eighth item of the agenda:
To approve the Regulation on the Management Board of IDGC of Centre, PJSC in a new edition.

Item № 9. On approval of the Regulation on the General Meeting of IDGC of Centre, PJSC in a new edition.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
« FOR »	35 271 446 198
« AGAINST »	50 847 397
« ABSTAINED »	1 195 129 619
Number of votes in ballots declared invalid or not counted on other grounds	9 228 598

Decision taken by the Annual General Meeting of Shareholders on the ninth item of the agenda:

To approve the Regulation on the General Meeting of IDGC of Centre, PJSC in a new edition.

Item № 10. 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.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
« FOR »	35 248 937 012
« AGAINST »	66 918 933
« ABSTAINED »	1 202 129 704
Number of votes in ballots declared invalid or not counted on other grounds	8 666 163

Decision taken by the Annual General Meeting of Shareholders on the tenth item of the agenda:

1. 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.

2. To apply 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 to members of the Company's Board of Directors elected at this and subsequent General Meetings of Shareholders of the Company.

Item № 11. On participation of IDGC of Centre, PJSC in Association SRO "Centre of Survey".

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
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«FOR»	24 303 035 815
«AGAINST»	6 984 470
«ABSTAINED»	12 205 470 033
Number of votes in ballots declared invalid or not counted on other grounds	11 161 494

Decision taken by the Annual General Meeting of Shareholders on the eleventh item of the agenda:

To approve the participation of IDGC of Centre, PJSC in the Association of the self-regulatory organization “Central Association of Engineering Survey Organizations for Construction “Centre of Survey” (Association SRO “Centre of Survey”) on the following essential conditions:

- the size of the entrance (one-time) fee – 20 000 (twenty thousand) rubles;
- the size of current annual membership fees – 54 000 (fifty four thousand) rubles;
- one-time contribution to the compensation fund for securing contractual obligations – 150 000 (one hundred fifty thousand) rubles;
- the size of a single contribution to the harm compensation fund – 50 000 (fifty thousand) rubles;
- the form of payment of contributions – cash;
- the annual target contribution for transfer to the National Association of self-regulatory organizations based on the membership of engineering survey entities and self-regulatory organizations based on the membership of entities engaged in preparation of design documentation (hereinafter referred to as NOPRIZ) is the same for all members, and its size is set by the All-Russian Congress of self-regulatory organizations based on the membership of entities performing engineering surveys and self-regulatory organizations engaged in preparation of design documentation. At the same time, the first such fee is paid by all members of the Association for the current year in proportion to the annual fee, based on the time of entry;
- the size of regular membership fees is approved by the General Meeting of Members of Association SRO “Centre of Survey”.

Item № 12. On participation of IDGC of Centre, PJSC in NP “NTS EES”.

Number of votes, owned by persons, included into the list of persons , entitled to participate in the general meeting for voting on this agenda item	42 217 941 468
Number of votes, to be accounted for voting shares of the company on the given item of the agenda, determined subject to provisions of paragraph 4.24 of the Regulations	42 217 941 468
Number of votes, owned by persons, who participated in the general meeting on this agenda item	36 526 651 812
Quorum on this item (%)	86.5192

Number of votes, cast for each voting option:

Voting options	Number of votes
«FOR»	24 304 165 180
«AGAINST»	850 981 717
«ABSTAINED»	11 360 808 794
Number of votes in ballots declared invalid or not counted on other grounds	10 696 121

Decision taken by the Annual General Meeting of Shareholders on the twelfth item of the agenda:

To approve the participation of IDGC of Centre, PJSC in Non-commercial partnership “Scientific and Technical Council of the Unified Energy System” (NP “NTS EES”) on the following essential conditions:

- the size of the entrance (one-time) fee – 2 100 000 (two million one hundred thousand) rubles;
- the size of current annual membership fees – 2 000 000 (two million) rubles.
- the form of payment of contributions – cash;
- when joining NP “NTS EES”, the Partnership Member pays an annual membership fee at the same time as the entrance fee is paid no later than 30 (Thirty) days from the date the Supervisory Board decides to accept the new Partnership Member. Subsequently, the payment of the annual membership fee is made no later than 1 February of each current year.
- the size and procedure for payment of the annual membership fee is determined by the Regulation on Contributions approved by the Supervisory Board of NP “NTS EES” and may be changed for subsequent periods.

2.7. Date and number of minutes of the general meeting of participants (shareholders) of the issuer: **Minutes # 01/19 of 31.05.2019.**

2.8. Identification features of shares, whose owners have the right to attend the general meeting of shareholders of the issuer: **ordinary shares, state registration number 1-01-10214-A dated 24.03.2005, international securities identification code (number) (ISIN): RU000A0JPPL8.**

3. Signature

3.1. Director of Corporate Governance –
Head of corporate governance and interaction
with shareholders Department, acting under
power of attorney # D-CA/3 of 15.01.2019

(signature)

O.A. Kharchenko

Stamp here.

3.2. Date «31» May 2019.