

Statement of material fact

«Information, which has, according to the issuer, significant impact on the value of its equity securities»

1. General information	
1.1. Full issuer's business name	<i>Interregional Distribution Grid Company of Centre, Public Joint-Stock Company</i>
1.2. Brief issuer's business name	<i>IDGC of Centre, PJSC</i>
1.3. Issuer's location	<i>Moscow, Russia</i>
1.4. Primary State Registration Number of the issuer	<i>1046900099498</i>
1.5. Tax payer number of the issuer	<i>6901067107</i>
1.6. Issuer's Unique code, assigned by registering authority	<i>10214-A</i>
1.7. Web page address used by the issuer for information disclosure	<i>http://www.e-disclosure.ru/portal/company.aspx?id=7985; https://www.mrsk-1.ru/information/</i>
1.8. Date of occurrence of an event (material fact) about which a message has been compiled (if applicable)	<i>«28» May 2020</i>
2. Contents of the statement	
<p>2.1. Short description of the event (action), occurrence (performance) of which, in the opinion of the Issuer, has an impact on the value of its securities: <i>The issuer made a decision on the deadline for sending offers under uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02 of IDGC of Centre, PJSC (hereinafter – the Bonds), placed within the Program of exchange-traded bonds with identification number 4-10214-A-001P-02E dated 21.12.2016 (hereinafter – the Program of exchange-traded bonds), registration number of the issue and international code (number) for identifying securities (ISIN): at the disclosure date not assigned.</i></p> <p>2.2. If a corresponding event (action) is related or linked to a third party - the full name (for non-profit organizations - the name), address, taxpayer identification number (if applicable), PSRN (if applicable) or full name of that person (if any): <i>It is not possible to provide the information, since the information affects potential buyers of the Bonds of IDGC of Centre, PJSC.</i></p> <p>2.3. If a corresponding event (action) is related or linked to the decision taken by the authorized body of the issuer or a third party – the name of the governing body, the date of adoption and the content of the decision, the date and number of minutes of a meeting (session) of the governing body if the decision was taken by a joint management body of the person: <i>The decision was made by the Sole Executive Body – General Director of IDGC of Centre, PJSC on «28» May 2020 (Order dated «28» May 2020 №258-CA).</i> The content of the decision taken: <i>To establish that the placement of the Bonds is done by the Book building - collection of targeted applications from buyers for the purchase of the Bonds at a fixed price and coupon rate for the first coupon period, predetermined by the Issuer in the manner and on the terms and conditions provided for by the Program of exchange-traded bonds of series 001P.</i> <i>To establish that offers to conclude Preliminary agreements, as the term is determined in the Program of exchange-traded bonds of series 001P, shall be sent to Gazprombank (Joint-stock company).</i> <i>To establish that the deadline for sending offers to conclude Preliminary agreements with potential purchasers of the Bonds, containing the obligation to enter on the date of placement of the Bonds into main sales and purchase agreements for the Bonds, begins at 11:00 a.m. on 29.05.2020 and ends at 03:00 p.m. on 29.05.2020.</i></p> <p>«28» May 2020</p> <p>With reference to: <i>Participation in the placement of the Bonds of Public Joint Stock Company "Interregional Distribution Grid Company of Centre" of series 001P-02.</i></p> <p>ATTENTION: YOU MUST READ THE INFORMATION BELOW BEFORE TAKING ANY ACTION.</p> <p>This notice covers the following information below and issuing documents on the web site at: http://www.e-disclosure.ru/portal/company.aspx?id=7985 (hereinafter collectively referred to as the "Documents"), and you need to carefully read the terms of this notice before you take any action in</p>	

connection with such Documents. When reviewing and implementing any action in response to the Documents, you agree to abide the following conditions below, including any amendments to such conditions as may be received by you from us as a result of your review of the Documents.

THIS NOTICE AND DOCUMENTS SUBMITTED TO YOUR ATTENTION, DO NOT CONSTITUTE AN OFFER TO SELL ANY SECURITIES AND ARE NOT INTENDED TO BE REVIEWED OR ACCESSED BY PEOPLE WHO ARE IN THE UNITED STATES, AUSTRALIA, CANADA OR JAPAN.

THIS NOTICE AND THE DOCUMENTS MAY NOT BE SENT OR DISTRIBUTED, EXCEPT IN THE ORDER INDICATED BELOW, AND MAY NOT BE REPRODUCED IN ANY WAY.

Neither "Gazprombank" (Joint Stock Company) (Organizer), nor Joint-Stock Company VTB Capital (Organizer), nor Joint Stock Company "Sberbank CIB", nor Public Joint Stock Company "Interregional Distribution Grid Company of Centre" (hereinafter the "Issuer") hereby offer to sell any securities and do not perform any action to receive an offer to purchase any securities in respect of any persons in any jurisdiction. This notice and the Documents, submitted to your attention, may not be used for or in connection with the preparation of any message in any jurisdiction or in any circumstances, in/at which such prepared message is to be considered unacceptable or illegal. The Issuer requires each person, who has access to this notice and the Documents, to read and observe such restrictions. The Documents, submitted for your review, are for informational purposes only and do not constitute an advertisement or offer for sale of securities in any country.

Any securities of the Issuer may not be offered or sold in the United States without registration or with an exemption from registration under the U.S. Securities Act of 1933 (in its current version).

This notice and the Documents are provided exclusively for: (i) persons who are outside the United Kingdom or (ii) investment professionals falling within Article 19(5) of Order (Financial Promotion) 2005 under Law of the UK on Financial Services and Financial Markets 2000 (hereinafter the "Order"), or (iii) legal or other entities with high net worth, which this notice and the Documents can be lawfully directed, subject to Article 49(2)(a) - 49(2)(d) of the Order (all such persons are hereinafter collectively referred to as the "Relevant persons"). Any securities may be acquired, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such securities will be made only by those Relevant persons. Any other person who is not a Relevant person should not act in connection with, or otherwise rely on this notice and the Documents or any information contained therein.

Any public offering of securities that may be considered made on the basis of the fact of sending this notice and the Documents to any Member State of the European Union, which took to perform the Directive 2003/71/EC (together with any additional procedures for its use in that Member State hereinafter referred to as the "Prospectus Directive"), is addressed solely to qualified investors of a Member State in EU within the meaning established by the Prospectus Directive.

This notice and the Documents are not an issue prospectus for the purposes of interpreting them in accordance with the procedures for use of the Prospectus Directive and other applicable law. This notice and the Documents, as well as the issue prospectus prepared in connection with the offering of securities of the Issuer, may not be distributed in any country where such distribution requires additional requirements or violates the laws of that country.

OWNERSHIP OF EXCHANGE TRADED BONDS OR OTHER FINANCIAL INSTRUMENTS IS ALWAYS RELATED TO RISKS.

This notice is for informational purposes only and contains very limited information about investing in the securities of the Issuer. Such investment must be preceded by an informed decision, based, inter alia, on a careful analysis of the Issuer, its affiliates, operations, financial condition, sales and revenue, the state of the Russian economy in general and other risk factors.

Dear Investor,

We hereby inform you of the opportunity to participate in the placement of uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02 of Public Joint Stock Company "Interregional Distribution Grid Company of Centre" (the "Issuer"). Gazprombank" (Joint Stock Company) ("Gazprombank"), Joint-Stock Company VTB Capital ("JSC VTB Capital"), Joint Stock Company "Sberbank CIB" ("JSC Sberbank CIB"), act as the placement manager (the "Organizers"). This notice is an invitation to make an offer and is not a proposal.

PJSC Moscow Exchange on 21 December 2016 assigned identification number 4-10214-A-001P-02E to the Program of exchange-traded bonds. Assigning the identification number to the Program of exchange-traded bonds does not mean that the actual information presented in the issue documents is accurate and reliable.

Placement of the Bonds of a separate issue within the Program of exchange-traded bonds with identification number 4-10214-A-001P-02E dated 21.12.2016 will occur by committing sale and purchase transactions

with the Bonds at Moscow Exchange. The placing of the Bonds is scheduled for «05» June 2020, but may be held on a different date. The final date of the placement is set (defined) in accordance with the Program of exchange-traded bonds and the Prospectus on securities (the "Issue Documents"). The Bonds are payable only in cash.

You may participate in the placement, making in the established order below an offer to conclude a preliminary agreement to buy your Bonds (the "Purchase Offer") in the form specified in the Appendix to this notice, indicating the maximum total amount in Russian Rubles at which you are willing and ready to purchase the Bonds and the minimum coupon rate of the Bonds, at which you are willing and ready to purchase the Bonds with the specified amount.

Offer to purchase is your proposal to conclude a Preliminary agreement (as this term is defined below).

For the purposes of compliance with the requirements for the order of placement of the Bonds, the Organizers are considering only those Purchase Offers, which have been properly drawn up and signed, and received by the Organizers in the manner and on the terms set out in this notice.

The Order of Placement and Settlement

If you decide to participate in the placement of the Bonds, please, confirm your acceptance of the terms and conditions of the placement of the Bonds, set out in the Issue Documents and this notice, through delivery to [Gazprombank](#) by e-mail) to the address below of your properly completed and signed by you Purchase Offer no later than 03:00 p.m. Moscow time on «29» May 2020 (the "Book Closing Time"). In this case, the Purchase Offer, directed by a legal entity, shall be made on the form of the legal entity, signed by an authorized person and sealed with the corporate stamp. The Purchase Offer may not be withdrawn after the Book Closing Time.

To avoid any confusion and doubt, please, mind that the fact of receiving your Purchase Offer by the Organizer does not mean that it will be accepted. Neither the Issuer nor the Organizers assume any liability and make representations or warranties as to the fact that your Purchase Offer will have been accepted in whole or in part.

After determining the rate of the first coupon of the Bonds the Issuer takes the decision to accept or reject your Purchase Offer. Only if the decision has been made about the acceptance of your Purchase Offer, [Gazprombank](#), acting as an attorney on behalf of and for the account of the Issuer, or as a commission agent in its own name and for the account of the Issuer, will send you (by e-mail) a written notice of acceptance (the "Notice of Acceptance") of your Purchase Offer to the address or fax number or email address specified in your Purchase Offer. If the Notice of Acceptance is sent by fax or by e-mail, it is deemed to be received by you at the time of its sending. If the Issuer has taken its decision to reject your Purchase Offer, or the Issuer has not considered your Purchase Offer, or no decision has been taken in relation to it, then the Organizers will not send you a notice about it. In this case, the fact that you will not be sent such a notice does not mean that your Purchase Offer has been accepted (silence is not acceptance).

ATTENTION! THE ACCEPTANCE OF YOUR PURCHASE OFFER MEANS A CONCLUDED BETWEEN YOU AND THE ISSUER PRELIMINARY AGREEMENT (THE "PRELIMINARY AGREEMENT"), PURSUANT TO WHICH YOU AND THE ISSUER AGREE TO ENTER ON THE DATE OF THE PLACEMENT OF THE BONDS THE MAIN AGREEMENT OF SALE AND PURCHASE OF THE BONDS (THE "MAIN AGREEMENT") UNDER THE FOLLOWING CONDITIONS: THE ISSUER AGREES TO SELL YOU, AND YOU AGREE TO PURCHASE FROM THE ISSUER AND PAY FOR THE BONDS IN AN AMOUNT AT THE OFFERING PRICE AND A COUPON RATE SPECIFIED IN THE NOTICE OF ACCEPTANCE. IN THIS CASE THE NUMBER OF THE BONDS SPECIFIED IN THE NOTICE OF ACCEPTANCE WILL DEPEND ON THE OFFERING PRICE, THE INTEREST RATE ON THE COUPON AND THE MARKET DEMAND FOR THE BONDS. YOUR PURCHASE OFFER MAY BE ACCEPTED IN WHOLE OR IN PART. IF YOUR PURCHASE OFFER HAS BEEN ACCEPTED IN PART, THE PRELIMINARY AGREEMENT IS CONCLUDED ONLY FOR THIS PART OF YOUR PURCHASE OFFER, TO BE SPECIFIED IN THE NOTICE OF ACCEPTANCE¹. THE ORDER OF ENTERING INTO THE MAIN AGREEMENT (ORDER OF PLACEMENT OF THE BONDS), THE DATE OF PLACEMENT OF THE BONDS, THE OFFERING PRICE, THE COUPON RATE ON THE BONDS AND THE SETTLEMENT PROCEDURE SHALL BE ESTABLISHED (DEFINED) IN ACCORDANCE WITH THE ISSUE DOCUMENTS.

¹ The Notice of Acceptance will indicate the number of the Bonds, calculated on an offering price, as well as the relevant part of the sum of money specified in your Purchase Offer as the maximum amount of money you are willing to buy the Bonds for.

This notice, Purchase Offer and Notice of Acceptance (if any) are an integral part of the Preliminary agreement.

All disputes related to the conclusion of the Preliminary agreement, its validity and execution shall be

settled by the Arbitration Court of the city of Moscow.

If you agree to these conditions and the order of participation in the placement of the Bonds, you may send the Purchase Offer to [Gazprombank](mailto:Syndicate@gazprombank.ru) by e-mail: Syndicate@gazprombank.ru debt_syndicate@sberbank-cib.ru (attention: Semyon Odintsov, Natalia Pashenkova), and sending a copy of the Purchase Offer by e-mail: bonds@vtbcapital.com, debt_syndicate@sberbank-cib.ru

Sincerely,

[Public Joint Stock Company "Interregional Distribution Grid Company of Centre"](#)

LETTERHEAD OF POTENTIAL BUYER

Attention: Semyon Odintsov, Natalia Pashenkova
E-mail: Syndicate@gazprombank.ru

Copy:
JSC VTB Capital
Attention: Ilya Buchkovsky
E-mail: bonds@vtbcapital.com

JSC Sberbank CIB
Attention: Maxim Vashlaev, Arthur Plaude
E-mail: debt_syndicate@sberbank-cib.ru

OFFER ON THE CONCLUSION OF THE PRELIMINARY AGREEMENT OF PURCHASE AND SALE

We familiarized ourselves with the terms and conditions of participation in the placement of uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02, placed through open subscription under the Program of exchange-traded bonds (identification number of the Program of exchange-traded bonds 4-10214-A-001P-02E dated 21.12.2016) (hereinafter – the Bonds), specified in the Program of exchange-traded bonds and the Prospectus on securities of IDGC of Centre, PJSC (hereinafter – the Issuer).

Having carefully analyzed the financial, economic, legal and other risks and consequences of the acquisition and ownership of the Bonds, we hereby undertake to conclude on the start date of the placement of the Bonds the main sale and purchase agreements on the purchase by us of the Bonds from the Issuer in accordance with the Program of exchange-traded bonds and the Prospectus on securities on the following conditions:

The maximum amount for which we are ready to purchase the Bonds (RUB)*	The minimum rate of the first coupon period on the Bonds (% per annum)
[please, specify]	[please, specify]

This offer is valid until «05» June 2020 inclusive.

Please send a notification of acceptance of this offer to the following coordinates: for transfer by courier: [specify your office address], for transmission by email: [specify email address of the responsible employee of your office].

Sincerely,

Name:

Position:
(if a person acts by proxy, specify the details of the document)

Stamp here.

*This amount does not include costs associated with the acquisition of the Bonds and settlement performance.

2.4. If an event (action) is relevant and may have a significant impact on the value of certain securities of

the issuer - the type, category (kind) and other identification features of such securities of the issuer:
- *uncertificated unconvertible interest-bearing exchange-traded bonds with centralized recording of rights of series 001P-02 of IDGC of Centre, PJSC, within the Program of exchange-traded bonds (identification number of the Program of exchange-traded bonds 4-10214-A-001P-02E dated 21.12.2016) registration number of the issue and international code (number) for identifying securities (ISIN): at the disclosure date not assigned.*

2.5. Date of occurrence of a relevant event (action performance), and if the corresponding event occurs in respect of a third party (the corresponding action is performed by a third party) – also the date, on which the Issuer became aware of the occurrence of the specified event (the specified action performance): «28» **May 2020.**

3. Signature

3.1. Acting Head of Corporate Governance

Department (Power of attorney # D-CA/7 of 20.01.2020)

(signature) O.A. Kharchenko

3.2. Date 28 May 2020.